

**DESERT LION ENERGY INC.**

**NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS OF THE CORPORATION TO BE HELD ON AUGUST 29, 2018**

**TO THE SHAREHOLDERS OF DESERT LION ENERGY INC.**

**NOTICE IS HEREBY GIVEN THAT** the annual and special meeting (the “**Meeting**”) of the shareholders (the “**Shareholders**”) of **DESERT LION ENERGY INC.** (the “**Corporation**”) will be held at 65 Queen Street West, 8<sup>th</sup> Floor, Toronto, Ontario M5H 2M5 on August 29, 2018 at 2:00 p.m. (Toronto time) for the following purposes:

- (A) to receive and consider the unaudited consolidated interim financial statements of the Corporation as at and for the three-month period ended March 31, 2018;
- (B) to elect the directors of the Corporation for the ensuing year;
- (C) to re-appoint UHY McGovern Hurley LLP, Chartered Accountants, as auditors of the Corporation for the ensuing year and to authorize the directors of the Corporation to fix their remuneration;
- (D) to consider and, if thought advisable, pass an ordinary resolution of Shareholders approving the Corporation’s existing stock option plan for the ensuing year, reserving for grant options to acquire up to a maximum of 10% of the issued and outstanding shares of the Corporation calculated at the time of each stock option grant; and
- (E) to transact such further or other business as may properly come before the Meeting and any adjournment(s) thereof.

The accompanying information circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this notice. Also accompanying this notice is a form of proxy. Any adjournment(s) of the Meeting will be held at a time and place to be specified at the Meeting. Only Shareholders of record at the close of business on July 25, 2018 (the “**Record Date**”) are entitled to receive notice of and vote at the Meeting and any adjournment(s) or postponement(s) thereof.

**If you are a registered Shareholder** of the Corporation and are unable to attend the Meeting in person, please date and execute the accompanying form of proxy and return it in the envelope provided to Computershare Investor Services Inc., the registrar and transfer agent of the Corporation, at 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1, at least 48 hours (excluding Saturdays, Sundays and holidays) prior to the time set for the Meeting.

**If you are not a registered Shareholder** of the Corporation and receive these materials through your broker or through another intermediary, please complete and return the form of proxy in accordance with the instructions provided to you by your broker or by the other intermediary. Failure to do so may result in your shares not being eligible to be voted by proxy at the Meeting.

**DATED** this 1<sup>st</sup> day of August, 2018.

**BY ORDER OF THE BOARD OF DIRECTORS**

*(signed) “Tim Johnston”*

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**TIM JOHNSTON  
PRESIDENT & CHIEF  
EXECUTIVE OFFICER**