

## EARLY WARNING REPORT

### NATIONAL INSTRUMENT 62-103

#### *The Early Warning System and Related Take-Over Bid and Insider Reporting Issues*

**(a) Name and Address of offeror:**

Gulf LNG America, LLC  
JP Morgan Chase Tower  
600 Travis, Suite 6800  
Houston, Texas 77002

**(b) The designation and number or principal amount of securities and the offeror's securityholding percentage in the class of securities of which the offeror acquired ownership or control in the transaction or occurrence giving rise to the obligation to file the news release, and whether it was ownership or control that was acquired in those circumstances:**

On October 20, 2014, the offeror acquired ownership of 20,000,000 Units (**Units**) for \$0.05 per Unit. Each Unit is comprised of one common share (**Common Share**) in the capital of Range Energy Resources Inc. (**Range**) and one common share purchase warrant (**Warrant**). Each Warrant entitles the offeror to acquire an additional Common Share at any time up to October 20, 2019 at a price of \$0.05 per Common Share. The transaction was completed by Range as a non-brokered private placement of 20,000,000 Units (the **Private Placement**), resulting in gross proceeds to Range of CDN\$1,000,000. Prior to the Private Placement, the offeror owned 320,127,272 Common Shares representing 60.4% of the issued and outstanding Common Shares of Range.

**(c) The designation and number or principal amount of securities and the offeror's securityholding percentage in the class of securities immediately after the transaction or occurrence giving rise to the obligation to file the news release:**

Following the acquisition on October 20, 2014, the offeror owns 340,127,272 Common Shares, representing 61.8% of the issued and outstanding Common Shares. In addition, the offeror has the right to acquire (pursuant to the terms of the Warrants acquired in the Private Placement and Warrants acquired by the offeror in July 2014, June 2014, May 2014, November 2013 and March 2013) an additional 272,227,272 Common Shares for an aggregate of 612,354,544 Common Shares, which, if fully exercised would result in the offeror owning 74.48% of the issued and outstanding Common Shares.

**(d) The designation and number or principal amount of securities and percentage of outstanding securities of the class of securities referred to in paragraph (c) over which:**

**(i) the offeror, either alone or together with any joint actors, has ownership and control:**

See item (c) above.

**(ii) the offeror, either alone or together with any joint actors, has ownership but control is held by other persons or companies other than the offeror or any joint actor:**

Not applicable.

**(iii) the offeror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership:**

Not applicable.

- (e) The name of the market in which the transaction or occurrence that gave rise to the reporting obligation took place:**

The Units were acquired by way of a private placement.

- (e.1) The value, in Canadian dollars, of any consideration offered per security if the offeror acquired ownership of a security in the transaction or occurrence giving rise to the obligation to file a news release:**

The Units were issued at a price of \$0.05 per Unit for a total purchase price paid by the offeror of \$1,000,000.

- (f) The purpose of the offeror and any joint actors in effecting the transaction or occurrence that gave rise to the news release, including any future intention to acquire ownership of, or control over, additional securities of the reporting issuer:**

The offeror holds the Common Shares and Warrants for investment purposes and intends to evaluate their investment and to increase or decrease their holdings in Range as circumstances warrant.

- (g) The general nature and the material terms of any agreement, other than lending arrangements, with respect to securities of the reporting issuer entered into by the offeror, or any joint actor, and the issuer of the securities or any other entity in connection with the transaction or occurrence giving rise to the news release, including agreements with respect to the acquisition, holding, disposition or voting of any of the securities:**

The 20,000,000 Units were purchased by the offeror pursuant to the terms of the subscription agreement for the Private Placement. The offeror purchased the Units for \$0.05 per Unit, with each Unit consisting of one Common Share and one Warrant. Each Warrant held by the offeror entitles the offeror to acquire one additional Common Share for \$0.05 per Common Share.

- (h) The names of any joint actors in connection with the disclosure required by this report:**

Not applicable.

- (i) In the case of a transaction or occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, the nature and value of the consideration paid by the offeror;**

See (b) and (g) above.

- (j) If applicable, a description of any change in any material fact set out in a previous report by the entity under the early warning requirements or Part 4 in respect of the reporting issuer's securities:**

Not applicable.

- (k) If applicable, a description of the exemption from securities legislation being relied on by the offeror and the facts supporting that reliance:**

The securities were issued in reliance upon the registration and prospectus exemptions in Section 2.3 of National Instrument 45-106 - *Prospectus and Registration Exemptions*.

Dated: October 22, 2014.