



July 2, 2025

To: Gas Alberta Inc. Shareholders

Re: DIRECTOR NOMINEES

Gas Alberta Inc.'s annual meeting to elect Directors and conduct other business will be held at 5:00 p.m. on Tuesday, November 25, 2025 at the River Cree Resort and Casino in Enoch. The purpose of this communication is to seek candidates to serve on the Company's Board of Directors.

The following Directors currently serve on Gas Alberta's Board:

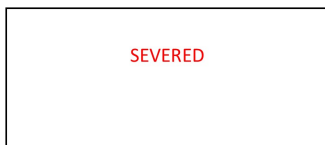
Directors	Representing	Election Term
Michelle Gallagher, Cliff Lawrick	Class A Shareholders	Three-year term expires November 2025
Allen Dietz, Terry Holmes	Class A Shareholders	Three-year term expires November 2026
Delbert Beazer, Bill Harder	Class A Shareholders	Three-year term expires November 2027
Perry Ellis, Jack Goodall	FedGas	Appointed annually by FedGas

At this year's annual meeting, Class A shareholders will elect two Directors for three-year terms. Michelle Gallagher and Cliff Lawrick have indicated that they both will be seeking re-election at this annual meeting.

The attached director nominee information outlines the procedure for candidates to follow in submitting their nominations to serve on Gas Alberta's Board. Each candidate must also complete a skills self-assessment, which will be followed up by an interview with the Board's Nominating Committee. The candidates' agreed-upon self-assessments will be summarized in the Advance and Final Management Information Circulars to assist shareholders with their voting decisions.

Completed Director Nomination forms and related information must be returned to Gas Alberta by 5:00 p.m. on August 29, 2025.

If you have any questions regarding the Company's nomination process, please contact the undersigned at 403-742-9610, or Paul Dunsmore, President and CEO of Gas Alberta Inc., at 403-509-2601.



Allen Dietz
Nominating Committee Chair



Gas Alberta Inc.

DIRECTOR NOMINEE INFORMATION

For the Annual Meeting of Shareholders to be held November 25, 2025

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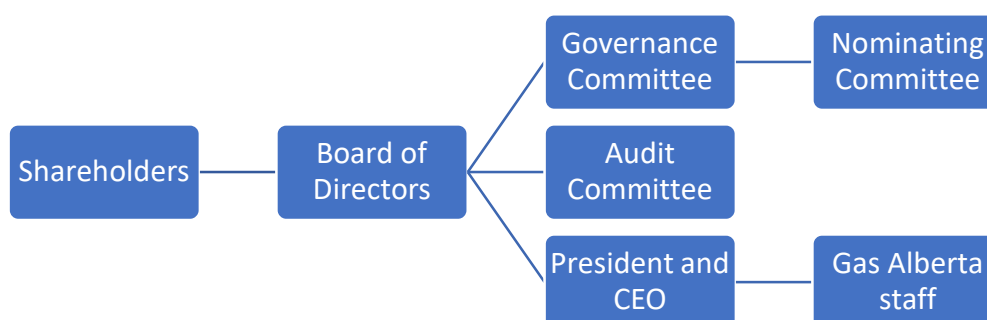
The purpose of this document is to provide information for candidates interested in serving on the Board of Directors for Gas Alberta Inc. (the Company), including the Board’s structure, director qualifications and responsibilities, skills self-assessment form and the process for submitting nominations.

This document has been approved by the Board in advance of forwarding the Company’s Advance Information Circular to shareholders in September 2025.

SECTION I – BOARD STRUCTURE

i. How is Gas Alberta Inc.'s Board structured?

Gas Alberta Inc.'s Board of Directors is a governing body that is elected by the Company's shareholders to represent their interests in the Company. The Board consists of eight directors; six are elected by the Company's Class A shareholders for three-year terms, and two are appointed annually by the Federation of Alberta Gas Co-ops (FedGas) for one-year terms. Notwithstanding their appointment, directors appointed by FedGas and confirmed by shareholders act as directors of the Company and must act in the best interest of the Company. Directors also serve on either the Governance Committee or the Audit Committee, both of which report to the Board. The Nominating Committee reports to the Governance Committee and may present information at Board meetings regarding the status of the Company's director nomination process.



ii. What are the Board's main responsibilities?

