HILLCREST PETROLEUM LTD.



8th Floor, 100 University Avenue Toronto, Ontario M5J 2Y1 www.computershare.com

Security Class

Holder Account Number

Voting Instruction Form ("VIF") - Annual General Meeting to be held on Friday, December 21, 2018

NON-REGISTERED (BENEFICIAL) SECURITYHOLDERS

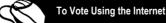
- 1. We are sending to you the enclosed proxy-related materials that relate to a meeting of the holders of the series or class of securities that are held on your behalf by the intermediary identified above. Unless you attend the meeting and vote in person, your securities can be voted only by management, as proxy holder of the registered holder, in accordance with your instructions.
- 2. We are prohibited from voting these securities on any of the matters to be acted upon at the meeting without your specific voting instructions. In order for these securities to be voted at the meeting, it will be necessary for us to have your specific voting instructions. Please complete and return the information requested in this VIF to provide your voting instructions to us promptly.
- 3. If you want to attend the meeting and vote in person, please write your name in the place provided for that purpose in this form. You can also write the name of someone else whom you wish to attend the meeting and vote on your behalf. Unless prohibited by law, the person whose name is written in the space provided will have full authority to present matters to the meeting and vote on all matters that are presented at the meeting, even if those matters are not set out in this form or the information circular. Consult a legal advisor if you wish to modify the authority of that person in any way. If you require help, please contact the Registered Representative who services your account.
- 4. This VIF should be signed by you in the exact manner as your name appears on the VIF. If these voting instructions are given on behalf of a body corporate set out the full legal name of the body corporate, the name and position of the person giving voting instructions on behalf of the body corporate and the address for service of the body corporate.
- 5. If this VIF is not dated, it will be deemed to bear the date on which it is mailed by management to you.
- 6. When properly signed and delivered, securities represented by this VIF will be voted as directed by you, however, if such a direction is not made in respect of any matter, the VIF will direct the voting of the securities to be made as recommended in the documentation provided by Management for the meeting.
- 7. This VIF confers discretionary authority on the appointee to vote as the appointee sees fit in respect of amendments or variations to matters identified in the notice of meeting or other matters as may properly come before the meeting or any adjournment thereof.
- 8. Your voting instructions will be recorded on receipt of the VIF.
- 9. By providing voting instructions as requested, you are acknowledging that you are the beneficial owner of, and are entitled to instruct us with respect to the voting of, these securities.
- 10. If you have any questions regarding the enclosed documents, please contact the Registered Representative who services your account.
- 11. This VIF should be read in conjunction with the information circular and other proxy materials provided by Management.

VIFs submitted must be received by 10:00 am, Pacific Time, on Wednesday, December 19, 2018

VOTE USING THE TELEPHONE OR INTERNET 24 HOURS A DAY 7 DAYS A WEEK!

To Vote Using the Telephone

- Call the number listed BELOW from a touch tone telephone.
- 1-866-734-VOTE (8683) Toll Free



- Go to the following web site: www.investorvote.com
- Smartphone? Scan the QR code to vote now.



If you vote by telephone or the Internet, DO NOT mail back this VIF.

Voting by mail may be the only method for securities held in the name of a corporation or securities being voted on behalf of another individual.

Voting by mail or by Internet are the only methods by which a holder may choose an appointee other than the Management appointees named on the reverse of this VIF. Instead of mailing this VIF, you may choose one of the two voting methods outlined above to vote this VIF.

To vote by telephone or the Internet, you will need to provide your CONTROL NUMBER listed below.

CONTROL NUMBER

Appointee(s)

Management Appointees are: Michael Krzus, Executive Chairman and a Director of the Company, or failing him, Donald J. Currie, Chief Executive Officer and a Director of the Company Offi											
as my/our appointee to attend, act and to come before the Annual General Meet Columbia, Canada on Friday, Decembe	to vote in a ing of secu er 21, 2018	ccordance urityholders at 10:00 ar	with the follow of Hillcrest P o n, Pacific Time	ing direction (or etroleum Ltd. to and at any adjo	if no directio be held at t ournment or p	ns have bee he offices o postponeme	en given, as of McMillan ent thereof.	s the appointee sees fit) and all other m LLP, Suite 1500, 1055 West Georgia S	atters that ma treet, Vancouv	y properly ver, British	
VOTING RECOMMENDATIONS ARE I	NDICATE) BY <mark>HIGH</mark>	LIGHTED TEX	OVER THE E	OXES.						
1. Election of Directors	For	Withhol	d			For	Withhold	d	For	Withhold	
01. Michael Krzus			02. Donal	d J. Currie				03. Thomas G. Milne			
04. David M.R. Stone			05. Robert Lambert	t Lambert						Fold	
									For	Withhold	
2. Appointment of Auditors Appointment of PricewaterhouseCoopers LLP , Chartered Professional Accountants, as Auditors of the Company for the ensuing year.											
Appointment of Pricewaterroused	oopers I	LP, Unan	ered Protess		anis, as Au		ie Compa	ny for the ensuing year.	For	Against	
3. 10% Rolling Share Option Plan	ı										
An ordinary resolution approving th Circular.	e continu	ation of the	e Company's	10% rolling S	hare Optior	n Plan, as	described	in the accompanying Information			
											Fold

Signature(s)

Authorized Signature(s) - This section must be completed for your instructions to be executed.

If you are voting on behalf of a corporation or another individual you may be required to provide documentation evidencing your power to sign this VIF with signing capacity stated.

Interim Financial Statements - Mark this box if you would	
like to receive Interim Financial Statements and	
accompanying Management's Discussion and Analysis by	
mail.	

Annual Financial Statements - Mark this box if you would like to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail.

If you are not mailing back your VIF, you may register online to receive the above financial report(s) by mail at www.computershare.com/mailinglist.









DD/MM/YY

Date