MANAGEMENT'S DISCUSSION AND ANALYSIS

Management's discussion and analysis ("MD&A") of financial conditions and results of operations should be read in conjunction with NuVista Energy Ltd.'s ("NuVista") unaudited interim consolidated financial statements for the three and nine months ended September 30, 2011 and NuVista's audited consolidated financial statements for the year ended December 31, 2010. The following MD&A of financial condition and results of operations was prepared at and is dated November 10, 2011. Our December 31, 2010 audited consolidated financial statements, Annual Information Form and other disclosure documents for 2010 are available through our filings on SEDAR at **www.sedar.com** or can be obtained from our website at **www.nuvistaenergy.com**.

Basis of presentation *– Unless otherwise noted, the financial data presented below has been prepared in accordance with Canadian generally accepted accounting principles ("GAAP"), specifically International Financial Reporting Standards ("IFRS") 1, "First Time Adoption of International Financial Reporting Standards" and with International Accounting Standard ("IAS") 34, "Interim Financial Reporting", as issued by the International Accounting Standards Board ("IASB"). In 2010, NuVista prepared its interim and annual consolidated financial statements in accordance with Canadian generally accepted accounting principles in effect prior to January 1, 2011 ("Previous GAAP"). Comparative figures presented below pertaining to NuVista's 2010 results have been restated to be in accordance with IFRS. A reconciliation of comparative figures from Previous GAAP to IFRS is provided in the notes to the September 30, 2011 unaudited interim consolidated financial statements. The reporting and measurement currency is the Canadian dollar. Natural gas is converted to a barrel of oil equivalent ("Boe") using six thousand cubic feet of gas to one barrel of oil. In certain circumstances natural gas liquid volumes have been converted to a thousand cubic feet equivalent ("Mcfe") on the basis of one barrel of natural gas liquids to six thousand cubic feet of gas. Boes and Mcfes may be misleading, particularly if used in isolation. A conversion ratio of one barrel to six thousand cubic feet of natural gas is based on an energy equivalency conversion method primarily applicable at the burner tip and does not represent a value equivalency at the wellhead.*

Advisory regarding forward-looking information and statements *– This MD&A contains forward-looking statements and forward-looking information (collectively, "forward-looking statements") within the meaning of applicable securities laws. The use of any of the words "will", "expects", "believe", "plans", "potential" and similar expressions are intended to identify forward-looking statements. More particularly and without limitation, this MD&A contains forward looking statements, including management's assessment of: NuVista's future focus, strategy, plans, opportunities and operations; financial risk management strategy; forecast production; production mix; drilling, development, completion and tie-in plans and results; NuVista's planned capital budget; targeted debt level; the timing, allocation and efficiency of NuVista's capital program and the results therefrom; plans regarding facility construction and/or expansions, the timing thereof and the results therefrom; the anticipated potential of NuVista's asset base; forecast funds from operations; expectations regarding the review of NuVista's borrowing base; the source of funding of capital expenditures; the objectives and focus of NuVista's capital program and the allocation thereof ; asset retirement obligations and the amount and timing of expenditures and the source of funding thereof; NuVista's risk management strategy; expectations regarding future commodity prices and netbacks; and industry conditions; the costs to settle asset retirement obligations; and anticipated accounting changes and the impact on NuVista's operations and financial position. By their nature, forward-looking statements are based upon certain assumptions and are subject to numerous risks and uncertainties, some of which are beyond NuVista's control, including the impact of general economic conditions, industry conditions, current and future commodity prices, currency and interest rates, anticipated production rates, borrowing, operating and other costs and funds from operations, the timing, allocation and amount of capital expenditures and the results therefrom, anticipated reserves and the imprecision of reserve estimates, the performance of existing wells, the success obtained in drilling new wells, the sufficiency of budgeted capital expenditures in carrying out planned activities, competition from other industry participants, availability of qualified personnel or services and drilling and related equipment, stock market volatility, effects of regulation by governmental agencies including changes in environmental regulations, tax laws and royalties; the ability to access sufficient capital from internal sources and bank and equity markets; and including, without limitation, those risks considered under "Risk Factors" in our Annual Information*

Form. Readers are cautioned that the assumptions used in the preparation of such information, although considered reasonable at the time of preparation, may prove to be imprecise and, as such, undue reliance should not be placed on forward-looking statements. NuVista's actual results, performance or achievement could differ materially from those expressed in, or implied by, these forward-looking statements, or if any of them do so, what benefits NuVista will derive therefrom. NuVista disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

Non-GAAP measurements *– Within the MD&A, references are made to terms commonly used in the oil and natural gas industry. Management uses funds from operations to analyze operating performance and leverage. Funds from operations as presented, does not have any standardized meaning prescribed by GAAP and Previous GAAP and therefore it may not be comparable with the calculation of similar measures for other entities. Funds from operations as presented is not intended to represent operating cash flow or operating profits for the period nor should it be viewed as an alternative to cash flow from operating activities, per the statement of cash flows, net earnings (loss) or other measures of financial performance calculated in accordance with GAAP and Previous GAAP. All references to funds from operations throughout this MD&A are based on cash flow from operating activities before changes in non-cash working capital and asset retirement expenditures. Trailing twelve months funds from operations is calculated as cash flow from operating activities before changes in non-cash working capital and asset retirement expenditures for the preceding twelve month period. Funds from operations per share is calculated based on the weighted average number of common shares outstanding consistent with the calculation of net earnings (loss) per share. Funds from operations netbacks equal total revenues including realized commodity derivative gains/losses less royalties, transportation, operating costs, general and administrative, restricted stock unit, interest expense and cash taxes. Management also uses operating netbacks to analyze operating performance and adjusted working capital to analyze leverage. Operating netbacks and adjusted working capital as presented, do not have any standardized meaning prescribed by GAAP and Previous GAAP and therefore, may not be comparable with the calculation of similar measures for other entities. Operating netbacks equal the total of revenue including realized commodity derivative gains/losses less royalties, transportation and operating costs. Adjusted working capital equals working capital excluding the current portion of the commodity derivative asset or liability. Total Boe is calculated by multiplying the daily production by the number of days in the period.*

Description of business – NuVista is an intermediate oil and natural gas company actively engaged in the exploration for and the development and production of oil and natural gas reserves. NuVista's assets are concentrated within three core regions of the Western Canadian Sedimentary Basin – Alberta Deep Basin, Eastern Alberta and Saskatchewan, and Northwest Alberta and British Columbia. The common shares of NuVista trade on the Toronto Stock Exchange ("TSX") under the symbol NVA.

Operating activities – For the three months ended September 30, 2011, NuVista drilled 20 (16.6 net) wells resulting in 15 (11.6 net) oil wells, four (4.0 net) natural gas wells and one (1.0 net) dry hole for an overall success rate of 95%. NuVista drilled 14 (10.6 net) heavy oil wells at Zoller Lake and Hallam in west central Saskatchewan, one (1.0 net) oil well in Provost, and three (3.0 net) natural gas wells in Pembina and one (1.0 net) gas well in Wapiti. NuVista operated 100% of the wells drilled and had an average working interest of 83.1% in the wells.

For the nine months ended September 30, 2011, NuVista drilled 40 (30.5 net) wells resulting in 31 (24.0 net) oil wells and eight (5.6 net) natural gas wells for an overall success rate of 97.5%. NuVista operated 35 of the wells and a total of 34 horizontal wells were drilled year to date.

Production

	Three months ended September 30,			Nine months ended September 30,		
	2011	2010	% Change	**2011**	2010	% Change
Natural gas (Mcf/d)	**104,590**	124,039	(16)	**105,235**	124,743	(16)
Liquids (Bbls/d)	**2,885**	2,840	2	**2,995**	3,062	(2)
Oil (Bbls/d)	**5,043**	4,731	7	**5,105**	4,550	12
Total oil equivalent (Boe/d)	**25,360**	28,244	(10)	**25,640**	28,403	(10)

For the three months ended September 30, 2011, NuVista's average production was 25,360 Boe/d, comprised of 104.6 MMcf/d of natural gas, 2,885 Bbls/d of associated natural gas liquids ("liquids") and 5,043 Bbls/d of oil, which represents a 1% decrease compared to the second quarter of 2011 and a 10% decrease compared to the same period in 2010. The decrease in NuVista's production during the three months ended September 30, 2011 compared to the same period in 2010 was primarily due to the impact of muted levels of capital spending in 2011, in particular the first half of 2011. Oil and liquids weighting in the third quarter of 2011 increased to 31% from 27% in the same period in 2010. The increase in oil and liquids production and weighting reflects our increased focus on higher netback oil and liquids-rich natural gas projects.