The Board implements and maintains sound corporate governance practices and establishes policies and procedures that protect shareholder interests, such as:

- hiring, training and guiding the President and CEO;
- identifying principal risks and establishing policies to manage those risks;
- ensuring the integrity of the Company's internal controls and management information systems;
- reviewing and approving annual business plans;
- reviewing and approving financial and operating statements;
- developing effective communications policies;
- guiding the strategic direction of the Company, and
- representing the Board at meetings with shareholder customers and other stakeholders.

iii. Board Committees

Each year, the Board appoints directors to serve on its Audit, Governance and Nominating Committees to undertake various duties on behalf of the Board. The Board establishes the terms of reference for these Committees and may form other committees during the year as needed.

The Governance Committee ensures that proper corporate governance policies and practices are in place within Gas Alberta. The mandate of this Committee includes maintaining an effective process for nominating and electing Board members, assessing overall performance of the Board and its Committees, evaluating management performance and reviewing compensation for directors and the President and CEO.

The Nominating Committee reports to the Governance Committee and is comprised of the Board Chair (unless the Board Chair is seeking re-election), and either the Governance Committee Chair or the Audit Committee Chair. The third position is filled by other Directors. Directors seeking re-election to the Board are not eligible to serve on the Nominating Committee. The mandate of this Committee is to ensure that appropriate skill sets are maintained on the Board and to administer the director nomination and election process.

The Audit Committee reviews the Company's financial reports, internal controls, year-end audit results and financial risk policies. This Committee makes recommendations to the Board regarding various financial matters and performs a central role in maintaining strong communication between directors, management and the Company's external auditor.

SECTION II – DIRECTOR QUALIFICATIONS AND RESPONSIBILITIES

i) What are the eligibility requirements for directors?

The following description is included in Gas Alberta's Corporate Bylaws, and it outlines the eligibility requirements for Company directors. The Company has the right to verify a candidate's qualifications and eligibility for becoming a director.

4.2 Qualification/Eligibility

An individual, who does not need to be a shareholder, shall be qualified or eligible for election as a director if:

- a) They meet the eligibility requirements prescribed by the Alberta Business Corporations Act; and
- b) They have not been convicted of an indictable offence unless a pardon has been granted for such offence.

ii) What qualifications are needed to serve on Gas Alberta's Board?

Desirable skills and experience for serving on the Board are summarized in Attachment 2 ("Director Nominee Self-Assessment") under the following categories: governance skills, business knowledge, technical skills and personal attributes. Each category contains a list of primary duties and responsibilities, along with a scale on which candidates can rate their skills and experience.

Candidates will be interviewed by the Company's Nominating Committee, which will involve discussions of each candidate's self-assessment ratings and other areas considered important in serving on the Board and its Committees. The self-assessment ratings, which have been agreed upon by candidates and the Nominating Committee, will be included in the Company's Advance and Final Information Circulars to assist shareholders in their voting decisions.

iii) Board Diversity

The Board endeavours to achieve best practices for corporate governance and recognizes the value of diversity in discussing issues and making effective decisions. We encourage diversity on our Board with respect to age, gender, background, industry and governance experience, and other technical and management skills. While the Board promotes an environment that encourages qualified candidates to run for our Board, the final decision on electing directors is the responsibility of our shareholders.

iv) Director Orientation and Continuing Education

New directors are given an orientation program, including the Board Handbook that provides a thorough understanding of the Company's business and corporate governance practices.

The Company is committed to supporting the continued education of all directors, encouraging attendance at formal training sessions regarding various governance and financial matters that conform

to best practices in industry. Directors are encouraged to enroll in courses and seminars to assist them in carrying out their responsibilities while serving on the Board.

v) What is the time commitment for serving on the Board?

On average, directors attend a total of approximately ten to twelve Board or Committee meetings per year. The time commitment for these meetings, including preparation and travel time, is approximately two to three days per meeting. Directors are expected to thoroughly review their information packages prior to each meeting and to actively participate in Board and Committee discussions. Meetings are normally held at the Company's office in Calgary, or by video conference.

vi) Where can I get additional information?

