

**WESTERN ENERGY SERVICES CORP.  
(THE "CORPORATION")**

**DIVERSITY POLICY  
(THE "POLICY")**

**Statement of Policy**

The board of directors (the "**Board**") recognizes the importance and benefits of having a highly talented and experienced Board with a diverse set of skills, experience and expertise. In support of this objective, the Board has developed this Policy with the purpose of promoting diversity at the Board level.

This Policy outlines the approach of the Corporation to achieving its objective of balancing skills, experience and expertise on the Board, with diversity representation, including age, gender, ethnicity and geographic location.

**Meaning of Diversity**

In this Policy, "diversity" refers to any characteristic that can be used to differentiate groups and individuals from one another. It includes but is not limited to characteristics such as age, gender, race, religion, language, ethnicity, education, sexual orientation, political affiliation, family and marital status, disability, industry experience, geographic location and expertise.

**Scope**

The Corporate Governance and Compensation Committee (the "**Committee**") is responsible for reviewing and assessing Board composition on behalf of the Board and is responsible for identifying new candidates for nomination or appointment to the Board.

**Board Diversity**

To further its objective of supporting diversity, the Committee will, when identifying candidates to recommend for nomination or appointment to the Board:

- (a) consider only individuals who are highly qualified, based on their experience, education, expertise, personal qualities and general and industry-specific knowledge;
- (b) consider criteria that promote diversity, including gender, age, ethnicity, and geographic background and location; and
- (c) as required or considered appropriate, engage qualified external advisors to assist in searching for candidates who meet the Board's criteria regarding skills, experience and diversity.

The Board recognizes that gender diversity is a significant aspect of diversity and acknowledges the contribution that women with the right skills and experience can make to the diversity of perspectives in the boardroom.

In order to promote the specific objective of gender diversity, the Committee will consider gender diversity as one of the criteria in identifying and assessing candidates to recommend for nomination or appointment to the Board. Where the Corporation engages an external advisor to assist with the

identification of potential candidates, the external advisor will be instructed to include diversity in its assessment criteria and to use its best efforts to ensure at least one female candidate is identified.

Selection of female candidates to be appointed or nominated to the Board will be, in part, dependent on the pool of female candidates with the necessary skills, knowledge and experience. The ultimate decision will be based on merit and contribution the chosen candidate will bring to the Board.

### **Review**

On an annual basis, the Committee will (i) assess the effectiveness of the Board appointment and nomination processes at achieving the Corporation's diversity objectives, and (ii) consider and, if determined advisable, recommend measurable objectives for achieving diversity on the Board.

In order to ensure the effective implementation of this Policy to promote gender diversity of the Board, the Committee will review the following as part of its annual review of the Policy:

- (a) the number of women considered or brought forward for Board positions;
- (b) the skills, knowledge, experience and other characteristics of candidates that are women to ensure that such candidates are being fairly considered relative to other candidates; and
- (c) the number of women on the Board and the proportion (in percentage terms) of persons on the Board positions who are women.

The Committee will report annually on the Corporation's progress to achieving measurable objectives set forth for the Board, including specifically, the proportion of women on the Board.

At any given time the Committee may seek to adjust one or more of the objectives of this Policy.

Approved by the Board of Directors March 21, 2019.