

WESTERN ENERGY SERVICES CORP.

Board Policy on Majority Voting for Director Nominees

The Board of Directors (the "**Board**") of Western Energy Services Corp. ("**Western**") believes that each director of Western should carry the confidence and support of the shareholders of Western (the "**Shareholders**"). To this end, the directors have unanimously adopted and agreed to comply with the following majority voting policy regarding the election of directors (the "**Policy**") at any uncontested Shareholders' meeting. All nominees for election to the Board will be asked to agree to comply with this Policy before they are nominated for election, or otherwise appointed, to the Board.

The form of proxy for use at any meeting of Shareholders where directors are to be elected will enable Shareholders to either: (a) vote in favour; or (b) withhold their shares from being voted in respect of each nominee separately. At the meeting, the Chair will call for a vote by ballot and the scrutineer of the meeting will record, with respect to each nominee, the total number of shares voted in favour and the total number of shares withheld from voting. If, with respect to any nominee, the total number of shares withheld exceeds the total number of shares voted in favour of a nominee (a "**Majority Withheld Vote**"), then for purposes of this Policy such nominee shall be considered not to have received the support of Shareholders.

Any nominee who receives a Majority Withheld Vote shall promptly submit his or her resignation as a director to the Board. In the event a nominee who receives a Majority Withheld Vote refuses to tender his or her resignation, the Board shall not nominate such director for election the following year. Upon receipt of such resignation, the Corporate Governance and Compensation Committee (the "**Governance Committee**") shall consider the matter and, as soon as possible, make a recommendation to the full Board regarding whether or not such resignation should be accepted. The Board expects the Governance Committee will recommend accepting such resignation, absent exceptional circumstances.

The Board shall determine whether or not to accept the resignation within 90 days after the applicable Shareholder meeting. In rendering its decision, the Board will consider the recommendation of the Governance Committee, provided that the Board shall accept the resignation absent exceptional circumstances. The resignation will be effective upon acceptance by the Board. Promptly after making its determination, the Board shall issue a press release either announcing the director's resignation or explaining why such resignation was not accepted by the Board. A copy of the news release will be provided to the Toronto Stock Exchange.

Any director tendering his or her resignation pursuant to this Policy will not attend any meeting of the Governance Committee, the Board or any other sub-committee at which the resignation is being considered. If such director's attendance is required in order to meet quorum, the director will not speak or otherwise participate in the part of the meeting related to his or her resignation or any related resolution.

Subject to any restrictions or requirements contained in applicable corporate law or Western's constating documents, the Board may: (a) leave a resulting vacancy unfilled until the next annual meeting of Shareholders; (b) appoint a replacement director; or (c) call a special meeting of Shareholders to elect a replacement director.

This Policy does not apply in respect of any contested Shareholders' meeting. For purposes hereof, a contested meeting is any meeting of Shareholders where the number of directors nominated for election is greater than the number of seats available on the Board.

Approved by the Corporate Governance and Compensation Committee – April 23, 2019
Ratified by the Corporate Governance and Compensation Committee – May 21, 2020

Approved by the Board of Directors – April 24, 2019
Ratified by the Board of Directors – May 21, 2020