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NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

Notice is hereby given that an annual general meeting (the “Meeting”) of shareholders of Umbra Energy Corp. (the “Company”) will be held at Suite 1500 – 1055 West Georgia Street, Vancouver, British Columbia, Canada on Friday, July 7, 2017 at 10 o’clock a.m. Pacific Time for the following purposes:

1. to table audited financial statements of the Company for fiscal year ended October 31, 2016, the report of the auditor thereon and the related management discussions and analysis;
2. to elect directors of the Company for the ensuing year; and
3. to appoint Morgan & Company LLP, Chartered Professional Accountants, auditors of the Company for the ensuing year

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting. No other matters are contemplated, however any permitted amendment to or variation of any matter identified in this Notice may properly be considered at the Meeting. The Meeting may also consider the transaction of such other business as may properly come before the Meeting or any adjournment thereof.

Registered shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of proxy, or another suitable form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular.

Non-registered shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account you are not a registered shareholder.

Dated at Vancouver, British Columbia, June 5, 2017.

BY ORDER OF THE BOARD

“ Jagdip Bal”

Jagdip Bal
President and Chief Executive Officer