



2040-885 West Georgia Street  
Vancouver, B.C. V6C 3E8

**NOTICE OF THE SPECIAL MEETING OF SHAREHOLDERS  
TO BE HELD ON JANUARY 3, 2019**

**TAKE NOTICE** that a special meeting (the “**Meeting**”) of the holders of common shares (the “**Common Shares**”) of TAG Oil Ltd. (“**TAG**” or the “**Company**”) will be held at Suite 2600, Three Bentall Centre, 595 Burrard Street, Vancouver, British Columbia, on January 3, 2019, at 1:00 p.m. (PST), for the following purposes:

1. **Approve the Sale of the New Zealand Business.** To consider and, if deemed advisable, to pass, with or without variation, a special resolution (the “**Transaction Resolution**”), the full text of which is set out in Appendix “A” to the accompanying management information circular (the “**Information Circular**”), approving the sale of substantially all of the assets of TAG pursuant to Section 301 of the *Business Corporations Act* (British Columbia) by TAG’s wholly-owned subsidiaries, TAG Oil (NZ) Limited and CX Oil Limited, through the sale of the assets necessary to TAG’s oil and gas business in New Zealand and all of the outstanding shares of Cheal Petroleum Limited, pursuant to the terms of a share and asset purchase agreement entered into on November 6, 2018 with Tamarind Resources Pte Ltd. and its subsidiaries, Tamarind NZ Holdings Limited and Tamarind NZ Onshore Limited (the “**Purchase Agreement**”); and
2. **Other Business.** To transact such other business as may be properly brought before the Meeting or any adjournment or postponement thereof.

The Information Circular accompanies and is deemed to form part of this Notice of Meeting. The Information Circular contains details of matters to be considered at the Meeting. Additional information is also available free of charge on SEDAR at [www.sedar.com](http://www.sedar.com). The Purchase Agreement has been filed under the Company’s SEDAR profile and a copy of the Purchase Agreement will be available for inspection by shareholders of TAG at the Company’s records office, located at the office of Blake, Cassels & Graydon LLP, 2600-595 Burrard Street, Vancouver, British Columbia, Canada V7X 1L3, during statutory business hours on any business day up to and including the date of the Meeting.

The board of directors of TAG (the “**Board**”) UNANIMOUSLY recommends that shareholders of TAG vote IN FAVOUR of the Transaction Resolution. It is a condition to the completion of the Transaction that the Transaction Resolution be approved at the Meeting.

The Board has fixed November 27, 2018 as the record date for the Meeting (the “**Record Date**”). Only shareholders of record at the close of business on the Record Date are entitled to vote at the Meeting or any adjournment or postponement thereof.

**Voting Instructions**

If you are a registered shareholder whose Common Shares are registered in your name, you can exercise your right to vote in person at the Meeting or be represented by proxy. It is important that your Common Shares be represented at the Meeting. Whether or not you are able to attend the Meeting, we urge you to vote by completing and returning the accompanying form of proxy and depositing it with



Computershare Investor Services Inc. using one of the methods indicated on the form of proxy. Proxies must be completed, dated, signed and returned to Computershare Investor Services Inc. by 1:00 p.m. (PST) on December 31, 2018, or if the Meeting is adjourned or postponed, not less than 48 hours (excluding Saturdays, Sundays and holidays) before the date to which the Meeting is adjourned or postponed. Telephone voting can be completed at 1-866-732-vote (1-866-732-8683), voting by fax can be sent to 1-866-249-7775 or 416-263-9542 and Internet voting can be completed at [www.investorvote.com](http://www.investorvote.com). Proxies submitted via mail should be sent to Computershare Investor Services Inc. at 8th Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1.

**As there is a postal strike in Canada, you should provide your proxy or voting instructions by fax within North America at 1-866-249-7775, outside North America at 416-263-9524, by phone at 1-866-732-8683, or by way of the Internet at [www.investorvote.com](http://www.investorvote.com), instead of through the mail in order to ensure that your proxy or voting instructions will be received on time.**

Late proxies may be accepted or rejected by the Chair of the Meeting at his or her discretion and the Chair of the Meeting is under no obligation to accept or reject any particular late proxy. The Chair of the Meeting may waive or extend the proxy cut-off without notice.

If you are a non-registered shareholder and your Common Shares are held through a bank, broker or other financial intermediary, please carefully follow the instructions provided from your intermediary on how to vote your Common Shares.

If you have any questions or need assistance with voting your Common Shares, please contact the Company's transfer agent, Computershare Investor Services Inc., by fax within North America at 1-866-249-7775, outside North America at 416-263-9524, by telephone (toll free) at 1-866-732-8683 or by e-mail at [service@computershare.com](mailto:service@computershare.com).

**Dated** at Vancouver, British Columbia, November 30, 2018.

**BY ORDER OF THE BOARD**

*"Toby Pierce"*

Toby Pierce  
Chief Executive Officer and Director

**PLEASE VOTE YOUR COMMON SHARES BEFORE 1:00 P.M. (PST) ON DECEMBER 31, 2018**