The members of the Nominating Committee can be contacted for further information regarding the director nomination process:

Director	Phone	Email
Allen Dietz, Governance Committee Chair	403-742-9610	adietz@gasalberta.com
Perry Ellis	403-934-0969	pellis@gasalberta.com
Terry Holmes	780-619-4126	tholmes@gasalberta.com

SECTION III – DIRECTOR NOMINATION INSTRUCTIONS

vii) Nomination and election timeline

Task	2025
Return completed Director Nomination forms to Gas Alberta.	Jul 2 – Aug 29
Director Nominees interviewed by Nominating Committee.	Sep 2 – Sep 5
Advance Information Circular distributed to shareholders.	September 12
Final Information Circular, with Proxy and Ballot form, distributed to shareholders.	October 31
Return completed Proxy and Ballot forms to Gas Alberta.	Nov 1 – 25
Director election results announced at the Company’s annual meeting.	November 25

The purpose of the Advance Information Circular is to provide shareholders with adequate time to evaluate the director nominees. The Final Information Circular provides Proxy and Ballot forms for shareholders to vote on director nominees and other Company business.

viii) Nomination of candidates

We ask that shareholders nominate qualified candidates by completing the Director Nomination Form (Attachment 1) as follows:

- Three nominators are required to nominate a candidate. Nominators must be directors, councilors, officers or delegates of Gas Alberta’s shareholder organizations.
- For certainty, the three nominators may be representatives from the same shareholder organization.
- Nominees must sign the Director Nomination Form to indicate acceptance of their nomination and that they comply with the qualifications and eligibility requirements for director nominees as outlined in Section II of this document.
- Include a one-page profile with the Director Nomination Form that includes the following information:
 - Nominee’s name, address and phone number;
 - Nominee’s occupation, business or employment (current or previous);
 - Number of Gas Alberta’s Class A shares that are directly or indirectly owned by the Nominee, or over which the Nominee may control or exercise direction, and
 - Nominee’s direct or indirect material interests, including associates or affiliates, in any transaction since October 1, 1998, that has or may materially affect Gas Alberta.
- Include a picture of the Nominee.
- Attach the completed Director Nominee Self-Assessment Form (Attachment 2).
- Include a recent (within the last 6 months) Criminal Record Check. Any fees associated with obtaining a Criminal Record Check will be reimbursed by Gas Alberta (please include a receipt).
- Include any additional nomination comments for publication in the Company’s Management Information Circular.

ix) Candidate interviews

After all nominations have been received by the Company, candidates will be interviewed by the Company's Nominating Committee to discuss each candidate's profile and agree upon assessment ratings. The candidates' profiles and agreed-upon assessment ratings will be included in the Advance and Final Information Circulars to assist shareholders in electing qualified individuals to serve on Gas Alberta's Board.

The Nominating Committee will contact all candidates to arrange interview times. Candidates will be reimbursed for travel and lodging expenses to attend these interviews.

x) Closing date for nominations

Completed Director Nomination forms and related documents must be received by Gas Alberta by 5:00 p.m. on Friday, August 29, 2025.

ATTACHMENT 1: DIRECTOR NOMINATION FORM

For the annual meeting on November 25, 2025

We, the undersigned, nominate		
<hr/>		
to stand for election to the Board of Directors of Gas Alberta Inc. (the Corporation).		
<u>NOMINATORS (please print)</u>	<u>SIGNATURE</u>	<u>DATE</u>
1. <hr/>	<hr/>	<hr/>
2. <hr/>	<hr/>	<hr/>
3. <hr/>	<hr/>	<hr/>

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

A conflict of interest occurs when an individual's private interest interferes, or appears to interfere, in any way with the interests of the Corporation. Individuals being considered for nomination as a Director of the Corporation must disclose in writing all interest and relationships of which the Nominee is aware of at the time of consideration that will or may give rise to a conflict of interest. If such an interest or relationship should arise while the individual is a director, the individual must make immediate disclosure of all relevant facts to the Corporation's Board of Directors. For further information, director nominees may request a copy of Gas Alberta Inc.'s policy titled Code of Business Conduct and Ethics.

If the Board of Directors is making a decision that may result in a benefit to a director's private interests, the director shall withdraw from the deliberations altogether. Disclosure may alleviate a conflict of interest or allow the Corporation to appropriately avoid a potential conflict. However, a conflict may be so significant as to only be resolved by the director's resignation from one or more of the conflicting positions.

I comply with the “Disclosure of Potential Conflicts of Interest” above, and the “Qualifications and Eligibility” requirements for Director Nominees as outlined in Section II of this document.

I accept the nomination to the Board of Directors of Gas Alberta Inc.