NuVista's production for the nine months ended September 30, 2011 averaged 25,640 Boe/d comprised of 105.2 MMcf/d of natural gas, 2,995 Bbls/d of liquids and 5,105 Bbls/d of oil, which represents an overall 10% average decrease over the same period in 2010. The decrease in production for the nine month period ended September 30, 2011 compared to the same period in 2010 is primarily due to lower capital spending, unplanned and planned third-party facility outages and a focus on drilling oil wells that add greater value but typically have lower average production additions.

Commodity prices

Benchmark pricing

	Three months ended September 30,			Nine months ended September 30,		
	2011	2010	% Change	**2011**	2010	% Change
Natural gas – AECO (daily) ($/GJ)	**3.47**	3.36	3	**3.57**	3.91	(9)
Natural gas – AECO (monthly) ($/GJ)	**3.53**	3.52	-	**3.55**	4.09	(13)
Oil – WTI (US$/Bbl)	**89.76**	76.20	18	**95.48**	77.65	23
Oil – Edmonton Par price (Cdn$/Bbl)	**91.83**	74.70	23	**92.87**	76.70	21
Exchange rate (Cdn$/US$)	**1.0206**	0.9624	6	**1.0228**	0.9655	6

Average selling prices [1]

	Three months ended September 30,			Nine months ended September 30,		
	2011	2010	% Change	**2011**	2010	% Change
Natural gas ($/Mcf)	**3.94**	4.26	(8)	**3.96**	4.67	(15)
Liquids ($/Bbl)	**63.53**	48.92	30	**62.83**	51.05	23
Oil ($/Bbl)	**73.09**	62.92	16	**77.13**	66.15	17

[1] Prices exclude price risk management realized and unrealized gains and losses on financial derivative commodity contracts and includes gains and losses on physical sale contracts.

NuVista markets its natural gas based on a mix of monthly and daily AECO pricing. The AECO daily index averaged $3.47/GJ for the quarter and the monthly index averaged $3.53/GJ. This compares to $3.36/GJ and $3.52/GJ respectively for the same period last year. NuVista's average selling price for gas in the quarter was $3.94/Mcf compared to $3.95/Mcf for the second quarter. The higher heat content of NuVista's gas stream is reflected in the higher realization on an Mcf basis. For the first nine months of 2010, the realized gas price includes price risk management gains of $3.8 million on physical sale contracts.

The price NuVista receives for its oil production is primarily driven by the price of WTI, less a discount to western Canada for heavier grades. NuVista's light oil sales closely match the Edmonton Par price and heavy oil sales closely match the Western Canadian Select ("WCS") heavy oil benchmark. WTI prices were 18% higher in the third quarter of 2011 compared to the third quarter of 2010. A strengthening Canadian dollar and a slight widening of heavy oil differentials resulted in realized oil prices being up 16% year over year, slightly less than the 18% increase in WTI prices.

Natural gas liquids include ethane, propane, butane and condensate. Ethane prices are highly correlated to natural gas prices and condensate prices are highly correlated to light oil prices. Propane and butane trade at varying discounts to light oil prices depending on market conditions. NuVista realized an average of $63.53/Bbl for liquids sales in the third quarter of 2011 representing approximately a 30% increase over the same period last year.

Revenues

	Three months ended September 30,					
($ thousands, except per unit amounts)	**2011**		2010		% Change	
Natural gas	$	$/Mcf	$	$/Mcf	$	$/Mcf
Revenue [1]	**37,923**	**3.94**	48,565	4.26	(22)	(8)
Realized gain (loss) on commodity derivatives	**(281)**	**(0.03)**	885	0.08	(132)	(138)
Total natural gas	**37,642**	**3.91**	49,450	4.34	(24)	(10)
Liquids	$	$/Bbl	$	$/Bbl	$	$/Bbl
Revenue	**16,864**	**63.53**	12,785	48.92	32	30
Realized gain (loss) on commodity derivatives	**-**	**-**	-	-	-	-
Total liquids	**16,864**	**63.53**	12,785	48.92	32	30
Oil	$	$/Bbl	$	$/Bbl	$	$/Bbl
Revenue	**33,913**	**73.09**	27,383	62.92	24	16
Realized gain (loss) on commodity derivatives	**(1,163)**	**(2.51)**	(750)	(1.72)	55	46
Total oil	**32,750**	**70.58**	26,633	61.20	23	15
Total	$	$/Boe	$	$/Boe	$	$/Boe
Revenue	**88,700**	**38.02**	88,733	34.15	-	11
Realized gain (loss) on commodity derivatives	**(1,444)**	**(0.62)**	135	0.05	(1,170)	(1,340)
Total revenue	**87,256**	**37.40**	88,868	34.20	(2)	9

[1] Natural gas revenue includes price risk management gains and losses on physical sale contracts. For the three months ended September 30, 2011, our physical sale contracts totaled a $0.8 million gain (2010 - $3.8 million gain).

($ thousands, except per unit amounts)	Nine months ended September 30, **2011**		2010		% Change	
Natural gas	$	$/Mcf	$	$/Mcf	$	$/Mcf
Revenue [1]	**113,788**	**3.96**	158,928	4.67	(28)	(15)
Realized gain (loss) on commodity derivatives	**(329)**	**(0.01)**	860	0.03	(138)	(133)
Total natural gas	**113,459**	**3.95**	159,788	4.70	(29)	(16)
Liquids	$	$/Bbl	$	$/Bbl	$	$/Bbl
Revenue	**51,372**	**62.83**	42,679	51.05	20	23
Realized gain (loss) on commodity derivatives	**-**	**-**	-	-	-	-
Total liquids	**51,372**	**62.83**	42,679	51.05	20	23
Oil	$	$/Bbl	$	$/Bbl	$	$/Bbl
Revenue	**107,496**	**77.13**	82,168	66.15	31	17
Realized gain (loss) on commodity derivatives	**(7,064)**	**(5.07)**	(3,414)	(2.75)	107	84
Total oil	**100,432**	**72.06**	78,754	63.40	28	14
Total	$	$/Boe	$	$/Boe	$	$/Boe
Revenue	**272,656**	**38.95**	283,775	36.60	(4)	6
Realized gain (loss) on commodity derivatives	**(7,393)**	**(1.06)**	(2,554)	(0.33)	189	221
Total revenue	**265,263**	**37.89**	281,221	36.27	(6)	4

[1] Natural gas revenue includes price risk management gains and losses on physical sale contracts. For the nine months ended September 30, 2011, our physical sale contracts totaled a $0.8 million gain (2010 - $7.3 million gain).

For the three months ended September 30, 2011, revenues including realized commodity derivative gains and losses were $87.3 million, a 2% decrease from $88.9 million for the same period in 2010. The decrease in revenues for the three months ended September 30, 2011 compared to the same period of 2010 is primarily due to a 10% decrease in production volumes offset by a 9% increase in overall realized prices. Revenues were comprised of $37.6 million of natural gas revenue, $16.9 million of liquids revenue and $32.8 million of oil revenue. The increase in average realized commodity prices is comprised of a 10% decrease in the natural gas price to $3.91/Mcf from $4.34/Mcf, a 30% increase in the liquids price to $63.53/Bbl from $48.92/Bbl and a 15% increase in the oil price to $70.58/Bbl from $61.20/Bbl.

For the nine months ended September 30, 2011, revenues including realized commodity derivative gains and losses were $265.3 million, a 6% decrease from $281.2 million for the same period in 2010. The decrease in revenues for the first nine months of 2011 compared to the same period of 2010 is primarily due to a decrease in natural gas average production and natural gas pricing partially offset by the increase in liquids and oil prices and an increase in our oil and liquids production weighting. These revenues were comprised of $113.5 million of natural gas revenue, $51.4 million of liquids revenue and $100.4 million of oil revenue. The increase in average realized commodity prices is comprised of a 16% decrease in the natural gas price to $3.95/Mcf from $4.70/Mcf, a 23% increase in the liquids price to $62.83/Bbl from $51.05/Bbl and an increase of 14% in the oil price to $72.06/Bbl from $63.40/Bbl.

Commodity price risk management

($ thousands)	Three months ended September 30, **2011**			2010		
	Realized Gain (Loss)	**Unrealized Gain (Loss)**	**Total Gain (Loss)**	Realized Gain (Loss)	Unrealized Gain (Loss)	Total Gain (Loss)
Natural gas	**(281)**	**(1,334)**	**(1,615)**	885	(404)	481
Oil	**(1,163)**	**6,992**	**5,829**	(750)	(1,473)	(2,223)
Total gain (loss)	**(1,444)**	**5,658**	**4,214**	135	(1,877)	(1,742)

($ thousands)	Nine months ended September 30, 2011			2010		
	Realized Gain (Loss)	**Unrealized Gain (Loss)**	**Total Gain (Loss)**	Realized Gain (Loss)	Unrealized Gain (Loss)	Total Gain (Loss)
Natural gas	**(329)**	**(3,056)**	**(3,385)**	860	2,955	3,815
Oil	**(7,064)**	**10,473**	**3,409**	(3,414)	374	(3,040)
Total gain (loss)	**(7,393)**	**7,417**	**24**	(2,554)	3,329	775

As part of our financial risk management strategy, NuVista has adopted a disciplined commodity price risk management program. The purpose of this program is to reduce volatility in our financial results, protect acquisition economics and help stabilize cash flow against the unpredictable commodity price environment. NuVista's Board of Directors has approved a price risk management limit of up to 60% of forecast production, net of royalties, using fixed price, differential, put option and costless collar contracts. To achieve NuVista's price risk management objectives, we enter into both commodity derivative and physical sale contracts.

