

District of: British Columbia
Division No. 03 - Vancouver
Court No.
Estate No. 11-2203806, 11-2203807

- FORM 92 -
Notice of Proposal to Creditors
(Section 51 of the Act)

Take notice that Sea Breeze Power Corp. and Sea Breeze Energy Inc. (the "Companies") of the city of Vancouver in the Province of British Columbia have lodged with Alvarez & Marsal Canada Inc. (the "Proposal Trustee") a proposal under the *Bankruptcy and Insolvency Act*.

A general meeting of the creditors will be held at the offices of Fasken Martineau DuMoulin LLP, 2900 – 550 Burrard Street, Vancouver, BC V6C 0A3 on the 18th day of January, 2017 at the hour of 10:00 a.m.

Enclosed with this notice are the following:

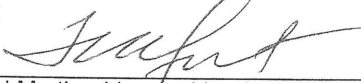
- a copy of the proposal;
- a condensed statement of the Companies' assets and liabilities;
- a list of creditors affected by the proposal;
- Report of Trustee on Proposal;
- proof of claim and instructions check list;
- voting letter; and
- proxy.

Any class of creditors qualified to vote at the meeting may by resolution accept the proposal either as made or as altered or modified at the meeting. If so accepted and if approved by the court the proposal is binding on all the creditors or the class of creditors affected.

Proofs of claim, proxies and voting letters intended to be used at the meeting must be lodged with the Proposal Trustee prior to the commencement of the meeting.

Dated at Vancouver, this 6th day of January, 2017.

Alvarez & Marsal Canada Inc.
Per:



Todd Martin - Licensed Insolvency Trustee
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