

**Form 51-101F3
Report of Management and Directors
on Reserves Data and Other Information**

Management of ProAm Explorations Corporation (the "Company") is responsible for the preparation and disclosure of information with respect to the Company's oil and gas activities in accordance with securities regulatory requirements. This information includes reserves data, which are estimates of proved reserves and probable reserves and related future net revenue as at December 31, 2016, estimated using forecast prices and costs.

An independent, qualified reserves evaluator has evaluated and reviewed the Company's reserves data. The report of the independent qualified reserves evaluator will be filed with securities regulatory authorities.

The Reserves Committee of the board of directors of the Company has

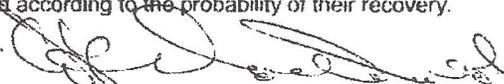
- (a) reviewed the Company's procedures for providing information to the independent qualified reserves evaluator;
- (b) met with the independent qualified reserves evaluator to determine whether any restrictions affected the ability of the independent qualified reserves evaluator to report without reservation and, in the event of a proposal to change the independent qualified reserves evaluator, to inquire whether there had been disputes between the previous independent qualified reserves evaluator and management; and
- (c) reviewed the reserves data with management and the independent qualified reserves evaluator.

The Reserves Committee of the board of directors has reviewed the Company's procedures for assembling and reporting other information associated with oil and gas activities and has reviewed that information with management. The board of directors has, on the recommendation of the Reserves Committee, approved

- (a) the content and filing with securities regulatory authorities of Form 51-101F1 containing reserves data and other oil and gas information;
- (b) the filing of Form 51-101F2 which is the report of the independent qualified reserves evaluator on the reserves data; and
- (c) the content and filing of this report.

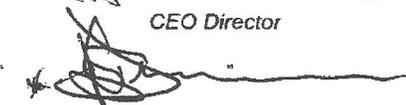
Because the reserves data are based on judgments regarding future events, actual results will vary and the variations may be material. However, any variations should be consistent with the fact that reserves are categorized according to the probability of their recovery.

Signature "



CEO Director

Signature "



Director

April 2017

FORM 51-101F1
STATEMENT OF RESERVES DATA
AND OTHER OIL AND GAS INFORMATION

Part 1 Date of Statement

Item 1.1 Relevant Dates

Date of the statement, March 15, 2017.

The effective date of the information being provided is December 31, 2016.

The preparation date of the information being provided is March 15, 2017

Part 2 Disclosure of reserves data

Item 2.1 Reserves data (Forecast Prices and Costs)

2.1 Breakdown of proved reserves (Forecast Prices and Costs)

2.1.a Proved developed producing reserves.

Reserves	Gross MMcf	Net MMcf
	0.918	0.993

Item 2.1.2 Net Present Value of Future Net Revenue (Forecast Case)

Before Taxes		After Taxes	
0%	10%	0%	10%
\$1,666	\$660	\$1,243	502

Item 2.1.3

2.1.3. (a) Additional Information concerning Future Net Revenue (Forecast Case)

2.1.3. (b) (i)	Revenues (\$000s),	\$263 (Canada)	\$3,866 (U.S.A)
2.1.3. (b) (ii)	Royalties (\$000s)	\$59 (Canada)	\$964 (U.S.A.)
2.1.3. (b) (iii)	Operating Costs (\$000s)	\$39 (Canada)	\$1.290 (U.S.A.)
2.1.3. (b) (iv)	Transportation fee	\$0 (Canada)	\$23 (USA)
2.1.3. (b) (v)	Abandonment costs (\$000s)	\$4 (Canada)	\$152
2.1.3. (b) (vi)	Future net revenue before tax (\$000s)	\$160(Canada)	\$1,458
2.1.3. (b) (vii)	Taxes (\$000s)	\$0 (Canada)	\$305
2.1.3. (b) (viii)	Future net revenue after taxes (\$000s)	\$160 (Canada)	\$1,155

2.1.3. (c)

Category		Future Net revenue (\$000s) before income tax discounted @ 10%	
Proven Producing	Natural Gas	\$660	100%

**Part 3
Pricing Assumptions**

Item 3.1 Prices used are those prices in effect at the time of production and sales.

The author employed the following pricing, exchange rate and inflation rates as of the December 31, 2016 Sproule website (www.sproule.com/prices/defaultprices.htm), in estimating the Company's reserves data using forecast prices and costs.

Year	Gas (\$US/Mcf)
1	\$2.25
2	\$3.00
3	\$3.50
4	\$4.00
5	\$4.25
6	\$4.31
7	\$4.38
8	\$4.44
9	\$4.51
10	\$4.58

**Part 4
Reconciliations of Changes in Reserves**

		Net PDP MMcf	Net PDP Mbbls
12/31/2015		705	0
Technical revisions		0	0
Dispositions		0	0
Economic revisions		32	0
Total		673	0
Discoveries		0	0
Production		20	0
12/31/2016		693	0

**Part 5
Additional Information Relating to Reserves Data**

Item 5.1 Undeveloped reserves

There were no undeveloped reserves prior to the current year end report.

