



## RAZOR ENERGY CORP.

### NOTICE-AND-ACCESS NOTIFICATION

You are receiving this notice-and-access notification for the Annual General Meeting (the "Meeting") of the holders (the "Shareholders") of common shares (the "Common Shares") of Razor Energy Corp. (the "Corporation") to be held on December 16, 2020 at 2:00 p.m. (Calgary time) as the Corporation is using the notice-and-access model for delivery of meeting materials to the beneficial holders of its Common Shares ("Beneficial Shareholders") and to the registered holders of its Common Shares ("Registered Shareholders").

The use of this alternative means of delivery is more environmentally friendly as it will help reduce paper use and also will reduce the cost of printing and mailing materials, including the management information circular in respect of the Meeting (the "Circular"), to Beneficial Shareholders and Registered Shareholders.

#### MEETING DATE AND LOCATION

When: December 16, 2020 at 2:00 p.m. (Calgary time)

Where: Remotely via teleconference at 587-328-1099, Meeting ID 912 9842 7281  
(there is no participant code so enter # to continue)

The Corporation is continuously monitoring the current coronavirus (COVID-19) outbreak. In light of the evolving news and guidelines related to COVID-19, the Corporation has decided to host the meeting solely by means of remote communication. The Corporation reserves the right to take any additional precautionary measures it deems appropriate in relation to the meeting in response to further developments in respect of the COVID-19 outbreak. Changes to the meeting date and/or means of holding the meeting may be announced by way of press release. Shareholders are encouraged to monitor the Corporation's website at <https://www.razor-energy.com> or the Corporation's SEDAR profile at [www.sedar.com](http://www.sedar.com), where copies of such press releases, if any, will be posted. You are advised to check the Corporation's website one week prior to the meeting date for the most current information. The Corporation does not intend to prepare an amended Circular in the event of changes to the meeting format. **All shareholders are strongly encouraged to vote prior to the meeting by any of the means described in this document, as in-person voting at the time of the meeting will not be possible.**

#### SHAREHOLDERS WILL BE ASKED TO CONSIDER AND VOTE ON THE FOLLOWING MATTERS:

**Election of Directors:** Shareholders will be asked to fix the number of directors and elect directors for the ensuing year. Information respecting the election of directors may be found in the Circular under "*Fixing the Number of Directors*" and "*Election of Directors*".

**Appointment of Auditor:** Shareholders will be asked to appoint KPMG LLP as auditors of the Corporation for the ensuing year at such remuneration to be determined by the board of directors. Information respecting the appointment of auditor may be found in the Circular under "*Appointment of Auditors*".

**Approval of Stock Option Plan:** Shareholders will be asked to approve the Corporation's stock option plan. Information respecting the stock option plan may be found in the Circular under "*Annual Approval of Stock Option Plan*".

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**Other Business:** Shareholders may be asked to consider other items of business that may be properly brought before the Meeting.

**Shareholders are reminded to view the meeting materials, including the Circular, prior to voting.**

## **WEBSITES WHERE MEETING MATERIALS ARE POSTED**

The meeting materials can be viewed online at [www.sedar.com](http://www.sedar.com) or at the following internet addresses:

[www.razor-energy.com](http://www.razor-energy.com)  
[www.alliancetrust.ca/shareholders/](http://www.alliancetrust.ca/shareholders/)

## **HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIALS**

Shareholders may request that a paper copy of the meeting materials be sent to them by postal delivery at no cost to them. Requests may be made up to one year from the date the Circular was filed on SEDAR by:

- Calling Alliance Trust Company at 403-237-6111 or toll free at 1-877-537-6111; or
- Sending an email to [inquiries@alliancetrust.ca](mailto:inquiries@alliancetrust.ca)

Requests should be received by November 30, 2020 in order to receive and review the meeting materials and return the completed form of proxy by the due date set out in the accompanying proxy or voting instruction form.

## **VOTING**

Shareholders are asked to return their proxies using one of the following methods at least two business days in advance of the proxy deposit date and time set out in the accompanying proxy or voting instruction form:

Internet: [www.alliancetrust.ca/shareholders/](http://www.alliancetrust.ca/shareholders/)  
Facsimile: (403) 237-6181  
Mail: 1010, 407 – 2<sup>nd</sup> Street S.W., Calgary, Alberta T2P 2Y3

Some Beneficial Shareholders may receive their voting instruction form from an intermediary or a party other than Alliance Trust Company. In such case, the Beneficial Shareholder should follow the instructions outlined in the voting instruction form.

**Shareholders with questions about notice-and-access can call Alliance Trust Company at 403-237-6111 or toll free at 1-877-537-6111.**