

**CHINOOK ENERGY INC.**

**Notice of the Annual and Special Meeting of Shareholders  
to be held on May 12, 2015**

The annual and special meeting of the holders of our common shares will be held at the Calgary Petroleum Club, 319 – 5th Avenue S.W., Calgary, Alberta, on Tuesday, May 12, 2015, at 3:00 p.m., Calgary time, to:

1. receive and consider our consolidated financial statements for the fiscal year ended December 31, 2014, together with the report of the auditors thereon;
2. consider and, if deemed appropriate, to pass, with or without variation, a special resolution authorizing our company to amend our articles to increase the maximum number of directors of our company from seven (7) to ten (10);
3. elect directors for the ensuing year;
4. appoint auditors for the ensuing year and to authorize our directors to fix their remuneration as such; and
5. transact such other business as may properly come before the meeting or any adjournment or adjournments thereof.

Only shareholders of record at the close of business on April 2, 2015 (the "**Record Date**") are entitled to notice of and to attend the meeting or any adjournment or adjournments thereof and to vote thereat unless after the Record Date a holder of record transfers his or her common shares and the transferee, upon producing properly endorsed certificates evidencing such shares or otherwise establishing that he or she owns such shares, requests, not later than 10 days before the meeting, that the transferee's name be included in the list of shareholders entitled to vote, in which case such transferee shall be entitled to vote such shares at the meeting.

Registered shareholders may vote in person at the meeting or any adjournment or adjournments thereof, or they may appoint another person (who need not be a shareholder) as their proxy to attend and vote in their place.

**Registered shareholders unable to be present at the meeting are requested to date and sign the enclosed form of proxy and return it to Alliance Trust Company, Suite 1010, 407 – 2nd Street S.W., Calgary, Alberta T2P 2Y3, Facsimile: (403) 237-6181. If a shareholder received more than one proxy form because such shareholder owns our common shares registered in different names or addresses, each proxy form should be completed and returned. In order to be valid, proxies must be received by Alliance Trust Company not less than forty-eight (48) hours (excluding Saturdays, Sundays and holidays) before the time of the meeting or any adjournment thereof. Registered shareholders may also vote via the internet at [www.alliancetrust.ca](http://www.alliancetrust.ca). Votes by internet must also be received by the foregoing cut off time. See the information circular – proxy statement accompanying this Notice for further instructions on internet voting.**

A management information circular – proxy statement relating to the business to be conducted at the meeting accompanies this Notice.

Dated at Calgary, Alberta this 2nd day of April, 2015.

By order of the Board of Directors

(Signed) Walter J. Vratarić  
President and Chief Executive Officer