



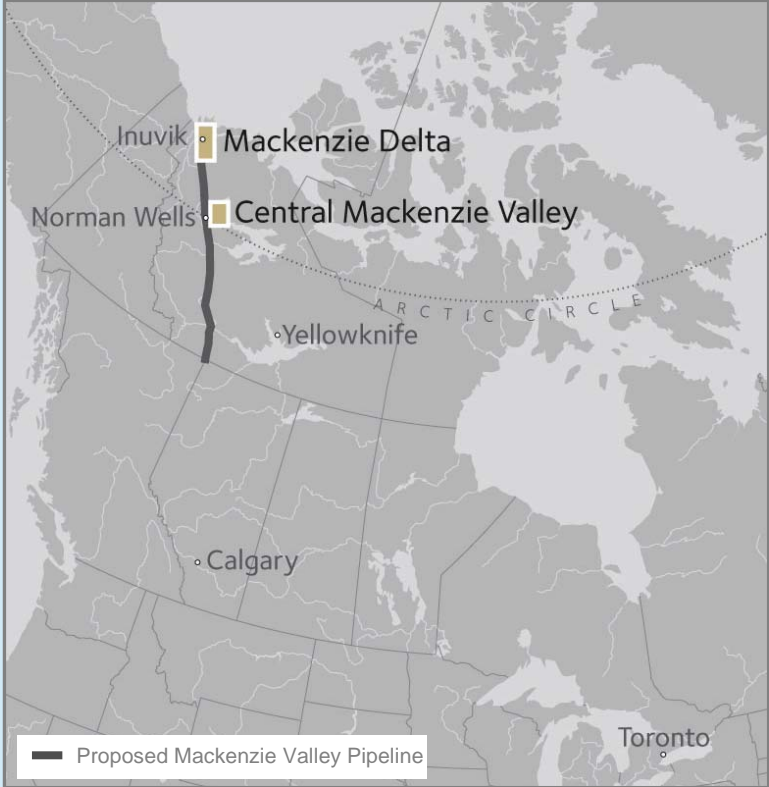
MGM Energy Corp.

2009 Annual Shareholder Meeting

May 11, 2009



Corporate Overview





Corporate Overview

- Northern Canadian exploration & development company (TSX: MGX)
- Current market capitalization of approximately \$45 million
- Principal assets:
 - Numerous Mackenzie Delta and Central Mackenzie Valley discoveries
 - Oil and natural gas prospects in Delta and Central Valley
 - Extensive land and seismic database
- Existing net resources of 886 Bcf¹ of natural gas
- No current discoveries accessible to pipeline infrastructure
- Certain prospects accessible to pipeline infrastructure

1. This presentation contains several references to MGM Energy's contingent and prospective resources. Refer to the 2008 AIF for additional information and risk factors.



Objective and Strategy

Objectives

- To amass energy resources in Northern Canada, which are expected to increase in value once the Mackenzie Valley pipeline proceeds
- To develop oil and natural gas prospects in Northern Canada which can be delivered to market in the absence of a Mackenzie Valley pipeline

Strategy

- Aggregate/acquire Northern Canada resources through exploration, acquisition, farm-ins, joint ventures
- Apply modern technology and new concepts to a proven hydrocarbon region
- Operate all key assets to control timing of capital expenditures
- Ensure gas production ready for shipment at pipeline start-up
- Actively participate in regulatory process and negotiations with pipeline proponents

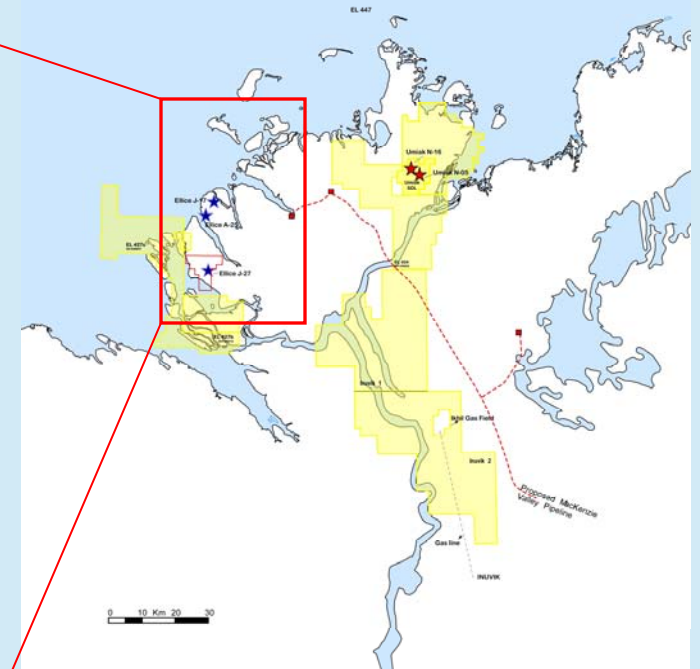
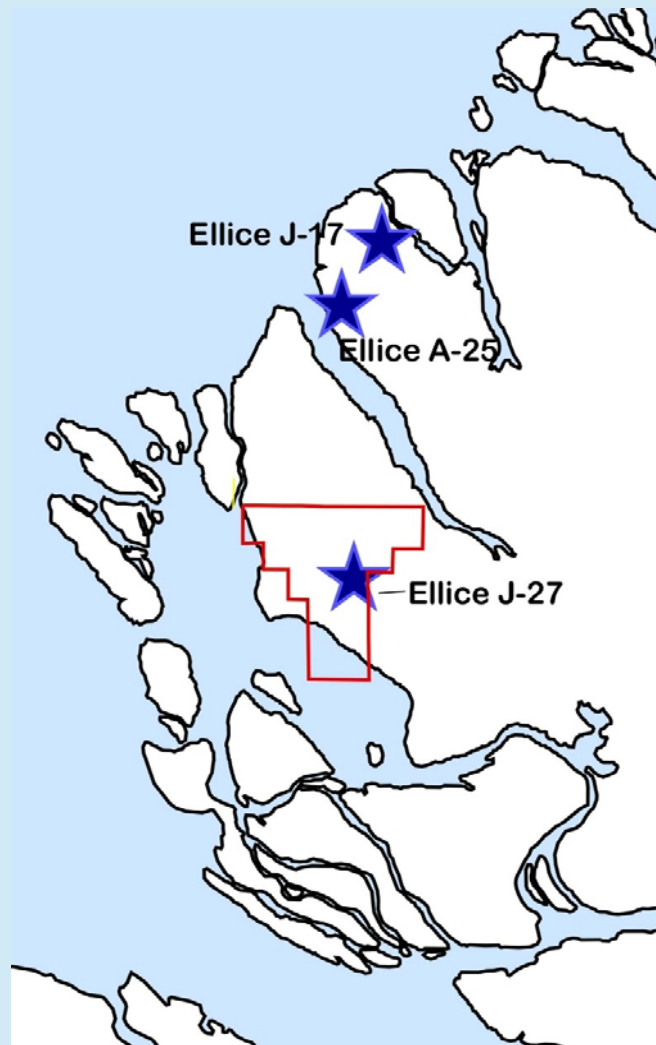


