

**CANADIAN SOCIETY FOR UNCONVENTIONAL RESOURCES  
INFORMATION CIRCULAR**

2016 Annual General Meeting of Members  
Thursday, May 26, 2016  
Time: 11:00am to 12:00pm  
Location: Calgary Petroleum Club

**SOLICITATION OF PROXIES**

This Information Circular is furnished in connection with the solicitation by the management of the Canadian Society for Unconventional Resources (the "Society") of proxies to be used at the Annual General Meeting of the Members of the Society to be held at the time and place and for the purpose set forth in the accompanying Notice of Meeting. Solicitation of proxies will be primarily by mail, but may also be by telephone, written telecommunication or oral communication by the officers of the Society. The cost of the solicitation of proxies will be borne by the Society.

**APPOINTMENT AND REVOCATION OF PROXIES**

The persons named in the enclosed form of proxy are Directors and Member Firm Representatives of the Society. **A Member Representative desiring to appoint some other person (who need not be a Member) to represent such Member at the Meeting other than the persons designated in the accompanying form of proxy may do so either by inserting such person's name in the blank space provided in the form of proxy or by completing another form of proxy and, in either case, delivering the completed proxy to the head office of the Society, Suite 500, 736 8 Avenue SW, Calgary, Alberta T2P 1H4, Attention: Cynthia Lamont, not less than 24 hours before the time of the meeting, or to the Chairman prior to the commencement of the meeting.** A failure to deposit the proxy shall result in its invalidation.

A Member Representative who has given a proxy may revoke it either by (a) signing a form of proxy bearing a later date and delivering it to the head office of the Society, Suite 500, 736 8 Avenue SW, Calgary, Alberta T2P 1H4, Attention: Cynthia Lamont, or (b) as to any matter on which a vote shall not already have been cast pursuant to the authority conferred by such proxy, by signing written notice of revocation and delivering it to the Chairman of the Meeting on the day of the Meeting or at any adjournment of the Meeting.

**EXERCISE OF DISCRETION BY PROXIES**

The persons named in the accompanying form of proxy will vote the Member's interest in respect of which they are appointed in accordance with the direction of the Member appointing them. **In the absence of such discretion, such Member Representative's interest will be voted for (i) the election of directors and (ii) approval of audited 2015 financial statements as presented.** The accompanying form of proxy confers discretionary authority upon the persons named therein with respect to amendments or variations to matters identified in the Notice of Meeting, and with respect to other matters which may properly come before the Meeting. At the time of printing this Information Circular, the management of the Society knows of no such amendments, variations or other matters to come before the Meeting other than the matters referred to in the Notice of Meeting.

**SIGNATURE OF PROXY**

A form of proxy signed by a person acting as attorney or in some other representative capacity should reflect such person's capacity following his signature and should be accompanied by the appropriate instrument evidencing qualification and authority to act (unless such instrument has been previously filed with the Society).

## ELECTION OF DIRECTORS

The persons named in the accompanying form of proxy intend to vote for the election as directors, of the nominees whose names are set forth below, all of whom are Members in good standing of the Society. **The management does not contemplate that any of the nominees will be unable to serve as a director, but if this should occur for any reason prior to the meeting, the persons named in the accompanying instrument of proxy reserve the right to vote for another nominee at their discretion in the absence of a direction to the contrary.** Each director elected will hold office until the close of the next Annual General Meeting or until his or her successor is duly elected or appointed in the event his or her office is earlier vacated.

The following table and the notes thereto state the names of the persons proposed to be nominated for election as directors, all other positions and offices with the Society now held by them, their principal occupations or employments and the periods during which they have served as directors of the Society.

Name of Nominee and Present Position with the Society	Principal Occupation	Director Since
<i>Dave Browne</i> Calgary, Alberta Director	Vice President, Communication and Marketing Trican Well Service Ltd.	January 16 <sup>th</sup> , 2013
<i>Derek Christie</i> Calgary, Alberta Director	Vice President, Exploration and Geosciences Crescent Point Energy Corporation	September 17, 2014
<i>George Eynon</i> Calgary, Alberta Director	Managing Director, Principal Consultant geos-eynon & associates consulting inc.	May 22, 2015
<i>Kellen Foreman</i> Calgary, Alberta Director	Manager, Regulatory and Government Relations Encana Corporation	May 30, 2014
<i>Brad Hayes, Ph.D.</i> Calgary, Alberta Secretary, Events Chair and Director	President Petrel Robertson Consulting Ltd.	May 22, 2015
<i>Andrea Hood</i> Calgary, Alberta Finance Chair and Director	Vice President, Business Development and Sales geoLOGIC systems ltd.	May 22, 2015
<i>Walter (Wally) Kozak</i> Calgary, Alberta Chairman and Director	Director of Industry and Government Relations Calfrac Well Service Ltd.	May 18, 2005
<i>Joanne McNichol</i> Calgary, Alberta Director	Director of Strategic Business NCS Multistage	May 22, 2015
<i>John Nieto</i> Calgary, Alberta Director	Executive Vice President, Subsurface Canbriam Energy Inc.	May 22, 2015

Name of Nominee and Present Position with the Society	Principal Occupation	Director Since
<i>Melanie Pop</i> Calgary, Alberta Director	President 360 Energy Services Inc.	**Nominated
<i>James (Jim) Reimer</i> Calgary, Alberta Director	Vice-President, Geoscience & Technology Painted Pony Petroleum	May 22, 2015
<i>Roy Stadlwieser</i> Calgary, Alberta Director	Manager, Exploration Shell Canada Limited	March 20 <sup>th</sup> , 2013
<i>William (Bill) Whitelaw</i> Calgary, Alberta Nominating Chair and Director	President and Chief Executive Officer JuneWarren-Nickle's Energy Group	May 9 <sup>th</sup> , 2012

Except as otherwise herein specified, the information given above in this Information Circular is given as of April 25, 2016.

DATED at Calgary, Alberta, this 25<sup>th</sup> day of April, 2016



Walter Kozak  
Chairman of the Board and Director