

PLEASE READ THIS MATERIAL CAREFULLY AS YOU ARE REQUIRED TO MAKE A DECISION PRIOR TO 2:00 P.M. (PACIFIC TIME) ON JANUARY 12, 2024.

This rights offering circular (this “Circular”) is prepared by management. No securities regulatory authority or regulator has assessed the merits of these securities or reviewed this circular. Any representation to the contrary is an offence.

This is the circular we referred to in the December 7, 2023 rights offering notice, which you should have already received. Your rights registration advice statement (a “Rights DRS Advice”) and relevant forms were enclosed with the rights offering notice. This Circular should be read in conjunction with the rights offering notice and our continuous disclosure prior to making an investment decision.

The securities offered hereby are being offered pursuant to applicable exemptions from the registration and prospectus requirements of the securities laws of the various jurisdictions of Canada. No prospectus or other disclosure document in respect of the securities offered hereby has been or will be filed with any securities regulatory body of the various jurisdictions of Canada, and the securities offered hereby have not been and will not be qualified for registration under the United States Securities Act of 1933, as amended (the “1933 Act”), or the securities laws of any state of the “United States”. This Circular does not constitute an offer to sell or a solicitation of an offer to buy any of the securities offered hereby within the United States, and the securities offered herein may not be offered or sold in or into the United States or to U.S. persons unless registered under the 1933 Act and applicable state securities laws, or exempt from such registration requirements. “United States” and “U.S. persons” are as defined in Regulation S under the 1933 Act.

This Circular does not constitute an offer or a solicitation to any person in any jurisdiction in which such offer or solicitation is unlawful. The Rights Offering (as defined below) is not being made to, nor will subscriptions be accepted from or on behalf of, the shareholders of Pulse Oil Corp. in any jurisdiction in which the making or acceptance of the Rights Offering would not be in compliance with the laws of such jurisdiction. However, Pulse Oil Corp. may, in its sole discretion but subject to compliance with all applicable securities laws and with the consent of the TSX Venture Exchange, take such action, as it may deem necessary to extend the Rights Offering in any such jurisdiction.

Rights Offering Circular

December 7, 2023



PULSE OIL CORP.

OFFERING OF RIGHTS TO SUBSCRIBE FOR UP TO 103,910,942 COMMON SHARES

Price: \$0.04 per Common Share

Reference in this Circular to “we”, “our”, “us” and similar terms means Pulse Oil Corp. (“Pulse” or the “Corporation”). Reference in this Circular to “you”, “your” and similar terms mean to Pulse shareholders. Unless otherwise indicated, reference herein to “\$” or “dollar” are to Canadian dollars. Certain terms used in this Circular are defined elsewhere herein.

SUMMARY OF OFFERING

Why are you reading this circular?

We are issuing to the holders (the “**Shareholders**”) of our outstanding common shares (the “**Common Shares**”) of record at 2:00 p.m. (Pacific time) on December 15, 2023 (the “**Record Date**”) and who are resident in a jurisdiction of Canada (the “**Eligible Jurisdictions**”) and outside the Eligible Jurisdictions where the Corporation is eligible to make such offer, rights (each, a “**Right**”) to subscribe for Common Shares on the terms described in this Circular (the “**Rights Offering**”). We may also permit Shareholders resident in the United States to participate concurrently on a private offering basis if they meet certain qualifications. The purpose of this Circular is to provide you with the detailed information about your rights and obligations in respect of the Rights Offering. This Circular should be read in conjunction with the rights offering notice previously sent to you by mail (the “**Notice**”).

What is being offered?

Each holder of Common Shares on the Record Date who is resident in an Eligible Jurisdiction (an “**Eligible Holder**”) will receive one-fifth of one Right for each Common Share held as at the Record Date. No fractional Rights will be issued. The holder’s entitlement will be reduced to the next lowest whole number of Rights.

What does one Right entitle you to receive?

Each whole Right entitles you to subscribe for one (1) Common Share of Pulse at a subscription price of \$0.04 per Common Share (the “**Basic Subscription Privilege**”) until 2:00 p.m. (Pacific time) on January 12, 2024.

If you exercise your Basic Subscription Privilege in full, you will also be entitled to subscribe pro rata for Common Shares (the “**Additional Common Shares**”) not otherwise purchased, if any, pursuant to the Basic Subscription Privilege (the “**Additional Subscription Privilege**”).

What is the Subscription Price?

The subscription price per Common Share is \$0.04 (the “**Subscription Price**”).

When does the offer expire?

The Rights may be exercised until 2:00 p.m. (Pacific time) on January 12, 2024 (the “**Expiry Time**”). **Rights not exercised at or before the Expiry Time will be void and of no value.**

What are the significant attributes of the Rights issued under the Rights Offering and the securities to be issued upon the exercise of the Rights?

