



Morgan Stanley

**First Annual Small Cap
Executive Conference**

November 19, 2003



Forest Oil Corporation

FOREST OIL PROFILE

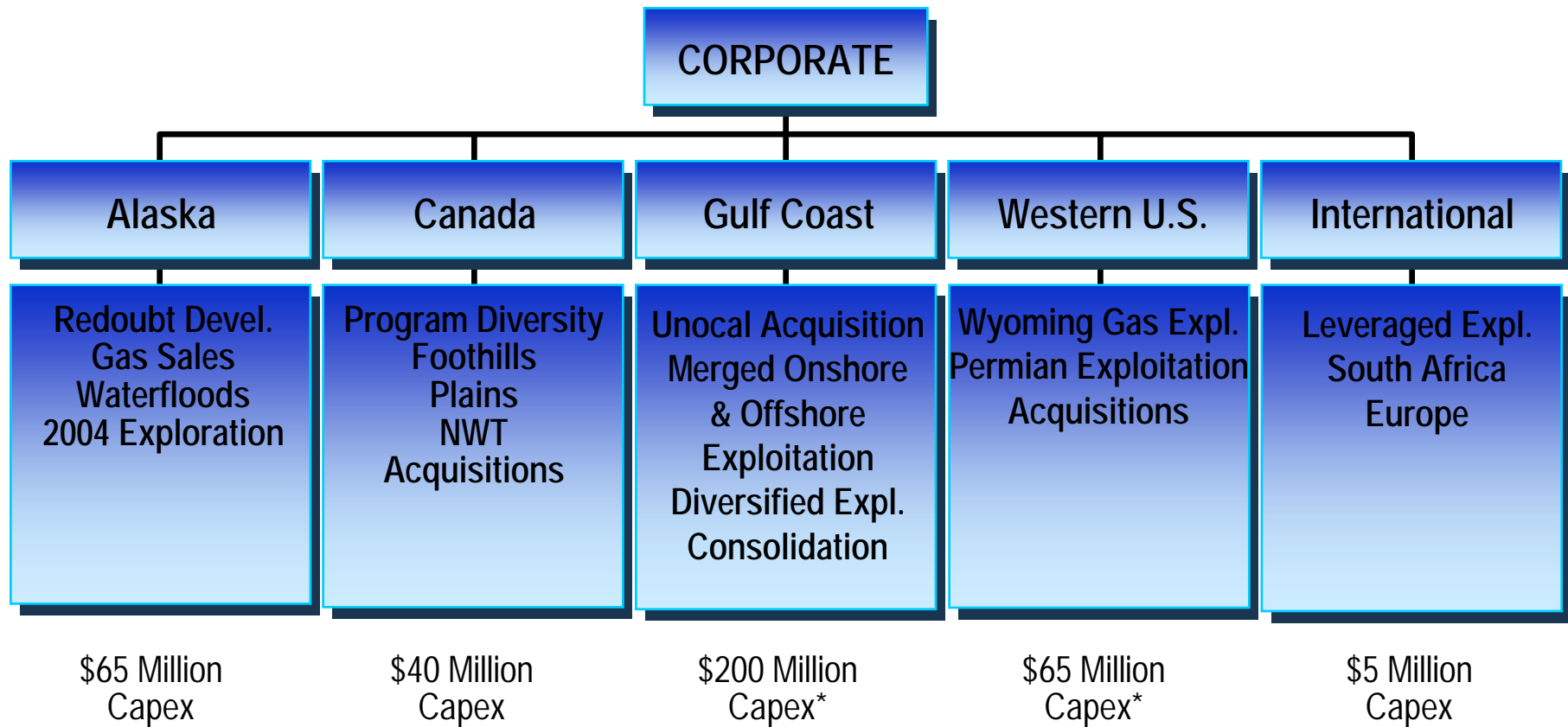
Market Capitalization *(as of 11/15/03)* \$1.3 Billion

Enterprise Value \$2.1 Billion

Headquartered Denver, Colorado

Business Units Gulf Coast, Western U.S.,
Alaska, Canada and International

BUSINESS UNIT ORGANIZATION



**2003 Capex per current guidance (does not include Unocal, estimated \$211 mm, or New Permian, estimated \$102 mm, acquisitions)*

THE “4-POINT” GAME PLAN

1. Continued reduction in costs
 - Achieving higher margins is equivalent to drilling “no cost” wells
2. Lower exposure to frontier exploration
 - Shift investment emphasis toward low-risk exploitation and development component
3. Implement acquisitions as an integral part of our investment program
 - Acquisitions will compete for capital with drilling
4. Maintain strong balance sheet
 - Prudent capital structure and financial flexibility are critical to act quickly and optimize investment returns