2008/09 Drilling Program





2008/09 Drilling Locations





Drilling Program

2008/09 program comprised of three wells:

- **Ellice J-27**
 - Tested the Taglu formation
 - Significant natural gas discovery
- **North Ellice J-17**
 - Tested a stratigraphic play
 - Well was dry – encountered poor quality reservoir
- **Ellice A-25**
 - Testing a prospect on the Ellice Island anticline
 - Well was dry – encountered hydrocarbons but not commercial quantities

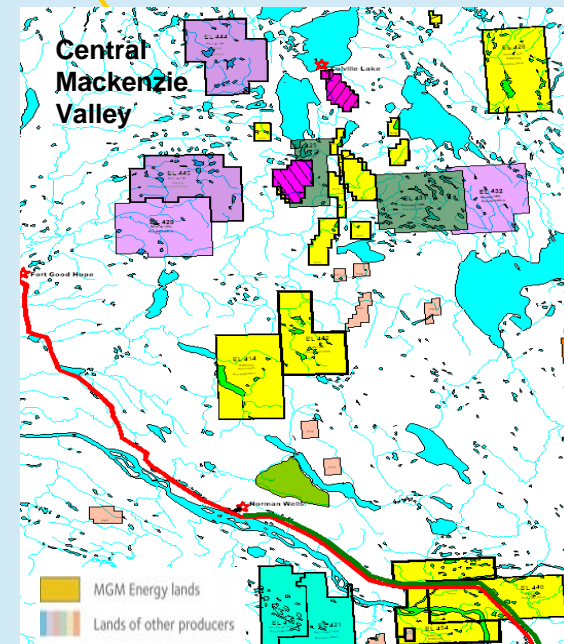
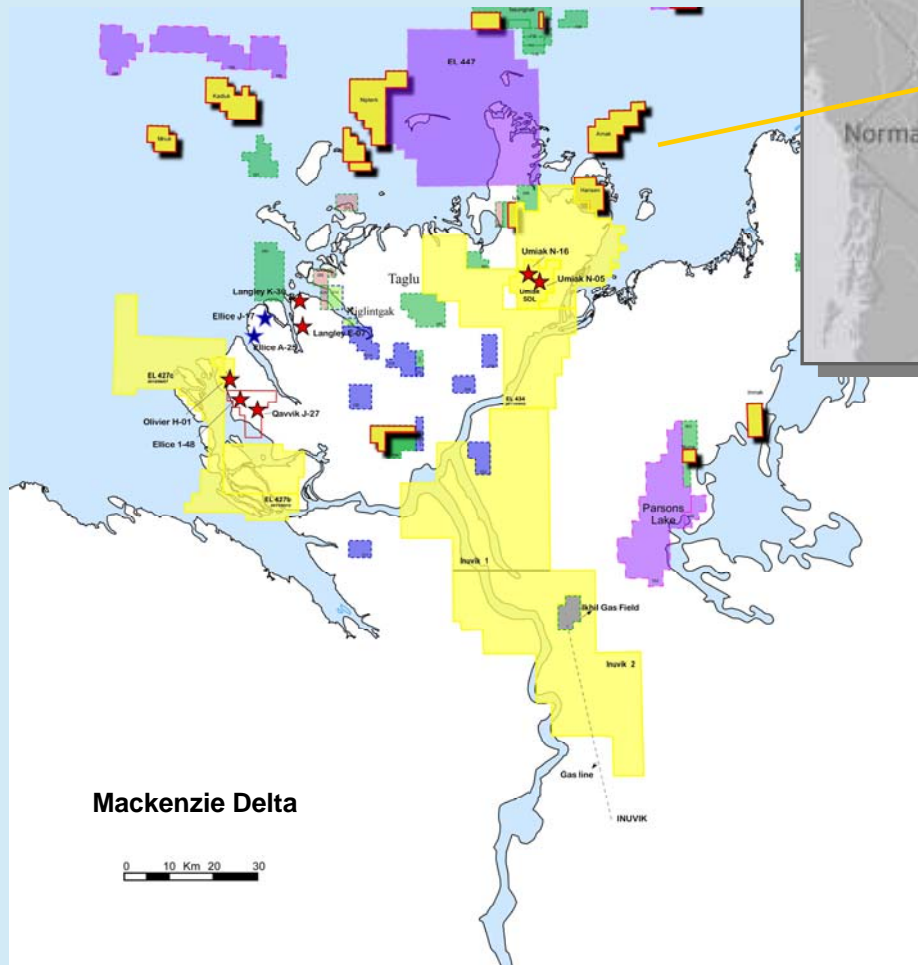


