# CANEX ENERGY CORP.

# NOTICE OF ANNUAL AND GENERAL MEETING OF SHAREHOLDERS

**NOTICE IS HEREBY GIVEN THAT** an annual general meeting (the "**Meeting**") of the shareholders of **CANEX ENERGY CORP** (the "**Corporation**") will be held at 500 - 666 Burrard Street Vancouver, BC V6C 2P3 on Tuesday, March 29, 2016 at 10:00 a.m. (Vancouver time) for the following purposes:

A. To receive and consider the report of the directors, the audited financial statements of the Corporation for the period ended April 30, 2015, and the report of the auditor thereon;

B. To appoint an auditor for the ensuing year at a remuneration to be fixed by the directors;

C. To fix the numbers of directors at four (4) with one vacancy;

D. To elect directors for the ensuing year;

E. To approve by ordinary resolution the Corporation’s stock option plan more particularly described in the accompanying Information Circular, (the “Plan”), including reserving for issuance under the Plan at any time of a maximum of 10% of the issued and outstanding shares of the Corporation;

F. To transact such other business as may be properly transacted at the Meeting or at any adjournment thereof.

Accompanying this Notice are the Company’s Management Information Circular, a Form of Proxy or Voting Instruction Form and a request card for use by Shareholders who wish to receive our financial statements. The accompanying Management Information Circular provides information relating to the matters to be addressed at the meeting and is incorporated into this Notice. Shareholders of record as at the close of business on February 19, 2016 (the “Record Date”) will be entitled to receive notice of and vote at the Meeting.

Shareholders are entitled to vote at the Meeting either in person or by proxy. Those unable to attend are requested to read, complete, date, sign and return the enclosed Form of Proxy or Voting Instruction Form to Computershare Investor Services Inc., at 8th Floor, 100 University Avenue, Toronto, Canada M5J 2Y1 on or before 10:00 a.m. (Vancouver time) on March 24, 2016. If you are a non-registered Shareholder of Common Shares of the Company and a non-objecting beneficial owner, and receive a voting instruction form from our transfer agent, Computershare, please complete and return the form in accordance with the instructions of Computershare. If you do not complete and return the form in accordance with such instructions, you may lose your right to vote at the meeting.

If you are a non-registered Shareholder of Common Shares of the Corporation and an objecting beneficial owner and receive these materials through your broker or through another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or such other intermediary. If you do not complete and return the materials in accordance with such instructions, you may lose your right to vote at the Meeting.
DATED at Vancouver, British Columbia as of the 1st day of March 2016

**BY ORDER OF THE BOARD OF DIRECTORS**

*“Peter Wilson”*
Peter Wilson
Chief Executive Officer and Director