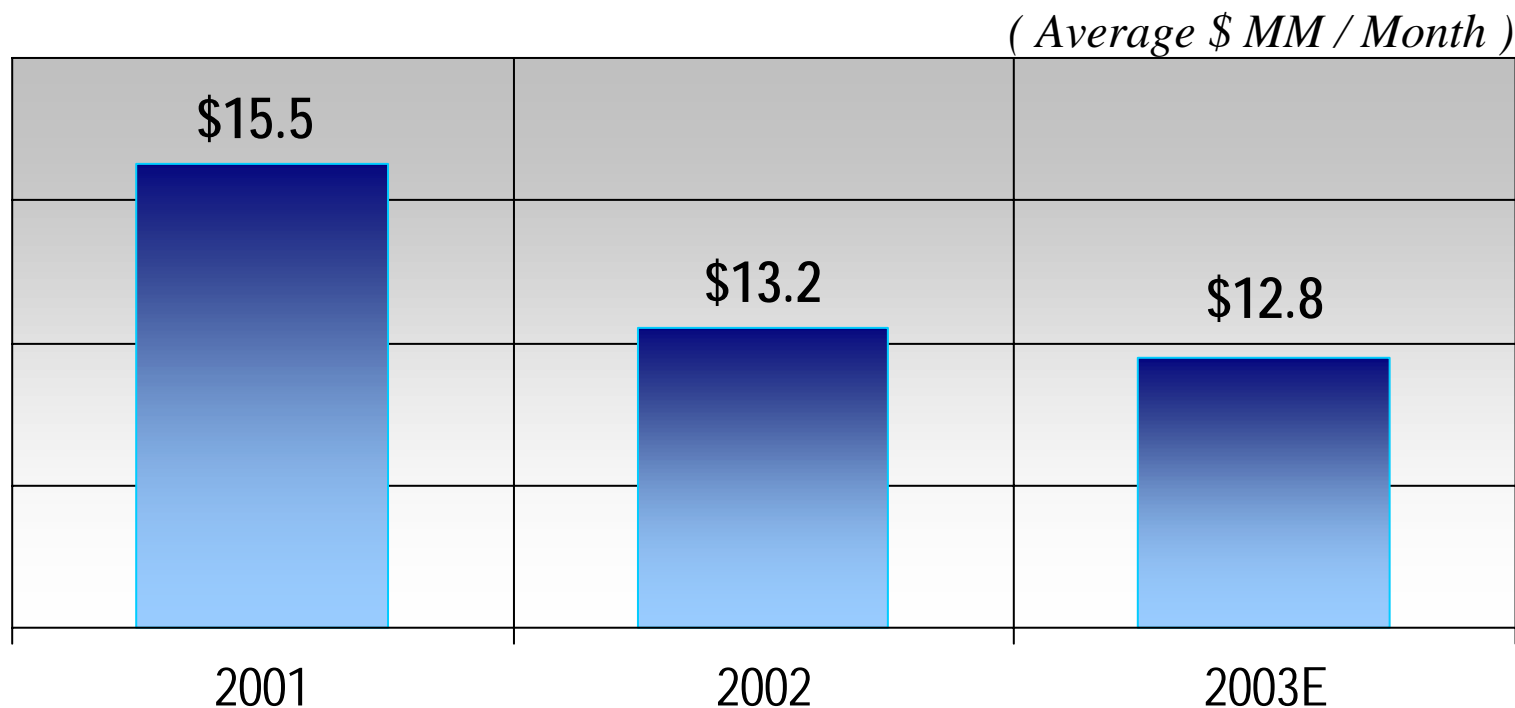
1. COST DISCIPLINE

Create a Culture of Cost Discipline

- Maintain absolute lease operating expenses achieved in 2003
- Reduce general and administrative expenses by greater than 5%
- Reduce interest expense through fixed/floating % and debt reduction

