

**GRAVIS ENERGY CORP.**  
*#950 - 1130 West Pender Street*  
*Vancouver, BC V6E 4A4*

**NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the annual general meeting (the "**Meeting**") of **Gravis Energy Corp.** (the "**Company**") will be held at 510 Burrard Street, 3rd Floor, Vancouver, BC, on Monday, December 22, 2014 at 10:00 a.m., Vancouver time. At the Meeting, the shareholders will receive the financial statements for the year ended March 31, 2014, together with the auditor's report thereon, and consider resolutions to:

1. fix the number of directors of the Company at three;
2. elect directors for the ensuing year;
3. appoint Saturna Group Chartered Accountants LLP, as auditor of the Company for the ensuing year and authorize the directors to determine the remuneration to be paid to the auditor;
4. transact such other business as may properly come before the meeting and any adjournment or adjournments thereof.

The details of the matters proposed to be put before the Meeting are set forth in the management information circular of the Corporation accompanying this Notice of Meeting, which is supplemental to and expressly made a part of this notice of meeting.

The board of directors of the Company has fixed November 17, 2014 as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on that date is entitled to such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with the Company's transfer agent, Computershare Investor Services Inc. Attn: Proxy Department, 9<sup>th</sup> Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1, at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of British Columbia) before the time and date of the Meeting or any adjournment or postponement thereof.

If you are a non-registered shareholder of the Company and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan or other similar self-administered savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing that holds your security on your behalf (the "**Intermediary**"), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

**DATED** at Vancouver, British Columbia, this 17th day of November, 2014.

**ON BEHALF OF THE BOARD OF  
GRAVIS ENERGY CORP.**

*"Ruben S. Verzosa"*

**Ruben S. Verzosa**

*President*