The Rights permit the holders thereof to subscribe for purchase from Pulse up to 103,910,942 Common Shares.

The Rights may not be offered or sold in or into the United States or to U.S. persons unless registered under the 1933 Act and applicable state securities laws, or exempt from such registration requirements. “United States” and “U.S. persons” are as defined in Regulation S under the 1933 Act. Accordingly, offering materials in respect of the Rights Offering will not be delivered to Shareholders who are resident in the United States or are otherwise known to be U.S. persons unless registration exemptions are available. In addition, subscriptions will not be accepted from any transferee who is a U.S. person or who is within the United States, absent an exemption from the registration requirements of the U.S. Securities Act and applicable state securities laws.

The Rights are fully transferable into and within Canada, subject to any applicable resale restrictions, and will be evidenced by the Rights DRS Advice. Each whole Right will entitle the holder thereof to subscribe for one Common Share at the Subscription Price prior to the Expiry Time.

The authorized capital of the Corporation consists of an unlimited number of Common Shares without par value. As at the date hereof, there are 519,554,714 Common Shares issued and outstanding as fully paid and non-assessable. The holders of Common Shares are entitled to one vote per Common Share held at meetings of the holders of Common Shares, to dividends if, as and when declared by the Corporation's board of directors and, in the event of liquidation, dissolution or winding-up of the Corporation, to receive on a pro rata basis the net assets of the Corporation after payment of debts and other liabilities, subject to the rights of any securities having priority over the Common Shares.

What are the minimum and maximum number or amount of Common Shares that may be issued under the Rights Offering?

The Rights Offering is not subject to any minimum subscription level. Based on the 519,554,714 Common Shares outstanding as of the date hereof, a maximum of 103,910,942 Common Shares will be issued upon exercise of the Rights.

Where will the Rights and securities issuable upon the exercise of the Rights be listed for trading?

The Common Shares are listed on the TSX-V under the trading symbol "PUL".

The Rights will not be listed for trading. **There is no market through which the Rights may be sold.**

FORWARD-LOOKING STATEMENTS

This Circular contains forward-looking statements, as such term is defined under applicable Canadian securities legislation. Such statements relate to future events or Pulse's future performance. All statements, other than statements of historical fact, that address activities, events or developments that we believe, expect or anticipate will or may occur in the future are forward-looking statements. Forward-looking statements are often, but not always, identified by the use of words such as "anticipate", "plan", "continue", "estimate", "expect", "may", "will", "project", "potential", "intend", "could", "should", "believe", "feel" and similar expressions. These forward-looking statements reflect our current expectations, intentions or beliefs with respect to future events based on information currently available to us as at the date of this Circular. Forward-looking statements in this Circular include, without limitation, statements with respect to: our expectations regarding the estimated costs of the Rights Offering and the net proceeds to be available upon completion; the use of proceeds from the Rights Offering and the availability of funds from sources other than the Rights Offering; and our ability to continue as a going concern.

With respect to the forward-looking statements contained in this Circular, Pulse has made assumptions regarding, among other things: the estimated costs of the Rights Offering and the net proceeds to be available upon completion; the Standby Purchasers complying with their obligations under the Standby Commitment Agreements; the success of Pulse's operations, exploration and development activities; the estimated operating expenses of the Corporation following the Expiry Time; the availability of skilled labour, services and drilling and related equipment to Pulse; the timing and amount of Pulse's capital expenditures; access to market for Pulse's oil and gas production; and access to market for Pulse's EOR solvent supply.

Forward-looking statements are subject to a number of known and unknown risks, uncertainties and other factors that may cause our actual results or events to differ materially from those discussed in the forward-looking statements and, even if such actual results are realized or substantially realized, there can be no assurance that they will have the expected consequences to, or effects on, us. Factors that could cause actual results or events to differ materially from current expectations include, among other things, uncertainties relating to: the availability and cost of funds; closing the Rights Offering; delays in obtaining or failure to obtain required approvals to complete the Rights Offering; the uncertainty associated with estimating costs to complete the Rights Offering, including those yet to be incurred; the actual operating expenses of the Corporation for the 12-month period following the Expiry Time; the risks inherent in the oil and gas industry, such as operational risks and market demand; uncertainty that expenditures on exploration and development activities will result in oil or natural gas in commercial quantities; potential delays or changes in plans with respect to exploration or development projects or capital expenditures; unanticipated operating events which could reduce production or cause production to be shut-in or delayed; the possibility that government policies or laws, including laws related to the environment, may change or government approvals may be delayed or withheld; changes in general economic, market and business conditions in Canada and globally; and other risks related to our business and the Rights Offering.