Asset Base





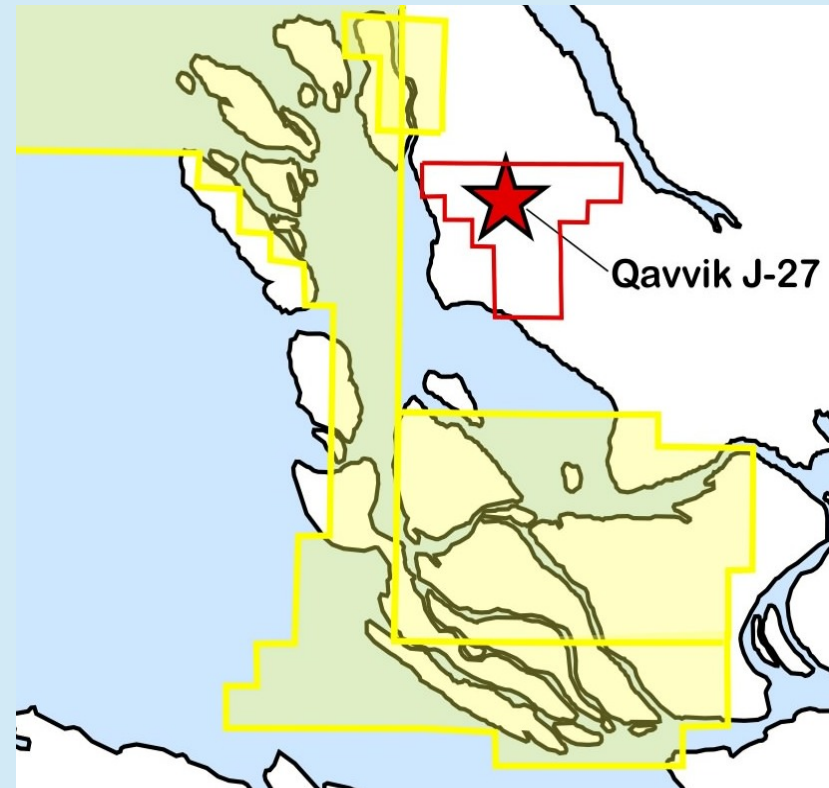
MGM Energy Locations





Qavvik - Ellice J-27

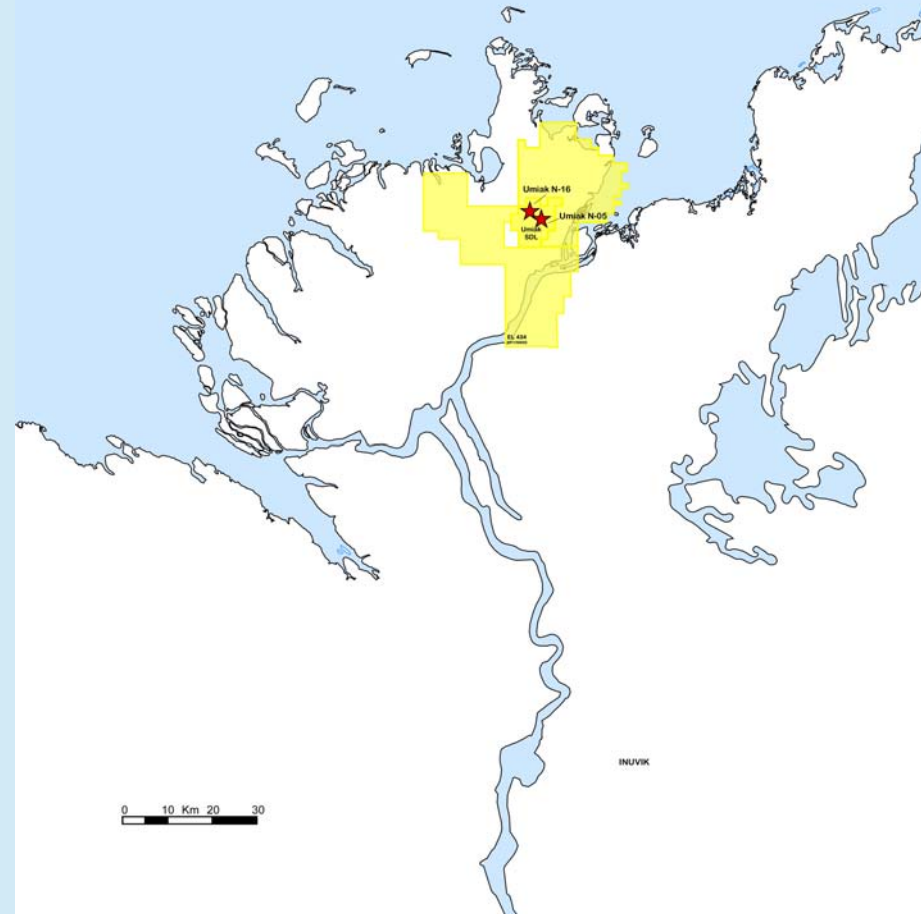
- Major discovery made in 2009
- MGM Energy is operator and 50% interest owner
- Four gas-bearing zones (total 57m of net pay); two tested
- Gas is 99.5% methane
- Mean prospective and contingent resource of 447 Bcf (gross)
- Future potential: At least three other zones at various depths appear on seismic
- Called “Qavvik” – Inuktitut for wolverine





