



CANEX ENERGY CORP.

#1305 – 1090 West Georgia Street
Vancouver, BC, Canada, V6E 3V7

NOTICE OF ANNUAL AND GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT an annual and special meeting (the "**Meeting**") of the shareholders of CANEX ENERGY CORP. (the "**Corporation**") will be held at Suite 1305, 1090 West Georgia Street, Vancouver, British Columbia, Canada, on Wednesday, March 22, 2017 at 10:00 a.m. (Vancouver time) for the following purposes:

1. To receive and consider the audited financial statements of the Corporation for the fiscal year ended April 30, 2016, together with the report of the auditor thereon;
2. To appoint an auditor for the ensuing year at a remuneration to be fixed by the directors;
3. To fix the numbers of directors at four (4);
4. To elect directors for the ensuing year;
5. To consider and, if thought fit, approve by ordinary resolution the Corporation's stock option plan, as more particularly described in the accompanying Management Information Circular; and
6. To consider and, if thought fit, pass an ordinary resolution authorizing the board of directors, in its sole discretion, to consolidate all of the issued and outstanding common shares of the Corporation, on the basis of up to five (5) old for one (1) new common share, as more particularly described in the accompanying Management Information Circular.

Accompanying this Notice are the Corporation'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 14, 2017 (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 20, 2017. If you are a non-registered Shareholder of Common Shares of the Corporation 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 14th day of February, 2017.

BY ORDER OF THE BOARD OF DIRECTORS

"Nick DeMare"

Nick DeMare,
Chief Financial Officer and Director