

Pine Cliff Energy Ltd.
Annual and Special
Meeting of Securityholders
May 15, 2018

FINAL SCRUTINEERS' REPORT

We the undersigned scrutineers, hereby report the following:

Number of Registered Securityholders and duly appointed Proxyholders present:	<u>9</u>
Common shares represented by Registered Securityholders in person and by duly appointed Proxyholders:	<u>8,485,678</u>
Securities represented by management proxies:	<u>131,285,573</u>
Total Securities represented at Meeting	<u>139,771,251</u> or <u>45.52%</u>

Outstanding Voting Securities: 307,075,787 Common Shares

ODYSSEY TRUST COMPANY



Matthew Kelly, Scrutineer

Dated this 15th day of May, 2018

Pine Cliff Energy Ltd.
Annual and Special
Meeting of Securityholders
May 15, 2018

We the undersigned scrutineers, hereby report on Resolution:

An ordinary resolution to approve the unallocated options under the Corporation's Stock Option Plan, and any amendments to the Corporation's Stock Option Plan.

For	<u>127,283,781</u>	<u>94.97%</u>
Against	<u>6,747,139</u>	<u>5.03%</u>
Total	<u>134,030,920</u>	<u>100.00%</u>

ODYSSEY TRUST COMPANY



Matthew Kelly, Scrutineer

Dated this 15th day of May, 2018

**Pine Cliff Energy Ltd.
Annual and Special
Meeting of Securityholders
May 15, 2018**

We the undersigned scrutineers, hereby report the following::

To Elect as Director:

Nominees	For	% For	Withhold	% Withheld
<u>GARY J. DRUMMOND</u>	<u>127,483,065</u>	<u>95.39%</u>	<u>6,158,327</u>	<u>4.61%</u>
<u>GEORGE F. FINK</u>	<u>127,477,758</u>	<u>95.39%</u>	<u>6,163,634</u>	<u>4.61%</u>
<u>PHILIP B. HODGE</u>	<u>127,880,490</u>	<u>95.41%</u>	<u>6,156,527</u>	<u>4.59%</u>
<u>RANDY M. JAROCK</u>	<u>126,880,345</u>	<u>94.66%</u>	<u>7,156,672</u>	<u>5.34%</u>
<u>WILLIAM S. RICE</u>	<u>127,879,490</u>	<u>95.41%</u>	<u>6,157,527</u>	<u>4.59%</u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>

ODYSSEY TRUST COMPANY



 Matthew Kelly, Scrutineer

Dated this 15th day of May, 2018



SUMMARY OF VOTES CAST

ODYSSEY TRUST COMPANY

Effective: 05/14/2018

*** BY PERCENTAGE VOTED ***

ISSUE: PINE CLIFF ENERGY LTD. COMMON SHARES
 PROXY: PINE CLIFF-ANNUAL & SPECIAL MEETING 2018

Record Date: 04/10/2018
 Meeting Date: 05/15/2018

42.753% Shares voted	131,285,578	of	307,075,787	Shares
27.451% Accounts voted	14	of	51	Accounts

QUESTION	YES	NO	ABSTAIN
* 1) TO ELECT AS DIRECTOR, GARY J. DRUMMOND	95.086% 119,005,712	0.000% 0	4.914% 6,150,007
	Broker Non-Vote:		6,129,859
* 2) TO ELECT AS DIRECTOR, GEORGE F. FINK	95.075% 118,992,085	0.000% 0	4.925% 6,163,634
	Broker Non-Vote:		6,129,859
* 3) TO ELECT AS DIRECTOR, PHILIP B. HODGE	95.103% 119,403,137	0.000% 0	4.897% 6,148,207
	Broker Non-Vote:		5,734,234
* 4) TO ELECT AS DIRECTOR, RANDY M. JAROCK	94.306% 118,402,992	0.000% 0	5.694% 7,148,352
	Broker Non-Vote:		5,734,234
* 5) TO ELECT AS DIRECTOR, WILLIAM S. RICE	95.102% 119,402,137	0.000% 0	4.898% 6,149,207
	Broker Non-Vote:		5,734,234
6) APPOINTMENT OF AUDITORS	99.418% 130,467,105	0.002% 3,200	0.579% 760,320
	Broker Non-Vote:		54,953
7) STOCK OPTION PLAN	94.742% 119,001,358	5.210% 6,543,889	0.049% 61,050
	Broker Non-Vote:		5,679,281