Umiak

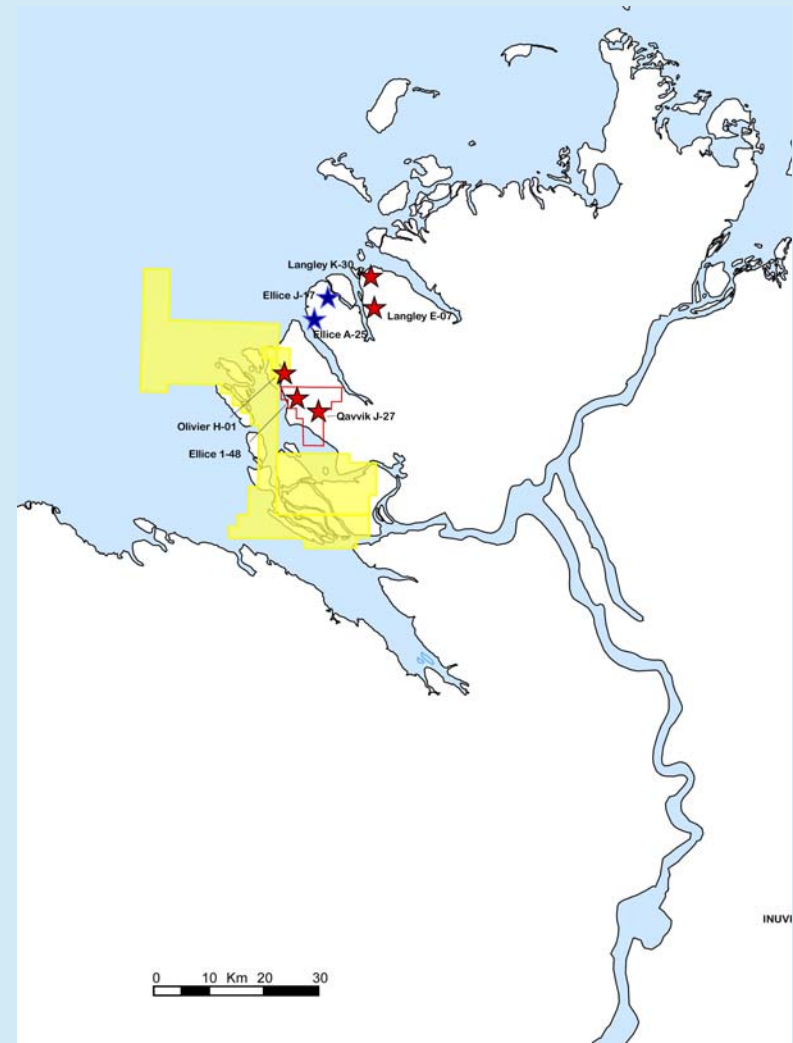
- Existing discovery
 - 60% working interest, 40% ConocoPhillips
 - 328 Bcf mean net contingent plus prospective resource
- EL 434
 - 57,000 hectares (gross)
 - Existing high quality prospects
 - No drilling required until 2011/12
- EL 450
 - 41,000 hectares (gross)
 - No drilling required until 2013





Mackenzie Delta Joint Venture

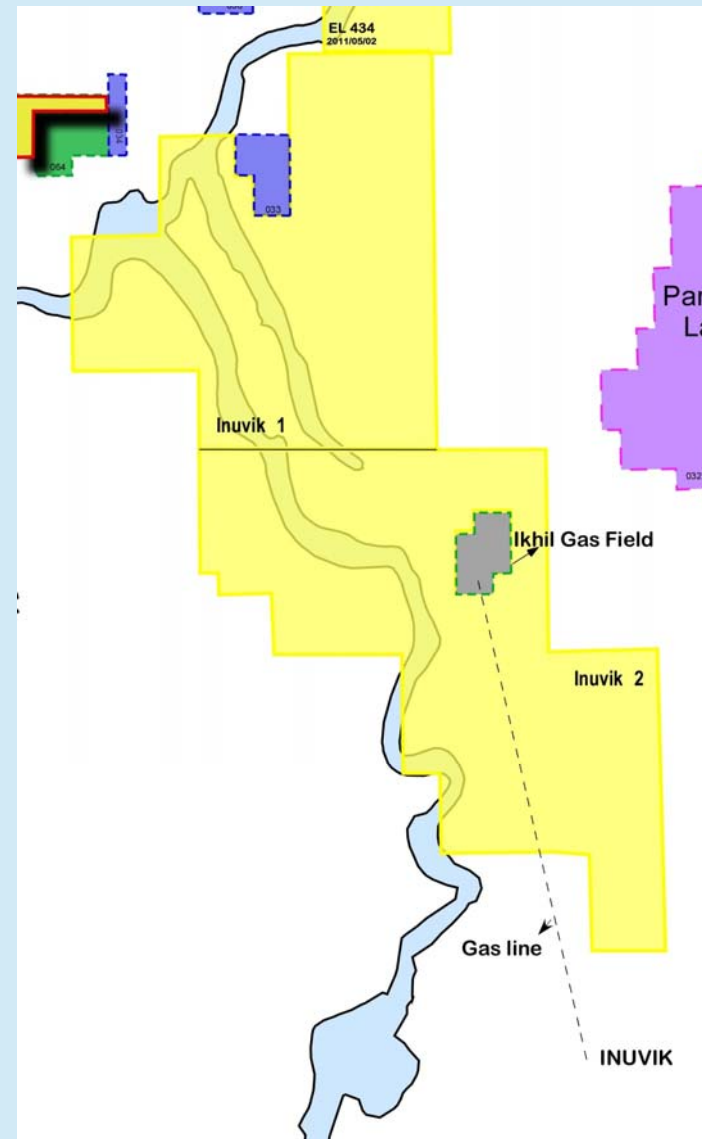
- Joint Venture with Chevron and BP Canada
- MGM Energy is operator
- 50% interest owner in J/V lands
- Upon making of decision to construct Mackenzie Valley pipeline, MGM Energy required to drill three wells (delineation or development) and carry joint venture for ~\$26MM of development costs