Any forward-looking statement speaks only as of the date on which it is made and, except as may be required by applicable securities laws, we disclaim any intent or obligation to update any forward-looking statement, whether as a result of new information, future events or results or otherwise. Although we believe that the assumptions inherent in the forward-looking statements are reasonable, forward-looking statements are not guarantees of future performance and, accordingly, undue reliance should not be put on such statements due to their inherent uncertainty.

USE OF AVAILABLE FUNDS

What will our available funds be upon the closing of the Rights Offering?

If all of the Rights are exercised, the Corporation will raise gross proceeds of approximately \$4,156,400. After taking into account the estimated costs of the Rights Offering, funds in the approximate amount of \$4,071,400 will be available, which we plan to invest in materials and equipment to progress the Corporation's enhanced oil recovery (the "EOR") project, as more particularly described below.

	Assuming Standby Commitment	Assuming 100% of Rights Offering
A. Amount to be raised by this offering	\$3,920,000	\$4,156,400
B. Selling commissions and fees	\$ -	\$ -
C. Estimated offering costs (e.g. legal, accounting, audit)	\$85,000	\$85,000
D. Available funds: $D = A - (B+C)$	\$3,835,000	\$4,071,400
E. Additional sources of funding required:	\$ -	\$ -
F. Working capital deficiency:	\$ -	\$ -
G. Total: $G = (D+E) - F$	\$3,835,000	\$4,071,400

Notes:

- Dollar values provided are approximate.
- The Corporation has obtained a Standby Commitment from two Corporation insiders for, in aggregate, \$3,920,000, representing approximately 94.31% of the Common Shares available under the rights offering. See "*Stand-By Commitment*" below.

How will we use the available funds?

We plan to use the available funds from the Rights Offering to increase the daily oil and gas production in the Bigoray field operated by Pulse. The specific use of proceeds is as follows:

Description of intended use of available funds listed in order of priority	Assuming Standby Commitment	Assuming 100% of Rights Offering
EOR well workovers and stimulation	\$841,000	\$841,000
Drill additional infill production well	\$2,070,000	\$2,070,000
Acquiring solvent for continuous injection into our Nisku Pinnacle Reefs	\$924,000	\$1,160,400
Total	\$3,835,000	\$4,071,400

The Corporation will place priority on working over wells within the Bigoray field to optimize water and solvent injection initially and drilling an infill vertical well, and once that is done, we will focus on acquiring additional solvent for continuous injection under each threshold amount. The optimization and ongoing operations can be delayed if funding is an issue and will only be conducted after we have completed our well work overs to optimize water and solvent injection and after a sufficient amount of time has passed with continuous water and solvent injection so that we have reliable information in which to understand how we can further optimize our ongoing EOR operations. Under every scenario, we planned to conduct EOR optimization and ongoing operations within six-month to a year after we establish continuous injection operations so there are no material effects on business objectives and milestones in that regard.

Under every threshold we will focus on operating and, where necessary, working over wells within the Bigoray field to optimize water and solvent injection to give us the best chance of continuous injection capabilities. In each scenario provided the primary effect on business objectives and milestones would be the amount of solvent we can acquire and the amount of time we have for our injection purposes. Thus, under the threshold of assuming we raise only the Standby Commitment, we will have slightly less funds to acquire solvent in the future and we would likely need to secure additional funds to execute the program to its fullest extent. Finally, under the threshold of assuming 100% of the Rights Offering is taken up, which is only slightly more funding than that raised under the Standby Commitment only, we also believe the project will likely need to secure additional funds to execute the program as planned. We believe a well-executed program will result in the project being profitable and in cash flowing sufficiently in two years to fund the remainder of the EOR program, including funding the EOR program on our second reef.

In each of the scenarios we do not foresee any risk of defaulting on payments as they become due. The work overs for optimal water and solvent injection will already be done and paid for very shortly after closing the Offering and we can control how much solvent we can acquire and inject each month without any penalties. In the event we need additional funding to purchase more solvent, we can either slow down or stop solvent injection until the funds needed are secured.

In regard to our ability to generate sufficient amounts of cash and cash equivalents from other sources, we have reliable and long-term existing oil and gas production operations now that are cash flow positive and would be able to continue to support non-EOR operations and general corporate purposes assuming oil and gas prices remain above \$60 per barrel and \$1.50/GJ respectively. In addition, we have outstanding share purchase warrants (“**Warrants**”) as follows that may provide further funding for Pulse:

Warrants Currently Outstanding	Exercise Price	Potential Funding Upon Exercise	Expiry Date
37,500,000 Warrants	\$0.05	\$1,875,000	April 30, 2026

Pulse also has the ability to generate cash and cash equivalents from non-core oil and gas properties and oilfield assets. Pulse has no intention to enter into any such transaction at this time but management continually assesses whether it would be in Pulse's best interest to do so. Finally, Pulse has a track record of obtaining funding throughout its history and management feels that as long as we continue to execute our EOR program and make progress, further equity and or debt could be obtained if needed.

