

**STANS ENERGY CORP.**

205 – 8 King Street East, Toronto, Ontario, M5C 1B5

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS**

**TO THE SHAREHOLDERS:**

**NOTICE IS HEREBY GIVEN** that an Annual General and Special Meeting (**the “Meeting”**) of the holders of Common Shares of Stans Energy Corp. (**the “Corporation”**) will be held at the Toronto Board of Trade, 1 First Canadian Place, Toronto, ON, M5X 1C1 on September 25, 2014, at 1:00 PM (Toronto time) for the following purpose:

- A. To review and consider the financial statements for the fiscal years ended December 31, 2013 and December 31, 2012 and the reports of the auditors thereon;
- B. To elect directors for the ensuing year;
- C. To appoint auditors for the ensuing year and to authorize the Board of Directors to fix the remuneration to be paid to the auditors;
- D. To confirm the Corporation’s Stock Option Plan;

PROXIES ARE BEING SOLICITED BY THE MANAGEMENT OF THE CORPORATION.

All shareholders are entitled to attend and vote at the meeting in person or by proxy. The board of directors requests all shareholders who will not be attending the meeting in person to read, date and sign the accompanying proxy and deliver it to Stans Energy Corp. c/o TMX Equity Transfer Services, 200 University Avenue, Suite 300, Toronto, Ontario, M5H 4H1. Only shareholders of record at the close of business on August 12, 2013 (the Record Date) will be entitled to vote at the meeting.

An Information Circular (**the “Circular”**) and a form of Proxy accompany this notice.

DATED at Toronto, Ontario, as of the 12<sup>th</sup> day of August, 2014.

**BY ORDER OF THE BOARD OF DIRECTORS**

*“Rodney Irwin”*

Rodney Irwin  
Interim - Chief Executive Officer and President

NOTE: The directors have fixed the hour of 4:00 o’ clock in the afternoon (Toronto time) September 23, 2013 before which time the instrument of proxy to be used at the Meeting must be deposited with the Corporation c/o EQUITY FINANCIAL TRUST COMPANY, 200 University Avenue, Suite 300, Toronto, Ontario M5H 4H1