For the three months ended September 30, 2011, the commodity price risk management program resulted in a gain of $4.2 million, consisting of realized losses of $1.4 million and $5.7 million of unrealized gains on natural gas and oil contracts. For the nine months ended September 30, 2011, the commodity price risk management program consisted of realized losses of $7.4 million and unrealized gains of $7.4 million on natural gas and oil contracts. As at September 30, 2011, the mark-to-market value of our financial derivative commodity contracts was a net receivable of $1.9 million.

There was $0.8 million in price risk management gains on our physical sale contracts for the three and nine months ended September 30, 2011. As at September 30, 2011, the mark-to-market value of our physical sale contracts was a gain of $1.5 million.

(a) Financial instruments

The following is a summary of financial instruments outstanding as at September 30, 2011:

	Volume	**Pricing**	**Premium**	**Remaining Term**
WTI crude oil contracts				
Put option	3,000 Bbls/d	Cdn $88.03/Bbl	Cdn $9.29/Bbl	Oct 1, 2011 – Dec 31, 2011
Put option	2,000 Bbls/d	Cdn $88.55/Bbl	Cdn $9.43/Bbl	Jan 1, 2012 – Mar 31, 2012
Fixed price swap	1,000 Bbls/d	Cdn $97.50/Bbl		Oct 1, 2011 – Jun 30, 2012
NYMEX natural gas differential contracts				
AECO differential	40,000 MMbtu/d	US $(0.46)/MMbtu		Oct 1, 2011 – Oct 31, 2011
AECO differential	30,000 MMbtu/d	US $(0.51)/MMbtu		Nov 1, 2011 – Mar 31, 2012
AECO differential	20,000 MMbtu/d	US $(0.59)/MMbtu		Apr 1, 2012 – Oct 31, 2012
WTI heavy oil differential contracts				
WCS differential	1,000 Bbls/d	US $(13.55)/Bbl		Jan 1, 2012 – Jun 30, 2012

Subsequent to September 30, 2011, the following financial instruments have been entered into:

	Volume	Pricing	Remaining Term
WTI crude oil contracts			
Fixed price swap	1,000 Bbls/d	Cdn $82.35/Bbl	Jan 1, 2012 – Dec 31, 2012
Fixed price swap	1,000 Bbls/d	Cdn $83.00/Bbl	Apr 1, 2012 – Mar 31, 2013
WTI heavy oil differential contracts			
WCS differential	2,000 Bbls/d	US $(14.00)/Bbl	Jan 1, 2012 – Jun 30, 2012

(b) Physical purchase and sale contracts

The following is a summary of physical purchase and sale contracts outstanding as at September 30, 2011:

	Volume	Pricing	Premium	Remaining Term
Natural gas contracts				
AECO funded collar	20,000 GJ/d	Cdn $4.11/GJ – Cdn $4.48/GJ	Cdn $0.15/GJ	Oct 1, 2011 – Dec 31, 2011
Electricity contracts				
Fixed price	4.0 Mwh	Cdn $65.64/Mwh		Oct 1, 2011 – Dec 31, 2013

These physical purchase and sale contracts are not considered financial instruments and are being accounted for as they settle.

Royalties

	Three months ended September 30,		Nine months ended September 30,	
(Percentage)	**2011**	2010	**2011**	2010
Natural gas and liquids	**7**	11	**12**	15
Oil	**17**	17	**15**	18
Weighted average rate	**11**	13	**13**	16

For the three months ended September 30, 2011, royalties were $10.0 million, 15% lower than the $11.8 million for the same period of 2010. Royalties for the nine months ended September 30, 2011 were $36.7 million compared to $44.7 million reported for the nine months ended September 30, 2010. The decrease in royalties for the nine month period ended September 30, 2011 compared to the same period in 2010 is largely due to a decrease in revenues, the majority of 2011 production additions being subject to crown royalty incentives, and gas cost allowance adjustments.

Average royalty rates by product for the three months ended September 30, 2011 were 7% for natural gas and liquids and 17% for oil compared to 11% for natural gas and liquids and 17% for oil for the same period in 2010. Excluding the impact of gas cost allowance adjustments, the average royalty rate for natural gas and liquids for the three months ended September 30, 2011 was 15%. As a percentage of revenue, the reported average royalty rate for the three months ended September 30, 2011 was 11% compared to 13% for the comparative period of 2010. Average royalty rates by product for the nine months ended September 30, 2011 were 12% for natural gas and liquids and 15% for oil compared to 15% for natural gas and liquids and 18% for oil for the same period in 2010. As a percentage of revenue, the reported average royalty rate for the nine months ended September 30, 2011 was 13% compared to 16% for the comparative period of 2010. The decrease in royalty rates for the three and nine months ended September 30, 2011 compared to the same periods in 2010 is primarily due to our increased oil production in west central Saskatchewan which have lower royalty rates.

Our physical price risk management activities impact reported royalty rates as royalties are based on government market reference prices and not our average realized prices that include price risk management activities. For the first nine months of 2011 there were $0.8 million in physical price risk management gains included in revenue, compared to $7.3 million for the same period in 2010.

Transportation – Transportation costs were $3.4 million ($1.45/Boe) for the three months ended September 30, 2011 as compared to $2.3 million ($0.87/Boe) for the same period of 2010. Transportation costs were $7.4 million ($1.06/Boe) for the nine months ended September 30, 2011 compared to $6.7 million ($0.87/Boe) for the same period in 2010. The transportation costs for the three months ended September 30, 2011 were higher compared to the same period in 2010 due to higher transportation costs associated with increased oil production in West Central Saskatchewan and trucking costs incurred to mitigate the effect of pipeline outages in North West Alberta in the third quarter of 2011.

Operating – Operating expenses were $24.4 million ($10.45/Boe) for the three months ended September 30, 2011 as compared to $22.8 million ($8.77/Boe) for the three months ended September 30, 2010 and $26.6 million ($11.45/Boe) for the three months ended June 30, 2011. For the three months ended September 30, 2011, natural gas and liquids operating expenses averaged $1.61/Mcfe and oil operating expenses were $13.69/Bbl as compared to $1.14/Mcfe and $18.37/Bbl respectively for the same period of 2010. As compared to the second quarter of 2011, third quarter operating expenses decreased due to the seasonality of the business and lower costs to operate in the summer months.

Operating expenses were $77.9 million ($11.14/Boe) for the nine months ended September 30, 2011 as compared to $68.1 million ($8.78/Boe) for the nine months ended September 30, 2010. Total operating costs is primarily due to the general industry increase in costs and higher first quarter costs associated with winter operations and increased maintenance expenditures. The increase on a per unit basis is primarily due to higher overall costs and the impact of the fixed cost nature of many of our costs and lower production volumes. Managing operating costs continues to be a key focus as we shift to typically higher value and higher cost oil and liquids-rich natural gas production. For the nine months ended September 30, 2011, natural gas and liquids operating expenses averaged $1.71/Mcfe and oil operating expenses were $14.71/Bbl as compared to $1.17/Mcfe and $18.10/Bbl respectively for the same period of 2010.

Operating netbacks – The table below summarizes operating netbacks by product for the three months ended September 30, 2011:

	Natural gas and liquids		Oil		Total	
($ thousands, except per unit amounts)	$	$/Mcfe	$	$/Bbl	$	$/Boe
Revenue	54,787	4.89	33,913	73.09	88,700	38.02
Realized gain (loss) on commodity derivatives	(281)	(0.03)	(1,163)	(2.51)	(1,444)	(0.62)
	54,506	4.86	32,750	70.58	87,256	37.40
Royalties	(4,100)	(0.37)	(5,865)	(12.64)	(9,965)	(4.27)
Transportation costs	(1,239)	(0.11)	(2,134)	(4.60)	(3,373)	(1.45)
Operating costs	(18,041)	(1.61)	(6,351)	(13.69)	(24,392)	(10.45)
Operating netback[1]	31,126	2.77	18,400	39.65	49,526	21.23

[1] Refer to “non-GAAP measurements”.

