



8th Floor, 100 University Avenue Toronto, Ontario M5J 2Y1 www.computershare.com

**Security Class** 

**Holder Account Number** 

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# Form of Proxy - Annual General Meeting to be held on Tuesday, May 5, 2020

# This Form of Proxy is solicited by and on behalf of Management.

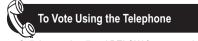
### Notes to proxy

Due to the public health restrictions related to the Covid-19 virus and taking into account the health and safety of our employees, shareholders, service providers and other stakeholders, the Meeting will only be open to registered Shareholders and duly appointed proxy holders. Further restrictions with regard to the Meeting may be implemented by the Corporation as required in accordance with applicable law. Shareholders are encouraged to vote by proxy, by mail, by telephone or on the Internet in advance of the deadline set forth in the Information Circular. See "Proxies and Voting Rights – How to Vote". The Corporation is not aware of any items of business to be brought before the Meeting other than those described in the Information Circular and there will be no management presentation on the business and operations of the Corporation at the Meeting.

- 1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
- 2. If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this proxy. If you are voting on behalf of a corporation or another individual you must sign this proxy with signing capacity stated, and you may be required to provide documentation evidencing your power to sign this proxy.
- 3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
- 4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
- 5. The securities represented by this proxy will be voted as directed by the holder, however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by Management.
- 6. The securities represented by this proxy will be voted in favour or withheld from voting or voted against each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
- This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting or any adjournment or postponement thereof.
- 8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

Proxies submitted must be received by 9:00 a.m. (Eastern Time) on Friday, May 1, 2020

## VOTE USING THE TELEPHONE OR INTERNET 24 HOURS A DAY 7 DAYS A WEEK!



• Call the number listed BELOW from a touch tone telephone.

1-866-732-VOTE (8683) Toll Free



## To Vote Using the Internet

- Go to the following web site: www.investorvote.com
- Smartphone?
   Scan the QR code to vote now.



#### If you vote by telephone or the Internet, DO NOT mail back this proxy.

Voting by mail may be the only method for securities held in the name of a corporation or securities being voted on behalf of another individual.

Voting by mail or by Internet are the only methods by which a holder may appoint a person as proxyholder other than the Management nominees named on the reverse of this proxy. Instead of mailing this proxy, you may choose one of the two voting methods outlined above to vote this proxy.

To vote by telephone or the Internet, you will need to provide your CONTROL NUMBER listed below.

#### **CONTROL NUMBER**

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# **Appointment of Proxyholder**

I/We being holder(s) of common shares of International Petroleum Corporation hereby appoint(s): Jeffrey Fountain, General Counsel and Corporate Secretary of the Company, or failing him, Markus Viirland of Blake, Cassels & Graydon, LLP

OR

Print the name of the person you are appointing if this person is someone other than the Chairman of the Meeting.

as my/our proxyholder with full powe given, as the proxyholder sees fit) an offices of Blake, Cassels and Graydo any adjournment or postponement the	nd all other ma on, LLP, the Of	tters that m	nay properly come before the Annua	al General Meeting	of sharehol	ders of International Petro	leum Corporation to	be held	d at the
VOTING RECOMMENDATIONS A	RE INDICAT	ED BY 🚻	GHLIGHTED TEXT OVER THE E	BOXES.					
								For	Against
Number of Directors     To set the number of directors at seven	ven (7).								
2. Election of Directors	For	Withhol	d	For	Withhold	ı		For	Withhold
01. Mike Nicholson			02. C. Ashley Heppenstall			03. Donald K. Charter			
04. Chris Bruijnzeels			05. Torstein Sanness			06. Daniella Dimitrov			
07. L.H. (Harry) Lundin									
								For	Withhold
3. Appointment of Auditors To appoint PricewaterhouseCoopers		r of the Cor	mpany for the ensuing year and aut	horizing the Directo	ors to fix the	ir remuneration.			
Authorized Signature(s) – Tinstructions to be executed I/We authorize you to act in accordar revoke any proxy previously given wiindicated above, this Proxy will be	l. nce with my/ou th respect to t	ır instructio he Meeting	ns set out above. I/We hereby If no voting instructions are	Signature(s)			Date	D /	<u>YY</u>
Interim Financial Statements – Mark thi would like to receive Interim Financial State accompanying Management's Discussion	tements and		Annual Financial Statements – N would like to receive the Annual Fin accompanying Management's Disc	ancial Statements and	d				

YIPQ

by mail.

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by mail. If you are not mailing back your proxy, you may register online to receive the above financial report(s) by mail at www.computershare.com/mailinglist.

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