



## FRONTERA ENERGY CORPORATION

### SHAREHOLDER ENGAGEMENT PROTOCOL

#### INTRODUCTION

Frontera Energy Corporation (the “**Corporation**”) is committed to engaging in constructive and meaningful communications with its shareholders.

The Corporation’s board of directors (the “**Board**”), acting on the recommendation of the Corporate Governance, Nominating and Sustainability Committee, has adopted this Shareholder Engagement Protocol (the “**Protocol**”) to promote open and sustained dialogue with the Corporation’s shareholders consistent with the Corporation’s Public Disclosure Policy, its Insider Trading Policy and its obligations to provide timely disclosure and maintain effective disclosure controls and procedures.

The Corporation seeks to communicate with its shareholders in a wide variety of channels including its proxy circular, quarterly reports, annual information form, news releases, website and presentations at its annual general meeting of shareholders, one-on-one and group meetings as well as industry conferences. The Corporation holds conference calls for quarterly earnings releases and major corporate developments as soon as practical after they are publicly disclosed and such calls are open to be heard by the public, and transcripts of these calls are posted online. Details of such calls and other corporate information are posted at the Corporation’s website: <http://www.fronteraenergy.ca>.

Shareholders are encouraged to attend the Corporation’s annual general meetings of shareholders as they provide a valuable opportunity to discuss the Corporation’s performance, operations, strategy, corporate governance practices, executive and director compensation and other important matters with management and the Board, as appropriate.

Shareholder feedback is also received through one-on-one or group meetings between management and institutional shareholders, as well as by letter, e-mail or telephone contact. As appropriate, shareholder concerns are addressed promptly by the Investor Relations department. Shareholders may also make their views known through individual voting for directors and other matters submitted to shareholders for approval. In addition, shareholders may put forward proposals in accordance with applicable rules.

Management is principally responsible for shareholder communications and engagement and shareholders may communicate their views to management by mail or email through the Corporation’s Investor Relations department at the following address:

Investor Relations:

333 Bay Street, Suite 1100  
Toronto, ON  
Canada M5H 2R2  
TEL: +1 416 362 7735  
FAX: +1 416 360 7783  
Email: [ir@fronteraenergy.ca](mailto:ir@fronteraenergy.ca)

## **COMMUNICATION WITH THE BOARD**

The Board wishes to ensure that, when appropriate, there is direct dialogue between the Board and shareholders. Shareholders may provide feedback directly to any individual director, including the independent directors as a group, the Board or any committee of the board (each a “**Board Committee**”). The Board may also reach out to key shareholders, either directly or with the assistance of the Corporation’s Investor Relations team.

Typical topics for directors to discuss with shareholders include (but are not limited to):

- Board structure and composition;
- Board performance;
- Chief Executive Officer performance;
- Executive compensation;
- Succession planning process;
- Corporate governance practices and disclosure;
- Board oversight of accounting, auditing and internal controls;
- Long term corporate strategy; and
- Overall corporate performance.

Shareholders may contact any director, the independent directors as a group, the Board or any Board Committee (if applicable), including the Chairman of the Board, through the Chairman of the Board by mail (delivering a sealed envelope or email marked “**Confidential**”) or email at the following address:

333 Bay Street, Suite 1100  
Toronto, ON  
Canada M5H 2R2  
TEL: +1 416 362 7735  
FAX: +1 416 360 7783  
Email: [Board@fronteraenergy.ca](mailto:Board@fronteraenergy.ca)

All correspondence addressed to a director or any Board Committee, with the exception of sales solicitations and other similar types of correspondence, will be forwarded to the Chairman of the Board. Purely for administrative purposes, all such correspondence may be opened or viewed by the General Counsel.

## **MEETING REQUESTS**

Shareholders may request a meeting with any director, the independent directors as a group, the Board or any Board Committee (if applicable) through the Chairman of the Board as described above.

A request for a meeting should:

- identify the shareholders’ level of shareholding;
- include a list of the individuals who will attend the meeting, and if any such individuals are not shareholders, in what capacity such individuals seek to attend;
- provide an overview of the questions sought to be discussed; and
- Describe any intention to communicate the nature and results of the meeting with other persons.

The Chairman of the Board will consider each request, in consultation with the General Counsel, and may in his or her discretion decline such requests, including where the proposed topics are not appropriate and in order to limit the number of such meeting requests to a reasonable level and prioritize acceptance based on the interest of the Corporation.

The General Counsel and/or his or her designate may be asked to attend the meeting in order to confirm compliance with the Corporation's obligations respecting timely disclosure and the maintenance and assessment of disclosure controls and procedures. If the agenda involves particularly sensitive matters, the Chairman of the Board may grant a request to have such meeting held in the absence of all members of management, although if such request is granted generally the directors will adopt a 'listen only' approach and the directors in attendance at the meeting reserve the right to review the matters discussed with management.

In all instances, meetings pursuant to the Protocol shall be held in accordance with the Corporation's Public Disclosure Policy and Insider Trading Policy, which includes the obligation to not make selective disclosure of material information.

This is a Board Protocol it was last revised as of December 4, 2019.