Q3 2023
CONSOLIDATED FINANCIAL STATEMENTS
CALFRAC WELL SERVICES

Three and Nine Months Ended September 30, 2023 and 2022

DO IT SAFELY, DO IT RIGHT, DO IT PROFITABLY

CONSOLIDATED BALANCE SHEETS

	Note	**September 30, 2023**	December 31, 2022
(C$000s) (unaudited)		***($)***	*($)*
ASSETS			
Current assets			
Cash and cash equivalents		**23,308**	8,498
Accounts receivable		**331,429**	238,769
Inventories		**121,446**	108,866
Prepaid expenses and deposits		**14,476**	12,297
		490,659	368,430
Assets classified as held for sale	3	**30,932**	45,940
		521,591	414,370
Non-current assets			
Property, plant and equipment	4	**604,386**	543,475
Right-of-use assets	8	**23,094**	22,908
Deferred income tax assets		**29,000**	15,000
		656,480	581,383
Total assets		**1,178,071**	995,753
LIABILITIES AND EQUITY			
Current liabilities			
Accounts payable and accrued liabilities		**189,408**	171,603
Income taxes payable		**4,492**	964
Current portion of long-term debt	5	**2,594**	2,534
Current portion of lease obligations	8	**10,485**	9,749
		206,979	184,850
Liabilities directly associated with assets classified as held for sale	3	**17,410**	18,852
		224,389	203,702
Non-current liabilities			
Long-term debt	5	**308,849**	329,186
Lease obligations	8	**12,364**	13,443
Deferred income tax liabilities		**36,328**	26,450
		357,541	369,079
Total liabilities		**581,930**	572,781
Capital stock	6	**867,523**	865,059
Conversion rights on convertible notes	5	**212**	212
Contributed surplus		**72,629**	70,141
Warrants	7	**35,384**	36,558
Accumulated deficit		**(402,374)**	(580,544)
Accumulated other comprehensive income		**22,767**	31,546
Total equity		**596,141**	422,972
Total liabilities and equity		**1,178,071**	995,753

Contingencies (note 16)
See accompanying notes to the consolidated financial statements.

CONSOLIDATED STATEMENTS OF OPERATIONS

		Three Months Ended Sep. 30,		Nine Months Ended Sep. 30,	
	Note	**2023**	2022	**2023**	2022
(C$000s, except per share data) (unaudited)		***($)***	*($)*	***($)***	*($)*
Revenue	13	**483,093**	438,338	**1,442,879**	1,051,373
Cost of sales	14	**403,803**	365,536	**1,222,373**	956,526
Gross profit		**79,290**	72,802	**220,506**	94,847
Expenses					
Selling, general and administrative		**17,919**	17,128	**42,843**	41,933
Foreign exchange losses (gains)		**1,415**	(7,106)	**7,884**	(6,704)
(Gain) loss on disposal of property, plant and equipment		**(706)**	(406)	**(5,667)**	4,382
Reversal of impairment of property, plant and equipment	4	**(41,563)**	—	**(41,563)**	—
Interest		**7,262**	10,804	**23,023**	31,537
		(15,673)	20,420	**26,520**	71,148
Income before income tax		**94,963**	52,382	**193,986**	23,699
Income tax expense (recovery)					
Current		**3,240**	1,647	**13,747**	2,633
Deferred		**(5,800)**	5,383	**(4,128)**	520
		(2,560)	7,030	**9,619**	3,153
Net income from continuing operations		**97,523**	45,352	**184,367**	20,546
Net (loss) income from discontinued operations	3	**(10,951)**	4,746	**(6,197)**	(28,178)
Net income (loss) for the period		**86,572**	50,098	**178,170**	(7,632)
Earnings (loss) per share – basic	6				
Continuing operations		**1.20**	1.15	**2.28**	0.53
Discontinued operations		**(0.14)**	0.12	**(0.08)**	(0.73)
		1.07	1.27	**2.20**	(0.20)
Earnings (loss) per share – diluted	6				
Continuing operations		**1.09**	1.10	**2.12**	0.53
Discontinued operations		**(0.14)**	0.10	**(0.08)**	(0.73)
		0.97	1.21	**2.05**	(0.07)

See accompanying notes to the consolidated financial statements.

