



## **Schedule to the current report No. 10/2018 of March 7th, 2018**

Issuer's trading name: **SERINUS ENERGY INC.**

**The resolution adopted by the Company's Special Meeting which was held on March 7th, 2018.**

"BE IT RESOLVED, AS A SPECIAL RESOLUTION, THAT:

1. Serinus Energy Inc. (the "Corporation") be and is hereby authorized to:
  - (a) make application pursuant to Article 127K of the Companies (Jersey) Law 1991, as amended (the "CJL") to the Jersey Financial Services Commission ("JFSC") to seek continuance of the Corporation as a Corporation incorporated under the CJL under the name "Serinus Energy Plc" (the "Continuance"); and
  - (b) make application to the Registrar under the Alberta Business Corporations Act (the "ABCA") for the Registrar's authorization to permit the Continuance;
2. Subject to the issuance by the Jersey Registrar of Companies of a certificate of continuance (the "Certificate of Continuance") and without affecting the validity of any act previously done by the Corporation under its charter documents or otherwise, the Corporation is hereby authorized to adopt a Memorandum and Articles of Association in such form as is approved by the board of directors of the Corporation as the charter documents of the Corporation (and the Articles of Association shall be the "articles of continuance" under the CJL) and, in connection therewith, all amendments to the existing articles of the Corporation to be implemented by the adoption of the Memorandum and Articles of Association, including the change in the Corporation's name to "Serinus Energy Plc", are hereby approved;
3. Subject to the issuance of the Certificate of Continuance, the repeal of the Corporation's by-law is hereby authorized;
4. Any purchase by the Corporation, prior to the completion of the Continuance, of any shares of any shareholder dissenting to the Continuance be and is hereby sanctioned as a special resolution and the contract resulting from the acceptance by each dissenting shareholder of an offer to purchase made by the Corporation pursuant to section 191(7) of the ABCA, together with the Corporation's and such dissenting shareholder's obligations and rights under the ABCA in relation to such purchase, including the price at which the shares of dissenting shareholders are agreed or otherwise determined by a court to be purchased, shall form the purchase contracts between the Corporation and any shareholders dissenting to the Continuance, and all such contracts, if any, are hereby approved;
5. Notwithstanding that this resolution has been passed by the shareholders of the Corporation, the directors of the Corporation are hereby authorized and empowered in their sole discretion, without further notice to, or approval of, the shareholders of the Corporation, to revoke this resolution and abandon the application for Continuance at any time prior to the issuance of the Certificate of Continuance; and
6. Any one officer or one director of the Corporation is hereby authorized and directed for and on behalf of the Corporation to execute or cause to be executed and to deliver or cause to be delivered all such documents, applications, articles, agreements and instruments and to perform or cause to be performed all such other acts and things as in such person's opinion may be necessary or desirable to give full effect to the foregoing resolutions and the matters authorized thereby, such determination to be conclusively evidenced by the executio."