Pulse feels that we could meet all short-term liquidity requirements to the next twelve months, even if we do not complete this offering. In that event, we would not advance the EOR project or spend any of the proposed capital for the EOR project. However, even if only the Standby Commitment is taken up, we could advance our EOR project and operate for more than twelve months while satisfying our short-term liquidity requirements and overhead expenses, as we can control the amount of solvent we buy and inject.

We intend to spend the available funds as stated. We will reallocate funds only for sound business reasons.

How long will the available funds last?

We expect the available funds from the Rights Offering will be sufficient to meet our working capital requirements for a minimum of 12 months from the date of this Circular. We expect that within the next twelve months as modelled based on all data available to us, our production from the Bigoray EOR project will increase substantially, thereby increasing cashflow to an amount where the Bigoray EOR project will be cash flow positive and not requiring additional financing outside of cashflow from operations. In addition, as we finance our second EOR project on the second reef, we expect production and cashflow to continue to increase substantially.

INSIDER PARTICIPATION

Will insiders be participating?

To the knowledge of the Corporation, after reasonable inquiry, some directors, senior officers and persons controlling over 10% of the Common Shares of the Corporation (collectively, the "**Insider Group**"), as the date hereof, intend to exercise all or part of their Rights under the Basic Subscription Privilege in connection with the Rights Offering. Rights issued to the Insider Group will represent approximately 42.79% of the Common Shares available under the Rights Offering, being 44,461,322 Common Shares.

As at the date hereof, the Insider Group owns or exercises control or direction over, directly or indirectly, in aggregate, 222,306,611 Common Shares, representing approximately 42.79% of the issued and outstanding Common Shares. Assuming the full take-up of their Basic Subscription Privileges, the Insider Group would own an aggregate of 266,767,933 Common Shares.

Who are the holders of 10% or more of our securities before and after the Rights Offering?

To the knowledge of the directors and senior officers of Pulse, as at the date hereof, no person or company beneficially owns, directly or indirectly, or controls or directs more than 10% of any class of Pulse's voting securities, other than as set out below.

Name	Holdings of Common Shares Before the Rights Offering	Holdings of Common Shares after the Rights Offering ¹
CDN Trustee Limited TR	69,000,000	82,800,000
CDN Trust	(13.28%)	(13.28%)
Andrew Ritchie TR AJ	80,000,000	96,000,000
Trust No 2	(15.40%)	(15.40%)

Note:

1. Assuming the exercise by all Shareholders of all Rights issued under the Rights Offering.

The TSX-V requires the filing of a Form 2A *Personal Information Form* ("PIF") or Form 2C1 *Declaration* ("Declaration") by any person who does not at the commencement of the Rights Offering, but may upon its completion, own or control, beneficially or as nominee, directly or indirectly, securities representing more than 10% of the voting rights attached to all outstanding voting securities of Pulse. If applicable, the Rights Offering may only close in escrow until Pulse is advised of the satisfactory review of such PIFs. Pulse is unaware that any person will be required to file a PIF or Declaration as a result of the Rights Offering.

DILUTION

If you do not exercise your Rights, by how much will your security holdings be diluted?

If a Shareholder elects not to exercise Rights, the value of the Common Shares held by such Shareholder may be diluted as a result of the exercise of Rights by other Shareholders by approximately 16.67%, assuming the issuance of the maximum number of Common Shares under the Rights Offering.

STAND-BY COMMITMENT

Who is the standby guarantor and what are the fees?

In connection with the Rights Offering, Pulse has entered into a standby commitment agreement with each of CDN Trustee Limited TR CDN Trust and Andrew Ritchie TR AJ Trust No 2 (together, the "**Standby Purchasers**"), insiders of Pulse currently owning 13.28% and 15.40%, respectively, of Pulse's Common Shares (collectively, the "**Standby Commitment Agreements**"). Each of the Standby Purchasers has agreed, subject to certain terms and conditions, to exercise his Basic Subscription Privilege in respect of any Rights he holds, and, in addition thereto, acquire such number of additional Common Shares available as a result of any unexercised Rights under the Rights Offering up to 40,700,000 Common Shares for CDN Trustee Limited TR CDN Trust and 27,500,000 Common Shares for Andrew Ritchie TR AJ Trust No 2 (the "**Standby Commitment**"), such that Pulse will, subject to the terms of the Standby Commitment Agreements, be guaranteed to issue 98,000,000 Common Shares in connection with the Rights Offering for aggregate gross proceeds of approximately \$3,920,000. The Standby Commitment has been approved by the independent directors of the Corporation. As consideration for the Standby Commitment, the Corporation has agreed to issue, in aggregate, 17,050,000 bonus warrants (the "**Standby Commitment Warrants**") to the Standby Purchasers (being 25% of the amount of the Standby Commitment), or such lesser number of Standby Commitment Warrants as is accepted by the TSX-V.