Inuvialuit Concessions

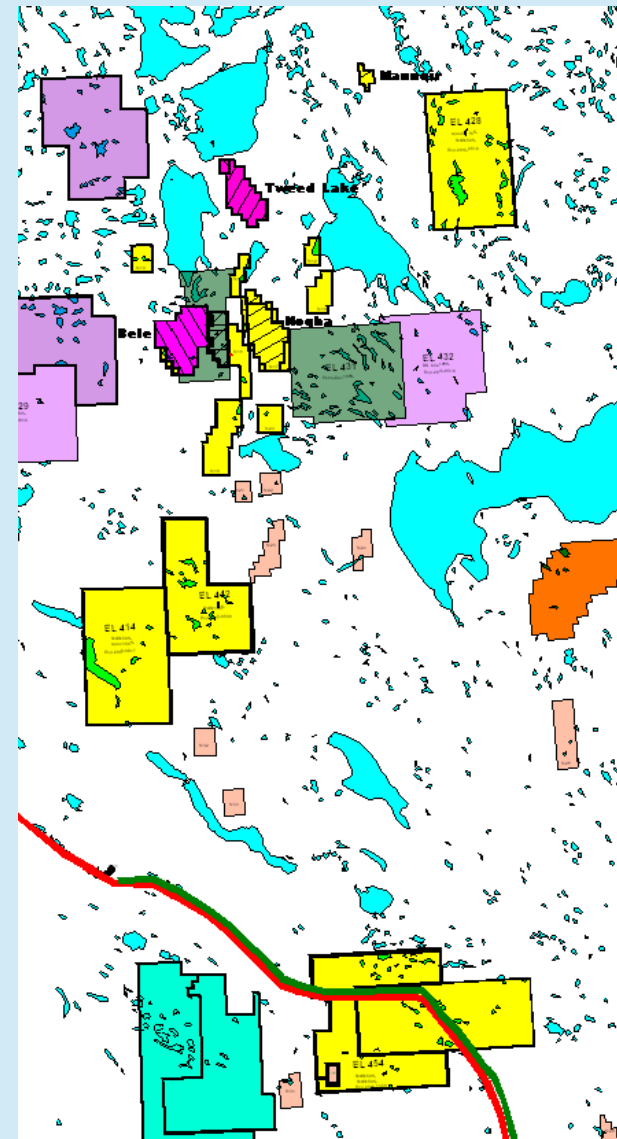
- 100% owner of Inuvialuit concessions, Blocks 1 and 2
- Acquired as part of restructuring of Chevron/BP Farm-in
- Required to drill one well on each block by August, 2010 or pay \$5MM penalty/block
- Currently examining options to drill two wells or pay penalty
- Gas discoveries on southern concession accessible to Ikhil pipeline which supplies Town of Inuvik





Central Mackenzie Valley

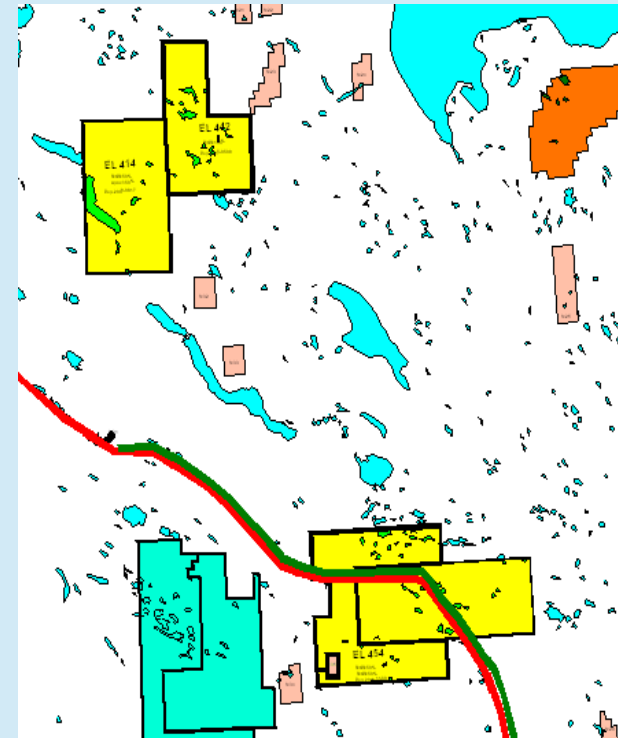
- **Nogha Gas (50% working interest)**
 - 106 Bcf mean net contingent resource
- **Maunoir Oil (50% working interest)**
 - 235 Bbl/d test (C-34)
 - 43° API
- **> 500,000 hectares (gross) of land**





