

# MEG Energy Corp. Notice of Annual Meeting of Shareholders

## When

Tuesday, May 3, 2022  
10:00 a.m. (Calgary time) (the "Meeting")

## Where

Virtual only meeting via live audio webcast online at  
<https://web.lumiagm.com/426040974>

In light of the uncertainty regarding the COVID-19 pandemic and public health recommendations, the Corporation believes that conducting a virtual only Meeting via live audio webcast is in the best interests of the Corporation's stakeholders and is part of the Corporation's commitment to protect the health and safety of the Corporation's employees, shareholders and their communities. Shareholders of the Corporation ("Shareholders") will have an equal opportunity to participate in the Meeting regardless of their geographic location.

## Business of the Meeting

1. To receive and consider the audited financial statements of MEG Energy Corp. (the "Corporation") for the year ended December 31, 2021 and the auditor's report thereon;
2. To elect the directors of the Corporation for the ensuing year;
3. To appoint auditors of the Corporation for the ensuing year and to authorize the board of directors of the Corporation to fix their remuneration;
4. To consider and, if deemed advisable, pass an ordinary resolution approving all unallocated stock options under the Corporation's Stock Option Plan;
5. To consider and, if deemed advisable, pass an ordinary resolution approving all unallocated restricted share units under the Corporation's treasury-settled Restricted Share Unit Plan;
6. To approve, in an advisory, non-binding capacity, a resolution to accept the Corporation's approach to executive compensation; and
7. To transact such other business as may properly come before the Meeting or any adjournment thereof.

## How to Vote

Shareholders may attend the virtual Meeting or may be represented thereat by proxy in accordance with the instructions set forth in the accompanying management information circular (the "Circular").

Registered Shareholders who are unable to attend the virtual Meeting are requested to complete, date and sign the enclosed instrument of proxy, in accordance with the instructions set forth in the Circular. An instrument of proxy will not be valid and acted upon at the Meeting or any adjournment thereof unless it is deposited at the offices of Computershare Trust Company of Canada by one of the following methods:



**Mail:** 8<sup>th</sup> floor, 100 University Avenue, Toronto, Ontario M5J 2Y1, Attention: Proxy Department



**Internet:** go to [www.investorvote.com](http://www.investorvote.com) and enter your 15-digit control number



**Phone:** Call 1-866-732-8683 (toll-free in North America) and enter your 15-digit control number

at least 48 hours, excluding Saturdays, Sundays and holidays in the Province of Alberta, before the time of the Meeting or any adjournment thereof. The time limit for the deposit of proxies may be waived or extended by the Chair of the Meeting at his discretion without notice.

## Your Vote is Important

You are entitled to receive notice of, and to vote at, the Meeting and at any adjournment(s) thereof, if you are a Shareholder of record at the close of business on March 16, 2022.

The accompanying Circular includes important information about the Meeting and the voting process. Please read it carefully and remember to vote.

A paper copy of the financial information in respect of our most recently completed financial year was mailed to those registered and beneficial Shareholders who previously requested to receive such information. Our 2021 financial statements can also be accessed online at [www.megenergy.com](http://www.megenergy.com) or on SEDAR at [www.sedar.com](http://www.sedar.com).

### **By Order of the Board of Directors**

(signed) "Lyle Yuzdepski"

Lyle Yuzdepski

Senior Vice President, Legal & General Counsel  
and Corporate Secretary | MEG Energy Corp.

March 18, 2022