

**MOUNTAINVIEW ENERGY LTD.**  
**Notice of Annual and Special Meeting of Shareholders**  
**to be held on November 20, 2014**

Notice is hereby given that the annual and special meeting (the "**Meeting**") of the holders of common shares ("**Shareholders**") of Mountainview Energy Ltd. (the "**Corporation**") will be held at the offices of Burnet, Duckworth & Palmer LLP, 2400, 525 – 8 Avenue SW, Calgary, Alberta on November 20, 2014 at 10:00 am (Calgary time) to:

1. receive and consider the financial statements of the Corporation for the fiscal year ended December 31, 2013, together with the auditors' report thereon;
2. fix the number of directors of the Corporation to be elected at the Meeting at four (4) directors;
3. elect four (4) directors of the Corporation for the ensuing year;
4. appoint auditors of the Corporation for the ensuing year and to authorize the directors to fix the auditors' remuneration;
5. consider and, if deemed advisable, to pass an ordinary resolution approving the Corporation's stock option plan, all as more particularly described in the accompanying management information circular and proxy statement of the Corporation dated October 24, 2014 (the "**Information Circular**"); and
6. transact such other business as may properly be brought before the Meeting or any adjournment or adjournments thereof.

**Shareholders who are unable to attend the Meeting in person are requested to date and sign the enclosed form of proxy and deposit it with the Corporation's transfer agent, Computershare Trust Company of Canada, Proxy Department, 100 University Avenue, 9th Floor, Toronto, ON M5J 2Y1 or by facsimile at 1-866-249-7775. In order to be valid and acted upon at the Meeting, the form of proxy must be returned to Computershare Trust Company of Canada not less than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time set for the holding of the Meeting or any adjournment thereof. Shareholders are cautioned that the use of mail to transmit proxies is at each Shareholder's risk.**

Only Shareholders of record at the close of business on October 17, 2014 (the "**Record Date**") are entitled to receive notice of the Meeting and to vote those shares included on the list of Shareholders entitled to vote at the Meeting prepared as at the Record Date, unless any such Shareholder transfers shares after the Record Date and the transferee of those shares, having produced properly endorsed certificates evidencing such shares or having otherwise established that he or she owns such shares, demands, not later than 10 days before the Meeting, that the transferee's name be included on the list of Shareholders entitled to vote at the Meeting, in which case such transferee shall be entitled to vote such shares at the Meeting.

The Information Circular relating to the business to be conducted at the Meeting accompanies this Notice of Annual and Special Meeting of Shareholders.

**DATED** at Calgary, Alberta this 24<sup>th</sup> day of October, 2014.

**BY ORDER OF THE BOARD OF DIRECTORS**

(signed) "*Patrick M. Montalban*"

Patrick M. Montalban

President, Chief Executive Officer and a Director