Great Bear River

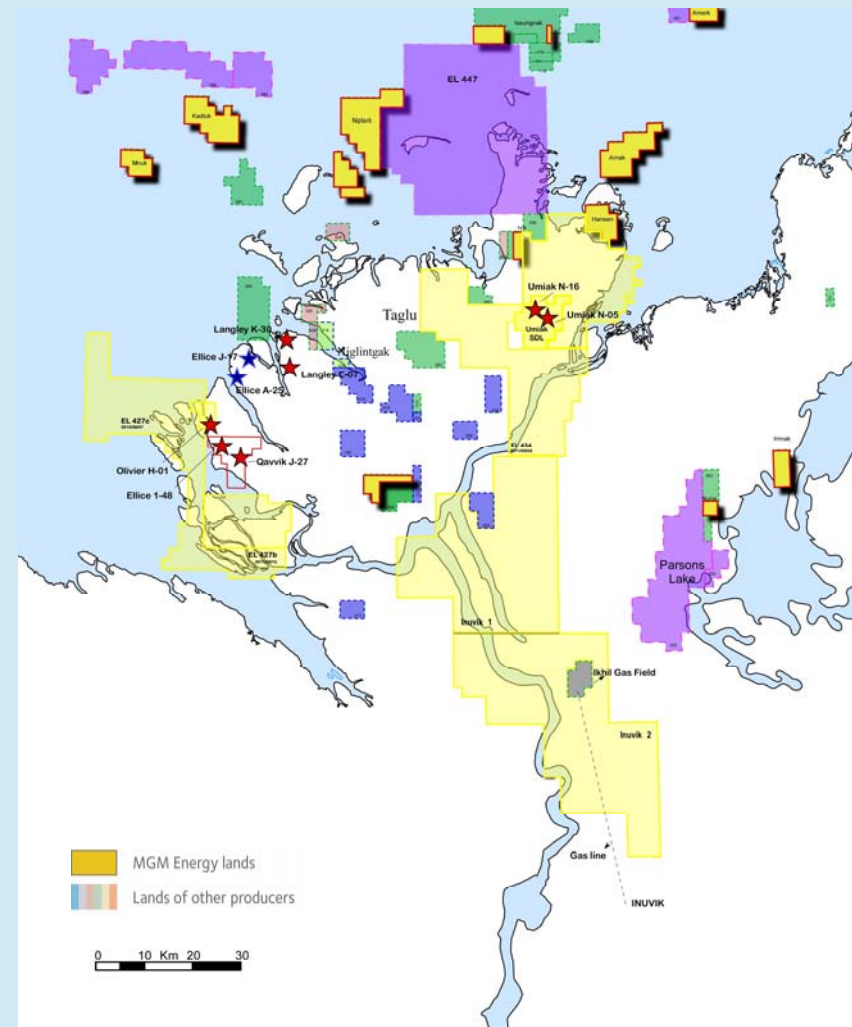
- **Great Bear River (EL454): 82,000 hectares (gross) of land**
- **MGM Energy is operator (50%) with Devon Canada**
- **No drilling required until 2011/12**
- **EL454 and adjacent property owned by MGM/Devon prospective for both oil and gas and situated along existing oil pipeline**





Other Assets

- **Significant proprietary and licensed seismic data**
 - **Mackenzie Delta seismic**
 - 3D – 900 sq km
 - 2D - 9,900 km
 - **Central Mackenzie Valley seismic**
 - 2D – 2,100 km
 - Gravity - 6,400 sq km
- **14 SDLs (fractional interests)**
 - 1,500 hectares net (50,000 hectares gross)
 - Both on-shore and off-shore
 - 5 Bcf and 1.1 million barrels of liquids, net¹





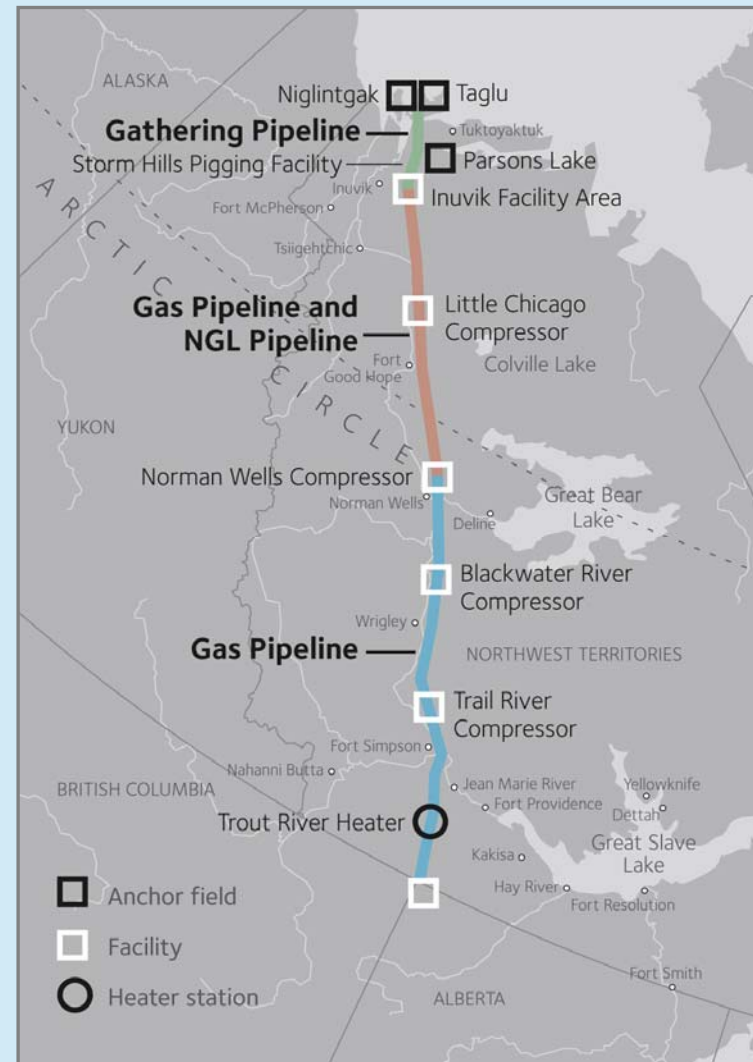
Mackenzie Valley Pipeline





Mackenzie Valley Pipeline

- 1,200 km 1.2 Bcf/d Mackenzie Valley Pipeline (MVPL) to Alberta
- Three Anchor fields ~ 830 MMcf/d of productive capacity
 - Balance owned by Aboriginal Pipeline Group and available to third parties
- Project supported by all levels of government and substantially all affected native groups
- Government of Canada and proponents examining ways of improving project economics
- MGM Energy believes alternatives exist if current proponents are unwilling to pursue construction