1. COST DISCIPLINE

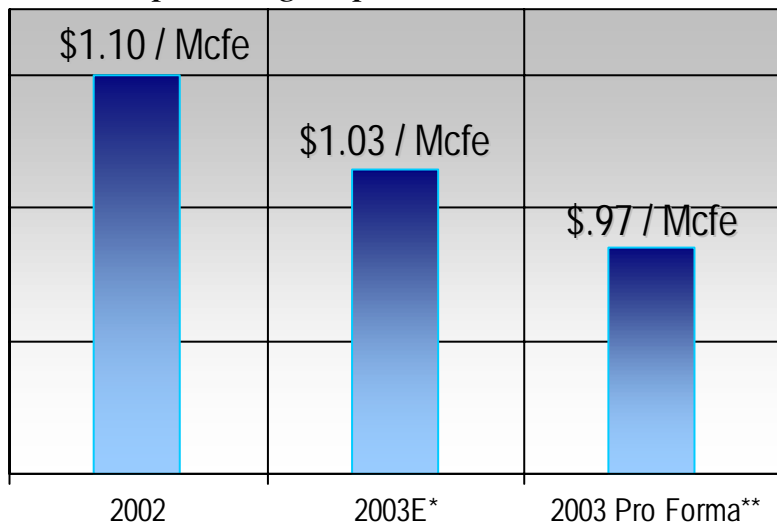
Lease Operating Expense



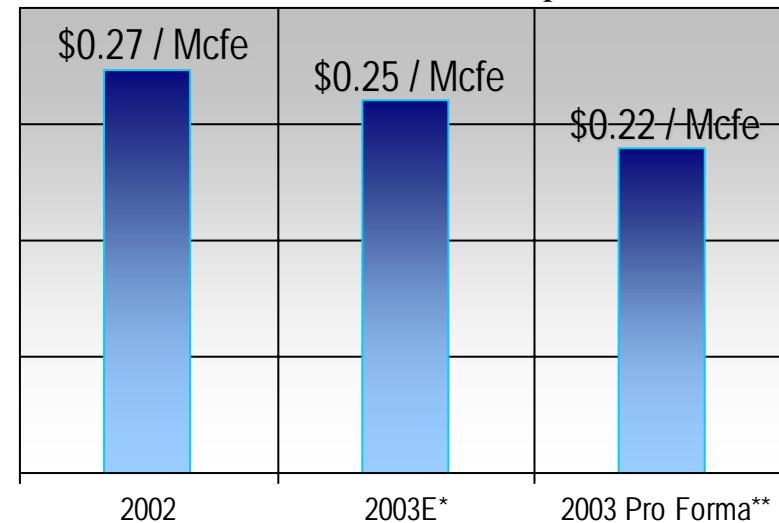
- 1Q and 2Q 2003 lowest since merger
- 3% reduction since 2002 average (\$5 mm/yr)
- 17% reduction since 2001 average (\$32 mm/yr)
- Target highest cost properties for acquisition, operatorship or disposition

1. COST DISCIPLINE - 2003 Cost Momentum

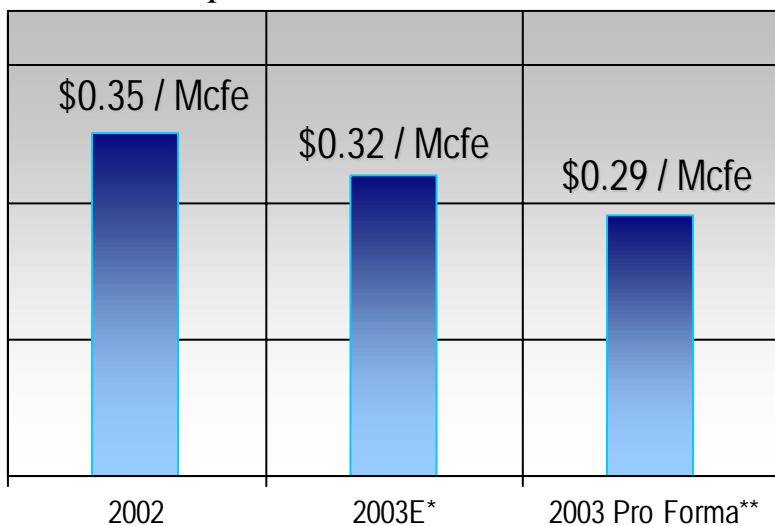
Lease Operating Expense



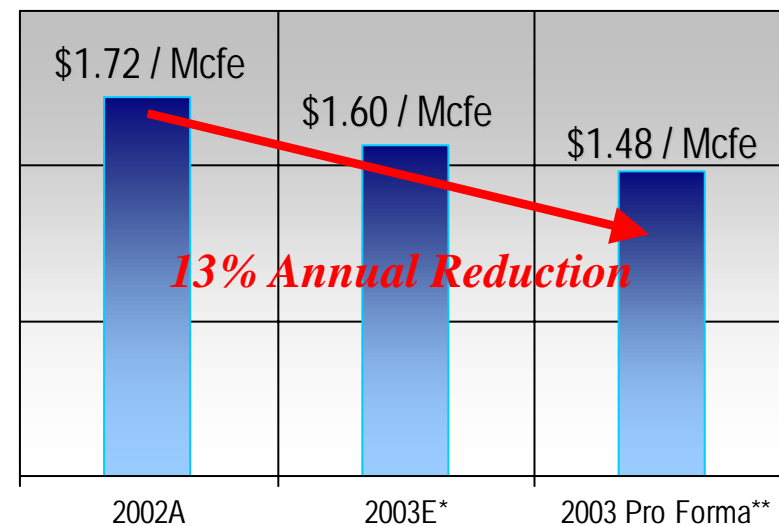
General and Administrative Expense



Interest Expense



Total Cash Costs



* Current Guidance ; ** Post-Unocal Acquisition

2. EXPLORATION EXPOSURE

Lower Exposure to Frontier Exploration

- Allocate 5 - 10% of invested capital to frontier exploration compared with historical 20%
- Fewer frontier focus areas
- Reinvest capital in “traditional areas”
- Evaluate significant acreage position to explore alternative monetization strategies or trades
- Leverage frontier exploration plays to bring value forward and lower downside cost risk (*\$45 mm in 2003*)

