

**PRESS RELEASE**

May 15, 2014

**TORC OIL & GAS LTD. REPORTS ON VOTING FROM THE 2014 SHAREHOLDERS' MEETING**

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Calgary, Alberta - TORC Oil & Gas Ltd. ("TORC" or the "Company") (TSX:TOG) announces that the following matters were voted upon at the annual and special meeting of the shareholders of TORC held on May 15, 2014 in Calgary, Alberta. Each of the matters is described in greater detail in the Notice of Annual and Special Meeting of Shareholders and Information Circular dated April 11, 2014 (the "Circular").

**1. Fixing the Number of Directors**

By resolution passed via ballot, the number of directors of TORC to be elected at the meeting was fixed at eight. The results of the ballot were as follows:

Votes For		Votes Against	
#	%	#	%
53,721,929	99.94	34,585	0.06

**2. Election of Directors**

By resolution passed via ballot, the following eight nominees were appointed as directors of the Company to serve until the next annual meeting of shareholders of the Company, or until their successors are elected or appointed. The results of the ballot were as follows:

Nominee	Votes For		Votes Withheld	
	#	%	#	%
David Johnson	53,400,395	99.42	313,271	0.58
John Brussa	50,423,642	93.87	3,290,024	6.13
Raymond Chan	53,685,830	99.95	27,835	0.05
M. Bruce Chernoff	51,756,286	96.36	1,957,379	3.64
Brett Herman	53,687,565	99.95	26,101	0.05
R. Scott Lawrence	52,869,875	98.43	843,791	1.57
Dale Shwed	53,264,735	99.16	448,931	0.84
Hank Swartout	49,641,497	92.42	4,072,169	7.58

### 3. Appointment of Auditors

By resolution passed via ballot, KPMG LLP, Chartered Accountants, were appointed as auditors of the Company to hold office until the next annual meeting or until their successors are duly appointed, and the directors were authorized to fix their remuneration. The results of the ballot were as follows:

Votes For		Votes Withheld	
#	%	#	%
53,718,701	99.93	37,813	0.07

### 4. Approval of Reduction of Stated Capital

By special resolution passed via ballot, the reduction in stated capital of TORC's common shares was approved. The results of the ballot were as follows:

Votes For		Votes Against	
#	%	#	%
53,567,128	99.73	146,538	0.27

TORC Oil & Gas Ltd. is a Calgary based company active in the acquisition, exploration, development and production of crude oil and natural gas in Western Canada.

For further information please contact:

TORC Oil & Gas Ltd.  
**Brett Herman**  
President and Chief Executive Officer  
Telephone: (403) 930-4120  
Facsimile: (403) 930-4159

TORC Oil & Gas Ltd.  
**Jason J. Zabinsky**  
Vice President, Finance and Chief Financial Officer  
Telephone: (403) 930-4120  
Facsimile: (403) 930-4159

[www.torcoil.com](http://www.torcoil.com)