BUTTE ENERGY INC.
888 3rd St SW
Calgary AB T2P 5C5

NOTICE OF SPECIAL MEETING OF SHAREHOLDERS TO BE HELD ON MARCH 12, 2018

NOTICE IS HEREBY GIVEN that a special meeting (the "**Meeting**") of holders of common shares (the "**Common Shares**") of Butte Energy Inc. (the "**Corporation**") will be held at 888 3rd St SW, Calgary, AB T2P 5C5 for the following purposes:

1. To consider and, if thought fit, to pass with or without variation, a special resolution: (i) approving the continuance of the Corporation (the "**Continuance**") from the Province of Alberta under the provisions of the *Business Corporations Act* (Alberta) ("**ABCA**") and into the Province of British Columbia under the provisions of the *Business Corporations Act* (British Columbia) ("**BCBCA**"); and (iii) to repeal the existing by-laws of the Corporation upon completion of the Continuance; and

2. To transact such other business as may properly be brought before the Meeting or any adjournment thereof.

Information relating to the matters to be brought before the Meeting is contained in the management Information Circular that accompanies this notice of annual and special meeting.

<u>IMPORTANT</u>

Only holders of record at the close of business on February 5, 2018 (the "**Record Date**") are entitled to notice of the Meeting and only those holders of the Common Shares of record on the Record Date, or who subsequently become shareholders and comply with the provisions of the ABCA are entitled to vote at the Meeting.

It is important that your Common Shares are represented at the Meeting. If you are unable to attend in person, kindly complete, sign and return the enclosed instrument of proxy in the envelope provided for that purpose.

An Instrument of Proxy will not be valid unless it is deposited at the office of Computershare Trust Company of Canada, 8th Floor, 100 University Avenue, Toronto, Ontario M5J 2Y1, fax number 1-866-249-7775, not less than forty-eight (48) hours (excluding Saturdays, Sundays and holidays) before the time of the Meeting, or any adjournment thereof.
DATED the 5th day of February, 2018.

BY ORDER OF THE BOARD OF DIRECTORS

"Ron Tremblay"
President and Chief Executive Officer