

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual and special meeting (the “**Meeting**”) of the holders (the “**Shareholders**”) of Common shares (the “**Common Shares**”) and the Series A Preferred shares (the “**Preferred Shares**”) and collectively with the Common Shares, the “**Shares**”) of Critical Control Energy Services Corp. (“**Critical Control**” or the “**Company**”) will be held at the Palliser Conference Centre, Suite 298, 115 – 9 Avenue SE, Calgary, Alberta, on May 27, 2019 at 2:00 p.m. (Calgary time) for the following purposes:

1. to receive the consolidated financial statements of the Company for the financial year ended December 31, 2018 and the auditors’ report thereon;
2. to fix the number of directors to sit on the board of directors (the “**Board**”) of the Company at not more than five (5);
3. to elect the Board of the Company for the ensuing year;
4. to re-appoint KPMG LLP as auditors of the Company for the ensuing year and to authorize the Board to fix the remuneration of the auditors;
5. to amend the articles of incorporation of the Company, via a special written resolution (the “**Amending Resolution**”), to create a new class of Series B Preferred shares (the “**New Preferred Shares**”);
6. to approve a plan of arrangement, via a special written resolution (the “**Arrangement Resolution**”), involving the Company, 2209021 Ontario Inc. and Alykhan Mamdani (the “**Arrangement**”); and
7. to transact such other business as may properly be brought before the Meeting or any adjournment thereof.

A detailed discussion about the Arrangement and related matters is set out in the accompanying information circular (the “**Information Circular**”) of the Company. The Information Circular also contains, among other things, copies of: the Amending Resolution, the Arrangement Resolution, the plan of arrangement that will implement the Arrangement (the “**Plan of Arrangement**”) and the Interim Order in respect of the Arrangement.

The directors of Critical Control have fixed the close of business on April 16, 2019 as the record date (the “**Record Date**”) for the determination of the Shareholders entitled to receive notice of, and to vote at, the Meeting. Only persons who are Shareholders on the Record Date are entitled to vote at the Meeting, either in person or by proxy, as described in the Information Circular under the heading “*General Information Concerning the Meeting and Voting*”.

A Shareholders may attend the Meeting in person or may be represented by proxy. Shareholders who are unable to attend the Meeting or any adjournment thereof in person are requested to date, sign and return the accompanying form of proxy (the “**Proxy**”) or voting information form (“**VIF**”) for use at the Meeting or any adjournment thereof. To be effective, the Proxy or VIF must be received by Critical Control’s transfer agent, Computershare, by: mail: P.O. Box 7021, 31 Adelaide Street East, Toronto, Ontario M5C 3H2 (Attention: Corporate Actions); by hand delivery: 600, 530 – 8th Avenue SW, Calgary, Alberta T2P 2S8 (Attention: Corporate Actions) or 8th Floor, 100 University Avenue, Toronto Ontario M5J 2Y1 (Attention: Corporate Actions); or by facsimile: corporateactions@computershare.com, not later than 2:00 a.m. (Vancouver time) on May 23, 2019, or not later than two (2) Business Days prior to the time to which the Meeting may be adjourned. Notwithstanding the foregoing, the Chair of the Meeting has the discretion to accept a Proxy or VIF received after such deadline.

If your Shares are not registered in your name and you receive these materials through your broker or through another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or such other intermediary. **If you are a non-registered Shareholder and do not complete and return the materials in accordance with such instructions, you may lose the right to vote at the Meeting.** For information with respect to Shareholders who own their Shares beneficially through an intermediary, see “*General Information Concerning the Meeting and Voting*” in the Information Circular.

Registered Shareholders have the right to dissent with respect to the Amending Resolution and the Arrangement Resolution and, if the Amending Resolution or Arrangement Resolution, as applicable becomes effective, to be paid the fair value of their Shares in accordance with the provisions of section 191 of the ABCA as modified by the Plan of Arrangement and the Interim Order. The right of registered Shareholders to dissent is more particularly described in the Information Circular under the heading “*The Arrangement – Dissent Rights*”. **Failure to strictly comply with the requirements with respect to the dissent rights set forth in the ABCA (as described in the Interim Order and Plan of Arrangement) may result in the loss of any right to dissent. Persons who are beneficial owners of Shares registered in the name of a broker, custodian, nominee or other intermediary and who wish to dissent must make arrangements for the Shares beneficially owned by them to be registered in their name before the time the written objection to the Arrangement Resolution is required to be received by Critical Control, or alternatively, make arrangements for the registered holder of their Shares to dissent on their behalf.**

ON BEHALF OF THE BOARD OF DIRECTORS

(signed) “*Alykhan Mamdani*”

Alykhan Mamdani
President, CEO and Director