

THE SECURITIES ACT

)

Order No. 3393

)

Section 148

)

June 25, 2001

PENGROWTH CORPORATION

WHEREAS:

(A) By Order No. 3371 dated June 12, 2001, The Manitoba Securities Commission (the "Commission") directed, pursuant to section 148(1) of The Securities Act (the "Act"), trading to cease in the securities of Pengrowth Corporation (the "Issuer") for failing to file with the Commission a copy of financial statements of the Issuer as required by Part XII of the Act;

(B) The Issuer has now filed material with the Commission and is current in its filings with the Commission under Part XII of the Act;

(C) In view of the foregoing, I am of the opinion that it would not be prejudicial to the public interest to issue this order.

I HEREBY ORDER pursuant to a delegation to me by the Commission under subsection 4(1) of the Act of the powers in that behalf:

1. **THAT**, pursuant to section 148(1) of the Act, Order No. 3371 is hereby terminated.

DIRECTOR