



For Immediate Release: Wednesday, November 22, 2006

**HERITAGE OIL COMPLETES THE SALE OF ITS NOUMBI PERMIT
HOLDINGS IN CONGO FOR OVER \$21 MILLION**

Calgary, Alberta, November 22 – Heritage Oil Corporation (TSX: HOC) today announced that it has completed the sale of Heritage Congo Limited to Afren PLC (“Afren”). Heritage Congo Limited holds a 14% working interest in the Noumbi Exploration Permit in the Republic of Congo (Brazzaville). The following consideration has been received:

- Cash of US\$21 million; and
- 1,500,000 Afren warrants, with a term of five years and an exercise price of £0.60 GBP Sterling per share.

Afren is an independent UK public limited company with an exclusive focus on oil and gas exploration and production activities in Africa. Afren’s current market capitalization is approximately £94 million GBP Sterling (US\$178 million). Afren is quoted on the AIM market of the London Stock Exchange in the UK (symbol AFR).

Sale of the Kouakouala A and B licenses (“the Kouakouala Interests”)

Heritage’s joint venture partners in the Kouakouala Interests have given notice of their intention to pre-empt the Kouakouala Interests portion of the transaction with Afren announced on June 7, 2006. As a result of the pre-emption notices, the Kouakouala Interests have been transferred to Heritage Oil & Gas pending sale to the joint venture partners. It is expected that revised agreements for the Kouakouala Interests will be completed soon for the following aggregate consideration:

- Cash of up to US\$7,372,000, with US\$5,372,000 paid on closing and US\$2 million placed in a security account; and
- An overriding royalty of 15% over a 30% working interest in the Kouakouala B license in relation to the Mengo Field.

In commenting on the transactions Tony Buckingham, CEO, noted: “The disposal of our interests in Congo is in line with our stated strategy of refocusing the Company into our core areas: Uganda, Russia, Kurdistan and Iraq. We believe the cash generated from this sale can be better deployed in accelerating core area work programs which have the potential to significantly enhance shareholder values.”

Heritage is an international oil and gas corporation with a producing property in the Sultanate of Oman, a development property in Russia and exploration projects in the Republic of Uganda and the Democratic Republic of Congo. Through its subsidiary KPC, the Company is pursuing opportunities in the Kurdistan region of Iraq, whilst Heritage Middle East is focusing on the other regions of Iraq.

The Company's Common Shares trade on the Toronto Stock Exchange under the symbol HOC.

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For further information please contact:

Investors Relations Contacts:

CHF Investor Relations

Cathy Hume

Tel +1 416 868 1079 x231

Email cathy@chfir.com

Heather Colpitts

Tel +1 416 868 1079 x223

Email heather@chfir.com

Heritage Oil Corporation

European Contact Details

Tony Buckingham / Paul Atherton

Tel +41 91 973 1800 or +44 870 011 5555

Fax +41 91 973 1808 or +44 20 7629 3863

Email info@heritageoilcorp.com

Canadian Contact Details

John McLeod

Tel +1 403 234 9974

Fax +1 403 261 1941

If you would prefer to receive press releases via email contact Ana Augusta (ana@chfir.com) and specify "Heritage press releases" in the subject line.

FORWARD-LOOKING STATEMENTS: Except for statements of historical fact, all statements in this news release – including, without limitation, statements regarding production estimates and future plans and objectives of Heritage – are forward-looking statements that involve various risks and uncertainties. There can be no assurance that such statements will prove to be accurate; actual results and future events could differ materially from those anticipated in such statements. Factors that could cause actual results to differ materially from anticipated results include risks and uncertainties such as: risks relating to estimates of reserves and recoveries; production and operating cost assumptions; development risks and costs; the risk of commodity price fluctuations; political and regulatory risks; and other risks and uncertainties as disclosed under the heading "Risk Factors" and elsewhere in Heritage documents filed from time-to-time with the Toronto Stock Exchange and other regulatory authorities. The Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

