

SINTANA ENERGY INC.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual and special meeting (the “**Meeting**”) of the shareholders of Sintana Energy Inc. (the “**Corporation**”) will be held at 2500 N. Dallas Pkwy, Suite 530, Plano, Texas, 75093, on Wednesday, the 26th day of June, 2013, at 1:00 p.m. (CDT) for the following purposes:

1. to receive and consider the financial statements of the Corporation for the fiscal year ended December 31, 2012, together with the report of the auditors thereon;
2. to elect directors;
3. to appoint auditors and to authorize the directors to fix their remuneration;
4. to consider, and, if deemed appropriate, to pass with or without variation an ordinary resolution confirming the existing stock option plan of the Corporation, as more particularly described in the accompanying management information circular of the Corporation dated May 27, 2013 (the “**Information Circular**”);
5. to consider, and, if deemed appropriate, to pass with or without variation, an ordinary resolution confirming the adoption of a new By-law No. 4 of the Corporation, as described in the accompanying Circular; and
6. to transact such further or other business as may properly come before the Meeting or any adjournment or adjournments thereof.

This notice is accompanied by a form of proxy, the Information Circular, the audited financial statements of the Corporation for the fiscal year ended December 31, 2012, and a supplemental mailing list form. To be valid, the accompanying proxy must be received by Olympia Transfer Services Inc., 120 Adelaide Street West, Suite 920, Toronto, Ontario, Canada, M5H 1T1, before 2:00 p.m. (Toronto time) on June 24, 2013.

Shareholders who are unable to attend the Meeting in person are requested to complete, date, sign and return the enclosed form of proxy so that as large a representation as possible may be had at the Meeting.

DATED at Toronto, Ontario as of the 27th day of May, 2013.

BY ORDER OF THE BOARD OF DIRECTORS

(Signed)

Douglas G. Manner, Chief Executive Officer