

## 1. Purpose

The purpose of the Whistleblower Policy (the "Policy") is to provide officers, directors and employees of Total Energy Services Inc. and its subsidiaries ("Total Energy" or the "Corporation"), as well as third parties with a process for disclosing complaints or concerns regarding violations of our Code of Business Conduct, issues or concerns about financial statement disclosures, accounting, internal accounting controls or auditing matters or violations of laws, rules or regulations.

This Policy tells you how and where to submit a complaint or concern within Total Energy, who deals with your complaint and how that complaint is expected to be handled, processed and documented. This Policy also describes the standards and principles that are expected to govern the processing of all complaints and concerns whether they are received from people within the Corporation or external parties

The Policy is provided to new employees as part of the hiring process and it is available to the public on Total Energy's corporate website at <http://www.totalenergy.ca/about-us/corporate-policies/>. Some subsidiaries may also have a jurisdiction specific whistleblower policy published on the subsidiary website which operates in conjunction with this Policy.

## 2. Reporting Concerns

### a) Reporting Process – Informal Procedure for Directors, Officers and Employees

Total Energy has an open-door policy and employees are encouraged to share their questions, concerns, suggestions or complaints directly to the employee's immediate supervisor, if appropriate. If concerns are not being addressed or if a concern relates to the behaviour of the employee's immediate supervisor, employees may also speak to any officer of Total Energy.

Supervisors and managers who receive complaints or concerns related to this Policy must report them to the VP Legal and General Counsel or other legal counsel of the Corporation.

### b) Reporting Process: Formal Procedure for Directors, Officers, Employees and External Parties

In certain circumstances, it may be necessary to make a formal submission regarding a perceived or suspected violation of the Code of Business Conduct or concerns about financial statement disclosures, accounting, internal accounting controls or auditing matters or violations of laws, rules or regulations. In all cases, the reporting process is to contact the VP, Legal and General Counsel ("Designated Contact") marking any correspondence as Confidential and sent through the following means:

- i) By email: [Whistleblower@totalenergy.ca](mailto:Whistleblower@totalenergy.ca), a confidential email account monitored by the Legal department of Total Energy ("Designated Contact").
- ii) In writing:  
Total Energy Services Inc.  
Attention: VP, Legal and General Counsel  
Suite 1000, 734 – 7<sup>th</sup> Avenue SW, Calgary AB T2P 3P8

If a formal complaint relates to the VP, Legal and General Counsel, it should be directed to other legal counsel of Total Energy.

### 3. Confidentiality

Total will seek to treat all communications related to this Policy as confidential, to the fullest extent permitted under law and to the extent possible, consistent with the need to conduct an adequate investigation. We encourage you to identify yourself when making a complaint or communicating a concern. However, you may also do so anonymously if necessary.

### 4. No Retaliation

This Policy is intended to encourage and enable officers, directors and employees and third parties to raise serious concerns within Total Energy for proper resolution. Every director, officer or employee who makes a complaint in good faith regarding a perceived violation under this Policy will be protected against retaliation, described as penalty or adverse employment consequences, including discharge, suspension, demotion or transfer, harm or injury, damage to property, reputation or business, harassment, intimidation or discrimination. Any director, officer or employee who reveals a whistleblower's identity without legal guidance to do so or who retaliates against someone who has reported a violation in good faith under this Policy will be subject to discipline, up to and including termination of employment.

Certain legislation relating to environmental, labour, privacy, human rights, competition and other matters also may provide protection to individuals who report suspected violations by their employers. We encourage all employees to comply fully with the requirements of these laws if any violation or breach is suspected, without fear of retaliation.

### 5. Reasonable Grounds

Anyone filing a complaint under this Policy must have an honest belief that the complaint is well-founded, including a reasonable factual or other basis to suspect wrongdoing. Any complaints based on allegations that are without basis or that are proven to be intentionally misleading or malicious will be viewed as a serious offense.

### 6. Handling of Reported Violations

Once your concern has been communicated to [whistleblower@totalenergy.ca](mailto:whistleblower@totalenergy.ca) email account, the following procedures are intended to be followed:

- a) The Designated Contact should confirm receipt of your communication or complaint within ten business days of receipt wherever practicable or where specifically requested.
- b) The Designated Contact should register your complaint in a log and open a file. Both should be confidential and secure.
- c) If the Designated Contact determines that your concern is covered by this Policy, he or she should initiate an investigation and determine whether there is enough evidence to substantiate or refute the matters reported. In conducting his or her investigation, the Designated Contact

may enlist inside or outside legal, accounting, human resource or other advisors and, may also refer the matter to the Chair of the Audit Committee, as appropriate.

- d) The Designated Contact will comply with all rules, regulations and legislation in conducting the investigation and should take all reasonable efforts to seek to keep the complaint and investigation confidential. In certain circumstances, the Corporation may be legally required to disclose matters relating to material infractions of financial matters or other matters in accordance with securities laws or stock exchange rules. In such cases the Designated Contact may be required to make adequate disclosure in a timely and appropriate manner.
- e) All investigations should be conducted efficiently, taking into account the nature and complexity of the issues involved, objectively, fairly and independently.
- f) The Designated Contact shall promptly report the outcome of the investigation to a complainant.
- g) Quarterly, the Designated Contact should report to the Audit Committee, and the Chair of the Audit Committee should report to the Corporation's external auditors, the aggregate number of complaints received, investigations conducted and the outcome of those complaints and investigations. The Audit Committee may also discuss such complaints with the full membership of the Board of Directors where appropriate.
- h) Where the complaint is made to the Designated Contact, he should promptly report to the Audit Committee any complaint that is well-founded and that may have material adverse consequences for the Corporation.
- i) The Chair of the Audit Committee should discuss any complaints received pursuant to this Policy at regularly scheduled meetings of the Audit Committee (unless they are unfounded or unless the materiality of the complaint requires earlier action).

### 7. Board of Directors Discretion

The Board of Directors may, from time to time, and having regard to applicable laws and regulations, permit departures from the terms of this Policy, either prospectively or retrospectively. This Policy may be amended at any time.

### 8. Limitation of Liability

This Policy is not intended to give rise to civil liability on the part of the Corporation or its directors or officers to shareholders, security holders, customers, suppliers, competitors, employees or other persons, or to any other liability whatsoever on their part.

### 9. Policy Review

The Policy will be reviewed on a periodic basis.