2. EXPLORATION EXPOSURE

Return to Traditional Areas

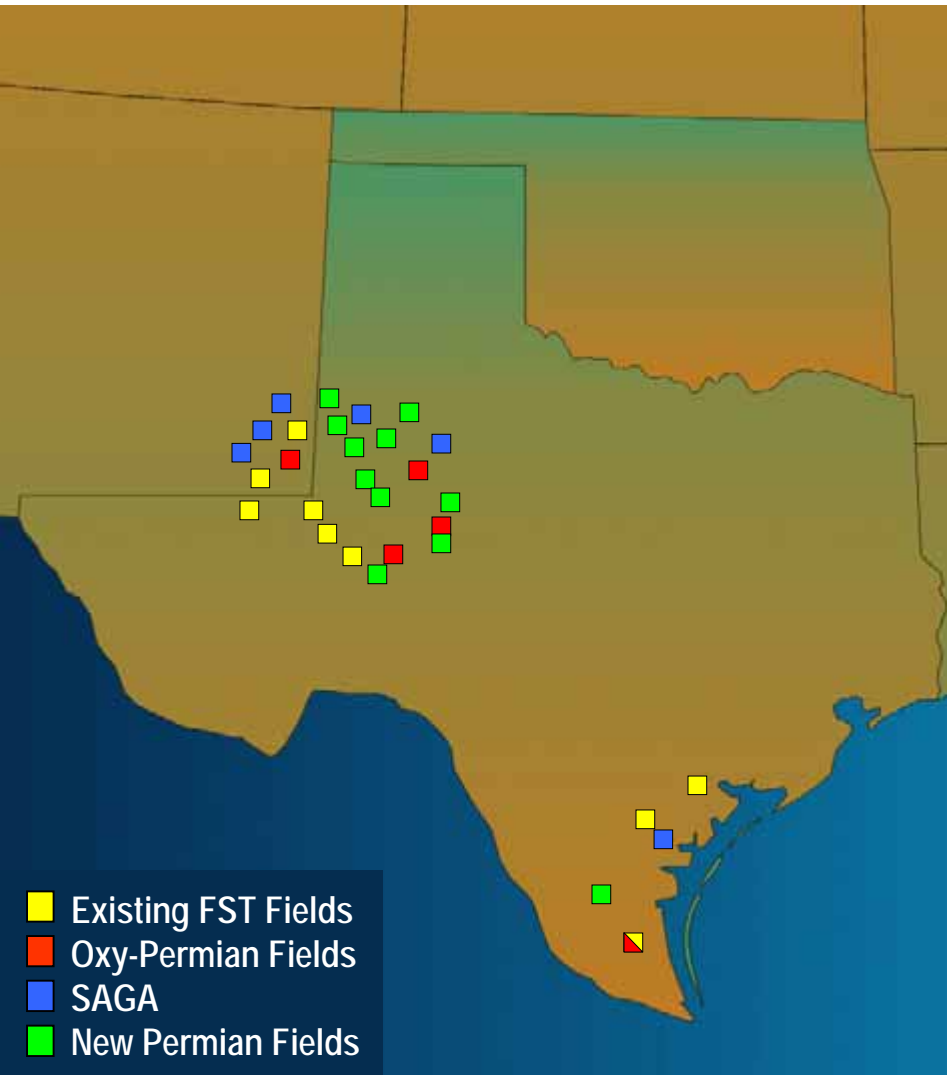
- Reallocated Capex to most successful areas
- Gulf Coast region had free cash flow of \$66.7 mm in 2002 and \$112.6 mm in first half of 2003
- Recent drilling success at EI 284, HI 116, HI 53, ST 72 and South Texas
- Took over operations of SAGA properties in Permian
- Acquired 240 Bcfe in Gulf Coast and Permian with development opportunities

3. ACQUISITION PROGRAM

- Focus a portion of our capital on acquisitions
- Acquisition opportunities to compete for capital with drilling activities
- Acquisition strategy:
 - “B-2 Stealth” asset program
 - “One-Off” asset acquisition
 - Large packages