DIRECTOR NOMINEE’S SIGNATURE

DATE

RETURNING COMPLETED FORMS

All completed Director Nomination Forms and related information must be received at Gas Alberta Inc.’s office by 5:00 p.m. on Friday, August 29, 2025 by one of the following delivery methods:

By mail: Gas Alberta Inc.
Attn: Allison Moller
Suite 520, 2535 3rd Ave SE
Calgary, Alberta T2A 7W5

By email: amoller@gasalberta.com

By fax: 403-509-2611
Attn: Allison Moller

ATTACHMENT 2: DIRECTOR NOMINEE SELF-ASSESSMENT

For the annual meeting on November 25, 2025

Director Nominee: _____

Date: _____

RATINGS

O = Outstanding

E = Exceeds expectations

C = Competent

N = Needs improvement

INSTRUCTIONS: 1) Rate your skills based on the descriptions provided.

2) Enter comments after each item to support your rating.

	X	RATING	RATING GUIDELINES
I. GOVERNANCE SKILLS			
1) Formal board training		<i>A record of continued professional development and formal training in board and governance matters.</i>	
		O	Hold a designation from the Institute of Corporate Directors (ICD), along with extensive governance experience.
		E	Formal board training (other than ICD), extensive experience in governance matters, continued governance education.
		C	Formal board training (other than ICD), proven experience in governance matters.
		N	No formal Board training.
		comments:	

		X	RATING	RATING GUIDELINES
2)	Executive recruitment and succession planning			<i>Experience understanding human resource, personnel and other considerations for executive recruitment and compensation structures.</i>
			O	Extensive experience developing and implementing executive recruitment and compensation structures.
			E	Proven experience overseeing executive recruitment and compensation structures.
			C	Basic understanding of executive recruitment and compensation structures.
			N	No experience with executive recruitment and compensation structures.
	comments:			
3)	Strategic planning and focus			<i>Experience with planning, evaluation and implementation of strategic plans, including a demonstrated ability to focus on longer-term goals and strategic outcomes, as separate from day-to-day management and operational experience.</i>
			O	Extensive experience preparing and implementing strategic plans.
			E	Proven experience reviewing and evaluating strategic plans.
			C	Basic understanding of an organization's strategic planning process.
			N	No involvement in strategic planning activities.
	comments:			

		X	RATING	RATING GUIDELINES
4)	Risks and compliance	<i>Ability to identify key risks in an organization's primary operations and ensure that management has implemented appropriate systems and policies to manage these risks.</i>		
			O	Specialized risk training and extensive experience in risk identification and compliance.
			E	Proven experience with systems and policies to mitigate an organization's risks.
			C	Basic knowledge of systems and policies that mitigate an organization's risks.
			N	No experience with identifying and mitigating risks.
	comments:			
5)	Management performance	<i>Experience in evaluating senior management's performance.</i>		
			O	Extensive experience developing and evaluating senior management's performance structures.
			E	Proven experience evaluating senior management's performance.
			C	Some experience evaluating senior management's performance.
			N	No experience evaluating senior management's performance.
	comments:			

		X	RATING	RATING GUIDELINES
6)	Organizational management	<i>Experience in monitoring the integrity of internal controls and management reporting processes.</i>		
			O	Extensive experience developing internal controls and management reporting processes.
			E	Proven experience overseeing internal controls and management reporting processes.
			C	Basic understanding of internal controls and management reporting processes.
			N	No involvement with internal controls and management reporting.
	comments:			
7)	Policy development	<i>Ability to identify key issues for an organization and develop policy parameters for an organization's operations.</i>		
			O	Extensive experience identifying an organization's key issues and developing related policy parameters.
			E	Proven experience identifying an organization's key issues and developing related policy parameters.
			C	Some experience discussing and monitoring an organization's key issues and policies.
			N	No involvement with identifying an organization's key issues and policies.
	comments:			

		X	RATING	RATING GUIDELINES
8)	Other board experience			<i>Experience in serving on boards and a good understanding of corporate governance practices.</i>
			O	Extensive experience serving on multiple boards.
			E	Proven experience serving on more than one board.
			C	Proven experience serving on a board.
			N	No experience with serving on boards.
	comments:			
II. BUSINESS KNOWLEDGE				
1)	Business judgement			<i>A broad range of commercial and business experience.</i>
			O	Extensive leadership roles in commercial and/or business organizations.
			E	Proven experience working for commercial and/or business organizations.
			C	Some experience with commercial and/or business organizations.
			N	No commercial or business experience.
	comments:			

