



Centennial Place, East Tower
1900, 520 – 3rd Avenue SW
Calgary, Alberta, T2P 0R3

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT an annual and special meeting (the “**Meeting**”) of holders of common shares (“**Common Shares**”) of SDX Energy Inc. (the “**Corporation**”) will be held at Holiday Inn London Oxford Circus, Meeting Room 3, 57-59 Welbeck Street, London, W1G 9BL, London, United Kingdom, on Thursday the 18th day of May, 2017 at 9:00 am (UK time) for the following purposes:

1. to receive the audited consolidated financial statements of the Corporation for the financial year ended December 31, 2016;
2. to elect the board of directors for the ensuing year;
3. to appoint PricewaterhouseCoopers LLP, Chartered Accountants, United Kingdom, as auditors of the Corporation, at a remuneration to be fixed by the board of directors;
4. to consider and, if thought appropriate, to pass, with or without variation, an ordinary resolution approving the stock option plan of the Corporation. See “*Matters to be Considered at the Meeting – Approval of Stock Option Plan*” in the Management Information Circular of the Corporation dated April 6, 2017 (the “**Circular**”) for details; and
5. to transact such other business as may be properly brought before the Meeting or any adjournment or adjournments thereof.

The details of all matters proposed to be put before shareholders at the Meeting are set forth in the Management Information Circular accompanying this Notice of Meeting. At the Meeting, shareholders will be asked to approve each of the foregoing items. Only shareholders of record at the close of business on March 31, 2017 are entitled to notice of and to attend the Meeting or any adjournment or adjournments thereof and to vote thereat.

DATED at the City of Calgary, in the Province of Alberta this 6th day of April, 2017.

BY ORDER OF THE BOARD OF DIRECTORS

“Michael Doyle”

Michael Doyle

Non-Executive Chairman and Director