

DOXA ENERGY LTD.

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Form of Proxy - Annual and Special General Meeting to be held on December 12, 2018

This Form of Proxy is solicited by and on behalf of Management.

Notes to proxy

1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
2. If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this proxy. If you are voting on behalf of a corporation or another individual you must sign this proxy with signing capacity stated, and you may be required to provide documentation evidencing your power to sign this proxy.
3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
5. **The securities represented by this proxy will be voted as directed by the holder, however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by Management.**
6. The securities represented by this proxy will be voted in favour or withheld from voting or voted against each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
7. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting or any adjournment or postponement thereof.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

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Proxies submitted must be received by 10:00 AM, Pacific Time on Monday, December 10, 2018.



Appointment of Proxyholder

I/We being holder(s) of Doxa Energy Ltd. hereby appoint: Daniel Frederiksen, or failing him Shauna Hartman, or failing her, G. Arnold Armstrong,

OR

Print the name of the person you are appointing if this person is someone other than the Chairman of the Meeting.

as my/our proxyholder with full power of substitution and to attend, act and to vote for and on behalf of the shareholder in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the Annual and Special General Meeting of shareholders of Doxa Energy Ltd. to be held at Armstrong Simpson, Suite 2080-777 Hornby Street, Vancouver, B.C., on December 12, 2018 at 10:00 AM, Pacific Time and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

1. Number of Directors

To set the number of Directors at seven.

For	<input type="checkbox"/>	Against	<input type="checkbox"/>
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2. Election of Directors

	For	Withhold		For	Withhold		For	Withhold
01. G. Arnold Armstrong	<input type="checkbox"/>	<input type="checkbox"/>	02. John D. Harvison	<input type="checkbox"/>	<input type="checkbox"/>	03. Daniel Frederiksen	<input type="checkbox"/>	<input type="checkbox"/>
04. Paul McKenzie	<input type="checkbox"/>	<input type="checkbox"/>	05. Gerald Graham	<input type="checkbox"/>	<input type="checkbox"/>	06. Jonathon Weiss	<input type="checkbox"/>	<input type="checkbox"/>
07. J. Mark Bronson	<input type="checkbox"/>	<input type="checkbox"/>						

3. Appointment of Auditors

Appointment of Smythe LLP as Auditors of the Company for the ensuing year and authorizing the Directors to fix their remuneration.

For	<input type="checkbox"/>	Withhold	<input type="checkbox"/>
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4. Approval of 10% Rolling Stock Option Plan

To approve a 10% Rolling Stock Option Plan for the Company and previous stock option grants, as more particularly set out in the Circular.

For	<input type="checkbox"/>	Against	<input type="checkbox"/>
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5. Consolidation

To approve a 17-old for one new consolidation of the Company's common shares.

For	<input type="checkbox"/>	Withhold	<input type="checkbox"/>
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6. Approval of disposition of all or substantially all of the undertaking of the Company

To approve a special resolution concerning the sale of the Company's oil and gas properties as more particularly set forth in the Circular.

For	<input type="checkbox"/>	Against	<input type="checkbox"/>
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7. Approval of Debt Settlement with Armada Investments Ltd.

To approve the completion of a debt settlement with Harvco LLC, as more particularly described in the Circular.

For	<input type="checkbox"/>	Against	<input type="checkbox"/>
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8. Approval of Debt Settlement with Harvco LLC

To approve the completion of a debt settlement with Harvco LLC, as more particularly described in the Circular.

For	<input type="checkbox"/>	Against	<input type="checkbox"/>
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9. Approval of Control Block Position

To approve the creation of a new control position for Harvco LLC, as more particularly described in the Circular.

For	<input type="checkbox"/>	Against	<input type="checkbox"/>
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10. Alteration of Company's articles

To pass a special resolution approving the alteration of the Company's articles in the manner as more particularly described in the Circular.

For	<input type="checkbox"/>	Against	<input type="checkbox"/>
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Authorized Signature(s) – This section must be completed for your instructions to be executed.

I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any proxy previously given with respect to the Meeting. If no voting instructions are indicated above, this Proxy will be voted as recommended by Management.

Signature(s)

Date

MM / DD / YY

