

**OYSTER OIL AND GAS LTD.**  
Suite 918, 1030 West Georgia Street  
Vancouver, British Columbia, V6E 2Y3

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Annual General and Special Meeting (the “**Meeting**”) of the shareholders of Oyster Oil and Gas Ltd. (the “**Company**”) will be held on **Friday, June 7, 2019** at 10:00 a.m. (Vancouver time) at Suite 2200, HSBC Building, 885 West Georgia Street, Vancouver, British Columbia, V6C 3E8 for the following purposes:

1. To receive and consider the audited financial statements of the Company for the financial years ended December 31, 2018, 2017 and 2016, and the auditor’s reports thereon.
2. To appoint Dale Matheson Carr-Hilton Labonte LLP, Chartered Professional Accountants as the Company’s auditor for the ensuing year, at a remuneration to be fixed by the Directors.
3. To set the number of Directors for the ensuing year at three (3).
4. To elect Directors to hold office for the ensuing year.
5. To approve the adoption of a new incentive stock option plan.
6. To approve the disposition of all of the outstanding share capital of the Company’s wholly-owned subsidiary, Oyster Oil & Gas Limited, in settlement of certain indebtedness owing to Northbay Capital Partners Corp. and Gunsynd PLC (the “**Settlement Transaction**”).
7. To approve the change of the Company’s name to “ZTR Acquisition Corp.”, or such other name as the Directors may determine, to be implemented following the completion of the Settlement Transaction.
8. To approve a consolidation of the Company’s common share capital on a basis to be determined by the Directors, in their sole discretion, provided that the consolidation shall be no greater than one (1) new common share of the Company for every twenty (20) existing common shares of the Company.
9. To transact such other business as may properly be transacted at the Meeting or at any adjournment thereof.

An information circular accompanies this notice and contains details of matters to be considered at the Meeting.

Registered Shareholders (“**Registered Holders**”) have the right to dissent with respect to approval of the Settlement Transaction and if the Settlement Transaction is completed, to be paid the fair value of their shares in accordance with the provisions of Section 238 and Division 2 of the *Business Corporations Act* (British Columbia) (the “**BCBCA**”). A Registered Holder’s right to dissent is more particularly described in the information circular which accompanies this notice.

Failure to comply with the requirements set forth in Division 2 of the BCBCA may result in the loss of any right to dissent. Shareholders should consult their legal advisors with respect to the legal rights available to them in relation to the Settlement Transaction.

**A shareholder who is unable to attend the Meeting in person and who wishes to ensure that such shareholder’s shares will be voted at the Meeting is requested to complete, date and sign the enclosed form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the information circular.**

As set out in the notes, the enclosed proxy is solicited by management, but, you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided the name of the person you wish to represent you at the Meeting.

**DATED** at Vancouver, British Columbia, this 1st day of May, 2019.

By order of the Board of Directors.

**OYSTER OIL AND GAS LTD.**

*/signed/ "Martin Bajic"*

**Martin Bajic**  
**Interim Chief Executive Officer**