3. ACQUISITION PROGRAM – Strengthen Onshore Position

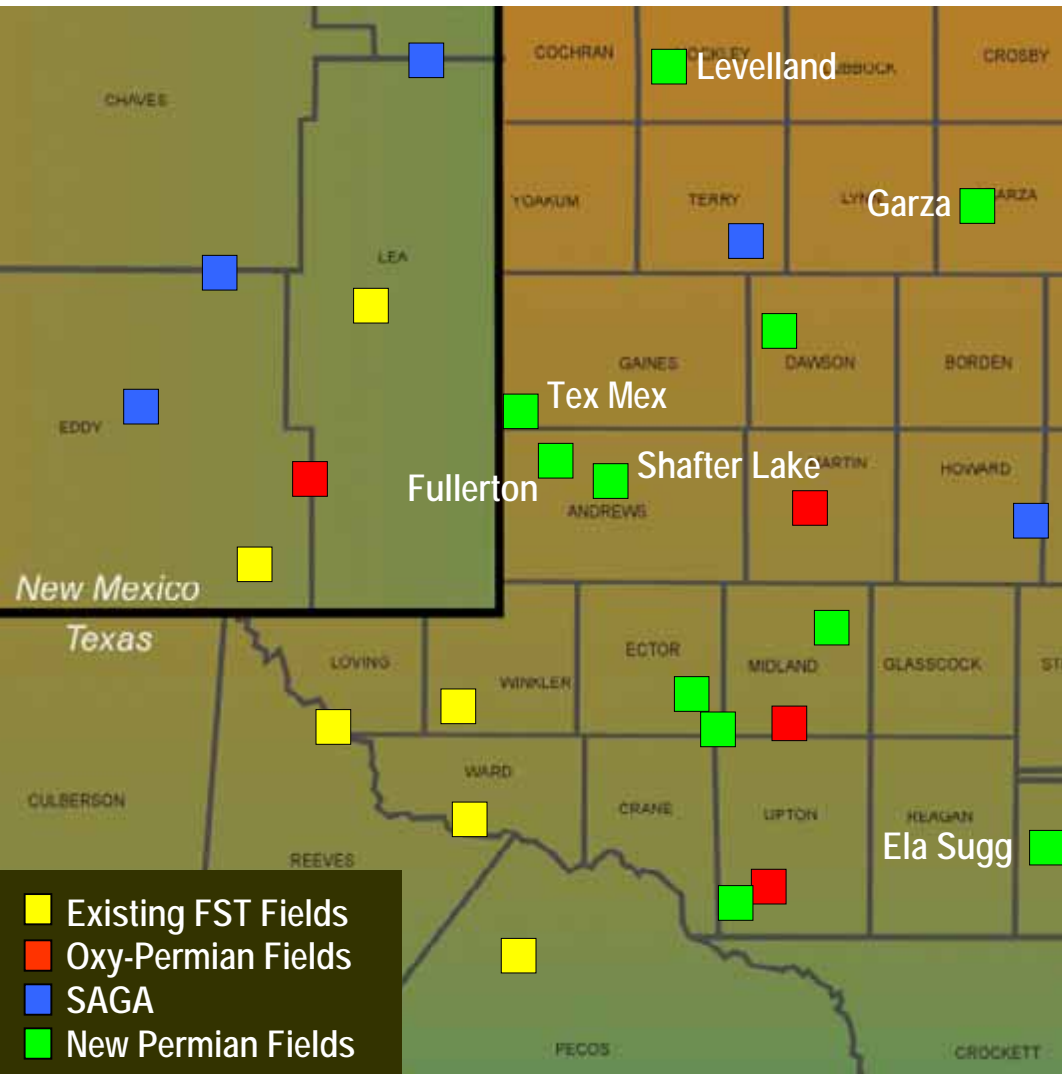
Texas Overview Map



- All 5 major acquisitions YTD have onshore component
- Increased acreage position (59,000 net undeveloped acres in South Texas)
- Took over operations on non-operated fields
- Rig activity in progress on all closed acquisitions