Item 5.2 Significant factors or uncertainties

Significant factors or uncertainties include continuation of economic hydrocarbon production, pipeline availability and commodity prices.

Item 5.3 Future development costs

5.3.1.a

None of the properties are anticipated to be drilled in 2015. However, there are two locations on the Ember property which may be drilled in the future depending upon economics.

5.3.1.b

N/A see above.

5.2.a

The sources of funds for the Company are public financings, internally generated revenue and anticipated joint venture agreements.

Part 6 Other oil and gas information

Item 6.1 Oil and gas properties and wells.

Project	Working Interest %	Royalty %	Acreage
Wainright, Alberta	Under sales agreement		Share of unit
Okotoks, Alberta	50	22	640
Hefley, Arkansas	12.5	25	40
Hanna, Arkansas	12.5	19.2	640
Dauphin/Kelso Oklahoma	12.5	16.8	640
Hock, Ohio	5	15.2	640
Martin, Pennsylvania.	50	25	40
Elder's Ridge, Pennsylvania.	100	25	2000

6.1.1.a. The principal property is located in Pennsylvania. The property of secondary importance is located in Alberta.

6.1.1.b. The assets are onshore.

6.1.1.c. A portion one of the properties in Pennsylvania has been offline for the last two months of 2015 due to pipeline problems. The pipeline is in need of repair which is underway at the time of the report.

6.1.1.d. Two properties have had a change of ownership. The Wainright property has been sold as of year-end to Surge Energy Inc. and the Encana property has been sold to Ember Resources as of January 1, 2016,

6.1.2 The Company has 50 gross wells, 40 net wells. 40 wells are in Pennsylvania, 2 wells in Arkansas, 2 wells in Ohio, 4 wells in Oklahoma and 2 wells in Alberta.

Item 6.2

6.2.1.a,b,c All properties have attributed reserves.

Item 6.2.1.d Various lease expiry terms will dictate the work commitments. Currently all wells are held by production

Item 6.3 Forward contracts

None.

Item 6.4 Additional information concerning abandonment and reclamation costs.

6.4.a The costs were estimated by contacting local engineering firms.

6.4. (b) There are 50 wells which may require abandonment. No wells are expected to incur abandonment costs in the near future. Abandonment costs were attributed in the cash flow statement at the end of the economic life

Item 6.5 Tax horizon

The US entity as of the date of this report was taxable in the USA. A tax rate of 29% was assumed for purposes of the report and included in the present value tables. However, it is unlikely that the Company would be taxable under the current economic conditions because of intercompany offsets and related items. The Canadian properties were not subject to taxes because of accrued resource credits in the Company.

Item 6.6 Costs incurred

6.6.1.a Property acquisition costs. Costs incurred by the Company on oil and natural gas properties for the period ended December 31, 2016 were \$0 (Cdn).

6.6.1.b Exploration costs incurred by the Company for the period ended December 31, 2016 were \$0.

6.6.1.c Development costs (Completion costs) were \$0

6.6.2

N/A

Item 6.7 Exploration and development activities.

6.7.1(a)

None .

6.7.1. (b)
As above.

6.7.2

No plans.

Item 6.8 Production Estimates, 2017 to the working interest.

	Natural Gas	
	Mcf	
USA		
Elders Ridge	33.7	system s/i at year end waiting on pipeline
Kelso-Dauphin	2.5	
Hefley 1-31/3-31	1.1	
Hock #1	2.0	
Hock #2	0.1	
Hanna	3.2	
Martin	0.9	
CANADA		
Ember Okotoks	11.0	
Total	54.5	

Item 6.9 Production History to the Working Interest

OSEC Petroleum Inc. & OSEC Petroleum Canada Limited - Production Statistics table					
	2014				
	1 st Quarter	2 nd Quarter	3 rd Quarter	4 th Quarter	Year
Average Production to the WI				(pipeline down)	
Natural gas (Mcf/d)	21	26	25	24	25
Natural gas (Mcf/quarter)	1,778	2,429	2,279	2,218	8,705

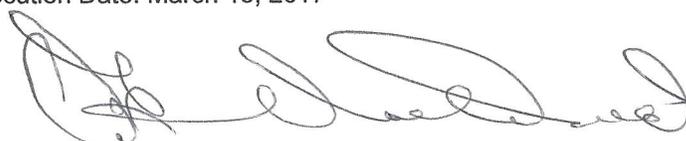
Item 6.9.2 Net back, royalties paid, production costs.

Selling Prices	1 st Quarter	2 nd Quarter	3 rd Quarter	4 th Quarter	Year
Natural gas (\$/Mcf)	\$1.46	\$1.64	\$2.37	\$2.43	\$1.98
Royalties	\$0.47	\$0.42	\$0.46	\$0.38	\$0.43
Production Costs	\$0.14	\$0.46	\$0.19	\$0.34	\$0.28
Netbacks	\$0.85	\$0.76	\$1.72	\$1.71	\$1.27 16

Executed as to our report referred to above:

"Barry L. Whelan"

B.L. Whelan, P. Geo.
 Evaluator
 Vancouver, British Columbia
 Execution Date: March 15, 2017



CEO