

JERICO ENERGY VENTURES INC.

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE is hereby given that the Annual General and Special Meeting (the “**Meeting**”) of the shareholders of **JERICO ENERGY VENTURES INC.**, formerly Jericho Oil Corporation, (the “**Corporation**”) will be held at Suite 700, 321 South Boston Street, Tulsa, Oklahoma on **Thursday, June 23, 2022** at 10:00 a.m. (Central Time) for the following purposes:

1. to receive and consider the audited financial statements of the Corporation for the financial year ended December 31, 2021, together with the auditor’s report thereon;
2. to appoint Manning Elliott LLP as auditors for the Corporation for the ensuing financial year and to authorize the directors to fix the remuneration to be paid to the auditors;
3. to fix the number of directors to be elected at the Meeting at five (5);
4. to elect directors to hold office until the next annual general meeting as described in the accompanying management information circular (the “**Circular**”);
5. to consider and, if thought advisable, pass a special resolution, the full text of which is set forth in Schedule A to the Circular, to authorize and approve proposed amendments to the articles of the Corporation (the “**Amendment Resolution**”), the full text of which, blacklined to show changes from the current articles of the Corporation, is included as Schedule B to the Circular, to:
 - (i) create and set the terms of a new class of shares of the Corporation, being the variable voting shares (the “**Variable Voting Shares**”), including applying coattail terms to such shares;
 - (ii) amend the terms of the common shares of the Corporation, including without limitation, by including constraints on who may hold the common shares and applying coattail terms to such shares; and
 - (iii) make certain housekeeping and administrative changes;
6. to consider and, if thought advisable, pass a special resolution, the full text of which is set forth in Schedule C to the Circular, to authorize and approve proposed amendments to the articles of the Corporation (the “**ANP Amendment Resolution**”), the full text of which, blacklined to show changes from the current articles of the Corporation, is included as Schedule B to the Circular, to add advance notice provisions;
7. to consider, and if thought advisable, pass an ordinary resolution, as more particularly set forth in the Circular, to approve the Corporation’s amended 10% rolling stock option plan; and
8. to transact such other business as may properly come before the Meeting or any adjournment or postponement thereof.

The Amendment Resolution will be required to be approved by (i) a special resolution of all holders of common shares, being a majority of not less than two-thirds (2/3) of the shares voted in respect thereof at the Meeting, and (ii) an ordinary resolution of the minority holders of common shares, being majority approval of the shares voted at the Meeting excluding any votes attaching to securities held, directly or indirectly, by affiliates of the Corporation or control persons of the Corporation, pursuant to the requirements in National Instrument 41-101 – *General Prospectus Requirements* and Ontario Securities Commission Rule 56-501 – *Restricted Shares* (together, the “**Restricted Share Rules**”). For the purposes of the Restricted Share Rules, to the knowledge of management of the Corporation, no shareholder is an affiliate or control person of the Corporation and therefore no votes are required to be excluded for this purpose.

The specific details of the matters proposed to be put before the Meeting are set forth in the accompanying Circular which forms a part of this Notice.

If you are unable to be present personally at the Meeting, you are requested to complete, date, sign and deposit

the enclosed form of proxy with the Corporation's registrar and transfer agent, Computershare Investor Services Inc., 100 University Ave., 8th Floor, Toronto, ON M5J 2Y1, not later than 10:00 a.m. (Central Time) on June 21, 2022, or 48 hours before the time of the holding of any adjourned or postponed Meeting, excluding Saturdays, Sundays and holidays, so that as large a representation may be had at the Meeting.

If you are a non-registered shareholder and have received this notice and the Circular from your broker or another intermediary, please complete and return the proxy, voting instruction form or other authorization form provided to you by your broker or intermediary in accordance with the instructions provided to you.

The board of directors of the Corporation has fixed the close of business on May 13, 2022, as the record date for the determination of holders of common shares entitled to notice of the Meeting and any adjournment or postponement thereof.

DATED at Vancouver, British Columbia, this 20th day of May 2022.

**ON BEHALF OF THE BOARD OF DIRECTORS
OF JERICHO ENERGY VENTURES INC.**

(signed) Brian Williamson

Brian Williamson, CEO and Director