NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS
to be held on Wednesday, February 27, 2013

TO THE SHAREHOLDERS OF EAGLEFORD ENERGY INC.:

NOTICE IS HEREBY GIVEN that an annual and special meeting (the "**Meeting**") of shareholders ("**Shareholders**") of common shares ("**Common Shares**") of Eagleford Energy Inc. (the "**Company**") will be held at the offices of WeirFoulds LLP, Mason Room A, Suite 4100, 66 Wellington Street West, Toronto, Ontario, Canada, M5K 1B7, at 2:00 p.m. (Toronto time) on Wednesday, February 27, 2013 for the following purposes:

1. to receive the audited financial statements of the Company for the year ended August 31, 2012 and the report of the auditors thereon;

2. to elect the directors of the Company for the ensuing year;

3. to appoint the auditors of the Company for the ensuing year, and to authorize the directors to fix the auditors' remuneration;

4. to consider and, if thought advisable, to approve a resolution, in the form of the proposed resolution set forth in the Information Circular, the text of which is incorporated herein by reference, authorizing the issuance by the Company of up to 98,957,457 additional Common Shares by way of one or more acquisitions, private placements or other corporate transactions during the period of one year following shareholders' approval;

5. to consider and, if thought advisable, to approve a special resolution, in the form of the proposed special resolution set forth in the Information Circular, the text of which is incorporated herein by reference, authorizing the forward split of the Company's issued and outstanding Common Shares on an up to five (5) for one (1) basis, or the consolidation of the Company's issued and outstanding Common Shares on an up to one (1) for ten (10) basis, all subject to regulatory approval;

6. to consider and, if thought advisable in conjunction with a determination to proceed with a consolidation or share split as described in the Information Circular, to approve a special resolution in the form of the proposed special resolution set forth in the Information Circular, the text of which in incorporated herein by reference, an amendment to the articles of the Company to change the name of the Company to "Eagleford Resources Inc." or such other name as may be approved by the board of directors of the Company and applicable regulatory and exchange authorities; and

7. to transact such other business as may properly be brought before the Meeting or any adjournment or adjournments thereof.

Shareholders should refer to the accompanying management information circular for more detailed information with respect to the matters to be considered at the Meeting.

If you are a registered shareholder of the Company and are unable to attend the Meeting in person, please date and execute the accompanying form of proxy and return it in the envelope provided to Equity Financial Trust Company, the registrar and transfer agent of the Company, at 200 University Avenue, Suite 400, Toronto, Ontario M5H 4H1 by no later than 4:00 p.m. (Toronto time) on February 26, 2013.

If you are not a registered shareholder of the Company and receive these materials through your broker or through another intermediary, please complete and return the form of proxy in accordance with the instructions provided to you by your broker or by the other intermediary.

DATED this 24th day of January, 2013.

BY ORDER OF THE BOARD OF DIRECTORS

"James Cassina"
JAMES CASSINA   Chief Executive Officer, President and Director

Registered shareholders unable to attend the Meeting are requested to date, sign and return their form of proxy in the enclosed envelope. If you are a non-registered shareholder of the Company and receive these materials through your broker or through another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or by the other intermediary. Failure to do so may result in your shares not being eligible to be voted by proxy at the Meeting.