Northern Canada Basin Potential

- **Discovered plus potential resources more than sufficient to justify a pipeline**
- **Mackenzie Delta has large potential**
 - Mackenzie Gas Pipeline Anchor Fields total 6.1 Tcf ¹
 - 15.4 Tcf (OGIP) estimated undiscovered onshore resource ²
- **Central Mackenzie Valley under-explored**
 - 5.7 Tcf (OGIP) estimated undiscovered resource ²
- **Based on discovered resource and estimate of OGIP on-shore Delta and in the Central Mackenzie Valley, there is approximately 48 years of gas supply for a 1.2 bcf/day pipeline**
- **Qavvik discovery reconfirms the potential in Northern Canada**
 - First significant discovery in the Aklak formation

1. MVP anchor field development plans as filed with NEB

2. Mackenzie Gas Project Gas Resource and Supply Study, 2004 Gilbert Laustsen Jung Associates Ltd.; as filed with NEB



Pipeline Update - Regulatory

Joint Review Panel (“JRP”)

- JRP consists of Northern regulatory bodies and reviews project’s socio-economic and environmental impact
- JRP has announced report date of December, 2009
- Date is much later than expected; however, for the first time, have a date

National Energy Board (“NEB”)

- NEB hearings concluded November 2007
- Once NEB has JRP report, NEB report expected within 6-9 months

Result

- Decision will come in 2010



Pipeline Update - Fiscal Negotiations

- **August, 2008**
 - Prime Minister Harper: "I actually am more optimistic about this project coming to fruition today than I have been probably at any time in my life" ¹
 - Minister Prentice stated in Inuvik that fiscal arrangement with sponsors of the pipeline expected by spring 2009²
- **January 19, 2009**
 - Gov't of Canada tables offer to proponents to "share risks and rewards of pipeline"
- **January 27, 2009**
 - Budget 2009 states "Investments in a Mackenzie gas pipeline are currently being considered that would unlock natural gas reserves in the Mackenzie region. Budget 2009 provides \$37.6 million in 2009–10 to departments and agencies in support of environmental assessments, regulatory coordination, science, and Aboriginal consultations related to the Mackenzie Gas Project."

1. CBC News, August 28, 2008
2. Globe & Mail, August 29, 2008



Why Mackenzie Pipeline is Necessary

- Northern gas is cost-competitive with Western Canada gas
- Energy security for Canada and United States – reduces reliance on LNG imports
- Important to have multiple sources of natural gas – conventional, shale, coalbed methane – to ensure continued adequacy of supply
- Development of pipeline is important to Gov't of Canada
 - Promotes northern sovereignty
 - Enables development of northern infrastructure
 - Job creation in the north and rest of Canada
 - Secure natural gas supply
 - Clean burning fuel – fits within environmental agenda



Investment Rationale





Near-term Operating Plans

- **Current operating strategy is to limit spending to:**
 - maintaining rights on land until progress on pipeline
 - operations on land in NWT which are not dependent on pipeline
- **Reviewing oil prospects on properties located in the Central Mackenzie Valley**
 - Oil discoveries in the Central Mackenzie Valley would represent diversification and would not be reliant on the Mackenzie Valley Pipeline
- **Reviewing gas prospects on Inuvialuit concessions**
 - If prospects appear strong, may drill rather than pay penalties
 - Any discoveries may be tied into Ikhil system
- **Currently forecasting \$18 million of working capital at June 30, 2009**
 - Sufficient to fund all operations and obligations (including \$10MM Inuvik land penalty) to Q3, 2010



