

**SPECTRA INC.**

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS**

TO: THE SHAREHOLDERS OF SPECTRA INC.

NOTICE IS HEREBY GIVEN THAT the annual general and special meeting (the "**Meeting**") of the holders ("**Shareholders**") of common shares ("**Common Shares**") of Spectra Inc. ("**Spectra**" or the "**Corporation**") will be held at the offices of Burnet, Duckworth & Palmer LLP, Suite 2400, 525 - 8th Avenue S.W., Calgary, Alberta on Wednesday, October 2, 2019 at 9:30 a.m. (Calgary time) for the following purposes, to:

1. receive and consider the financial statements of the Corporation for the year ended December 31, 2018, and the auditors' report thereon and the financial statements of the Corporation for the six months ended June 30, 2019;
2. fix the number of directors to be elected at the Meeting at three (3) members;
3. consider and, if thought appropriate, to pass an ordinary resolution electing three (3) directors of the Corporation;
4. appoint the auditors of the Corporation and authorize the directors to fix their remuneration as such;
5. consider and, if thought appropriate, to pass an ordinary resolution ratifying the Corporation's existing stock option plan; and
6. transact such other business as may properly be brought before the Meeting or any adjournment(s) thereof.

The specific details of the matters proposed to be put before the Meeting are set forth in the Information Circular – Proxy Statement accompanying and forming part of this Notice.

**Shareholders of Spectra who are unable to attend the Meeting to be held on October 2, 2019 at 9:30 a.m. (Calgary time) in person are requested to date and sign the enclosed Instrument of Proxy and to mail it to or deposit it with Computershare Trust Company of Canada: (i) by mail using the enclosed return envelope or one addressed to Computershare Trust Company of Canada, Proxy Department, 135 West Beaver Creek, P.O. Box 300, Richmond Hill, Ontario, L4B 4R5; (ii) by hand delivery to Computershare Trust Company of Canada, 8th Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1; or (iii) by facsimile to 1-866-249-7775 (within Canada and the United States) or (416) 263-9524 (outside Canada and the United States). In order to be valid and acted upon at the Meeting, forms of proxy must be returned to the above address not less than forty-eight (48) hours (excluding Saturdays, Sundays and holidays) before the time set for the holding of the Meeting or any adjournment(s) thereof.**

The board of directors of Spectra has fixed the record date for the Meeting at the close of business on August 27, 2019 (the "**Record Date**"). Only Shareholders whose names have been entered in the register of holders of Common Shares at the close of business on the Record Date will be entitled to receive notice of and to vote at the Meeting, unless any such Shareholder transfers Common Shares after the Record Date and the transferee establishes ownership of such Common Shares and demands, not later than the close of business ten (10) days prior to the Meeting, that the transferee's name be included in the list of Shareholders entitled to vote at the Meeting, in which case such transferee shall be entitled to vote such Common Shares at the Meeting.

DATED this 27<sup>th</sup> day of August, 2019

BY ORDER OF THE BOARD OF DIRECTORS

(signed) "*Andrew J. Malion*"

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Chairman of the Board