Each Standby Commitment Warrant will be exercisable, for 60 months from the date of issuance, into one Common Share at a price of \$0.05 per Common Share.

Each Standby Commitment Agreement contains certain conditions precedent that must be satisfied by the closing of the Rights Offering, and if any such conditions precedent is not satisfied (or waived by the Standby Purchaser) the Standby Commitment Agreement may be terminated by the Standby Purchaser. The Standby Purchaser may also terminate the Standby Commitment Agreement in the event: (i) any material adverse change between the date of the Standby Commitment Agreement and the closing of the Rights Offering; (ii) the Corporation is in material default of its representations and warranties or its obligations under the Standby Commitment Agreement; or (iii) the Rights Offering is terminated or cancelled.

Each Standby Purchaser is a ‘related party’ of Pulse under Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* (“**MI 61-101**”) because each Standby Purchaser exercises control and direction over more than 10% of the issued and outstanding Common Shares. In addition, Patrick Harrison is a director of the Corporation. Both the Rights Offering and the issuance of the Standby Commitment Warrants to the Standby Purchasers constitute a “related party transaction” as defined under MI 61-101. The Rights Offering is not subject to the related party rules under MI 61-101 based on the prescribed exception related to rights offerings under section 5.1(k) of MI 61-101. With respect to the issuance of the Standby Commitment Warrants to the Standby Purchasers, the Corporation is relying on exemptions from the formal valuation and minority approval requirements of MI 61-101 pursuant to sections 5.5(b) and 5.7(1)(a) of MI 61-101 on the basis that Common Shares are listed only on the TSX-V and, at the time the Standby Commitment Agreement were entered into, neither the fair market value of the Standby Commitment Warrants, nor the fair market value of the consideration for Standby Commitment Warrants exceeded 25% of the Corporation's market capitalization, respectively.

Have we confirmed that the standby guarantors have the financial ability to carry out their standby commitments?

To our knowledge, after reasonable inquiry, each of the Standby Purchasers has the financial ability to carry out his Standby Commitment.

What are the security holdings of the standby guarantors before and after the Rights Offering?

Name	Holdings of Common Shares Before the Rights Offering	Holdings of Common Shares after the Rights Offering if the standby guarantor takes up the entire standby commitment¹
CDN Trustee Limited TR CDN Trust	69,000,000 (13.28%)	123,500,000 (19.9982%)
Andrew Ritchie TR AJ Trust No 2	80,000,000 (15.40%)	123,500,000 (19.9982%)

Note:

1. Assuming the exercise of all Rights issued to the Standby Purchasers under the Basic Subscription Privilege and the purchase by the Standby Purchasers of all Common Shares under the Standby Commitment.

HOW TO EXERCISE THE RIGHTS

How does a security holder that is a registered holder participate in the Rights Offering?

If you are a registered holder of Common Shares, a Rights DRS Advice issued under the direct registration system of Computershare Investor Services Inc. (the “**Subscription Agent**”) representing the total number of transferable Rights to which you are entitled as of the Record Date has been mailed to you with a copy of the Notice or will be mailed to you once you have been Determined Exempt (as defined below), as applicable. To exercise the Rights represented by the Rights DRS Advice, you must complete and deliver the enclosed subscription form in accordance with the instructions set out below. Rights not exercised at or prior to the Expiry Time will be void and of no value. The method of delivery is at the discretion and risk of the holder of the Rights DRS Advice and delivery to the Subscription Agent will only be effective when actually received by the Subscription Agent at its office. See “*Appointment of Rights Subscription Agent – Who is the Subscription Agent?*” Rights DRS Advice and payments received after the Expiry Time will not be accepted.