3. ACQUISITION PROGRAM – “Building Blocks” for Success

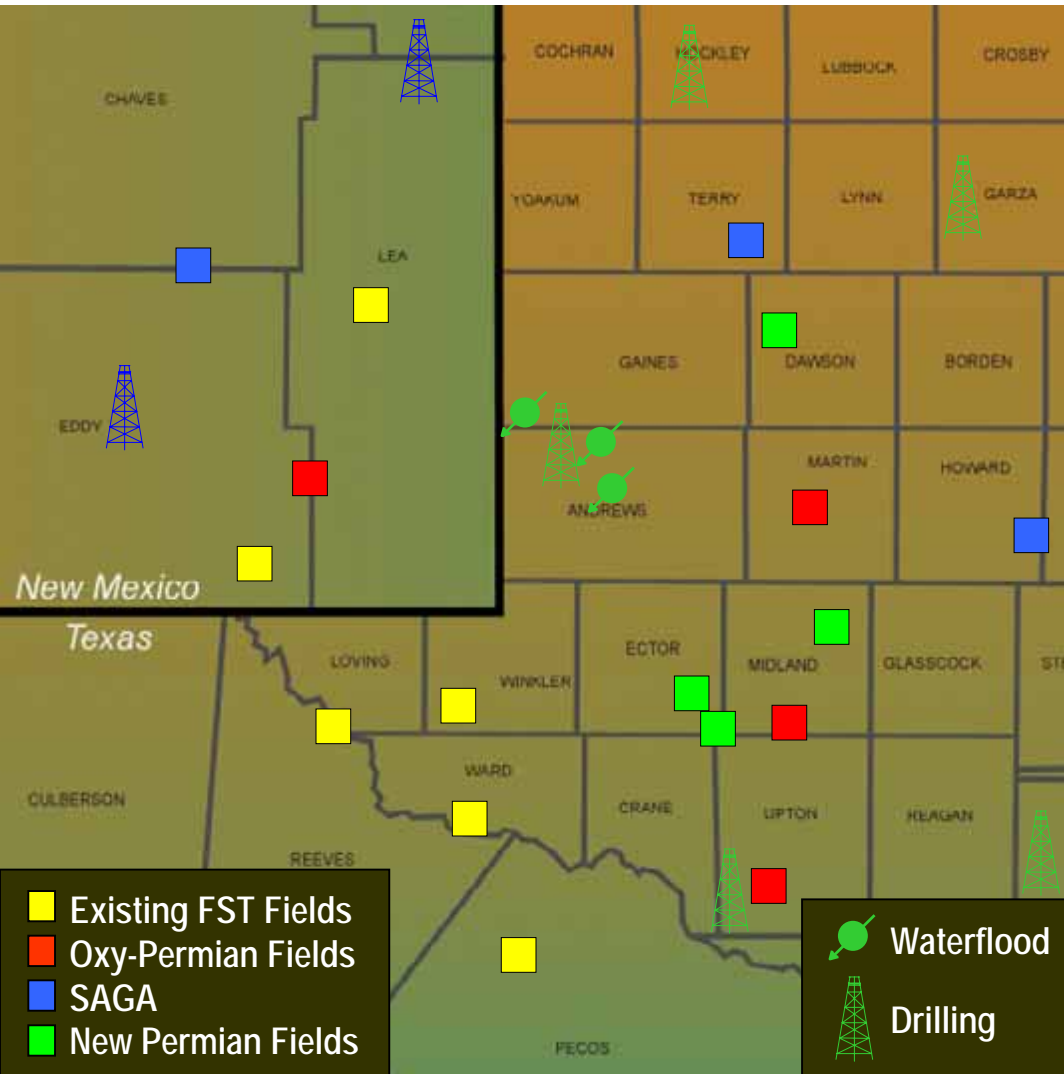
Permian Basin, Texas and New Mexico



- Increased capex activity in Apollo and Vermejo
- Acquired 4 fields from Oxy Permian
 - Increased production by 10%
 - Reduced costs by 20%
- Tookover operation of 7 non-operated fields
 - High cost non-operated fields
 - Waterfloods
- Acquired 102 Bcfe in New Permian acquisition

3. ACQUISITION PROGRAM – New Permian Acquisition

Exploitation Opportunities



- Cash consideration \$102 mm for 102 Bcfe (\$1.00/Mcfe)
25 MMcfe/d production (includes South Texas)
- Geographically concentrated
- 76% operated / 70% oil
- 85% proved developed
- 3 waterfloods planned
- Development drilling in 7 fields
- Retained upside:
 - Cost savings
 - Exploitation
 - Deep drilling
 - Marketing

3. ACQUISITION PROGRAM – More “Building Blocks” for Success

Gulf Coast – South Texas



- Increased activity at Katy, Bonus & McAllen Ranch
- Acquired 3-D seismic at Bonus and Katy
- Acquired S. Bonus production and 46,000 undeveloped acres
- Purchased partner WI% in McAllen Ranch plus acreage
- Acquired Wilcox fields in new Permian acquisition
- Drilling activity in 3 fields

3. ACQUISITION PROGRAM – Unocal Rationale

1. Bolt-on acquisition in most profitable core area

- Increases Gulf Coast reserves by 24% and production by 27%
- Business Unit will be 6th largest shelf producer and 3rd largest shelf acreage holder
- Adds lower risk recompletion and development drilling inventory
- Undeveloped acreage and exploration inventory increases prospecting base

