

 **Jan 14, 2020** @ 8:00am MST



Date: Tuesday, January 14, 2020
Time: 8:00 a.m. MT (10:00 a.m. ET)
Location: Oddfellows Building
Ballroom (Floor 4)
100 – 6 Avenue S.W.
Calgary, Alberta, Canada

At this meeting, Securityholders will meet:

1. to consider and, if deemed advisable, to approve, with or without variation, a special resolution of the Encana Securityholders (the “Reorganization Resolution”) to approve a series of reorganization transactions (the “Reorganization”), which will include (i) a plan of arrangement under Section 192 of the *Canada Business Corporations Act* (the “CBCA”) involving, among others, Encana, Encana Securityholders and a wholly owned subsidiary of Encana named “Ovintiv Inc.” (“Ovintiv”), pursuant to which, among other things, Encana will complete a share consolidation on the basis of one post-consolidation share for each five pre-consolidation shares, and Ovintiv will ultimately acquire all of the issued and outstanding Encana Common Shares in exchange for shares of Ovintiv on a one-for-one basis and become the parent company of Encana and its subsidiaries (collectively, the “Arrangement”), and (ii) as soon as practicable following the Arrangement, Ovintiv migrating out of Canada and becoming a Delaware corporation (the “U.S. Domestication”), as more particularly described in the accompanying proxy statement/management information circular and prospectus of Encana dated December 11, 2019 (as may be amended, supplemented or otherwise modified from time to time) (the “Proxy Statement/Prospectus”); and
2. to transact such other business as may properly come before the Meeting or any adjournment thereof.

Securityholders of record at the close of business on December 9, 2019 will be entitled to vote at the meeting.

Meeting Materials

- Notice of Meeting and Proxy Statement/Prospectus
- Sample Form of Proxy for Registered Shareholders

Voting options and instructions

As an owner of Encana common shares or incentive awards, you will receive a proxy or voting instruction form in your Special Meeting materials package.

form in your special meeting materials package.

Voting options for holders of Encana common shares will vary depending on whether you are a registered or a beneficial shareholder. Registered shareholders have a physical share certificate registered in their name and the certificate represents the number of shares owned.

Registered shareholders and holders of Encana incentive awards can vote in the following ways:

- Internet: Visit www.astvotemyproxy.com and follow the instructions. You will need your 13-digit control number on the back of the proxy form.
- Telephone: Call 1-888-489-5760 from a touch-tone phone and follow the voice instructions. You will need your 13-digit control number on the back of the proxy form. You cannot appoint a proxyholder via the telephone voting system.
- Mail: Complete, sign and date your proxy form and return it in the business-reply envelope included in your package.
- Fax: Complete, sign and date your proxy form and fax both sides of the proxy form to 1-866-781-3111 (toll free in North America) or 1-416-368-2502 (outside of North America).
- In Person: Attend the meeting and vote in person.

Registered shareholders and holders of Encana incentive awards must complete a form of proxy to be received by our transfer agent, AST Trust Company (Canada), or you must vote by Internet or by telephone or by fax, no later than 8:00 a.m. MT on January 10, 2020 or if the meeting is adjourned or postponed, by no later than 48 hours (excluding Saturdays, Sundays and statutory holidays in Canada and the U.S.) before the meeting resumes.

Employees who hold Encana common shares through an employee benefit plan must submit their voting instruction form by 10:00 a.m. MT on January 7, 2020.

If your Encana common shares are not registered in your name, but are held in the name of a nominee (usually a broker, bank, trust company or other intermediary), you should have received a package of materials from your nominee and you should follow the instructions therein. Beneficial Encana shareholders who wish to attend the meeting and indirectly vote their Encana common shares may only do so as proxyholder for the registered Encana shareholder.

<https://investor.ovintiv.com/presentations-events?item=18>