In order to exercise your Rights you must:

1. ***Complete and sign Box 1 on the Rights Subscription Form.*** The maximum number of Rights that you may exercise under the Basic Subscription Privilege is shown on the first page of the Rights DRS Advice. If you complete Box 1 so as to exercise some but not all of the Rights evidenced by the Rights DRS Advice, you will be deemed to have waived the unexercised balance of such Rights, unless you otherwise specifically advise the Subscription Agent at the time the Rights DRS Advice is surrendered to the Subscription Agent.
2. ***Additional Subscription Privilege.*** Complete and sign Box 2 on the Rights Subscription Form only if you also wish to participate in the Additional Subscription Privilege. See “*How to Exercise the Rights? – What is the Additional Subscription Privilege and how can you exercise this privilege?*”
3. ***Enclose payment in Canadian funds by certified cheque, bank draft or money order payable to the order of Computershare Investor Services Inc.*** In order to purchase one Common Share, you must own one (1) Right and pay a price of \$0.04 per Common Share. In addition to the amount payable for any Common Shares you wish to purchase under the Basic Subscription Privilege, you must also pay the amount required for any Common Shares subscribed for under the Additional Subscription Privilege.
4. ***Delivery.*** Deliver or mail the completed Subscription Form and Rights DRS Advice and payment in the enclosed return envelope addressed to the Subscription Agent so that it is received before the Expiry Time. If you are mailing your documents, registered mail is recommended. Please allow sufficient time to avoid late delivery.

The signature of the Rights holder on the Rights Subscription Form must correspond in every particular with the name that appears on the face of the Rights DRS Advice.

Signatures by a trustee, executor, administrator, guardian, attorney, officer of a company or any person acting in a fiduciary or representative capacity should be accompanied by evidence of authority satisfactory to the Subscription Agent. We will determine all questions as to the validity, form, eligibility (including time of receipt) and acceptance of any subscription in our sole discretion. Subscriptions are irrevocable. We reserve the right to reject any subscription if it is not in proper form or if the acceptance thereof or the issuance of Common Shares pursuant thereto could be unlawful. We also reserve the right to waive any defect in respect of any particular subscription. Neither we nor the Subscription Agent is under any duty to give any notice of any defect or irregularity in any subscription, nor will we be liable for the failure to give any such notice.

How does a security holder that is not a registered holder participate in the Rights Offering?

You are a beneficial Eligible Holder if you hold your Common Shares through a securities broker or dealer, bank or trust company or other participant (a “**Participant**”) in the book-based system administered by CDS Clearing and Subscription Agent Services Inc. (“**CDS**”). The total number of Rights to which all beneficial Eligible Holders as of the Record Date are entitled will be issued to CDS and will be deposited with CDS following the Record Date. We expect that each beneficial Eligible Holder will receive a confirmation of the number of Rights issued to it from the applicable Participant in accordance with the practices and procedures of that Participant. CDS will be responsible for establishing and maintaining book-entry accounts for Participants holding Rights.

Neither we nor the Subscription Agent will have any liability for (i) the records maintained by CDS or Participants relating to the Rights or the book-entry accounts maintained by them, (ii) maintaining, supervising or reviewing any records relating to such Rights, or (iii) any advice or representations made or given by CDS or Participants with respect to the rules and regulations of CDS or any action to be taken by CDS or Participants.

If you are a beneficial Eligible Holder:

1. to exercise your Rights held through a Participant, you must instruct such Participant to exercise all or a specified number of such Rights, and forward to such Participant, the Subscription Price for each Common Share that you wish to subscribe for; and
2. you may subscribe for Additional Common Shares pursuant to the Additional Subscription Privilege by instructing such Participant to exercise the Additional Subscription Privilege in respect of the number of Additional Common Shares you wish to subscribe for and forwarding to such Participant the Subscription Price for such Additional Common Shares requested.

Any excess funds will be returned to the applicable Participant for the account of the beneficial holder, without interest or deduction.

Can I combine, exchange or divide my Rights DRS Advice?

The Rights DRS Advice cannot be combined, divided or exchanged for certificates.

Who is eligible to receive Rights?

Holders of Common Shares on the Record Date resident in an Eligible Jurisdiction are eligible to receive Rights. The Rights and Common Shares have not and will not be registered under the laws of any jurisdiction outside of the Eligible Jurisdictions.

If you are a holder of Common Shares on the Record Date resident outside of an Eligible Jurisdiction (an “**Ineligible Holder**”), you will find an exempt purchaser status certificate (“**Exempt Status Certificate**”) and, if you are resident in the United States, a U.S. accredited investor certificate (“**U.S. Accredited Investor Certificate**”) enclosed with the Notice mailed to you on or about December 20, 2023. If you deliver a completed and executed Exempt Status Certificate and, in the case of a Shareholder resident in the United States, a U.S. Accredited Investor Certificate to Pulse on or before December 29, 2023 and your eligibility to participate in the Rights Offering is confirmed by Pulse, the Subscription Agent will forward to you a Rights DRS Advice evidencing the number of Rights to which you are entitled.

