

CALFRAC WELL SERVICES LTD.

HEALTH, SAFETY, ENVIRONMENT AND QUALITY COMMITTEE CHARTER

1. **Calfrac Health, Safety, Environment and Quality Committee:** The board of directors (the "Board") of Calfrac Well Services Ltd. ("Calfrac") shall appoint a health, safety, environment and quality committee (the "Committee") that shall have the mandate and responsibilities set out in this charter.
2. **Membership:** The Committee shall be constituted as follows.
 - (a) The Committee shall be composed of not less than three members.
 - (b) A majority of the members of the Committee shall be independent within the meaning set forth in National Instrument 58-101 – *Disclosure of Corporate Governance Practices*, and the chair of the Committee shall be an independent director in accordance with such instrument.
 - (c) Members shall be appointed annually from among the members of the Board. A member of the Committee shall cease to be a member of the Committee upon ceasing to be a director of Calfrac.
3. **Mandate:** The mandate of the Committee is to assist the Board in fulfilling its responsibilities with respect to:
 - (a) due diligence in the development and implementation of systems and programs for the management of health, safety, environmental and quality matters and to assess Calfrac's compliance with applicable laws and regulations;
 - (b) reviewing, reporting and making recommendations to the Board about Calfrac's policies, standards, practices and performance with respect to its corporate responsibility in relation to health, safety, the environment and quality.
4. **Specific Duties and Responsibilities:** Subject to the powers of the Board and in addition to any other duties assigned to the Committee by the Board, the Committee shall have authority and responsibility for the following matters.
 - (a) Meeting with senior management to receive quarterly and annual reports in respect of Calfrac's health, safety, environmental and quality practices and performance.
 - (b) Monitoring on a regular basis Calfrac's existing health, safety, environmental and quality practices and procedures and its controlled subsidiaries for compliance with applicable legislation and conformity with industry standards.
 - (c) Advising and making recommendations to the Board as appropriate on matters relating to health, safety, the environment and quality.
 - (d) Reviewing and reporting, as appropriate, to the Board on Calfrac's policies and procedures relating to health, safety, the environment and quality and, if appropriate, making recommendations to the Board.

- (e) Considering and, if thought fit, approving requests from directors or committees of directors for the engagement of special advisers from time to time in respect of health, safety, environment and quality issues or other matters related to the Committee's mandate.
- (f) Reviewing annually and reporting to the Board on the adequacy of the Committee's charter.

5. **Administrative Matters:** The following provisions shall apply to the Committee

- (a) The quorum for meetings of the Committee shall be two members thereof. Business may be transacted by the Committee at a meeting of its members at which a quorum is present or by a resolution in writing signed by all the members of the Committee.
- (b) Any member of the Committee may be removed or replaced at any time by the Board. If a vacancy exists on the Committee, the remaining members may exercise all of the powers of the Committee so long as a quorum remains. Subject to the foregoing, each member of the Committee shall hold office until the close of the next annual meeting of shareholders following the date of appointment as a member or until a successor is duly appointed.
- (c) The Committee may invite such officers, directors and employees of Calfrac and other persons as it may see fit from time to time to attend at meetings of the Committee and to assist thereat in the discussion of the matters being considered by the Committee.
- (d) The Committee shall determine the time and place at which the meetings of the Committee shall be held and the procedure for calling and conducting business at such meetings, having regard to the by-laws of Calfrac.
- (e) The chair of the Committee shall preside at all meetings of the Committee. In the absence of the chair, the members of the Committee present at a meeting shall appoint one of those members to act as chair for that particular meeting.
- (f) The Committee shall report to the Board on such matters and questions relating to the health, safety, environment and quality programs of Calfrac or any subsidiaries of Calfrac as the Board may from time to time refer to the Committee.
- (g) The members of the Committee shall, for the purpose of performing their duties, have the right to inspect all the records of Calfrac and its subsidiaries, and to discuss such records as are in any way related to the health, safety, environment and quality programs of Calfrac with the officers and employees of Calfrac and its subsidiaries.
- (h) Minutes of Committee meetings shall be recorded and maintained. The chair of the Committee shall report to the Board on the activities of the Committee and the minutes of Committee meetings will be circulated to the directors who are not members of the Committee or shall be made available at the next meeting of the Board which follows a Committee meeting.
- (i) The Committee shall have the authority to
 - (i) engage independent counsel and other advisers that it determines to be necessary to permit it to carry out its duties, and
 - (ii) set and pay the compensation for any advisers engaged by the Committee.

Reviewed by the Committee on February 27, 2018 and approved by the Board on February 28, 2018.