

**Form 45-102F1**

**Notice of Intention to Distribute Securities  
under Section 2.8 of NI 45-102 *Resale of Securities***

**Reporting issuer**

1. Name of reporting issuer:  
  
Pinedale Energy Limited

**Selling security holder**

2. Your name:  
  
Brad Windt
3. The offices or positions you hold in the reporting issuer:  
  
Brad Windt is a director, President, Chief Executive Officer, and a control person of the reporting issuer.
4. Are you selling securities as a lender, pledgee, mortgagee or other encumbrancer?  
  
No
5. Number and class of securities of the reporting issuer you beneficially own:  
  
Brad Windt beneficially owns a total of 6,288,945 Class A common shares of the reporting issuer (including 187,833 Class A common shares of the reporting issuer owned by 676541 B.C. Ltd., a private company wholly owned by Brad Windt). Mr. Windt also owns 84,888,888 (non-voting) Class B common shares of the reporting issuer and a total of 1,590,833 Class A common share purchase warrants of the reporting issuer (including 435,833 Class A common share purchase warrants of the reporting issuer owned by 676541 B.C. Ltd.).

**Distribution**

6. Number and class of securities you propose to sell:  
  
500,000 Class A common share purchase warrants, each warrant exercisable into one Class A common share at an exercise price of \$0.26 per share until June 26, 2022.
7. Will you sell the securities privately or on an exchange or market? If on an exchange or market, provide the name.  
  
The securities will be sold privately.

**Warning**

**It is an offence to submit information that, in a material respect and in light of the circumstances in which it is submitted, is misleading or untrue.**

**Certificate**

I certify that

- (1) I have no knowledge of a material fact or material change with respect to the issuer of the securities that has not been generally disclosed; and
- (2) the information given in this form is true and complete.

Date: December 11, 2017

Brad Windt

\_\_\_\_\_  
Your name (Selling security holder)

*“Brad Windt”*

\_\_\_\_\_  
Your signature (or if a company, the signature of your authorized signatory)

N/A

\_\_\_\_\_  
Name of your authorized signatory

***Notice to selling security holders - collection and use of personal information***

The personal information required in this form is collected for and used by the listed securities regulatory authorities or regulators to administer and enforce securities legislation in their jurisdictions. This form is publicly available by authority of National Instrument 45-102 and the securities legislation in each of the jurisdictions. The personal information collected will not be used or disclosed other than for the stated purposes without first obtaining your consent. Corporate filers should seek the consent of any individuals whose personal information appears in this form before filing this form.