The following table summarizes operating netbacks by product for the nine months ended September 30, 2011:

	Natural gas and liquids		Oil		Total	
($ thousands, except per unit amounts)	$	$/Mcfe	$	$/Bbl	$	$/Boe
Revenue	165,160	4.91	107,496	77.13	272,656	38.95
Realized gain (loss) on commodity derivatives	(329)	(0.01)	(7,064)	(5.07)	(7,393)	(1.06)
	164,831	4.90	100,432	72.06	265,263	37.89
Royalties	(20,300)	(0.60)	(16,394)	(11.76)	(36,694)	(5.24)
Transportation costs	(3,836)	(0.11)	(3,603)	(2.59)	(7,439)	(1.06)
Operating costs	(57,440)	(1.71)	(20,506)	(14.71)	(77,946)	(11.14)
Operating netback[1]	83,255	2.48	59,929	43.00	143,184	20.45

[1] Refer to "non-GAAP measurements".

General and administrative

	Three months ended September 30,		Nine months ended September 30,	
($ thousands except per unit amounts)	**2011**	2010	**2011**	2010
Gross general and administrative expenses	**6,201**	6,277	**18,396**	18,627
Overhead recoveries	**(1,725)**	(1,408)	**(4,532)**	(4,502)
Net general and administrative expenses	**4,476**	4,869	**13,864**	14,125
Per Boe	**1.92**	1.87	**1.98**	1.82

General and administrative expenses, net of overhead recoveries, for the three months ended September 30, 2011 were $4.5 million ($1.92/Boe) compared to $4.9 million ($1.87/Boe) in the same period of 2010. General and administrative expenses, net of overhead recoveries, for the nine months ended September 30, 2011 were $13.9 million ($1.98/Boe) as compared to $14.1 million ($1.82/Boe) for the nine months ended September 30, 2010. The increase in general and administrative expenses per unit for the three months ended September 30, 2011 compared to the same period in 2010 is primarily due to the decrease in overall average production in 2011.

Share-based compensation

	Three months ended September 30,		Nine months ended September 30,	
($ thousands)	**2011**	2010	**2011**	2010
Share-based compensation	**1,265**	1,569	**3,612**	4,677
Restricted stock units	**(254)**	344	**493**	819
Total	**1,011**	1,913	**4,105**	5,496

NuVista recorded a share-based compensation charge of $1.0 million for the three months ended September 30, 2011 compared to $1.9 million for the same period in 2010. For the nine months ended September 30, 2011, NuVista recorded a share-based compensation charge of $4.1 million compared to $5.5 million for the same period in 2010. The share-based compensation charge relates to the amortization of the fair value of stock option awards and the accrual for future payments under the Restricted Stock Unit Incentive Plan.

Interest – Interest expense for the three months ended September 30, 2011 was $4.0 million ($1.72/Boe) compared to $4.3 million ($1.66/Boe) for the same period of 2010. For the nine months ended September 30, 2011, interest expense was $13.3 million ($1.90/Boe) compared to $12.4 million ($1.60/Boe) in the same period of 2010. Interest expense for the nine months ended September 30, 2011 increased compared to the same period in 2010 due to higher debt levels at the beginning of 2011. For the three months ended September 30, 2011, borrowing costs averaged 4.2% compared to 3.56% in the same period of 2010. Currently, NuVista's average borrowing rate is approximately 3.5%. Cash paid for interest for the three and nine months ended

September 30, 2011 was $3.7 million (September 30, 2010 - $4.3 million) and $13.7 million (September 30, 2010 - $12.6 million) respectively.

Depreciation and depletion

	Three months ended September 30,		Nine months ended September 30,	
($ thousands)	**2011**	2010	**2011**	2010
Depletion of oil and gas assets(1)	**34,432**	36,158	**103,177**	106,974
Depreciation of fixed assets	**4,941**	4,052	**14,178**	11,484
Total depletion and depreciation(2)	**39,373**	40,210	**117,355**	118,458
Depletion and depreciation rate per Boe	**16.88**	15.47	**16.77**	15.28

(1) Includes depletion of the capitalized portion of the asset retirement obligation that was capitalized to the property, plant and equipment balance and is being depleted over the life of the reserves.
(2) Total depletion and depreciation excludes impairment losses for the three and nine months ended September 30, 2011 of $nil (2010 - $15.3 million) and $nil (2010 - $23.8 million) respectively.

Depreciation and depletion expenses were $39.4 million for the third quarter of 2011 as compared to $40.2 million for the same period in 2010. The average per unit cost was $16.88/Boe in the third quarter of 2011 as compared to $15.47/Boe for the same period in 2010. Depreciation and depletion expenses for the nine months ended September 30, 2011 were $117.4 million as compared to $118.5 million for the same period in 2010. Per unit costs in the third quarter of 2011 increased from the same period in 2010 due primarily to higher finding and development costs incurred during 2011.

Asset retirement obligations – Asset retirement obligations ("ARO") are based on estimated costs to reclaim and abandon ownership interests in oil and natural gas assets including well sites, gathering systems and processing facilities. At September 30, 2011, NuVista recorded an ARO of $161.5 million as compared to $128.3 million as at December 31, 2010. The majority of the increase is due to increases in cost estimates as a result of the decrease in the risk free discount rate to 2.77% at September 30, 2011 from 3.52% at December 31, 2010. At September 30, 2011, the estimated total undiscounted amount of cash flow required to settle NuVista's ARO is $261.3 million (December 31, 2010 – $232.4 million), which is estimated to be incurred over the next 51 years. The majority of the costs are expected to be incurred between 2011 and 2030.

There are uncertainties related to asset retirement obligations and the impact on the financial statements could be material as the eventual timing and expected costs to settle these obligations could differ from our estimates. The main factors that could cause expected cash flows to differ are changes to laws, regulations, reserve estimates, costs and technology. Any reclamation or abandonment expenditures will generally be funded from cash flow from operating activities.

Income taxes – For the three months ended September 30, 2011, the provision for income and other taxes was an expense of $1.1 million compared to a recovery of $5.8 million for the same period in 2010. For the nine months ended September 30, 2011, the provision for income and other taxes was an expense of $6.2 million compared to a recovery of $4.2 million in the same period of 2010. The increase in expense for the quarter ended September 30, 2011 compared to a recovery in 2010 is primarily attributable to an increase in income after adjusting for non-deductible tax items in the periods.

Capital expenditures

($ thousands)	Three months ended September 30, 2011	2010	Nine months ended September 30, 2011	2010
Exploration and development				
Land and retention costs	**381**	1,449	**2,183**	18,698
Seismic	**1,454**	1,574	**4,353**	10,307
Drilling and completion	**38,504**	48,231	**79,514**	125,252
Facilities and equipment	**7,075**	11,728	**19,237**	34,781
Corporate and other	**267**	30	**178**	87
Subtotal	**47,681**	63,012	**105,465**	189,125
Alberta drilling incentive credits	**-**	(6,774)	**(3,070)**	(16,001)
Subtotal	**47,681**	56,238	**102,395**	173,124
Property acquisitions	**1,589**	23,391	**1,651**	23,391
Net capital expenditures	**49,270**	79,629	**104,046**	196,515

Capital expenditures were $49.3 million during the third quarter of 2011, consisting of $47.7 million of exploration and development spending and $1.6 million in minor property acquisitions. This compares to $79.6 million incurred for the same period of 2010, consisting of $56.2 million of exploration and development spending and $23.4 million in property acquisitions. Capital expenditures for the nine months ended September 30, 2011 were $104.0 million, consisting of $102.4 million (net of drilling credits) of exploration and development spending and $1.7 million of property acquisitions. This compares to $196.5 million incurred for the same period of 2010, consisting of $173.1 million of exploration and development spending and $23.4 million in property acquisitions. To assist in improving NuVista's financial flexibility, our third quarter 2011 capital program was lower than prior years to ensure that year to date 2011 capital expenditures were lower than forecast cash flows. The majority of the capital expenditures in the third quarter was spent on oil and liquids-rich natural gas projects.

Net earnings – For the three months ended September 30, 2011, net earnings totaled $1.8 million ($0.02/share, basic) compared to net loss of $18.2 million ($0.21/share, basic) for the same period in 2010. NuVista's net earnings for the nine months ended September 30, 2011 were $14.7 million ($0.15/share, basic) compared to a net loss of $38.7 million ($0.44/share, basic) in the same period in 2010. The net earnings for the nine months ended September 30, 2011 increased compared to the same period in 2010 primarily due to a gain from the disposition of assets in 2011 and goodwill impairment recognized in 2010. Also in 2011, lower royalty rates and higher oil and liquids prices were offset by lower natural gas prices.

Funds from operations – For the three months ended September 30, 2011, NuVista's funds from operations were $41.3 million ($0.41/share, basic), a 3% decrease from $42.5 million ($0.48/share, basic) for the three months ended September 30, 2010. For the nine months ended September 30, 2011, NuVista's funds from operations were $115.6 million ($1.19/share, basic), a 14% decrease from $134.4 million ($1.52/share, basic) in the same period of 2010. Funds from operations for the three months ended September 30, 2011 were relatively consistent compared with the same period in 2010 as higher oil and liquids prices and lower royalty costs were offset by lower natural gas prices.

