

Report in Respect of Voting Results Pursuant to Section 11.3 of National Instrument 51-102 – Continuous Disclosure Obligations.

In respect of the Annual General Meeting of holders of common shares of InPlay Oil Corp. ("**InPlay**" of the "**Corporation**") held May 15, 2018 (the "**Meeting**"), the following sets forth a brief description of each matter which was voted upon at the Meeting and the outcome of the vote:

	Description of Matter	Outcome of Vote	Votes For (Ballots only)	Votes Against or Withheld (Ballots only)
1.	Fix the number of directors to be elected at the Meeting at seven	Resolution approved*	N/A	N/A
2.	To elect the following seven nominees to serve as directors of InPlay for the ensuing year, or until their successors are duly elected or appointed, subject to the provisions of the <i>Business Corporations Act</i> (Alberta) and by-laws of InPlay: <div style="margin-left: 40px;"> Douglas J. Bartole Donald Cowie Craig Golinowski Dennis L. Nerland Stephen C. Nikiforuk Dale O. Shwed Stephen Yuzpe </div>		<u>For</u>	<u>Withheld</u>
		Elected	99.83%	0.17%
		Elected	99.70%	0.30%
		Elected	99.83%	0.17%
		Elected	98.40%	1.60%
		Elected	99.84%	0.16%
		Elected	99.69%	0.31%
		Elected	90.31%	9.69%
3.	To approve the appointment of PriceWaterhouseCoopers LLP, Chartered Professional Accountants, as auditors of InPlay to hold office until the next annual meeting or until their successors are appointed and to authorize the board of directors to fix their remuneration as such	Resolution approved*	N/A	N/A

*Vote conducted by a show of hands.

Dated at Calgary, Alberta as of this 15th day of May, 2018.

INPLAY OIL CORP.

Per: (signed) "Michael D. Sandrelli"
 Michael D. Sandrelli
 Corporate Secretary