

BAYSHORE PETROLEUM CORP.
NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the annual and special meeting (the "**Meeting**") of the shareholders of Bayshore Petroleum Corp. ("**Bayshore**" or the "**Company**" or the "**Corporation**") will be held at the offices of the Corporation, at Suite 14, 3515 27TH Street N.E., Calgary, Alberta on February 28, 2017 at 9:00 a.m. (local time) for the purposes of:

1. receiving and considering the audited financial statements of the Corporation for the year ended December 31, 2014, and the report of its auditors, and also for the year ended December 31, 2015, and the report of its auditors;
2. fixing the number of directors of the Corporation at four (4) members;
3. electing the directors for the ensuing year;
4. appointing auditors for the ensuing year and authorizing the directors to fix the auditor's remuneration;
5. approving the Corporation's Stock Option Plan, as more particularly described in the Information Circular dated January 30, 2017; and
6. transacting such other business as may properly come before the said meeting or any adjournment thereof.

The directors of the Corporation have fixed January 27, 2017, (the "Record Date") as the record date for determination of the persons entitled to receive notice of the Meeting.

Shareholders as of the Record Date are entitled to vote their common shares except to the extent that they have transferred the ownership of any of their shares after the Record Date. The transferees of those common shares must produce properly endorsed share certificates or otherwise establish that they own the shares, and demand, not later than 10 days before the Meeting, that their name be included in the shareholder list before the Meeting, in which case the transferees are entitled to vote their common shares at the Meeting.

DATED: January 30, 2017

By Order of the Board of Directors
(Signed) "Peter Ho"
Peter Ho
Chairman and Chief Executive Officer

<p>Registered shareholders unable to attend the Meeting are requested to date, sign and return their form of proxy in the enclosed envelope. If you are a non-registered (or beneficial) shareholder and receive this Notice of Meeting and the voting instruction form through your broker or through another intermediary, please complete and return the voting instruction form in accordance with the instructions provided to you by your broker or by the other intermediary. Failure to do so may result in your common shares not being eligible to be voted by proxy at the Meeting.</p>