An Ineligible Holder who wishes to exercise Rights, and who is resident of a jurisdiction where the Rights Offering and the distribution and exercise of Right is lawful and exempt from any prospectus or similar filing requirement, must complete and deliver the Exempt Status Certificate and, in the case of a Shareholder resident

in the United States, the U.S. Accredited Investor Certificate to the Corporation. Among other things, an Ineligible Holder seeking eligibility to participate in the Rights Offering must represent and warrant to the Corporation and the Subscription Agent and their respective directors, officers and employees that under the laws of such person's place of residence, such person is entitled to receive, own and exercise the Right and that the distribution to, and exercise by, such person of such Rights is not unlawful and is exempt from any prospectus or similar filing requirement under the laws applicable to such person or the laws of such person's place of residence and does not require obtaining any approvals of a regulatory authority in such person's place of residence. In addition, such Ineligible Holder must acknowledge that the Corporation and the Subscription Agent and their respective directors, officers, and employees are relying on such representations and warranties and are entitled and requested to do so in accepting such subscription and in issuing and distributing the subscribed for Common Shares. The Corporation may, in its sole discretion, determine such person's eligibility to receive and Exercise Rights despite being resident outside of an Eligible Jurisdiction ("**Determined Exempt**").

Rights will not be forwarded by the Corporation to Ineligible Holders except as aforesaid. Shareholders will be presumed to be resident in the jurisdiction of their registered address unless the contrary is shown to the satisfaction of the Corporation. Rights DRS Advices representing Rights in respect of Ineligible Holders will be issued to and held by the Subscription Agent as agent for the benefit of Ineligible Holders. The Subscription Agent will hold the Rights until December 29, 2023 in order to give Ineligible Holders an opportunity to claim the Rights by satisfying the Corporation that the issue of Shares pursuant to the exercise of Rights will not be in violation of the laws of applicable jurisdiction (in accordance with the instructions provided in the Notice to Ineligible Holders). Following such date, the Subscription Agent shall continue to hold the Rights DRS Advice representing the Rights of such Shareholders requiring exemptions until the Expiry Time, following which time the Rights will become null and void.

Holders of Rights who are not resident in the Eligible Jurisdictions and have been Determined Exempt should be aware that the transfer of Rights or Common Shares upon the exercise of Rights may have tax consequences in the jurisdiction where they reside, which are not described herein. Accordingly, such holders should consult their own tax advisors about the specific tax consequences in the jurisdiction where they reside of acquiring, holding, and disposing of Rights or Common Shares.

The Rights Offering does not constitute an offer or a solicitation to any person in any jurisdiction in which such offer or solicitation is unlawful. The Rights Offering is not being made to, nor will subscriptions be accepted from or on behalf of, holders of Rights in any jurisdiction in which the making or acceptance thereof would not be in compliance with the laws of such jurisdiction. However, the Corporation may, in its sole discretion, take such action, as it may deem necessary to extend the Rights Offering to holders of Common Shares in such jurisdiction. **Any person resident outside of Canada who is subject to the laws of a jurisdiction where the Rights Offering may be lawful, should seek advice from a lawyer or other qualified securities authority to satisfy himself, herself or itself with respect to the availability and applicability of any exemption or other provision of the applicable securities legislation that would make the Rights Offering to him, her or it lawful.**

What is the Additional Subscription Privilege and how can you exercise this privilege?

A holder of a Rights DRS Advice who is not an Ineligible Holder, or is an Ineligible Holder who has been Determined Exempt, and who has exercised all the Rights evidenced by such Rights DRS Advice may subscribe for Additional Common Shares, if available, at the Subscription Price. Additional Common Shares will be allocated from those Common Shares, if any, available as a result of Rights that are unexercised by the Expiry Time. A holder who exercises the Additional Subscription Privilege will receive the lesser of (i) the number of Common Shares that holder subscribes for under the Additional Subscription Privilege, and (ii) the number of Common Shares that is equal to the aggregate number of Common Shares available through unexercised Rights multiplied by the quotient of the number of Rights previously exercised by such holder under the Rights Offering

divided by the aggregate number of Rights previously exercised under the Rights Offering by holders of Rights that have subscribed for Common Shares under the Additional Subscription Privilege.

A Rights holder who is not an Ineligible Holder, or is an Ineligible Holder who has been Determined Exempt, may subscribe for Additional Common Shares by (i) completing Box 2 on the Rights Subscription Form, and (ii) delivering the Rights DRS Advice and Subscription Form, together with payment for those Additional Common Shares, to the Subscription Agent on or before the Expiry Time. If payment for all Additional Common Shares subscribed for pursuant to the Additional Subscription Privilege (such subscription for Additional Common Shares being an “**Additional Subscription**”) does not accompany the subscription, the Additional Subscription will be invalid.

