



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

DWPQ 000001

SAM SAMPLE
 123 SAMPLES STREET
 SAMPLETOWN SS X9X X9X
 CANADA

Security Class
 10% SR SEC NOTES DUE JUL 15/21

Holder Account Number
 C9999999999 IND



Fold

Form of Proxy - Meeting of Noteholders to be held on Friday, November 15, 2019

This Form of Proxy is solicited by and on behalf of Management.

Notes to proxy

1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
2. If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this proxy. If you are voting on behalf of a corporation or another individual you must sign this proxy with signing capacity stated, and you may be required to provide documentation evidencing your power to sign this proxy.
3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
5. **The securities represented by this proxy will be voted as directed by the holder, however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by Management.**
6. The securities represented by this proxy will be voted in favour or withheld from voting or voted against each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
7. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting or any adjournment or postponement thereof.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

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Proxies submitted must be received by 10:00 am, Mountain Time, on Wednesday, November 13, 2019

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.

1-866-732-VOTE (8683) Toll Free



To Vote Using the Internet

- 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 proxy.

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 appoint a person as proxyholder other than the Management nominees named on the reverse of this proxy. Instead of mailing this proxy, you may choose one of the two voting methods outlined above to vote this proxy.

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

CONTROL NUMBER 23456 78901 23456



IND D01

Appointment of Proxyholder

I/We being holder(s) of Delphi Energy Corp. hereby appoint(s): Harry Campbell, or failing him, David J. Reid

OR

Print the name of the person you are appointing if this person is someone other than the Management Nominees listed herein.

As my/our noteholder with full power of substitution and to attend, act and to vote for and on behalf of the noteholder in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the Meeting of Noteholders of Delphi Energy Corp. that will be held at Suite 2500, TC Energy Tower, 450 – 1st Street SW, Calgary, Alberta on Friday, November 15, 2019 at 10:00 am, Mountain Time and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

For Against

1. To approve a Resolution for the Approval of the Noteholders' Arrangement Resolution

A resolution, the full text of which is set forth in Appendix A to the management information circular of Delphi Energy Corp. ("Delphi") dated October 11, 2019 (the "Information Circular"), approving a plan of arrangement under Section 192 of the *Canadian Business Corporations Act* of Delphi and 11200305 Canada Inc., and involving Delphi Energy Partnership and Delphi Energy Limited, as more particularly described in the Information Circular.

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

I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any proxy previously given with respect to the Meeting. **If no voting instructions are indicated above, this Proxy will be voted as recommended by Management.**

Signature(s)

Date

DD / MM / YY

Fold



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 Toronto, Ontario M5J 2Y1
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DWPQ 000002

SAM SAMPLE
 123 SAMPLES STREET
 SAMPLETOWN SS X9X X9X
 AUSTRALIA

Security Class
 10% SR SEC NOTES DUE JUL 15/21

Holder Account Number
 C9999999999 IND



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5. **The securities represented by this proxy will be voted as directed by the holder, however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by Management.**
6. The securities represented by this proxy will be voted in favour or withheld from voting or voted against each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
7. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting or any adjournment or postponement thereof.
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312-588-4290 Direct Dial



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Signature(s)

Date

DD / MM / YY