A reconciliation of funds from operations is presented in the following table:

	Three months ended September 30,		Nine months ended September 30,	
($ thousands)	**2011**	2010	**2011**	2010
Cash provided by operating activities	**37,787**	44,984	**97,477**	124,738
Add back:				
Asset retirement expenditures	**995**	764	**4,629**	7,077
Change in non-cash working capital	**2,508**	(3,239)	**13,446**	2,558
Funds from operations[1]	**41,290**	42,509	**115,552**	134,373

[1] Refer to “non-GAAP measurements”.

The table below summarizes funds from operations netbacks for the three months ended September 30, 2011 compared to the three months ended September 30, 2010:

	Three months ended September 30,					
($ thousands, except per unit amounts)	**2011**		2010		% Change	
	$	$/Boe	$	$/Boe	$	$/Boe
Revenue	**88,700**	**38.02**	88,733	34.15	0	11
Realized gain (loss) on commodity derivatives	**(1,444)**	**(0.62)**	135	0.05	(1,170)	(1,340)
	87,256	**37.40**	88,868	34.20	(2)	9
Royalties	**(9,965)**	**(4.27)**	(11,789)	(4.54)	(15)	(6)
Transportation	**(3,373)**	**(1.45)**	(2,264)	(0.87)	49	67
Operating costs	**(24,392)**	**(10.45)**	(22,780)	(8.77)	7	19
Operating netback	**49,526**	**21.23**	52,035	20.02	(5)	6
General and administrative	**(4,476)**	**(1.92)**	(4,869)	(1.87)	(8)	3
Restricted stock units	**254**	**0.11**	(344)	(0.13)	(174)	(185)
Interest	**(4,014)**	**(1.72)**	(4,313)	(1.66)	(7)	4
Funds from operations netback[1]	**41,290**	**17.70**	42,509	16.36	(3)	8

[1] Refer to “non-GAAP measurements”.

The table below summarizes funds from operations netbacks for the nine months ended September 30, 2011 compared to the nine months ended September 30, 2010:

	Nine months ended September 30,					
($ thousands, except per unit amounts)	**2011**		2010		% Change	
	$	$/Boe	$	$/Boe	$	$/Boe
Revenue	**272,656**	**38.95**	283,775	36.60	(4)	6
Realized gain (loss) on commodity derivatives	**(7,393)**	**(1.06)**	(2,554)	(0.33)	189	221
	265,263	**37.89**	281,221	36.27	(6)	4
Royalties	**(36,694)**	**(5.24)**	(44,660)	(5.76)	(18)	(9)
Transportation	**(7,439)**	**(1.06)**	(6,742)	(0.87)	10	22
Operating costs	**(77,946)**	**(11.14)**	(68,082)	(8.78)	14	27
Operating netback	**143,184**	**20.45**	161,737	20.86	(11)	(2)
General and administrative	**(13,864)**	**(1.98)**	(14,125)	(1.82)	(2)	9
Restricted stock units	**(493)**	**(0.07)**	(819)	(0.11)	(40)	(36)
Interest	**(13,275)**	**(1.90)**	(12,420)	(1.60)	7	19
Funds from operations netback[1]	**115,552**	**16.50**	134,373	17.33	(14)	(5)

[1] Refer to “non-GAAP measurements”.

Liquidity and capital resources

($ thousands)	**September 30, 2011**	December 31, 2010
Common shares outstanding	**99,513**	88,760
Share price(1)	**5.72**	9.25
Total market capitalization	**569,214**	821,030
Adjusted working capital (surplus) deficit(2)	**1,662**	5,477
Bank debt	**298,515**	438,566
Debt, net of adjusted working capital (“Net Debt”)	**300,177**	444,043
Trailing 12 months funds from operations(2)	**151,136**	169,957
Net debt to trailing 12 months funds from operations	**2.0**	2.6
Net debt as a percentage of total capitalization	**53%**	54%

(1) Represents the closing price on the TSX on September 30 and December 31.
(2) Refer to the “non-GAAP measurements”.

As at September 30, 2011, debt net of adjusted working capital was $300.2 million, resulting in a net debt to the trailing twelve months funds from operations ratio of 2:0:1. NuVista’s strategy is to maintain a net debt to trailing twelve months funds from operations of less than 2.0:1. The actual ratio may fluctuate on a quarterly basis above or below target due to a number of factors including timing of acquisitions, dispositions and commodity prices. At September 30, 2011, NuVista had an adjusted working capital deficit of $1.7 million. Adjusted working capital excludes the current portion of the fair value of the commodity derivative assets of $2.6 million and the commodity derivative liabilities of $0.5 million. We believe it is appropriate to exclude this amount when assessing financial leverage. At September 30, 2011, NuVista had $171.5 million of unused bank borrowing capacity based on the current credit facility of $470 million.

As of September 30, 2011, NuVista had a $470 million extendible revolving term credit facility available from a syndicate of Canadian chartered banks. Borrowing under the credit facility may be made by prime loans, bankers’ acceptances and/or US libor advances. These advances bear interest at the bank’s prime rate and/or at money market rates plus a borrowing margin. The credit facility is secured by a first floating charge debenture, general assignment of book debts and NuVista’s oil and natural gas properties and equipment. The credit facility has a 364-day revolving period and is subject to an annual review by the lenders, at which time a lender can extend the revolving period or can request conversion to a one year term loan. During the revolving period, a determination of the maximum borrowing amount occurs semi-annually at approximately October 31. As part of the 2011 semi-annual review process, NuVista has requested a reduction in its borrowing base to $440 million. NuVista’s bank borrowings have been significantly reduced following the issuance of equity and the disposition of assets in the first half of 2011 and NuVista believes it can retain sufficient financial flexibility and reduce it financing costs by making this reduction. For 2011, the semi-annual review of NuVista’s borrowing base is expected to be completed by November 18, 2011. In May 2011, NuVista completed the annual review of its borrowing base with its lenders and the lenders approved a request for a revolving extendible credit facility with a maximum borrowing amount of $470 million. During the term period, no principal payments would be required until April 29, 2013. As such, this credit facility is classified as long-term. As at September 30, 2011, NuVista had drawn $298.5 million on the facility.

At September 30, 2011, NuVista’s bank debt net of adjusted working capital decreased to $300.2 million compared to $446.9 at September 30, 2010 and $444.0 million at December 31, 2010. Improving NuVista’s financial flexibility and reducing debt levels has been a priority in 2011. During the year, NuVista issued 10,614,000 common shares for gross proceeds of $100.8 million, terminated its dividend payments and constrained capital expenditures to ensure that 2011 capital expenditures would be lower than forecast cash flow. Also, NuVista completed a property disposition for total cash consideration of $37.2 million during the second quarter. NuVista plans to finance its remaining 2011 capital program with funds from operating activities and existing credit capacity. NuVista plans to closely monitor its 2011 business plan and adjust its capital program in the context of commodity prices and debt levels.

As at September 30, 2011, there were 99.5 million common shares outstanding. In addition, there were 7.1 million stock options outstanding, with an average exercise price of $11.47 per option. As of November 4, 2011, there were 99.5 million common shares outstanding.

Contractual obligations and commitments – NuVista enters into contract obligations as part of conducting business. The following is a summary of NuVista's contractual obligations and commitments as at September 30, 2011:

	Total	2011	2012	2013	2014	2015	Thereafter
Transportation	**$ 9,163**	$ 918	$ 2,934	$ 2,271	$1,886	$ 991	$ 163
Office lease	**15,964**	801	3,053	2,481	2,481	2,491	4,657
Purchase contracts	**4,161**	1,622	2,539	-	-	-	-
Physical power	**5,175**	575	2,300	2,300	-	-	-
Long-term debt (1)	**298,515**	-	-	298,515	-	-	-
Total commitments	**$332,978**	$3,916	$10,826	$305,567	$4,367	$3,482	$4,820

(1) Based on the new credit facility agreement entered into in May 2011, no principal payments would be required until April 29, 2013.

Off "balance sheet" arrangements – NuVista has certain lease arrangements, all of which are reflected in the contractual obligations and commitments table, which were entered into in the normal course of operations. All leases have been treated as operating leases whereby the lease payments are included in operating expenses or general and administrative expenses depending on the nature of the lease.

Goodwill – Goodwill of $34.6 million was recorded from various business acquisitions and was determined based on the excess of total consideration paid less the fair value of the assets and liabilities acquired. IFRS standards require that the goodwill balance be assessed for impairment at least annually or more frequently if events or changes in circumstances indicate that the balance might be impaired. If such impairment exists, it would be charged to earnings in the period in which the impairment occurs.

Relationship with Bonavista Energy Corporation **–** NuVista and Bonavista Energy Corporation ("Bonavista") are considered related as two directors of NuVista, one of whom is NuVista's chairman, are directors and officers of Bonavista and another director of NuVista is also an officer of Bonavista.