		X	RATING	RATING GUIDELINES
2)	Natural gas industry	<i>Experience and knowledge of the gas supply network from suppliers to consumers.</i>		
			O	Extensive operational experience working with a natural gas utility.
			E	Proven experience in key areas of the gas supply network.
			C	Basic understanding of the gas supply network.
			N	Limited knowledge of the gas supply network.
	comments:			
3)	Gas management	<i>Understanding of natural gas trading activities using physical and financial products.</i>		
			O	Extensive experience with natural gas or commodities trading.
			E	Proven experience with natural gas or commodities trading.
			C	Basic understanding of natural gas or commodities trading activities.
			N	Very limited understanding of natural gas trading activities.
	comments:			

		X	RATING	RATING GUIDELINES
4)	Stakeholder relations			<i>Experience with an organization's stakeholder relations, which involves interactions, negotiations and consensus-building.</i>
			O	Extensive experience with stakeholder relations.
			E	Proven experience with stakeholder relations.
			C	Some experience with stakeholder relations.
			N	No experience with stakeholder relations.
	comments:			
III. TECHNICAL SKILLS				
1)	Internal controls			<i>Understanding of the proper application of internal controls within an organization.</i>
			O	Extensive experience developing, implementing and monitoring an organization's internal controls.
			E	Thorough understanding of an organization's internal controls to mitigate risks.
			C	Basic knowledge of internal controls required for an organization.
			N	Limited experience with internal controls.
	comments:			

		X	RATING	RATING GUIDELINES
2)	Financial reporting			<i>Understanding of financial reports in order to assess an organization's financial performance and viability.</i>
			O	Extensive experience assessing an organization's financial reports for performance and viability.
			E	Proven experience assessing an organization's financial reports for performance and viability.
			C	Basic understanding of financial reports.
			N	No understanding financial reports.
	comments:			
3)	Business planning			<i>Experience in developing and overseeing budgets and forecasts.</i>
			O	Extensive experience preparing budgets and forecasts.
			E	Proven experience evaluating and approving budgets and forecasts.
			C	Basic understanding of the budgeting and forecasting process.
			N	No experience with budgets and forecasts.
	comments:			

		X	RATING	RATING GUIDELINES
4)	Auditing requirements			<i>Knowledge of the auditing requirements and processes for an organization.</i>
			O	Actively involved with accounting staff and auditors in planning and carrying out audits.
			E	Oversee the accounting and audit processes for year-end audits.
			C	Basic knowledge of year-end accounting and audit requirements.
			N	Limited knowledge of year-end accounting and audit.
	comments:			
5)	Formal financial training			<i>Completion of financial courses or seminars.</i>
			O	Hold an accounting designation.
			E	Completed multiple financial courses.
			C	Attended financial seminars.
			N	Have not taken any financial courses or seminars.
	comments:			

		X	RATING	RATING GUIDELINES
6)	Information technology			<i>Knowledge and experience in the strategic implementation and use of information technology within an organization.</i>
			O	Direct involvement with planning and implementation of an organization's information technology.
			E	Understanding of strategic implementation and utilization of an organization's information technology.
			C	Basic understanding of information technology within organizations.
			N	No knowledge of an organization's information technology requirements.
	comments:			
IV. PERSONAL ATTRIBUTES				
1)	Interpersonal skills			<i>Ability to effectively interact with others.</i>
			O	Regularly assume a leadership role in groups or committees.
			E	Extensive experience as a member of groups or committees.
			C	Experience working within groups or committees as required or requested.
			N	Limited experience with groups or committees.
	comments:			

		X	RATING	RATING GUIDELINES
2)	Communication skills	<i>Ability to present information and listen effectively in small and large groups.</i>		
		O	Extensive experience in regularly presenting to small and large groups.	
		E	Occasionally present to small and large groups.	
		C	Experience as an active participant in small and large groups.	
		N	Limited experience interacting with small and large groups.	
	comments:			
3)	Teamwork	<i>Experience serving on an organization's teams or committees.</i>		
		O	Extensive experience in leadership roles on an organization's teams or committees.	
		E	From five to ten years' experience in serving on an organization's teams or committees.	
		C	Some experience in serving on an organization's teams or committees.	
		N	No experience serving on an organization's teams or committees.	
	comments:			

		X	RATING	RATING GUIDELINES
4)	Leadership			<i>Experience serving as the Chair of a board or committee/ or other equivalent leadership position.</i>
			O	Extensive experience serving as the Chair of a board or committee, or equivalent position.
			E	Proven experience serving as the Chair of a board or committee, or equivalent position.
			C	Some experience serving as the Chair of a board or committee, or equivalent position.
			N	No experience serving as the Chair of a board or committee.
	comments:			