

NEW STRATUS ENERGY INC.

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS
TO BE HELD ON MAY 10, 2018**

NOTICE IS HEREBY GIVEN THAT AN ANNUAL GENERAL AND SPECIAL MEETING (the "**Meeting**") of holders of common shares ("**Common Shares**") of New Stratus Energy Inc. (the "**Corporation**") will be held at 1000, 250 - 2nd Street S.W., Livingston Place, Calgary, Alberta, at 10:00 a.m., on Thursday, May 10, 2018 for the following purposes:

1. to receive and consider the audited financial statements of the Corporation for the financial year ended March 31, 2017 and the report of the auditor thereon, and the unaudited financial statements of the Corporation for the interim period ended December 31, 2017;
2. to fix the number of directors of the Corporation to be elected at the Meeting at five (5);
3. to elect the board of directors of the Corporation for the ensuing year;
4. to appoint the auditor of the Corporation for the ensuing year and to authorize the Board of Directors to fix the auditor's remuneration;
5. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution, as more particularly set forth in the accompanying Management Information Circular, relating to the approval of a new stock option plan of the Corporation;
6. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution, as more particularly set forth in the accompanying Management Information Circular, relating to the ratification and confirmation of the new by-laws of the Corporation; and
7. to transact such other business as may be properly brought before the Meeting or any adjournment thereof.

DATED this 6th day of April, 2018.

BY ORDER OF THE BOARD OF DIRECTORS

"Krishna Vathyam"

Krishna Vathyam

Interim Chief Executive Officer and Director

IMPORTANT

It is desirable that as many shares as possible be represented at the Meeting. If you do not expect to attend and would like your Common Shares represented, please complete the enclosed instrument of proxy and return it as soon as possible in the envelope provided for that purpose. A proxy will not be valid unless it is deposited with our transfer agent Computershare Trust Company of Canada, (i) by mail using the enclosed return envelope or (ii) by hand delivery to 8th Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1. Alternatively, you may vote by telephone at 1-866-732-VOTE (8683) (toll free within North America) or 1-312-588-4290 (outside North America) or by internet using the 15 digit control number located at the bottom of your proxy at www.investorvote.com. All instructions are listed in the enclosed form of proxy.