MGM Energy

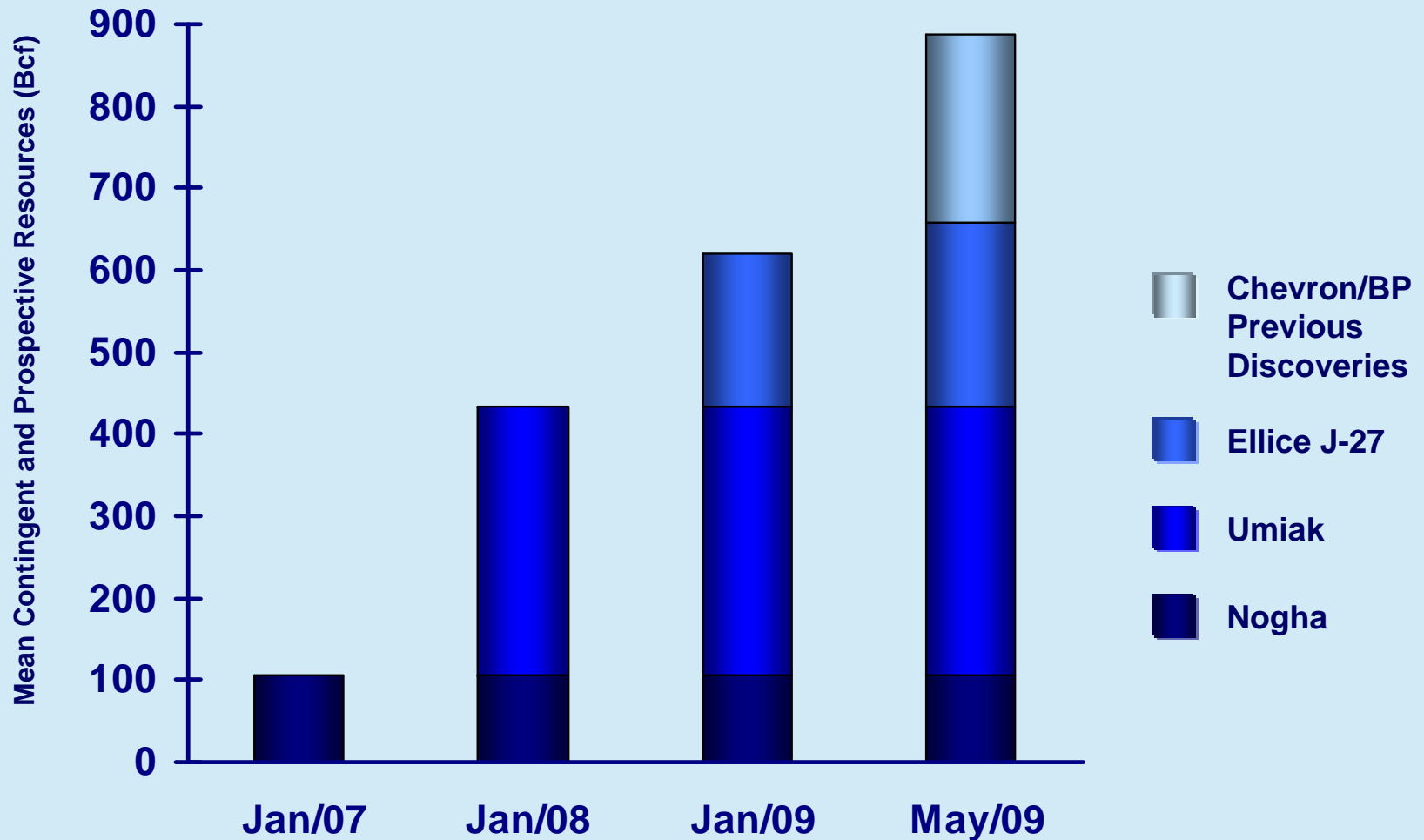
- **MGM Energy owns and controls meaningful volumes of natural gas:**

Area	% Interest	Mean Contingent + Prospective Resources	
		Gross (Bcf)	Net (Bcf)
Umiak	60	547	328
Ellice J-27	50	447	224
Chevron/BP Previous Discoveries	50	457	228
Nogha	50	212	106
Total		1,663	886

- **MGM Energy is the operator of all discoveries**



MGM Energy Resource Base



Compound Annual Growth Rate > 200%



Why MGM Energy ...

- **Demonstrated Ability to Add Resource:** 886 BCF net resources currently owned by MGM Energy (added through discovery, acquisition and negotiation)
- **Resources Undervalued:** Based on Western Canada precedents
- **Significant Inventory of Prospects Offers Large Upside Potential:** Multi-year inventory of prospects, leads and new play concepts could make MGM Energy largest on-shore resource owner
- **Inventory of Prospects not Dependent on Pipeline:** Oil in Central Valley proximate to Norman Wells pipeline and gas in Delta proximate to Ikhil pipeline
- **Focus on Northern Oil and Gas Resources:** Government statements, Alaska pipeline, offshore Beaufort Sea leases, Northern sovereignty discussions indicate increased focus on Northern energy resources
- **Experienced People:** A team of dedicated professionals with significant northern and frontier experience
- **Singular Focus on the North:** MGM Energy is the only substantial “pure-play” on Northern energy development

Large upside potential to be unlocked



Forward-Looking Statements Advisory

This presentation contains forward-looking statements. Forward-looking statements in this presentation include, but are not limited to, statements with respect to: MGM Energy Corp.'s ("MGM Energy") resources and potential resources in the area surrounding MGM Energy's interests, the potential of MGM Energy's assets and the surrounding area, the metrics and timing of potential developments of MGM Energy's assets, MGM Energy's business strategy and MGM Energy's anticipated capital expenditures and budgets.

Readers are cautioned not to place undue reliance on forward-looking statements, as there can be no assurance that the plans, intentions or expectations upon which they are based will occur. By their nature, forward-looking statements involve numerous assumptions, known and unknown risks and uncertainties, both general and specific, that contribute to the possibility that the predictions, forecasts, projections and other things contemplated by the forward-looking statements will not occur. Such forward-looking statements or information are based on a number of assumptions which may prove to be incorrect.

Although MGM Energy believes that the expectations reflected in such forward-looking statements or information are reasonable, undue reliance should not be placed on forward-looking statements because MGM Energy can give no assurance that such expectations will prove to be correct. Forward-looking statements or information are based on current expectations, estimates and projections that involve a number of risks and uncertainties which could cause actual results to differ materially from those anticipated by MGM Energy and described in the forward-looking statements or information. These risks and uncertainties include, but are not limited to: resources evaluations and estimates, MGM Energy's exploration success and its ability to transport its oil and gas production, oil and gas prices, MGM Energy's ability to raise capital, exploration and development costs, general risks related to exploration and development and general economic and business conditions.

The forward-looking statements or information contained in this presentation are made as of the date hereof and MGM Energy undertakes no obligation to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws.