Note to Readers:

By-Law No. 1 of Manitok Energy Inc. (the "Corporation") is amended effective April 23, 2014 by adding the following as section 15. This amendment must be ratified by shareholders at the next meeting of the shareholders, failing which it will cease to be of any force or effect. If the amendment is confirmed by the shareholders, the Corporation expects to file By-Law No. 2 under on The System for Electronic Document Analysis and Retrieval (SEDAR).

<u>15. Advance Notice of Director Nominations</u>

(a) Subject to paragraph (b) of this section 15, nominations of persons for election as directors at a meeting of shareholders may be made only:

(i) by or at the direction of the board;

(ii) pursuant to a proposal (as defined in the Business Corporations Act) or a requisition of a meeting of shareholders, in each case made in accordance with the Business Corporations Act; or

(iii) by a Nominating Shareholder who delivers a Nomination Notice to the Corporation within the Nomination Window by personal delivery to the Corporation’s registered office addressed to the Chief Executive Officer or by fax or email (at the fax number or email address as stipulated from time to time by the Corporation under its profile on the System for Electronic Data Analysis and Retrieval at www.sedar.com).

(b) The board may, prior to any meeting of shareholders, in its sole discretion, waive any requirement in this section 15. Unless waived by the board, a Nomination Window will not be changed by any adjournment or postponement of a meeting of shareholders, or the announcement of any adjournment or postponement.

(c) For the purposes this section 4.12, the following terms have the following meanings:

(i) "**Local Time**" means the local time at the Corporation’s registered office.

(ii) "**Meeting Announcement Date**", in respect of a meeting of shareholders, means the date of the first public filing or announcement of the date of that meeting.

(iii) "**Nomination Notice**" means a written notice that sets out

(A) all information that would be required to be disclosed, pursuant to the Business Corporations Act and applicable securities laws, in a dissident proxy circular in connection with solicitations of proxies for the election of directors relating to a Nominating Shareholder (as if that Nominating Shareholder were a dissident soliciting proxies) and each person whom that Nominating Shareholder proposes to nominate for election as a director;

(B) the class and number of shares of the Corporation held, directly or indirectly, by or on behalf of that Nominating Shareholder;

(C) confirmation that the proposed nominees meet the qualifications of directors set out in the Business Corporations Act;

(D) information on the residency of each proposed nominee, for the purposes of determining whether the residency requirements set out in the Business Corporations Act will be met; and

(E) confirmation as to whether each proposed nominee is independent for the purposes of National Instrument 52-110 of the Canadian Securities Administrators.

(iv) "**Nominating Shareholder**", in respect of a meeting of shareholders, means a person who is a registered or beneficial holder of one or more shares of the Corporation carrying the right to vote on the election of directors at that meeting as of:

(A) the record date for notice for that meeting; and

(B) the date on which the Nomination Notice is delivered to the Corporation.

(v) "**Nomination Window**" in respect of a meeting of shareholders means:

(A) in the case of an annual meeting:

(1) if that meeting is called for a date that is fewer than 50 days following the Meeting Announcement Date, the period starting at 9:00 a.m. (Local Time) on the Meeting Announcement Date and ending at 5:00 p.m. (Local Time) on the 10th day following the Meeting Announcement Date; and

(2) otherwise, the period starting at 9:00 a.m. (Local Time) on the date that is 65 days prior to the date of that meeting and ending at 5:00 p.m. (Local Time) on the date that is 30 days prior to the date of that meeting; or

(B) in the case of a special meeting (which is not also an annual meeting) called for the purpose of electing directors (whether or not called for other purposes), the period starting at 9:00 a.m. (Local Time) on the Meeting Announcement Date and ending at 5:00 p.m. (Local Time) on the 15th day following the Meeting Announcement Date.