



LETTER OF TRANSMITTAL

TO: Equity Financial Trust Company (“Equity”)

AND TO: CGX Energy Inc. (the “Company”)

The undersigned hereby represents and warrants that the undersigned is the owner of the number of common share purchase warrants in the capital of the Company (“**Warrants**”), which Warrants are represented by the warrant certificate(s) described below and delivered herewith and the undersigned has good title to the Warrants represented by the said certificate(s), free and clear of all liens, charges, security interests and encumbrances, and has full power and authority to herewith deposit such Warrants.

Warrant Certificate Number	Number of Warrants	Registered in the Name of

The above-listed warrant certificate(s) is (are) hereby surrendered in exchange for certificates representing consolidated Warrants in the capital of the Company (“**Consolidated Warrants**”) on the basis of one (1) Consolidated Warrant for ten (10) Warrants. No fractional Consolidated Warrants will be issued. All entitlements to fractional Consolidated Warrants will be rounded down to the next whole number of Consolidated Warrants. No compensation will be issued to you as a result of rounding down. To the extent that the holder of one or more Warrants would otherwise have been entitled to receive on exercise or partial exercise thereof a fraction of a consolidated common share, that holder may exercise such right in respect of the fraction only in combination with another Warrant or Warrants that in the aggregate entitle the holder to purchase a whole number of consolidated common shares. If not so exercised, the Company shall not pay any amounts to the holder in satisfaction of the right to otherwise have received a fraction of a consolidated common share.

The undersigned authorizes and directs Equity to issue the certificates for Consolidated Warrants to which the undersigned is entitled as indicated below and to mail such certificates to the address indicated below or, if no instructions are given, in the name and to the address if any, of the undersigned as the same appears on the share register maintained by Equity on behalf of the Company.

Name (Please Print)		
Address		
City	Province/State	Postal Code
Telephone (during business hours)	Email	
Social Insurance Number	Tax Identification Number	
U.S. residents/citizens must provide their Taxpayer Identification Number		

_____ Date

_____ Signature of Warrantholder

INSTRUCTIONS

A. Use of Letter of Transmittal

1. Each warrant holder holding Warrant certificate(s) of CGX Energy Inc. (the “**Company**”) must send or deliver this Letter of Transmittal duly completed and properly signed together with the warrant certificate(s) described herein to Equity Financial Trust Company (“**Equity**”) at the office listed below.
2. The method of delivery of the certificate(s) to Equity is at the option and risk of the warrant holder, but if mail is used, registered mail with return receipt requested, properly insured, is recommended.
3. (a) Warrant certificate(s) registered in the name of the person by whom (or on whose behalf) this Letter of Transmittal is signed need not be endorsed or accompanied by a warrant transfer power of attorney other than the Letter of Transmittal itself.

(b) Warrant certificate(s) not so registered must be endorsed by the registered holder thereof or be accompanied by a warrant transfer power of attorney duly and properly completed by the registered holder, with the signature guaranteed in either case by a Canadian Schedule 1 chartered bank, a member of the Securities Transfer Association Medallion Program (STAMP), a member of the Stock Exchange Medallion Program (SEMP) or a member of the New York Stock Exchange Inc Medallion Signature Program (MSP). The signature of the registered holder must correspond in every respect with the name of the registered holder appearing on the face of the warrant certificate(s).

(c) Where this Letter of Transmittal is executed on behalf of a corporation, partnership or association or by an agent, executor, administrator, trustee, guardian or any other person acting in a representative capacity, it must be accompanied by evidence satisfactory to Equity of the representative’s authority to act and must be in proper form for transfer.

Any questions should be directed to Equity at 416-361-0152 or by sending an email to investor@equityfinancialtrust.com.

B. Lost Warrant Certificates

If a certificate representing Warrants has been lost or destroyed, this Letter of Transmittal must be completed as fully as possible and forwarded to Equity together with a letter stating the loss. Equity will contact you to advise you of the replacement requirements.

C. Miscellaneous

1. Additional copies of this Letter of Transmittal may be obtained from Equity at the office specified below.
2. If the consolidation of the Warrants of the Company does not proceed, this Letter of Transmittal will have no effect and the certificates representing the Warrants of the Company delivered herewith will be returned to the signatory hereof.

D. Office of Equity Financial Trust Company

Equity Financial Trust Company
200 University Avenue, Suite 400
Toronto, Ontario M5H 4H1

To receive certificates representing Consolidated Warrants of the Company you must complete this Letter of Transmittal and deliver it and your existing warrant certificate(s) to Equity.