

**SINTANA ENERGY INC.**

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

NOTICE IS HEREBY GIVEN that the annual and special meeting (the “**Meeting**”) of the shareholders of Sintana Energy Inc. (the “**Corporation**”) will be held at 5949 Sherry Lane, Suite 835, Dallas, Texas, on Tuesday, December 18, 2018, at 11:00 a.m. (CST) for the following purposes:

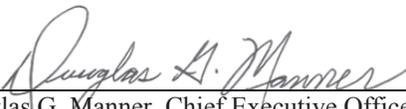
1. to receive and consider the financial statements of the Corporation for the fiscal years ended December 31, 2015, 2016 and 2017, together with the reports of the auditors thereon;
2. to elect directors;
3. to appoint auditors for the current fiscal year and to authorize the directors to fix their remuneration, and to ratify the appointment of auditors for the fiscal years ended December 31, 2016 and 2017;
4. to consider, and, if deemed appropriate, to pass with or without variation an ordinary resolution approving and confirming a stock option plan of the Corporation, as more particularly described in the accompanying management information circular of the Corporation dated November 8, 2018 (the “**Information Circular**”); and
5. to consider, and, if deemed appropriate, to pass with or without variation an ordinary resolution approving and confirming a restricted share unit plan of the Corporation, as more particularly described in the accompanying Information Circular; and
6. to transact such further or other business as may properly come before the Meeting or any adjournment or adjournments thereof.

This notice is accompanied by a form of proxy, the Information Circular, the audited financial statements of the Corporation for the fiscal years ended December 31, 2015, 2016 and 2017, and a supplemental mailing list form. To be valid, the accompanying proxy must be received by Computershare Trust Company of Canada, 100 University Avenue Toronto, Ontario M5J 2Y1, before 4:00 p.m. (Toronto time) on December 14, 2018.

Shareholders who are unable to attend the Meeting in person are requested to complete, date, sign and return the enclosed form of proxy so that as large a representation as possible may be had at the Meeting.

DATED at Toronto, Ontario as of the 8<sup>th</sup> day of November, 2018.

**BY ORDER OF THE BOARD OF DIRECTORS**

  
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Douglas G. Manner, Chief Executive Officer