If the Rights Offering is fully subscribed, then the funds included for any Additional Subscription will be returned by the Subscription Agent to the relevant Shareholders. If the Rights Offering is not fully subscribed, a direct registration system (“**DRS**”) advice representing the Common Shares due to Eligible Holders as a result of Additional Subscriptions will be delivered by the Subscription Agent together with the DRS advice representing such securities due to those Shareholders pursuant to their subscriptions in accordance with the Basic Subscription Privilege. In addition, the Subscription Agent will return to any Shareholder within 30 calendar days of the Expiry Time any excess funds paid in respect of an Additional Subscription where the number of Additional Common Shares available to that Shareholder is less than the number of Additional Common Shares subscribed for. No interest will be payable by the Subscription Agent in respect of any excess funds returned to Shareholders.

How does a Rights holder sell or transfer Rights?

The Rights will not be listed for trading. There is no market through which the Rights may be sold. However, holders of a Rights DRS Advice not wishing to exercise their Rights may sell or transfer their Rights at the Shareholder’s expense, subject to any applicable resale restrictions. A Rights DRS Advice will not be registered in the name of an Ineligible Holder. Holders of a Rights DRS Advice may elect to exercise only a part of their Rights and dispose of the remainder, or dispose of all of their Rights. Any commission or other expense payable in connection with the exercise or any trade of Rights is the responsibility of the holder of such Rights. Depending on the number of Rights a holder may wish to sell, the commission payable in connection with a sale of Rights could exceed the proceeds received from such sale.

When can you trade securities issuable upon the exercise of your Rights?

The Common Shares issuable upon the exercise of your Rights will be listed on the TSX-V under the trading symbol “PUL” and will be available for trading as soon as practicable after the closing of the Rights Offering.

Are there restrictions on the resale of securities?

The Rights being issued hereunder and the Common Shares issuable upon exercise of the Rights are being distributed by the Corporation pursuant to an exemption from the prospectus requirements under Canadian securities legislation.

Resale of the Rights and the underlying Common Shares may be subject to restrictions pursuant to applicable securities legislation then in force. Set out below is a general summary of the restrictions governing first trades in the Rights and the underlying securities in Canada. Additional restrictions apply to holders of Rights and underlying securities who are “control persons” in respect of the Corporation for purposes of securities legislation. Each holder is urged to consult his, her or its professional advisors to determine the exact conditions and restrictions applicable to trades of the Rights and the underlying securities.

Generally, the first trade in Rights and the Common Shares issuable upon exercise of the Rights will be exempt from the prospectus requirements of Canadian securities legislation, if: (a) the Corporation is and has been a reporting issuer in a jurisdiction of Canada for the four months immediately preceding the trade; (b) the trade is not a control distribution; (c) no unusual effort is made to prepare the market or to create a demand for the Rights or the Common Shares; (d) no extraordinary commission or other consideration is paid in respect of such trade; and (e) if the selling security holder is an insider or officer of the Corporation, the selling security holder has no reasonable grounds to believe that the Corporation is in default of securities legislation. If such conditions have not been met, then the Rights and the underlying securities may not be resold except pursuant to a prospectus or prospectus exemption, which may only be available in limited circumstances. As of the date hereof, the Corporation has been a reporting issuer for more than four months in the provinces of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario and Nova Scotia.

The foregoing is a summary only and is not intended to be exhaustive. Holders of Rights or the underlying securities should consult with their advisors concerning restrictions on resale, and should not resell their Rights or the underlying securities until they have determined that any such resale is in compliance with the requirements of applicable legislation.

Will we issue fractional underlying securities upon exercise of the Rights?

No fractional Common Shares will be issued. Where the exercise of Rights would otherwise have entitled a Rights holder to receive fractional Common Shares, the Rights holder's entitlement will be rounded down to the next lowest whole number of Common Shares.

APPOINTMENT OF RIGHTS SUBSCRIPTION AGENT

Who is the Subscription Agent?

Computershare Investor Services Inc. is the Subscription Agent for the Rights Offering. The Subscription Agent has been appointed to receive subscriptions and payment from holders of Rights and to perform the services relating to the exercise and transfer of the Rights.

What happens if we do not receive funds from the Standby Purchaser?

If we do not receive funds from the Standby Purchasers pursuant to the Standby Purchasers' obligations under the Standby Commitment Agreements, the Subscription Agent will return all funds held by it to holders of Rights that have subscribed for securities under the Rights Offering, pursuant to the rights agency agreement entered into by the Corporation and the Subscription Agent dated December 7, 2023.

ADDITIONAL INFORMATION

Where can you find more information about us?

You can access our continuous disclosure documents filed with Canadian securities regulators under our issuer profile at www.sedarplus.ca. You can also find additional information about us at <http://www.pulseoilcorp.com>.

MATERIAL FACTS AND MATERIAL CHANGES

There is no material fact or material change about the Corporation that has not been generally disclosed.