PETROFRONTIER CORP.
Suite 900, 903 – 8th Avenue S.W.
Calgary, Alberta T2P 0P7

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS
TO BE HELD ON DECEMBER 20, 2019

TAKE NOTICE that the annual and special meeting (the "**Meeting**") of the holders (the "**Shareholders**") of common shares ("**Common Share**") of PetroFrontier Corp. (the "**Corporation**") will be held on Friday, December 20, 2019, at Suite 1600, 333 - 7th Avenue S.W., Calgary, Alberta, T2P 2Z1, at 10:00 a.m. (Calgary time) for the following purposes:

1. To receive the audited financial statements of the Corporation for the financial year ended December 31, 2018, together with the auditors' report thereon;
2. To fix the number of directors to be elected at the Meeting at three (3) and to elect the directors of the Corporation until the next annual meeting of Shareholders;
3. To appoint PricewaterhouseCoopers LLP, Chartered Professional Accountants, as auditors for the Corporation until the next annual meeting of Shareholders and to authorize the board of directors of the Corporation to fix their remuneration;
4. To consider and, if deemed advisable, to pass an ordinary resolution of Shareholders, the full text of which is set forth in the Corporation's information circular (the "**Information Circular**") dated November 25, 2019 accompanying this Notice of Annual and Special Meeting, approving the stock option plan of the Corporation;
5. To consider and, if deemed advisable, to pass a special resolution (the "**Proposed Transaction Resolution**"), the full text of which is set forth in the Information Circular, the effect of which will result in the sale or exchange of all or substantially all of the assets of the Corporation in accordance with Section 190(1) of the *Business Corporations Act* (Alberta) (the "**ABCA**") as contemplated in the Agreement (as such term is defined in the Information Circular), all as more particularly described in the Information Circular; and
6. To transact such other business as may properly come before the Meeting or any adjournment or postponement thereof.

Information relating to the matters to be brought before the Meeting is set forth in the Information Circular which accompanies this Notice of Annual and Special Meeting.

In order for the Proposed Transaction Resolution to be adopted, it must be approved by at least 66⅔% of the votes cast by the Shareholders present in person or represented by proxy at the Meeting.

Only holders of record of Common Shares at the close of business on November 5, 2019 (the "**Record Date**") are entitled to notice of and to participate at the Meeting and only such persons or those who become holders of Common Shares after the Record Date and comply with the provisions of the *Business Corporations Act* (Alberta) are entitled to vote at the Meeting. If you are unable to attend in person, kindly fill in, sign and return the enclosed proxy in the envelope provided for that purpose.

Pursuant to the Section 191 of the ABCA, registered Shareholders have the right to dissent with respect to the Proposed Transaction Resolution and, if the Proposed Transaction Resolution becomes effective, to be paid by the Corporation the fair value of their Common Shares in accordance with the provisions of Section 191 of the ABCA. A registered Shareholder wishing to exercise rights of dissent with respect to the Proposed Transaction Resolution must send to the Corporation a written objection to the Proposed

Transaction Resolution, which written objection must be received by the Corporation, c/o its counsel Burstall LLP, 1600, 333 - 7th Avenue S.W., Calgary, Alberta, T2P 2Z1, Attention: Michael Ginevsky, at or before the Meeting. A Shareholder's right to dissent is more particularly described in the Information Circular, and in the text of Section 191 of the ABCA which is set forth in Schedule "C" to the Information Circular.

Failure to strictly comply with the requirements set forth in Section 191 of the ABCA may result in the loss of any right of dissent. Persons who are beneficial owners of Common Shares registered in the name of a broker, custodian, nominee or other intermediary who wish to dissent should be aware that only the registered holders of Common Shares are entitled to dissent. Accordingly, a beneficial owner of Common Shares desiring to exercise this right must make arrangements for the Common Shares beneficially owned by such holder to be registered in the beneficial owner's name prior to the time the written objection to the Proposed Transaction Resolution is required to be received by the Corporation or, alternatively, make arrangements for the registered holder of such Common Shares to dissent on the beneficial owner's behalf. It is strongly recommended that any Shareholder wishing to dissent seek independent legal advice, as the failure to comply strictly with the provisions of the ABCA may prejudice such Shareholder's right to dissent.

Proxies, to be valid, must be deposited at the office of the registrar and transfer agent of the Corporation, Computershare Trust Company of Canada, Proxy Dept., 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2T1, by facsimile at 1-866-249-7775, or by internet voting at www.investorvote.com or by telephone at 1-866-732-8683 (toll free within North America) or 1-312-588-4290 (outside North America) not less than 48 hours, excluding Saturdays, Sundays and statutory holidays in the Province of Alberta, preceding the Meeting or any adjournment thereof.

DATED at Calgary, Alberta this 25th day of November, 2019.

BY ORDER OF THE BOARD OF DIRECTORS OF PETROFRONTIER CORP.

"Kelly Kimbley"

Kelly Kimbley
President, Chief Executive Officer and Director