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February 7, 2000

VIA COURIER

Ontario Securities Commission
Suite 800
20 Queen Street West
Toronto, Ontario
M5H 3S8

Attention: Corporate Finance - Takeover Bids and Issuer Bids

Dear Sirs and Mesdames:

Re: Weyburn Inland Terminal Ltd. ("WIT")
- Issuer Bid

We enclose for filing with the Ontario Securities Commission:

1. WIT's Offer to Purchase and Issuer Bid Circular (the "Circular"), in duplicate;

2. a copy of the Letter of Transmittal, in duplicate;

3. a copy of the Valuation of Union Securities Ltd.;

4. consent letter of Union Securities Ltd.;

5. Form 42 Report of Issuer Bid; and

6. our cheque in the amount of $1,000 payable to the Ontario Securities Commission.

WIT has only eight shareholders that are resident in the Province of Ontario who hold an aggregate of 7,220 common shares representing 0.7% of the issued and outstanding common shares. As a result, the Issuer Bid is an exempt issuer bid pursuant to clause 93(3)(h) of the *Securities Act* (Ontario).

The Circular has been prepared in accordance with the requirements of *The Securities Act, 1988* (Saskatchewan).

WIT continues to file in paper form with the Saskatchewan Securities Commission and as a result, the above-noted materials are being provided to you in paper form.

Yours truly,

MacPherson Leslie & Tyerman

Per: *"Douglas Ballou"*
Douglas A. Ballou

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enclosure