In the first quarter of 2011, NuVista and Bonavista entered into a series of transactions that resulted in Bonavista no longer having ownership in a jointly owned partnership. The results of these transactions have no material impact on NuVista's total production, cash flow or reserves.

Quarterly financial information – The following table highlights NuVista's performance for the eight quarterly reporting periods from December 31, 2009 to September 30, 2011:

($ thousands, except per	2011			2010				2009(1)
share amounts)	**Sep 30**	Jun 30	Mar 31	Dec 31	Sep 30	Jun 30	Mar 31	Dec 31
Production (Boe/d)	**25,360**	25,488	26,078	28,165	28,244	28,512	28,455	28,345
Revenue	**88,700**	95,719	88,237	89,552	88,733	89,524	105,519	95,957
Net earnings (loss)	**1,807**	22,445	(9,590)	(20,965)	(18,194)	(6,417)	(14,079)	10,498
Net earnings (loss)								
Per basic share	**0.02**	0.23	(0.10)	(0.24)	(0.21)	(0.07)	(0.16)	0.12
Per diluted share	**0.02**	0.23	(0.10)	(0.24)	(0.21)	(0.07)	(0.16)	0.12

(1) Results are reported in accordance with Previous GAAP.

NuVista has seen production volumes in a range of 25,360 Boe/d to 28,512 Boe/d for the last eight quarters. NuVista's production volumes have declined to 25,360 Boe/d due to lower capital expenditures in the fourth quarter of 2010 and 2011, unplanned and planned third-party plant outages resulting in shut-in production and an increased emphasis on oil and liquids-rich natural gas projects. Over the prior eight quarters, quarterly revenue has been in a range of $88.2 million to $105.5 million with revenue primarily influenced by production volumes and commodity prices in the quarter. Net earnings have been in a range of a net loss of $21.0 million to net earnings of $22.4 million with earnings primarily influenced by goodwill impairments, production volumes, gains and losses from disposal of assets, commodity prices and realized and unrealized gains and losses on commodity derivatives.

Critical accounting estimates – Management is required to make judgements, assumptions and estimates in applying its accounting policies which have significant impact on the financial results of NuVista. The following outline the accounting policies involving the use of estimates that are critical to understanding the financial condition and results of operations of NuVista.

(a) ***Oil and natural gas reserves*** – Oil and natural gas reserves, as defined by the Canadian Securities Administrators in National Instrument 51-101 with reference to the Canadian Oil and Natural Gas Evaluation Handbook, are those reserves that can be estimated with a high degree of certainty to be recoverable. It is likely that the actual remaining quantities recovered will exceed the estimated reserves.

An independent reserve evaluator using all available geological and reservoir data as well as historical production data has prepared NuVista's oil and natural gas reserve estimates. Estimates are reviewed and revised as appropriate. Revisions occur as a result of changes in prices, costs, fiscal regimes, reservoir performance or a change in NuVista's development plans.

(b) ***Exploration and evaluation assets*** – The costs of drilling exploratory wells are initially capitalized as exploration and evaluation ("E&E") assets pending the evaluation of commercial reserves. Commercial reserves are defined as the existence of proved and probable reserves which are determined to be technically feasible and commercially viable to extract. Reserves may be considered commercially producible if management has the intention of developing and producing them based on factors such as project economics, quantities of reserves, expected production techniques, unsuccessful drilling results and estimated production costs and capital expenditures. Once a judgment is made that the reserves are commercially viable, an impairment test is performed prior to the transfer to property, plant and equipment.

(c) ***Development and production assets*** – Once an oil and gas property is transferred to property, plant and equipment, all subsequent development costs are capitalized.

(d) ***Depreciation and depletion*** – Property, plant and equipment is measured at cost less accumulated depletion, depreciation and impairment losses. The net carrying value of property, plant and equipment and estimated future development costs is depleted using the unit-of-production method based on estimated proved and probable reserves. Changes in estimated proved and probable reserves or future development costs have a direct impact in the calculation of depletion expense.

NuVista is required to use judgment when designating the nature of oil and gas activities as exploration and evaluation assets or development and production assets within property, plant and equipment. Exploration and evaluation assets and development and production assets are aggregated into cash generating units ("CGUs") based on their ability to generate largely independent cash flows. The allocation of NuVista's assets into CGUs requires significant judgment with respect to use of shared infrastructure, existence of active markets for NuVista's products and the way in which management monitors operations.

Exploration and evaluation expenditures relating to activities to explore and evaluate oil and natural gas properties are initially capitalized and include costs associated with the acquisition of licenses, technical services and studies, seismic acquisition, exploration drilling and testing, directly attributable overhead and administration expenses, and costs associated with retiring the assets. Exploration and evaluation assets are carried forward until technical feasibility and commercial viability of extracting a mineral resource is determined. Technical feasibility and commercial viability of extracting a mineral resource is considered to be determined when proved and/or probable reserves are determined to exist. E&E assets are tested for impairment when facts and circumstances suggest that the carrying amount of E&E assets may exceed their recoverable amount, by comparing the relevant costs to the fair value of CGUs, aggregated at the segment level. The determination of the fair value of CGUs requires the use of assumptions and estimates including quantities of recoverable reserves, production quantities, future commodity prices and development and operating costs. Changes in any of these assumptions, such as a downward revision in reserves, decrease in commodity prices or increase in costs, could impact the fair value.

NuVista assesses property, plant and equipment for impairment whenever events or changes in circumstances indicate that the carrying value of an asset or group of assets may not be recoverable. If any such indication of impairment exists, NuVista performs an impairment test related to the specific CGU. The determination of fair value of CGUs requires the use of assumptions and estimates including quantities of recoverable reserves, production quantities, future commodity prices and development and operating costs. Changes in any of these assumptions, such as a downward revision in reserves, decrease in commodity prices or increase in costs, could impact the fair value.

(e) ***Asset retirement obligations*** – The asset retirement obligations are estimated based on existing laws, contracts or other policies. The fair value of the obligation is based on estimated future costs for abandonments and reclamations discounted at a risk free rate. The costs are included in property, plant and equipment and amortized over its useful life. The liability is adjusted each reporting period to reflect the passage of time, with the accretion expense charged to net earnings, and for revisions to the estimated future cash flows. By their nature, these estimates are subject to measurement uncertainty and the impact on the consolidated financial statements could be material.

(f) ***Income taxes*** – The determination of income and other tax liabilities requires interpretation of complex laws and regulations often involving multiple jurisdictions. All tax filings are subject to audit and potential reassessment after the lapse of considerable time. Accordingly, the actual income tax liability may differ significantly from that estimated and recorded.

(g) ***Financial instruments*** – NuVista utilizes financial instruments to manage the exposure to market risks relating to commodity prices. Fair values of derivative contracts fluctuate depending on the underlying estimate of future commodity prices and foreign currency exchange rates.

(h) ***Goodwill*** – Goodwill is recorded on a business combination when the total purchase consideration exceeds the fair value of the net identifiable assets and liabilities of the acquired entity. The goodwill balance is allocated to the individual CGUs that are expected to benefit from the synergies of the business combination. Goodwill is not amortized, however it must be assessed for impairment at least annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired. To assess for impairment, the carrying amount of each CGU is compared to the recoverable amount. If the carrying amount exceeds the recoverable amount, the associated goodwill is written down with an impairment recognized in net earnings. Goodwill impairments are not reversed. The recoverable amount is the greater of the fair value less costs to sell and its value in use. Fair value less costs to sell is derived by estimating the discounted future net cash flows for the CGU. Discounted future net cash flows are based on forecasted commodity prices and costs over the expected economic life of the proved and probable reserves and discounted using market-based rates. A downward revision in reserves estimates could result in the recognition of a goodwill impairment charge to net earnings.

Update on regulatory matters

Environmental – The oil and natural gas industry is currently subject to environmental regulations pursuant to a variety of federal, provincial, and local laws and regulation. Environmental legislation provides for, among other things, restrictions and prohibitions on emissions, releases or spills of various substances produced in association with oil and natural gas operations. Compliance with such legislation can require significant expenditures and a breach may result in the imposition of fines and penalties, some of which may be material. Environmental legislation is evolving in a manner expected to result in stricter standards and enforcement, as well as larger fines and environmental liability. No assurance can be given that the application of environmental laws to the business and operations of NuVista will not result in a limitation of production or a material increase in the costs of operating, development, or exploration activities or otherwise adversely affect NuVista's financial condition, results of operations, or prospects.

NuVista utilizes monitoring and reporting programs, as well as inspections and audits for environmental, health, and safety performance that are designed to provide assurance that environmental and regulatory standards are met. In the event of unknown or unforeseeable environmental impacts arising from its operations, NuVista may be subject to remedial and litigation costs. Contingency plans are in place for a timely response to environmental events and for the utilization of remediation/reclamation strategies to restore the environment in the event of such impacts.

