



**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING
OF SHAREHOLDERS – MAY 28, 2013**

NOTICE IS HEREBY GIVEN that an Annual General and Special Meeting (the "Meeting") of the holders (the "Shareholders") of common shares ("Shares") of LGX Oil + Gas Inc. ("LGX") is to be held in the McMurray Room of The Petroleum Club, 319 - 5th Avenue S.W., Calgary, Alberta, at 3:00 p.m. (Calgary time) on Tuesday, May 28, 2013 for the following purposes:

1. to fix the number of directors to be elected at the Meeting at four (4);
2. to elect directors to hold office for the ensuing year;
3. to appoint an independent auditor for the ensuing year and to authorize the directors to fix the remuneration of the auditor;
4. to approve the stock option plan of LGX;
5. to approve the continuance of LGX from the jurisdiction of the *Canada Business Corporations Act* to the jurisdiction of Alberta under the *Business Corporations Act* (Alberta); and
6. to transact such other business as may properly come before the Meeting or any adjournment or adjournments thereof.

The specific details of the matters proposed to be brought before the Meeting are set forth in the information circular accompanying this notice.

Only registered Shareholders as at the close of business on April 23, 2013 (the "Record Date") are entitled to notice of, and to attend and vote at, the Meeting unless, after the Record Date, a registered Shareholder transfers his or her Shares and the transferee, upon producing properly endorsed certificates evidencing such Shares or otherwise establishing that he or she owns such Shares, requests at least 10 days before the Meeting that the transferee's name be included in the list of Shareholders entitled to vote, in which case such transferee shall be entitled to vote such Shares at the Meeting.

Registered Shareholders may vote in person at the Meeting or any adjournment or adjournments thereof, or they may appoint another person, who need not be a Shareholder, as their proxy to attend and vote in their place. Registered Shareholders unable to be present at the Meeting are requested to complete, date and sign the enclosed form of proxy and return it to LGX' agent, Olympia Trust Company, 2300, 125 – 9th Avenue S.E., Calgary, Alberta, T2G 0P6, before 4:00 p.m. (Calgary time) on Friday, May 24, 2013 or, if the Meeting is adjourned, at least 48 hours prior to the time that the Meeting is reconvened. Shareholders that are not registered Shareholders, such as Shareholders that hold their Shares in an account with an intermediary, such as a broker or financial institution, should consult the information circular accompanying this notice for voting information.

Calgary, Alberta
April 23, 2013

BY ORDER OF THE BOARD OF DIRECTORS

(signed) "Trent Yanko"

Trent Yanko
President and Chief Executive Officer