

Pine Cliff Energy Ltd. Announces Results of Shareholders' Meeting and Annual Stock Option Grant

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Calgary, May 17, 2024 - [Pine Cliff Energy Ltd.](#) (TSX: PNE) ("Pine Cliff" or the "Company") is pleased to announce all matters presented for approval at the Annual and Special Meeting of Shareholders on May 16, 2024 (the "Meeting") have been approved. A total of 149,966,568 common shares representing 42.08% of Pine Cliff's issued and outstanding common shares were voted in connection with the Meeting.

Each of the six nominees proposed by Pine Cliff and as set out in the Information Circular - Proxy Statement provided to shareholders in connection with the Meeting were duly elected as directors. Each of the nominees was elected as shown below:

Name of Nominee	Voted For	Percent Votes	Withheld	Percent
Hilary A. Foulkes	136,797,431	93.79%	9,064,491	6.21%
Robert B. Fryk	140,340,969	96.21%	5,520,953	3.79%
Philip B. Hodge	145,652,144	99.86%	209,778	0.14%
Calvin B. Jacober	142,790,014	97.89%	3,071,908	2.11%
Jacqueline R. Ricci	136,925,746	93.87%	8,936,176	6.13%
William S. Rice, K.C.	145,634,069	99.84%	227,853	0.16%

Deloitte LLP, Chartered Accountants, were appointed auditors of the Company for the ensuing year and the Board of Directors of Pine Cliff (the "Board") were authorized to fix their remuneration. The complete report on the voting results for the Meeting is available under the Company's profile at www.sedarplus.ca.

The Board has approved an annual stock option grant of an aggregate of 11,989,857 stock options to its directors, officers and employees. The stock options vest between one to three years, have an exercise price of \$1.02 per share and will expire between May 16, 2026, and May 16, 2028.

About Pine Cliff

Pine Cliff is a natural gas and oil company with a long-term view of creating shareholder value. Pine Cliff's current focus is on acquiring, developing, and operating long life assets that generate free funds flow that allows for capital to be returned to shareholders in the form of a dividend. Further information relating to Pine Cliff may be found on www.sedarplus.ca as well as on Pine Cliff's website at www.pinecliffenergy.com.

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