

**SEAWAY ENERGY SERVICES INC.**

**NOTICE OF SPECIAL MEETING OF SHAREHOLDERS**

TAKE NOTICE that a special meeting (the “**Meeting**”) of the holders (the “**Shareholders**”) of common shares (the “**Common Shares**”) in the capital of Seaway Energy Services Inc. (the “**Company**”) will be held at the offices of Davis LLP at Suite 1000, 250 - 2<sup>nd</sup> Street S.W., Calgary, Alberta T2P 0C1 on Monday, August 12, 2013 at 10:00 a.m. (Calgary time) for the following purposes:

1. to consider and, if thought fit, pass with or without variation, a special resolution authorizing the board of directors of the Company (the “**Board**”), in its sole discretion, to amend the articles of the Company to provide for a consolidation of the Common Shares on a basis of one (1) new Common Share for up to a maximum of every ten (10) old Common Shares then outstanding, or such lesser number of old Common Shares as may be approved by the Board and accepted by the TSX Venture Exchange, as further described in the Management Information Circular accompanying this Notice of Meeting;
2. to consider, and if deemed advisable, to pass, with or without variation, a special resolution of Shareholders, authorizing the Board to amend the articles of the Company to change the name of the Company to any such name as the Board may approve in their discretion, and as may be acceptable to the Registrar under the *Business Corporations Act* (Alberta) and the TSX Venture Exchange, as further described in the Management Information Circular accompanying this Notice of Meeting;
3. to consider and, if thought fit, approve, adopt and ratify, with or without modification, the ordinary resolution approving the amendments to the by-laws of the Corporation, as more particularly set forth in the accompanying Management Information Circular; and
4. to transact such other business as may properly come before the Meeting or any adjournments or postponements thereof.

The Board has by resolution fixed the close of business on July 10, 2013 as the record date for the determination of those Shareholders (the “**Registered Shareholders**”) entitled to notice of and to vote at the Meeting, and any adjournment or postponement thereof.

It is desirable that as many Common Shares as possible be represented at the Meeting. If you do not expect to attend the Meeting and would like your shares represented, please complete the enclosed instrument of proxy and return it as soon as possible in the envelope provided for that purpose. All proxies, to be valid, must be received by Equity Financial Trust Company, 200 University Avenue, Suite 400, Toronto, Ontario M5H 4H1, at least forty-eight (48) hours, excluding Saturdays, Sundays and holidays, before the Meeting or any adjournment thereof. Late proxies may be accepted or rejected by the Chairman of the Meeting in his discretion, and the Chairman is under no obligation to accept or reject any particular late proxy. Shareholders who are not Registered Shareholders but plan to attend the Meeting must follow the instructions set forth in the voting instruction form or proxy form sent to them. If you hold your Common Shares in a brokerage account you are not a Registered Shareholder.

**Dated:** July 8, 2013.

**BY ORDER OF THE BOARD**

(signed) “*Kyle Stevenson*”

**Kyle Stevenson**  
**President and Chief Executive Officer**