



Certificate of Continuance

Canada Business Corporations Act

Certificat de prorogation

Loi canadienne sur les sociétés par actions

CALFRAC WELL SERVICES LTD.

Corporate name / Dénomination sociale

1257852-2

Corporation number / Numéro de société

I HEREBY CERTIFY that the above-named corporation, the articles of continuance of which are attached, is continued under section 187 of the *Canada Business Corporations Act* (CBCA).

JE CERTIFIE que la société susmentionnée, dont les clauses de prorogation sont jointes, est prorogée en vertu de l'article 187 de la *Loi canadienne sur les sociétés par actions* (LCSA).

Raymond Edwards

Director / Directeur

2020-12-17

Date of Continuance (YYYY-MM-DD)

Date de prorogation (AAAA-MM-JJ)



Form 11
Articles of Continuance
Canada Business Corporations Act
(CBCA) (s. 187)

Formulaire 11
Clauses de prorogation
Loi canadienne sur les sociétés par
actions
(LCSA) (art. 187)

1	Corporate name Dénomination sociale CALFRAC WELL SERVICES LTD.
2	The province or territory in Canada where the registered office is situated La province ou le territoire au Canada où est situé le siège social AB
3	The classes and the maximum number of shares that the corporation is authorized to issue Catégories et le nombre maximal d'actions que la société est autorisée à émettre See attached schedule / Voir l'annexe ci-jointe
4	Restrictions on share transfers Restrictions sur le transfert des actions None
5	Minimum and maximum number of directors Nombre minimal et maximal d'administrateurs Min. 3 Max. 15
6	Restrictions on the business the corporation may carry on Limites imposées à l'activité commerciale de la société None
7	(1) If change of name effected, previous name S'il y a changement de dénomination sociale, indiquer la dénomination sociale antérieure Not Applicable / Sans objet (2) Details of incorporation Détails de la constitution The corporation was formed by amalgamation in Alberta on January 1, 2011 under registration number 2015773746.
8	Other Provisions Autres dispositions See attached schedule / Voir l'annexe ci-jointe
9	Declaration: I certify that I am a director or an officer of the company continuing into the CBCA. Déclaration : J'atteste que je suis un administrateur ou un dirigeant de la société se prorogeant sous le régime de la LCSA.

Original signed by / Original signé par

Lindsay R. Link

Lindsay R. Link

Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA).

Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$ et d'un emprisonnement maximal de six mois, ou l'une de ces peines (paragraphe 250(1) de la LCSA).

You are providing information required by the CBCA. Note that both the CBCA and the *Privacy Act* allow this information to be disclosed to the public. It will be stored in personal information bank number IC/PPU-049.

Vous fournissez des renseignements exigés par la LCSA. Il est à noter que la LCSA et la *Loi sur les renseignements personnels* permettent que de tels renseignements soient divulgués au public. Ils seront stockés dans la banque de renseignements personnels numéro IC/PPU-049.

Schedule / Annexe
Description of Classes of Shares / Description des catégories d'action

One class of shares, to be designated as "Common Shares", in an unlimited number and shall have attached thereto the following special rights and restrictions:

- (a) Voting. The holders of the Common Shares or a fraction thereof shall be entitled to receive notice of or to attend and vote at all meetings of the shareholders of the Corporation.

- (b) Dividends. Subject to the rights of holder of any other class of shares, the holders of the Common Shares shall in each year, in the discretion of the directors, be entitled out of the monies lawfully available for dividends to pay such non-cumulative, non-preferential dividends payable at such times and in such amounts as may be determined in the absolute discretion of the Directors from time to time.

- (c) Liquidation, Dissolution or Winding-Up. Subject to the rights of the holders of any other class of shares, in the event of liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, or any other distribution of the assets of the Corporation among its shareholders for the purposes of winding up its affairs, the remaining property and assets of the Corporation shall be distributed rateably to the holders of the Common Shares.

Schedule / Annexe
Other Provisions / Autres dispositions

1. In addition to, and without limiting such other powers which the Corporation may by law possess, the directors of the Corporation may without authorization of the shareholders:

- (a) borrow money on the credit of the Corporation;
- (b) issue, reissue, sell or pledge debt obligations of the Corporation; and
- (c) mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the Corporation, owned or subsequently acquired, to secure any obligation of the Corporation.

2. The directors may, between annual meetings of shareholders, appoint one or more additional directors of the Corporation to serve until the next annual meeting of shareholders, provided that the number of additional directors so appointed shall not at any time exceed one-third (1/3) of the number of directors who held office at the expiration of the last meeting of the shareholders of the Corporation.



Form 2
**Initial Registered Office Address
and First Board of Directors**
*Canada Business Corporations Act
(CBCA) (s. 19 and 106)*

Formulaire 2
**Siège social initial et premier
conseil d'administration**
*Loi canadienne sur les sociétés par
actions (LCSA) (art. 19 et 106)*

1 Corporate name
Dénomination sociale

CALFRAC WELL SERVICES LTD.

2 Address of registered office
Adresse du siège social

4500, 855 - 2nd Street S.W.
Calgary AB T2P 4K7

3 Additional address
Autre adresse

4 Members of the board of directors
Membres du conseil d'administration

See attached schedule / Voir l'annexe ci-jointe

5 Declaration: I certify that I have relevant knowledge and that I am authorized to sign this form.
Déclaration : J'atteste que je possède une connaissance suffisante et que je suis autorisé(e) à signer le présent formulaire.

Original signed by / Original signé par
Lindsay R. Link

Lindsay R. Link
403.266-6000

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Schedule / Annexe

Members of the board of directors / Membres du conseil d'administration

Resident Canadian
Résident Canadien

Ronald P. Mathison	4900, 525 - 8th Avenue S.W., Calgary AB T2P 1G1, Canada	Yes / Oui
James S. Blair	1400, 444 - 5th Avenue S.W., Calgary AB T2P 2T8, Canada	Yes / Oui
Gregory S. Fletcher	1200, 707 - 7th Avenue S.W., Calgary AB T2P 3H6, Canada	Yes / Oui
Douglas R. Ramsay	500, 407 - 8th Avenue S.W., Calgary AB T2P 1E5, Canada	Yes / Oui
Lorne A. Gartner	4900, 525 - 8th Avenue S.W., Calgary AB T2P 1G1, Canada	Yes / Oui
Kevin R. Baker	850, 396 - 11th Avenue S.W., Calgary AB T2R 0C5, Canada	Yes / Oui
Lindsay R. Link	500, 407 - 8th Avenue S.W., Calgary AB T2P 1E5, Canada	Yes / Oui