Notice of Change in Corporate Structure of Anderson Energy Inc.
Pursuant to Section 4.9 of National Instrument 51-102

Item 1: Names of the Parties to the Transaction

InPlay Oil Corp. ("**InPlay**") and Anderson Energy Inc. ("**Anderson**").

Item 2: Description of the Transaction

Pursuant to an arrangement agreement dated as of September 19, 2016 (as amended, the "**Arrangement Agreement**"), InPlay and Anderson completed a business combination transaction by way of a plan of arrangement (the "**Arrangement**") under the provisions of Section 193 of the *Business Corporations Act* (Alberta). Pursuant to the Arrangement, InPlay and Anderson were combined to form a new amalgamated corporation (the "**Resulting Issuer**") that will continue to carry on the business and operations previously carried on by InPlay and Anderson, respectively, under the name "InPlay Oil Corp." The directors and management of InPlay formed the board of directors and management of the Resulting Issuer.

Under the terms of the Arrangement, holders of common shares of InPlay and holders of subscription receipts of InPlay (collectively, "**InPlay Securities**" and each an "**InPlay Security**") received, through a series of steps under the Arrangement, 0.1303 of a common share of the Resulting Issuer ("**New InPlay Shares**") for each one (1) InPlay Security previously held, and each holder of common shares of Anderson continues to hold one (1) New InPlay Share for each one (1) common share of Anderson held.

It is expected that the New InPlay Shares will commence trading in substitution of the common shares of Anderson on the Toronto Stock Exchange ("**TSX**") under the new trading symbol "IPO" within two to three business days following the date hereof.

Details respecting the Resulting Issuer, the Arrangement and related transactions are set out in the joint information circular of InPlay and Anderson dated October 5, 2016 (the "**Information Circular**"), prepared in connection with the special meetings of the shareholders of Anderson and InPlay, respectively, held on November 4, 2016, to approve, among other things, the Arrangement.

Item 3: Effective Date of the Transaction

The Arrangement became effective on November 7, 2016.

Item 4: Names of each Party, if any, that ceased to be a Reporting Issuer subsequent to the Transaction and of each Continuing Entity

At the time of the completion of the Arrangement, Anderson was a reporting issuer in British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Quebec, New Brunswick, Nova Scotia, Prince Edward Island and Newfoundland, and the Resulting Issuer shall continue to be a reporting issuer in those same jurisdictions.

Item 5: Date of the Reporting Issuer's First Financial Year-End Subsequent to the Transaction

The financial year end of Anderson and InPlay is December 31. Accordingly, the first financial year-end of the Resulting Issuer subsequent to the completion of the Arrangement will be December 31, 2016.

Item 6: Periods, Including Comparative Periods, if any, of the Interim and Annual Financial Statements Required to be Filed for the Reporting Issuer's First Financial Year Subsequent to the Transaction

Following completion of the Arrangement, the Resulting Issuer is required to file financial statements beginning with the annual audited financial statements for the year ended December 31, 2016, followed by quarterly interim unaudited financial statements for each of the periods ending March 31, June 30 and September 30, 2017.

Item 7: Documents filed under National Instrument 51-102 that described the Transaction.

The Arrangement and related transactions were described in detail in the Information Circular. The Information Circular is available electronically under the profile of the Resulting Issuer.

DATED November 7, 2016