

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

In respect of the Annual and Special Meeting of holders of common shares of InPlay Oil Corp. ("**InPlay**" of the "**Corporation**") held June 28, 2019 (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 six	Resolution approved*	N/A	N/A
2.	To elect the following six 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 Business Corporations Act (Alberta) and by-laws of InPlay: <div style="text-align: center;"> Douglas J. Bartole Jackie Bentley Craig Golinowski Dennis L. Nerland Stephen C. Nikiforuk Dale O. Shwed </div>	<div style="text-align: center;"> Elected Elected Elected Elected Elected Elected </div>	<div style="text-align: center;"> <u>For</u> 99.89% 99.95% 99.91% 99.78% 99.91% 99.90% </div>	<div style="text-align: center;"> <u>Withheld</u> 0.11% 0.05% 0.09% 0.22% 0.09% 0.10% </div>
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
4.	Ordinary resolution to approve unallocated options under the Corporation's share option plan as described in the Corporation's Information Circular – Proxy Statement	Resolution approved	<div style="text-align: center;"> <u>For</u> 98.82% </div>	<div style="text-align: center;"> <u>Against</u> 1.18% </div>

*Vote conducted by a show of hands.

Dated at Calgary, Alberta as of this 28th day of June, 2019.

INPLAY OIL CORP.

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