



## WESTCORE ENERGY LTD.

### Notice-and-Access Notification for Annual and Special Meeting of Shareholders

TO: BENEFICIAL SHAREHOLDERS OF WESTCORE ENERGY LTD.

TAKE NOTICE that Westcore Energy Ltd. (the "**Corporation**") is using the "notice-and-access" provisions under National Instrument 54-101 *Communication with Beneficial Owners of Securities of a Reporting Issuer* (the "**Notice-and-Access Provisions**") to send to beneficial holders ("**Beneficial Shareholders**") of common shares ("**Common Shares**") of the Corporation proxy-related materials relating to the Annual and Special Meeting (the "**Meeting**") of holders of Common Shares which will be held at Suite 602 – 224, 4<sup>th</sup> Avenue S., Saskatoon, Saskatchewan S7K 5M5, on Wednesday, April 20, 2016 at 11:00 a.m. (Saskatoon time).

As is set forth in the Information Circular – Proxy Statement of the Corporation dated March 16, 2016 that has been prepared for the Meeting (the "**Information Circular**") and the voting instruction form which accompanies this Notice-and-Access Notification, each of the following matters will be voted on at the Meeting:

- (a) to fix the number of directors to be elected at the Meeting at five (5);
- (b) to elect Paul Conroy, Andrew Davidson, Thomas MacNeill, Raymond Hodgkinson and George Jones as directors of the Corporation;
- (c) to appoint Davidson & Company, LLP as the auditors of the Corporation for the ensuing year and to authorize the directors to determine the remuneration to be paid to the auditors;
- (d) to consider and, if deemed advisable, to pass an ordinary resolution, the full text of which is set forth in the accompanying Information Circular, approving the stock option plan of the Corporation in the form set out in Schedule "C" to the Information Circular;
- (e) to consider and, if deemed advisable, to pass, by majority of the disinterested shareholders, a resolution approving the proposed Reviewable Transaction of the Corporation, consisting of the acquisition by the Corporation of a 100% working interest in the oil and gas properties of 49 North Resources Inc. ("FNR") and its wholly-owned subsidiary, Allstar Energy Limited ("Allstar"), in addition to the subsequent acquisition of all associated oil and gas property and equipment of FNR and Allstar, as more particularly described in the accompanying Information Circular of the Corporation;
- (f) to consider and, if deemed advisable, to pass a special resolution (with or without variation), the full text of which is set forth in Schedule "D" to the Information Circular, which authorizes and approves the consolidation of the common shares of the Corporation on an up to one (1) for five (5) basis; and
- (g) to transact such further or other business as may properly come before the Meeting or any adjournment(s) thereof.

**Beneficial Shareholders are reminded to review the Information Circular carefully before voting as the Information Circular has been prepared to help you make an informed decision.**

The Corporation has elected to use the Notice-and-Access Provisions for the Meeting in respect of mailings to its Beneficial Shareholders but not in respect of mailings to its registered holders of Common Shares ("**Registered**



**Shareholders**"). The Notice-and-Access Provisions are a new set of rules developed by the Canadian Securities Administrators that reduce the volume of materials that must be physically mailed to shareholders by allowing a reporting issuer to post an information circular in respect of a meeting of its shareholders and related materials online.

The Corporation has also elected to use procedures known as 'stratification' in relation to its use of the Notice-and-Access Provisions. Stratification occurs when a reporting issuer using the Notice-and-Access Provisions provides a paper copy of an information circular to shareholders together with a notice of a meeting of its shareholders. In relation to the Meeting, Registered Shareholders will receive a paper copy of each of a notice of the Meeting, the Information Circular and a form of proxy whereas Beneficial Shareholders will receive this Notice-and-Access Notification and a voting instruction form.

The Information Circular has been posted and is available for review at [www.alliancetrust.ca](http://www.alliancetrust.ca) and also on the Corporation's profile on SEDAR at [www.sedar.com](http://www.sedar.com). Beneficial Shareholders who wish to receive a paper copy of the Information Circular should contact the Corporation's transfer agent and registrar, Alliance Trust Company, by sending a request by email – [inquiries@alliancetrust.ca](mailto:inquiries@alliancetrust.ca) or at the toll free number 1-877-537-6111. A Beneficial Shareholder may also contact Alliance Trust Company at the toll-free number 1-877-537-6111 to obtain additional information about the Notice-and-Access Provisions.

In order to allow Beneficial Shareholders a reasonable time to receive paper copies of the Information Circular and to vote their Common Shares, any Beneficial Shareholders wishing to request paper copies as described above should ensure that such request is received by 4:00 p.m. (Saskatoon time) on April 11, 2016.

**Beneficial Shareholders who have received a proxy form directly from Alliance must go to [www.alliancetrust.ca/shareholders/](http://www.alliancetrust.ca/shareholders/) and select "Proxy Voting". The 12 digit control number located in the box on the voting instruction form will be required in order to complete your voting. Alternatively, the proxy may be deposited with Alliance, by mail at #1010, 407 Second Street SW, Calgary, Alberta T2P 2Y3, or facsimile at (403) 237-6181.** Beneficial Shareholders who have received a Voting Instruction Form from Broadridge Financial Solutions Inc. ("**Broadridge**") are reminded that in order to ensure that their Common Shares are voted at the Meeting they must: (i) complete and return the accompanying voting instruction form Broadridge by mail or facsimile at the address or facsimile number noted thereon; and (ii) ensure that such completed voting instruction form is received by Broadridge not later than 48 hours prior to the time of the Meeting or any adjournment thereof. Alternatively, Beneficial Shareholders can vote their Common Shares prior to this deadline by calling the toll-free number 1-800-474-7493 (English) or 1-800-474-7501 (French) or can vote on the internet at [www.proxyvote.com](http://www.proxyvote.com) in accordance with the instructions set forth in the accompanying voting instruction form. Reference is also made to the discussion in the Information Circular under "Voting of Common Shares – Advice to Non-Registered Holders" for further information on voting.

**DATED:** March 16, 2016.

**By Order of the Board of Directors  
(signed) Andrew Davidson  
Chief Operating Officer and a Director**