



**NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS
TO BE HELD ON JUNE 19, 2017**

NOTICE IS HEREBY GIVEN that an annual and special meeting (the "**Meeting**") of the holders ("**Shareholders**") of common shares ("**Common Shares**") of Touchstone Exploration Inc. ("**Touchstone**" or the "**Company**") will be held on June 19, 2017 at First Canadian Centre, Chambers Room on Floor B1, 350 - 7th Avenue S.W., Calgary, Alberta, Canada at 10:00 a.m. (Calgary time) for the following purposes:

1. to receive and consider the financial statements of the Company for the year ended December 31, 2016 and the report of the auditors thereon;
2. to fix the number of directors to be elected at the Meeting at five (5) members;
3. to elect the directors of Touchstone for the ensuing year;
4. to appoint auditors for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors;
5. to consider and, if deemed appropriate, to pass a special resolution to reduce the stated capital of the Company;
6. to consider and, if deemed appropriate, to pass a resolution approving an amendment to By-Law No. 1 of the Company to require each shareholder with a holding of 3% or more in any class of shares in the Company to notify the Company without delay of any relevant changes to its shareholdings in the Company;
7. to consider and, if deemed appropriate, to pass a resolution approving the amendments to the Company's stock option plan, as more particularly described herein;
8. to ratify and approve the grant of certain stock options, as more particularly described herein; and
9. to transact such further and other business as may properly be brought before the Meeting or any adjournment(s) or postponement(s) thereof.

Specific details of the matters to be put before the Meeting are set forth in the proxy statement and Information Circular of the Company dated May 16, 2017.

All of the matters to be considered at the Meeting are ordinary resolutions requiring approval by a majority of the votes cast in respect of the resolution at the Meeting, with the exception of the special resolution to reduce stated capital which requires approval by a majority of not less than 2/3 of the votes cast in respect of the resolution at the Meeting.

If you are a registered Shareholder and are unable to attend the Meeting in person, please date and execute the accompanying form of proxy and return it in the envelope provided to Computershare Trust Company of Canada, the registrar and transfer agent of the Company, at 8th floor, 100 University Avenue, Toronto, Ontario M5J 2Y1, or by facsimile, at 1-866-249-7775 (toll free) or 1-416-263-9524 (outside North America), by no later than 10:00 a.m. (Calgary time) on June 15, 2017 or two days (not including Saturdays, Sundays and statutory holidays observed in Calgary, Alberta) preceding the date of any adjournment. Late proxies may be accepted or rejected by the Chairman of the Meeting at his or her discretion, and the Chairman of the Meeting is under no obligation to accept or reject any particular late proxy. The Chairman of the Meeting may waive or extend the proxy cut-off without notice. **If you are unable to attend the Meeting, we encourage you to complete the enclosed form of proxy as soon as possible.**

If you are not a registered Shareholder and receive these materials through your broker or through another intermediary, please complete and return the form of proxy in accordance with the instructions provided to you by your broker or by the other intermediary.

The Board of Directors of the Company has fixed May 11, 2017 as the record date for the Meeting. Shareholders of record at the close of business on May 11, 2017 are entitled to notice of the Meeting and to vote thereat or at any adjournment(s) thereof on the basis of one vote for each Common Share held, except to the extent that: (i) a registered Shareholder has transferred the ownership of any Common Shares subsequent to May 11, 2017; and (ii) the transferee of those Common Shares produces properly endorsed share certificates, or otherwise establishes that he or she owns the Common Shares and demands, not later than ten (10) days before the Meeting, that his or her name be included on the list of persons entitled to vote at the Meeting, in which case, the transferee shall be entitled to vote such Common Shares at the Meeting.

Dated at Calgary, Alberta, this 16th day of May, 2017.

BY ORDER OF THE BOARD OF DIRECTORS

/s/ Paul R. Baay
President, Chief Executive Officer and a Director
Touchstone Exploration Inc.