

JOURNEY ENERGY INC.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

to be held on May 24, 2017

TO THE SHAREHOLDERS OF JOURNEY ENERGY INC.

NOTICE IS HEREBY GIVEN that an annual meeting (the “**Meeting**”) of holders (the “**Shareholders**”) of common shares (the “**Common Shares**”) of Journey Energy Inc. (the “**Corporation**”) will be held at the offices of Journey Energy Inc., 700, 517 – 10th Avenue, S.W., Calgary, Alberta T2R 0A8 at 3:00 p.m. (Calgary time) on May 24, 2017, for the following purposes:

1. to receive and consider the financial statements of the Corporation for the year ended December 31, 2016 and the auditor’s report thereon;
2. to fix the number of directors of the Corporation to be elected at the Meeting at seven (7);
3. to elect the directors of the Corporation for the ensuing year;
4. to appoint the auditor of the Corporation for the ensuing year and authorize the board of directors to fix the remuneration of the auditor;
5. to approve all unallocated options to acquire Common Shares pursuant to the Corporation’s stock option plan dated June 4, 2014;
6. to approve all unallocated awards to acquire Common Shares pursuant to the Corporation’s restricted bonus award incentive plan dated June 4, 2014; and
7. for the Shareholders to transact such other business as may properly be brought before the Meeting or any adjournment or adjournments thereof as ordinary business.

Shareholders should refer to the accompanying Proxy Statement and Information Circular dated April 7, 2017 for more detailed information with respect to the Corporation and the matters to be considered at the Meeting.

If you are a registered Shareholder and are unable to attend the Meeting in person, please exercise your right to vote by dating, signing and returning the accompanying form of proxy to Computershare Trust Company of Canada, the Corporation’s transfer agent. To be valid, completed proxy forms must be dated, completed, signed and deposited with our transfer agent, Computershare Trust Company of Canada, as follows: (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 (416) 263-9524 or 1-866-249-7775. You may also vote using the internet at www.investorvote.com or telephone at 1-866-732-VOTE (8683) using the 15-digit control number found on your proxy form. If you vote through the internet, you may also appoint another person to be your proxyholder. Your proxy or voting instructions must be received in each case no later than 48 hours (excluding weekends and holidays) before the time set for the holding of the Meeting or any adjournment(s) thereof or may be deposited with the Chairman of the Meeting prior to its commencement.

If you are not a registered Shareholder and receive these materials through your broker or through another intermediary, please complete and return the form of proxy or applicable voting information form in accordance with the instructions provided to you by your broker or other intermediary with respect to the procedures to be followed for voting at the Meeting.

The board of directors of the Corporation has fixed April 13, 2017 as the record date for the Meeting. Only Shareholders of record at the close of business on April 13, 2017 are entitled to notice of the Meeting and to attend and vote thereat or at any adjournment(s) thereof on the basis of one vote for each Common Share held, except to

the extent that: (i) a registered Shareholder has transferred the ownership of any Common Shares, subsequent to the record date; and (ii) the transferee of those Common Shares produces properly endorsed share certificates, or otherwise establishes that he or she owns the Common Shares and demands, not later than 10 days before the Meeting, that his or her name be included on the Shareholder list before the Meeting, in which case, the transferee shall be entitled to vote such Common Shares at the Meeting.

BY ORDER OF THE BOARD OF DIRECTORS

(Signed) “*Alex G. Verge*”

Alex G. Verge
President and Chief Executive Officer and Director

April 7, 2017