Given the evolving nature of climate change discussion, the regulation of greenhouse gases ("GHGs") and potential federal and provincial GHG commitments, NuVista is currently unable to predict the impact on its operations and financial condition at this time. It is possible that NuVista could face increases in operating and capital costs in order to comply with augmented greenhouse gas emissions legislation.

Further information regarding environmental and climate change regulations, current provincial royalty and incentive programs are contained in our Annual Information Form for the year ended December 31, 2010, filed on SEDAR, under the Industry Conditions section.

Update on financial reporting matters

Adoption of International Financial Reporting Standards ("IFRS") – NuVista has prepared its September 30, 2011 interim consolidated financial statements in accordance with IFRS 1, "First-time Adoption of International Financial Reporting Standards", and with IAS 34, "Interim Financial Reporting", as issued by the IASB. In 2010, NuVista prepared its financial statements in accordance with Previous GAAP. The adoption of IFRS has not had a material impact on NuVista's operations, strategic decisions or cash flows. NuVista's IFRS accounting policies are provided in note 3 to the interim consolidated financial statements. In addition, note 17 to the interim consolidated financial statements presents reconciliations between NuVista's 2010 Previous GAAP results and the 2010 IFRS results. The following provides summary reconciliations of NuVista's 2010 Previous GAAP and IFRS results, along with a discussion of the significant IFRS accounting policy changes.

Summary of consolidated statement of financial position reconciliations:

	As at January 1, 2010		
($ millions)	Previous GAAP	Effect of transition to IFRS	IFRS
Assets			
Current assets	$ 70	$ (1)	$ 69
Exploration and evaluation assets	-	128	128
Property, plant and equipment	1,402	(128)	1,274
Goodwill	83	(19)	64
Total assets	$1,555	$ (20)	$1,535
Liabilities and shareholders' equity			
Current liabilities	$ 55	$ -	$ 55
Long-term debt	385	-	385
Compensation liabilities	1	-	1
Asset retirement obligations	61	57	118
Deferred tax liabilities	134	(16)	118
Shareholders' equity	919	(61)	858
Total liabilities and shareholders' equity	$1,555	$ (20)	$1,535

($ millions)	As at December 31, 2010 Previous GAAP	 Effect of transition to IFRS	 IFRS
Assets			
Current assets	$ 56	$ (1)	$ 55
Exploration and evaluation assets	-	142	142
Property, plant and equipment	1,458	(155)	1,303
Goodwill	83	(49)	34
Total assets	$1,597	$ (63)	$1,534
Liabilities and shareholders' equity			
Current liabilities	$ 62	$ -	$ 62
Long-term debt	438	-	438
Commodity derivative liabilities	4	-	4
Compensation liabilities	1	-	1
Asset retirement obligations	63	65	128
Deferred tax liabilities	129	(21)	108
Shareholders' equity	900	(107)	793
Total liabilities and shareholders' equity	$1,597	$ (63)	$1,534

Summary of net earnings (loss) reconciliation:

	2010				
($ millions)	Annual	Q4	Q3	Q2	Q1
Net earnings (loss) as reported under Previous GAAP	$(14)	$(14)	$ (5)	$(1)	$ 6
Addition (deduction) to net earnings:					
Depreciation and depletion	(5)	5	(10)	(2)	2
Goodwill impairment	(29)	(8)	-	(1)	(20)
Exploration and evaluation	(17)	(8)	(6)	(2)	(1)
Gain on disposal of properties	5	5	-	-	-
Accretion	(4)	(1)	(1)	(1)	(1)
Deferred income taxes	5	-	4	1	-
Net earnings (loss), as reported under IFRS	$(59)	$(21)	$(18)	$(6)	$(14)

Accounting policy changes

The following discussion explains the significant differences between NuVista's Previous GAAP accounting policies and those applied by NuVista under IFRS. IFRS policies have been retrospectively and consistently applied except where specific IFRS 1 optional and mandatory exemptions permitted an alternative treatment upon transition to IFRS for first-time adopters.

- Property, Plant and Equipment ("PP&E") – IFRS 1 provides the option to value PP&E assets in the Exploration and Evaluation ("E&E") phases and Development and Production ("D&P") phases at their deemed cost, defined as carrying amount assigned to these assets under Previous GAAP at the date of transition, January 1, 2010. This election is permissible for entities, such as NuVista, who currently follow the full cost accounting guideline, as established by the Canadian Institute of Chartered Accountants ("CICA"), which accumulates all oil and gas assets into one cost centre. Under IFRS, NuVista's PP&E assets in the D&P phases are allocated to the area level and CGUs. The deemed cost of NuVista's PP&E assets has been allocated to the CGUs based on proved and probable reserve values.

- Re-classification of E&E expenditures from PP&E – Under IFRS, E&E expenditures are those costs for an area where technical feasibility and commercial viability has not yet been determined. E&E expenditures were deemed to be $128.2 million as at January 1, 2010, representing the book value of undeveloped land that relates to exploration properties and other exploration related activities under Previous GAAP. This resulted in a reclassification of $128.2 million from PP&E to E&E assets in the January 1, 2010 opening statement of financial position prepared under IFRS. At December 31, 2010, the E&E asset balance was $141.9 million. E&E assets will not be depleted and must initially be assessed for impairment upon transition and subsequently when indicators suggest the possibility of impairment. Unsuccessful E&E costs and costs incurred prior to obtaining the legal right to explore are expensed to net earnings. Under Previous GAAP, exploration and evaluation costs were capitalized as property, plant and equipment in accordance with the CICA's full cost accounting guidelines where all costs directly associated with the acquisition of, the exploration for, and the development of oil and natural gas reserves were capitalized into one cost centre and depleted over the life of the reserves.

- Impairment of PP&E assets – Under IFRS, areas are aggregated into CGUs based on their ability to generate largely independent cash flows. If the carrying values of the CGU exceeds the recoverable amount, the CGU is written down with an impairment loss recognized in depletion and depreciation expense in net earnings. The recoverable amount is determined to be the higher of fair value less costs to sell and value in use. Impairments are reversed when there has been a subsequent increase in the recoverable amount. Impairment reversals are recognized in net earnings and the carrying amount of the CGUs is increased to its revised recoverable amount, net of any depletion that would have been charged as if no impairment loss had previously been recorded. Under Previous GAAP, an impairment was recognized if the carrying amount exceeded the sum of the undiscounted cash flows from proved reserves and the value of unproved properties. If impairment is indicated, then the discounted cash flows are prepared to quantify the amount of impairment. Impairments recognized under Previous GAAP were not reversed. For the year ended December 31, 2010, NuVista recognized an impairment loss of $23.8 million under IFRS. The carrying value exceeded the recoverable amount, determined to be fair value less costs to sell based on discounted future cash flows of proved and probable reserves using forecast prices and costs. Under Previous GAAP, these assets were included in one cost centre ceiling test, which was not impaired at December 31, 2010.

- Impairment of goodwill – Under IFRS, goodwill that arises from a business combination is allocated to the specific CGUs that are expected to benefit from the business combination. To test for impairment of goodwill, the carrying amount of the CGU including goodwill is compared to the recoverable amount of the CGU, which is determined to be the higher of fair value less costs to sell and value in use. The fair value less costs to sell was determined using discounted future cash flows of proved and probable reserves using forecast prices and costs. If the carrying value exceeds the recoverable amount, an impairment loss is recognized in net earnings. Impairments recognized on goodwill are not reversed. Under Previous GAAP, goodwill impairment was calculated at the operating segment level (being the company level). Goodwill was not impaired under the Previous GAAP at December 31, 2010. At January 1, 2010 and for the year ended December 31, 2010, NuVista recognized goodwill impairment loss of $19.4 million and $29.8 million respectively under IFRS.

- Depletion and depreciation expense – Under IFRS, development and production costs are depleted using the unit-of-production method calculated at the area level. The IFRS 1 exemption permitted NuVista to allocate development and production costs to the area level using proved and probable reserve values as at January 1, 2010. Depleting at an area level under IFRS resulted in an $18.7 million decrease to depletion and depreciation expense, for the year ended December 31, 2010.

- Asset retirement obligations – At transition to IFRS, as part of electing the IFRS 1 exemption, NuVista was required to remeasure its asset retirement obligation and recognize the difference in retained earnings. This resulted in a $57.0 million increase to the asset retirement obligation at January 1, 2010. Subsequent adjustments to the obligation are made to property, plant and equipment. Under IFRS, NuVista is required to revalue its entire asset retirement obligation at the end of each reporting period using a risk free rate. Under Previous GAAP, the obligation is initially discounted at a credit adjusted risk free rate. Once recorded, the asset retirement obligations were not adjusted for future changes in discount rate. As at December 31, 2010, NuVista's asset retirement obligation was $128.3 million under IFRS. An average risk free discount rate of 3.52% was used at December 31, 2010 based on the Government of Canada 30 year bond yield.

