

BIRCHCLIFF

ENERGY

Annual and Special Meeting of Shareholders Held on May 11, 2017

REPORT OF VOTING RESULTS

National Instrument 51-102 – Continuous Disclosure Obligations (Section 11.3)

In respect of the Annual and Special Meeting of the holders of common shares of Birchcliff Energy Ltd. (the “Corporation”) held on May 11, 2017 (the “Meeting”), the following sets forth a brief description of each matter which was voted upon at the Meeting and the outcome of the vote. A detailed description of the business of the Meeting is contained in the Corporation’s information circular dated March 24, 2017, which is available on SEDAR under the Corporation’s profile at www.sedar.com.

Matters Voted Upon	Outcome of Vote	Votes For	Votes Against or Withheld, as applicable
1. The fixing of the number of directors of the Corporation to be elected at the Meeting at five (5).	Passed ⁽¹⁾	N/A	N/A
2. The election of the following five (5) nominees as directors of the Corporation:			
(a) Dennis A. Dawson	Elected ⁽²⁾	183,363,779 (97.17%)	5,349,540 (2.83%)
(b) Rebecca J. Morley	Elected ⁽²⁾	187,108,826 (99.15%)	1,604,493 (0.85%)
(c) Larry A. Shaw	Elected ⁽²⁾	183,285,241 (97.12%)	5,428,078 (2.88%)
(d) James W. Surbey	Elected ⁽²⁾	148,751,407 (78.82%)	39,961,912 (21.18%)
(e) A. Jeffery Tonken	Elected ⁽²⁾	153,608,088 (81.40%)	35,105,231 (18.60%)
3. The appointment of KPMG LLP, Chartered Professional Accountants, as auditors of the Corporation, to hold office until the next annual meeting of shareholders of the Corporation and to authorize the board of directors to fix their remuneration as such.	Passed ⁽¹⁾	N/A	N/A
4. The ordinary resolution, the full text of which is set forth on page 10 of the Corporation’s information circular dated March 24, 2017, to approve all unallocated stock options under the Corporation’s stock option plan.	Passed ⁽²⁾	98,717,154 (52.31%)	89,996,165 (47.69%)

Notes:

- (1) Vote conducted by a show of hands.
- (2) Vote conducted by ballot.

DATED at the City of Calgary, in the Province of Alberta, this 12th day of May, 2017.

BIRCHCLIFF ENERGY LTD.

By: (signed) “James W. Surbey”
 James W. Surbey
 Vice-President, Corporate Development and Corporate Secretary