2. Strategic fit within current game plan

- Plays to our strength
- Lowers company-wide cash costs per unit
- “Kick-off” of acquisition/exploitation investment strategy

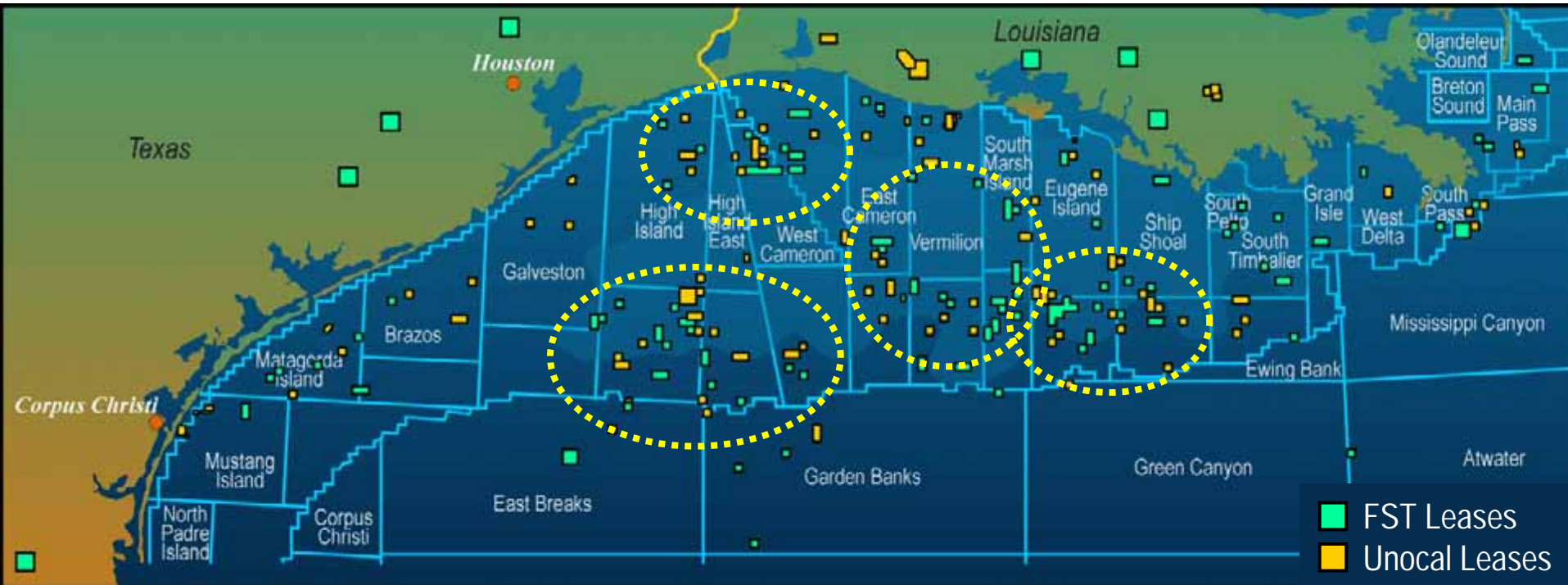
3. Accretive on key financial metrics

3. ACQUISITION PROGRAM – Unocal Transaction

- Estimated purchase price at October 31, 2003 closing of \$211 mm
- Estimated proved reserves of 138 Bcfe (72% Natural Gas); production of 66 MMcfe/d; 70% operated
- Downside price risk mitigated by hedges through 2005
- Payout estimated at less than three years with over 40% of acquired proved reserves remaining
- Geographically concentrated (9 fields = 54% of reserves)
- Includes 159,000 developed acres; 93,000 undeveloped acres; various pipelines and gas plants

3. ACQUISITION PROGRAM

FST / Unocal Combined Properties on GOM Shelf



- Establishes dominant position on the Gulf of Mexico Shelf
- Significant efficiencies in operations and costs expected
- Behind pipe and shallow drilling opportunities in South Louisiana and GOM
- Deep shelf exploration

3. ACQUISITION PROGRAM - Results

	Purchase Price (mm)	Production (MMcfe/d)	Trans. Reserves (Bcfe)	Amount Per Mcf/Res.	Net Acreage	Undevel. Acreage	Other Assets	Reserve Amount Per Mcfe
South Bonus	\$ 5.8	2	5	\$1.16	50,000	46,000	9.2	n/a
McAllen	12.3	5	12	1.03	15,000	13,000	2.6	\$0.81
Oxy-Permian	33.2	9	32	1.04	26,000	-	-	1.04
Unocal	211.0	66	138	1.53	252,000	93,000	15.9	1.41
New Permian	102.0	25	102	1.00	32,000	5,000	-	1.00
Others	5.7	3	21	.27	-	-	-	.27
Total	\$370.0	110	310	\$1.19	375,000	157,000	27.7	\$1.10

