

SAMOTH OILFIELD INC.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT AN ANNUAL AND SPECIAL MEETING (the "**Meeting**") of holders ("**Shareholders**") of common shares ("**Common Shares**") of Samoth Oilfield Inc. (the "**Corporation**" or "**Samoth**") will be held at #2, 64 Riel Drive, St. Albert, Alberta, on Thursday, January 4, 2018, at 10:30 a.m. for the following purposes:

- (a) to receive and consider the financial statements of the Corporation for the financial year ended October 31, 2016 and auditor's report thereon and the unaudited financial statements of the Corporation for the interim period ended July 31, 2017;
- (b) to fix the number of directors of the Corporation at three (3) directors;
- (c) to elect Leonard D. Jaroszuk, Desmond O'Kell and Matthew Potter as directors of the Corporation for the ensuing year, as more particularly set forth in the accompanying management information circular prepared for the purpose of the Meeting (the "**Management Information Circular**");
- (d) to appoint Grant Thornton LLP, Chartered Accountants, as the auditors of the Corporation for the ensuing year and to authorize the Board of Directors of the Corporation (the "**Board**" or "**Board of Directors**") to fix the auditors' remuneration, as more particularly set forth in the accompanying Management Information Circular;
- (e) to consider, and if thought appropriate, to pass, with or without variation, an ordinary resolution relating to the re-approval of the stock option plan of the Corporation, as more particularly set forth in the accompanying Management Information Circular;
- (f) to consider, and if thought appropriate, to pass, with or without variation, a special resolution authorizing and approving the consolidation of the issued and outstanding Common Shares on the basis of one (1) new Common Share for up to every existing three (3) Common Shares issued and outstanding immediately prior to the consolidation, with the final ratio to be determined by the Board, in its sole discretion, effective for twelve (12) months from the date of such approval, as more particularly set forth in the accompanying Management Information Circular; and
- (g) to transact such other business as may be properly brought before the meeting or any adjournment thereof.

DATED this 30th day of November, 2017.

The Board of Directors of Samoth has fixed the record date for the Meeting at the close of business on Thursday, November 30, 2017 (the "**Record Date**"). Only Shareholders of record as at that date are entitled to receive notice of the Meeting. Shareholders of record will be entitled to vote those Common Shares owned as at the Record Date, unless any such Shareholder transfers such Shareholders' Common Shares after the Record Date and the transferee of those Common Shares establishes that the transferee owns the Common Shares and demands, not later than ten (10) days before the Meeting, that the transferee's name be included in the list of Shareholders entitled to vote at the Meeting, in which case

such transferee shall be entitled to vote such Common Shares at the Meeting.

**BY ORDER OF THE BOARD OF DIRECTORS
OF SAMOTH OILFIELD INC.**

(signed) "*Leonard D. Jaroszuk*"

Leonard D. Jaroszuk
Chief Executive Officer

NOTE:

It is desirable that as many Common Shares as possible be represented at the Meeting. If you do not expect to attend the Meeting 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 to AST Trust Company (Canada), at P.O. Box 721, Agincourt, ON M1S 0A1. Shareholders may also transmit their voting instructions by phone (1-888-489-5760) or by using the internet site at www.astvotemyproxy.com. Shareholders using the internet to appoint a proxy or vote should have the accompanying form of proxy in hand when they access the website as they will be prompted to enter their Control Number, which is located on the form of proxy. Whether delivering the enclosed form of proxy to the aforementioned address or voting by internet, all proxies must be received at least forty-eight (48) hours, excluding Saturdays, Sundays and holidays in the City of Edmonton, before the Meeting or any adjournment thereof. Please note that if a registered shareholder appoints a proxy holder and submits its voting instructions via the internet and subsequently wishes to change its appointment or instructions, such shareholder may do so via the internet prior to the deadline noted above. When resubmitting a proxy or voting instructions, the most recently submitted proxy or instructions, as the case may be, will be recognized as the only valid one(s), and all previous submissions will be disregarded and considered as revoked, provided that the last submission is made by the deadline noted above. Late proxies may be accepted or rejected by the Chairman of the Meeting in his discretion, and the Chairman is under no obligation to accept or reject any particular late proxy.