

# AUSTPRO ENERGY CORPORATION

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Suite 1600 – 609 Granville Street  
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## NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

**NOTICE IS HEREBY GIVEN** that the Annual General and Special Meeting (the “**Meeting**”) of the shareholders of Austpro Energy Corporation (the “**Company**”) will be held on **Wednesday, November 7, 2018** 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 June 30, 2017 and 2018, and the auditor's reports thereon.
2. To re-appoint MNP 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 stock option plan.
6. To approve the consolidation of the Company’s issued and outstanding common shares.
7. To approve the creation of a new “Control Person” (as such term is defined in the policies of the TSX Venture Exchange) which would result from the conversion of 8,000,000 subscription receipts by The Emprise Special Opportunities Fund (2017) Limited Partnership, as more particularly described in the Company’s Information Circular.
8. To approve the adoption of a new set of articles of the Company, in accordance with the *Business Corporations Act* (British Columbia).
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.

**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 3<sup>rd</sup> day of October, 2018.

By order of the Board of Directors.

**AUSTPRO ENERGY CORPORATION**

/s/ “*Scott Ackerman*”

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**Scott Ackerman**  
**Director, President and Chief Executive Officer**