- Five significant negotiated transactions in 2003 YTD
- Total F&D cost of \$1.19 on 310 Bcfe of reserves w/o allocation, \$1.10 w/ allocation
- Production per Mcfe/d acquired at \$3,363 with R/P of 8 years
- Plants, pipelines and other assets included

4. MAINTAIN STRONG BALANCE SHEET

Financial Theme

- Maintain liquidity to allow flexibility for acquisitions
- Debt: Book capitalization target of 30-40%
- Manage debt portfolio to reduce refinancing risks and minimize cost of capital
- Access public capital markets to fund larger opportunities as appropriate
- Actively manage commodity price and interest rate risks

4. MAINTAIN STRONG BALANCE SHEET

Pro Forma Capitalization Table

	FST Standalone*	Adjustments	Pro Forma
Senior Bank Facility (<i>\$ mm</i>)	145	200	345 **
Senior Notes (<i>\$ mm</i>)	575	-	575
Shareholders Equity (<i>\$ mm</i>)	1,084	113	1,197
Total (<i>\$ mm</i>)	1,804	313	2,117
<i>Debt to Book Cap (%)</i>	40%	64%	43%

*FST standalone @ September 30, 2003 and estimated adjustments for Unocal and Permian acquisitions

** Anticipated borrowing base of \$575 million

4. MAINTAIN STRONG BALANCE SHEET

Hedging Price Risk

	2003	Weighted Price Protection	2004	Weighted Price Protection
Natural Gas Swaps				
Contract Volumes (<i>BBtu/d</i>)	96.3		87.5	
Weighted Average Price (<i>per MMBtu</i>)	\$4.47		\$4.71	
Natural Gas Collars				
Contract Volumes (<i>BBtu/d</i>)	39.9		14.9	
Weighted Average Ceiling Price (<i>per MMBtu</i>)	\$4.89		\$5.79	
Weighted Average Floor Price (<i>per MMBtu</i>)	\$3.74		\$4.04	
Three-Way Natural Gas Collars				
Contract Volumes (<i>BBtu/d</i>)	-		22.9	
Weighted Average Ceiling Price (<i>per MMBtu</i>)	-		\$6.80	
Weighted Average Floor Price (<i>per MMBtu</i>)	-		\$4.92	
Three-Way Weighted Average Floor Price (<i>Per MMBtu</i>)	-		\$3.50	
<i>Estimated Price Protection</i>	35-50%	\$4.18	30-40%	\$4.67
Oil Swaps				
Contract Volumes (<i>MBbl/d</i>)	8.8		9.2	
Weighted Average Price (<i>per Bbl</i>)	\$24.10		\$25.09	
Oil Collars				
Contract Volumes (<i>MBbl/d</i>)	3.6		0.5	
Weighted Average Ceiling Price (<i>per Bbl</i>)	\$26.02		\$24.08	
Weighted Average Floor Price (<i>per Bbl</i>)	\$22.51		\$22.00	
<i>Estimated Price Protection</i>	38-43%	\$23.64	35-40%	\$24.93

SUMMARY – Disciplined People, Disciplined Action

- Costs are being reduced across the board
- Allocation of more capital to traditional areas
- ROCE and free cash flow will be rewarded
- Acquisition program has been successfully “kicked-off”
- Balance sheet is strengthening
- Attractive valuation

CAUTIONARY STATEMENTS

The United States Securities and Exchange Commission permits oil and gas companies, in their filings with the SEC, to disclose only proved reserves that a company has demonstrated by actual production or conclusive formation tests to be economically and legally producible under existing economic and operating conditions. We use the terms “probable” and “possible” reserves, reserve “potential” or “upside” or other descriptions of volumes of reserves potentially recoverable through additional drilling or recovery techniques that the SEC’s guidelines strictly prohibit Forest from including in filings with the SEC. These estimates are by their nature more speculative than estimates of proved reserves and accordingly are subject to substantially greater risk of being actually realized by us. Investors are urged to consider closely the disclosure in Forest’s Form 10-K for fiscal year ended December 31, 2002, available from Forest at 1600 Broadway, Suite 2200, Denver, CO 80202, Attention: Investor Relations. You can also obtain this form from the SEC by calling 1-800-SEC-0330.

This presentation may include forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Although the Company believes that its expectations are based on reasonable assumptions, it can give no assurances that expected results will be achieved. Important factors that could cause actual results to differ materially from those in the forward-looking statements herein include the timing and extent of changes in commodity prices for oil and gas, operating risks, regulatory changes and other risk factors as described in the Company’s 2002 Annual Report on Form 10-K as filed with the Securities and Exchange Commission.