- Deferred income taxes – Deferred income taxes have been adjusted to reflect the tax effect arising from the differences between IFRS and Previous GAAP. For the year ended December 31, 2010, the application of the IFRS adjustments discussed above resulted in $5.6 million reduction in the deferred income tax expense with a corresponding decrease to the deferred income tax liability.

Future accounting changes

As of January 1, 2013, NuVista will be required to adopt the following standards as issued by the IASB (“International Accounting Standards Board”). NuVista is evaluating the impact that these standards may have on our results of operations and financial position.

- IFRS 9, “Financial Instruments” – The IASB issued IFRS 9, which is the first phase of the IASB’s project to replace IAS 39, “Financial Instruments: Recognition and Measurement”. The new standard replaces the current multiple classification and measurement models for financial asset and liabilities with a single model that has only two classification categories: amortized cost and fair value.

- IFRS 10, “Consolidated Financial Statements” – In May 2011, the IASB issued IFRS 10 which is the IASB’s project to replace Standing Interpretations Committee 12, “Consolidation – Special Purpose Entities” and the consolidation requirements of IAS 27, “Consolidated and Separate Financial Statements”. The new standard eliminates the current risk and rewards approach and established control as the single basis for determining the consolidation of an entity.

- IFRS 11, “Joint Arrangements” – In May 2011, the IASB issued IFRS 11 to replace IAS 131, “Interest in Joint Ventures”. The new standard redefines joint operations and joint ventures and requires joint operations to be proportionately consolidated and joint ventures to equity accounted. Under IAS 31, joint ventures could be proportionately accounted.

- IFRS 12, “Disclosure of Interests in Other Entities” – In May 2011, the IASB issued IFRS 12 which outlines the required disclosures for interests in subsidiaries and joint arrangements. The new disclosures require information that will assist financial statement users to evaluate the nature, risks and financial effects associated with an entity’s interests in subsidiaries and joint arrangements.

- IFRS 13, “Fair Value Measurement” – In May 2011, the IASB issued IFRS 13 which provides a common definition of fair value, establishes a framework for measuring fair value under IFRS and enhances the disclosures required for fair value measurements. The standard applies where fair value measurements are required and does not require new fair value measurements.

Internal control reporting

NuVista’s President and Chief Executive Officer (“CEO”) and Vice President, Finance and Chief Financial Officer (“CFO”) are responsible for establishing and maintaining disclosure controls and procedures and internal controls over financial reporting as defined in National Instrument 52-109. NuVista’s CEO and CFO have designed disclosure controls and procedures, or caused them to be designed under their supervision, to provide reasonable assurance that information required to be disclosed by NuVista in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in the securities legislation and include controls and procedures designed to ensure that information required to be disclosed by NuVista in its annual filings, interim filings or other reports filed or submitted under securities legislation is accumulated and communicated to NuVista’s management, including its certifying officers, as appropriate to allow timely decisions regarding required disclosure. The CEO and CFO have concluded, based on their evaluation as of the end of the period covered by the interim filings that the Company’s disclosure controls and procedures are effective to provide reasonable assurance that material information related to NuVista, is made known to them by others within the Company.

The CEO and CFO have also designed internal controls over financial reporting, or caused them to be designed under their supervision, to provide reasonable assurance regarding the reliability of NuVista’s financial reporting and the preparation of financial statements for external purposes in accordance with GAAP and includes those policies and procedures that: (a) pertain to the maintenance of records that in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of NuVista; (b) are designed to provide reasonable assurance that transactions are recorded as necessary to permit preparation of the consolidated financial statements in accordance with GAAP, and that receipts and expenditures of NuVista are being made only in accordance with authorizations of management and directors of NuVista; and (c) are designed to provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of NuVista's assets that could have a material effect on the annual consolidated financial statements or interim consolidated financial statements. NuVista has designed its internal controls over financial reporting based on the framework in "Internal Control Over Financial Reporting – Guidance for Smaller Public Companies" issued by the Committee of Sponsoring Organizations of the Treadway Commission ("COSO"). During the quarter ended September 30, 2011, there have been no changes to NuVista's internal controls over financial reporting that have materially or are reasonably likely to materially affect the internal controls over financial reporting; the CEO and CFO have concluded that the internal controls over financial reporting are effective.

Because of their inherent limitations, disclosure controls and procedures and internal control over financial reporting may not prevent or detect misstatements, error or fraud. Control systems, no matter how well conceived or operated, can provide only reasonable, not absolute assurance, that the objectives of the control system are met.

Assessment of business risks

The following are the primary risks associated with the business of NuVista. Most of these risks are similar to those affecting others in the conventional oil and natural gas sector. NuVista's financial position and results of operations are directly impacted by these factors:

- Operational risk associated with the production of oil and natural gas;
- Reserves risk with respect to the quantity and quality of recoverable reserves;
- Commodity risk as crude oil and natural gas prices fluctuate due to market forces;
- Financial risk such as volatility of the Cdn/US dollar exchange rate, interest rates and debt service obligations;
- Risk associated with the re-negotiation of NuVista's credit facility and the continued participation of NuVista's lenders;
- Market risk relating to the availability of transportation systems to move the product to market;
- Environmental and safety risk associated with well operations and production facilities;
- Changing government regulations relating to royalty legislation, income tax laws, incentive programs, operating practices and environmental protection relating to the oil and natural gas industry; and
- Labour risks related to availability, productivity and retention of qualified personnel.

NuVista seeks to mitigate these risks by:

- Acquiring properties with established production trends to reduce technical uncertainty as well as undeveloped land with development potential;
- Maintaining a low cost structure to maximize product netbacks and reduce impact of commodity price cycles;
- Diversifying properties to mitigate individual property and well risk;
- Maintaining product mix to balance exposure to commodity prices;
- Conducting rigorous reviews of all property acquisitions;
- Monitoring pricing trends and developing a mix of contractual arrangements for the marketing of products with creditworthy counterparties;
- Maintaining a price risk management program to manage commodity prices and foreign exchange currency rates risk and transacting with creditworthy counterparties;
- Ensuring strong third-party operators for non-operated properties;
- Adhering to NuVista's safety program and keeping abreast of current operating best practices;
- Keeping informed of proposed changes in regulations and laws to properly respond to and plan for the effects that these changes may have on our operations;
- Carrying industry standard insurance to cover losses;
- Establishing and maintaining adequate cash resources to fund future abandonment and site restoration

costs;

- Closely monitoring commodity prices and capital programs to manage financial leverage; and
- Monitoring the bank and equity markets to understand how changes in the capital market may impact NuVista's business plan.

Information regarding risk factors associated with the business of NuVista and how NuVista seeks to mitigate these risks are contained in our Annual Information Form under the Risk Factors Section for the year ended December 31, 2010.

OUTLOOK

Our capital budget for 2011 remains essentially unchanged at $160 million to $165 million. Capital spending for the fourth quarter is expected to be approximately $60 million and includes drilling approximately 20 wells. We are planning to focus this capital program on the Wapiti Montney, W5 Spirit River/Notikewin and Eastern Alberta heavy oil plays. Our guidance for 2011 average production volumes remains within our previous guidance range, and with third quarter actual production results and forecast fourth quarter production we are narrowing this range to 25,200 Boe/d to 25,600 Boe/d. In 2011, annual funds from operations are forecast to be approximately $155 million based on estimated fourth quarter production rates and 2011 average annual pricing assumptions of $3.70/Mcf for AECO natural gas and US$94.00 for WTI crude oil. This includes the impact of price risk management contracts currently in place. Our crude oil and liquids production weighting is expected to average 32% in 2011 compared to an average of 27% in 2010, reflecting our focus on higher netback crude oil and natural gas liquids. We will continue to prudently manage our financial flexibility and expect a twelve months trailing debt to funds from operations ratio of 2.1:1.

For 2012, our Board has approved a first half capital budget range of $70 million to $80 million, approximately equal to cashflow. The objective of this capital program is to conduct an active drilling program prior to spring break-up to further evaluate the economics of our W6 Wapiti Montney and W5 liquids-rich plays and to continue heavy oil development drilling. Average production for the first half of 2012 is forecast at 24,500 Boe/d to 25,500 Boe/d. A capital spending increase will be considered in the second half of the year pending further success with our W5 Spirit River and W6 Wapiti Montney program. In the meantime, we have an inventory of quality drilling opportunities and are continuing to remain flexible to accelerate our capital program if natural gas prices improve or we are able to complete selected non-core asset dispositions. The focus of our natural gas drilling activity remains on repeatable liquids-rich plays that are economic in a $4.00/mcf natural gas price environment. With a talented and motivated workforce and a revised business strategy focused on discipline, execution and profitability, we look forward to updating you on the progress in creating shareholder value growth as we move into 2012.