

June 15, 2009

Mr. Slim Chiboub

**Confirmation of Board Position and Invitation to be Chairman of the Board**

Dear Mr. Chiboub:

Further to our letter date February 26, 2009 (attached for your reference) I would like to give my sincere appreciation for your investments and confirmation from yourself that you will be an active member of both our Board of Directors and Executive Team.

In accordance with the requirements of your investment and by this letter, I confirm that I have recommended you to Board of Directors to become a Director and Chairman of the Board and also confirm your previous position as First Senior Vice President. This recommendation has been accepted. We will provide you documentation shortly.

In addition, I would like to confirm that I have given Mr. Mongi Haffouz to release the shares on the recent private placements. He will also review with you in person, all the necessary steps required to finalize the corporations share structure prior to our next board meeting.

I would like to inform you that Voyageur together with its legal and corporate counsel in Canada and Tunisia are progressing on all the necessary documentation for the planned domicile move and related corporate matters.

Please ensure that you also give your approval for the request for transfer dated May 27, 2009 as we need to ensure our company continues its operations without disruption.

Warmest Regards

**VOYAGEUR OIL AND GAS CORPORATION**

  
Darren Stevenson  
President and Chief Executive Officer, Director

Copy to: Mr. Mongi Haffouz, Vice President  
Voyageur Board of Directors  
Mr. Jay Park, Legal Counsel and Corporate Secretary, Voyageur

February 26, 2009

Slim Chiboub

**Acknowledgement of Board Position and First Senior Vice President**

Dear Mr. Chiboub:

We acknowledge that your investment of \$5,000,000.00 US Dollars is a significant contribution to the Corporation meeting its exploration commitments for 2009. We also value your business experience and leadership contribution that you will make to the Corporation. Upon closing of your full investment in the Corporation, I will recommend to the Board that we appoint you as First Senior Vice President. The Corporation also invites you and/or your nominee as a board member to the Corporation, subject to a board of directors meeting appointing you or a nominee.

We will continue to inform yourself and all shareholders on a continual basis of the company's progress. We also afford you the first consideration for any future financings of the corporation.

We as the company have a fiduciary responsibility to protect the rights and interests of all shareholders. Any present or future decision that may or will material affect the company and its shareholders will be taken to the board for discussion and vote.

Warmest Regards

**VOYAGEUR OIL AND GAS CORPORATION**

  
Darren Stevenson  
President, CEO & Director



## CONSENT TO ACT AS DIRECTOR

**TO: VOYAGEUR OIL AND GAS CORPORATION (the "Corporation")**

The undersigned does hereby consent to act as a director of the Corporation.

The undersigned hereby acknowledges that:

1. The undersigned is not less than 18 years of age;
2. The undersigned is a non-resident of Canada;
3. The undersigned has not been found under the *Substitute Decisions Act*, 1992 or under the *Mental Health Act* to be incapable of managing property;
5. The undersigned has not been found incapable by a Court in Canada or elsewhere; and
7. The undersigned does not have the status of a bankrupt.

The undersigned hereby acknowledges that the Corporation is relying on the truth of the statements as set out above in relation to the appointment of the undersigned as a director of the Corporation.

The undersigned agrees to forthwith notify the Corporation in the event that any of the statements set out above become untrue while the undersigned holds the position of director of the Corporation.

**DATED** the \_\_\_\_ day of \_\_\_\_\_, 2009.

SLIM CHIBOUB