CONSOLIDATED STATEMENTS OF CASH FLOWS

		Three Months Ended Sep. 30,		Nine Months Ended Sep. 30,	
	Note	**2023**	2022	**2023**	2022
(C$000s) (unaudited)		*($)*	*($)*	*($)*	*($)*
CASH FLOWS PROVIDED BY (USED IN)					
OPERATING ACTIVITIES					
Net income (loss) for the period		**86,572**	50,098	**178,170**	(7,632)
Adjusted for the following:					
Depreciation		**27,387**	29,394	**86,206**	89,932
Stock-based compensation		**1,469**	366	**2,810**	2,319
Unrealized foreign exchange (gains) losses		**(2,650)**	(9,629)	**724**	(18,697)
(Gain) loss on disposal of property, plant and equipment		**(709)**	(409)	**(5,694)**	4,378
(Reversal of) impairment of property, plant and equipment	3, 4	**(41,024)**	—	**(41,024)**	5,634
Impairment of inventory	3	**985**	1,201	**3,677**	28,749
Impairment of other assets	3	**14,768**	(2,312)	**17,454**	7,336
Interest		**7,171**	10,801	**22,841**	31,534
Interest paid		**(9,254)**	(13,229)	**(20,739)**	(27,693)
Deferred income taxes		**(5,800)**	5,383	**(4,128)**	520
Changes in items of working capital	10	**22,349**	(57,911)	**(79,947)**	(77,686)
Cash flows provided by operating activities		**101,264**	13,753	**160,350**	38,694
FINANCING ACTIVITIES					
Bridge loan proceeds		**—**	—	**—**	15,000
Issuance of long-term debt, net of debt issuance costs	5	**22,029**	12,825	**73,485**	19,782
Bridge loan repayments		**—**	—	**—**	(15,000)
Long-term debt repayments	5	**(50,000)**	(15,000)	**(100,000)**	(15,000)
Lease obligation principal repayments	8	**(2,613)**	(2,328)	**(8,412)**	(6,587)
Proceeds on issuance of common shares from the exercise of warrants and stock options		**610**	621	**967**	1,884
Cash flows (used in) provided by financing activities		**(29,974)**	(3,882)	**(33,960)**	79
INVESTING ACTIVITIES					
Purchase of property, plant and equipment	10	**(50,121)**	(18,479)	**(128,447)**	(45,588)
Proceeds on disposal of property, plant and equipment		**695**	882	**22,383**	1,657
Proceeds on disposal of right-of-use assets		**138**	716	**1,247**	1,627
Cash flows used in investing activities		**(49,288)**	(16,881)	**(104,817)**	(42,304)
Effect of exchange rate changes on cash and cash equivalents		**1,841**	7,388	**(9,369)**	27,811
Increase in cash and cash equivalents		**23,843**	378	**12,204**	24,280
Cash and cash equivalents (bank overdraft), beginning of period		**6,754**	22,551	**18,393**	(1,351)
Cash and cash equivalents, end of period		**30,597**	22,929	**30,597**	22,929
Included in the cash and cash equivalents per the balance sheet		**23,308**		**23,308**	
Included in the assets held for sale/discontinued operations	3	**7,289**		**7,289**	

See accompanying notes to the consolidated financial statements.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)

	Three Months Ended Sep. 30,		Nine Months Ended Sep. 30,	
	2023	2022	**2023**	2022
(C$000s) (unaudited)	***($)***	*($)*	***($)***	*($)*
Net income (loss) for the period	**86,572**	50,098	**178,170**	(7,632)
Other comprehensive income (loss)				
Items that may be subsequently reclassified to profit or loss:				
Change in foreign currency translation adjustment	**4,561**	13,936	**(8,779)**	30,961
Comprehensive income	**91,133**	64,034	**169,391**	23,329

See accompanying notes to the consolidated financial statements.

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

(C$000s) (unaudited)	Note	Share Capital ($)	Conversion Rights on Convertible Notes	Contributed Surplus ($)	Warrants ($)	Loan Receivable for Purchase of Common Shares ($)	Accumulated Other Comprehensive Income (Loss) ($)	Accumulated Deficit ($)	Total Equity ($)
Balance – January 1, 2023		**865,059**	**212**	**70,141**	**36,558**	**—**	**31,546**	**(580,544)**	**422,972**
Net income		—		—	—	—	—	178,170	**178,170**
Other comprehensive income (loss):									
Cumulative translation adjustment		—	—	—	—	—	(8,779)	—	**(8,779)**
Comprehensive income (loss)		—	—	—	—	—	(8,779)	178,170	**169,391**
Stock options:									
Stock-based compensation recognized	7	—	—	2,489	—	—	—	—	**2,489**
Proceeds from issuance of shares	6, 7	870	—	(322)	—	—	—	—	**548**
Conversion of 1.5 Lien Notes into shares	5, 6	1	—	—	—	—	—	—	**1**
Performance share units:									
Stock-based compensation recognized	7	—	—	321	—	—	—	—	**321**
Warrants:									
Proceeds from issuance of shares	6, 7	1,593	—	—	(1,174)	—	—	—	**419**
Balance – September 30, 2023		**867,523**	**212**	**72,629**	**35,384**	**—**	**22,767**	**(402,374)**	**596,141**
Balance – January 1, 2022		801,178	4,764	68,258	40,282	(2,500)	9,079	(592,221)	328,840
Net loss		—	—	—	—	—	—	(7,632)	(7,632)
Other comprehensive income (loss):									
Cumulative translation adjustment		—	—	—	—	—	30,961	—	30,961
Comprehensive income (loss)		—	—	—	—	—	30,961	(7,632)	23,329
Stock options:									
Stock-based compensation recognized	7	—	—	2,319	—	—	—	—	2,319
Proceeds from issuance of shares	6, 7	1,687	—	(619)	—	—	—	—	1,068
Conversion of 1.5 Lien Notes into shares	5, 6	2,707	(212)	—	—	—	—	—	2,495
Reclassification of loan receivable		(2,500)	—	—	—	2,500	—	—	—
Warrants:									
Proceeds from issuance of shares	6, 7	3,101	—	—	(2,286)	—	—	—	815
Balance – September 30, 2022		**806,173**	**4,552**	**69,958**	**37,996**	**—**	**40,040**	**(599,853)**	**358,866**

See accompanying notes to the consolidated financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

As at and for the three and nine months ended September 30, 2023 and 2022

(Amounts in text and tables are in thousands of Canadian dollars, except share data and certain other exceptions as indicated)

1. DESCRIPTION OF BUSINESS AND BASIS OF PRESENTATION

Calfrac Well Services Ltd. (the "Company") was formed through the amalgamation of Calfrac Well Services Ltd. (predecessor company was originally incorporated on June 28, 1999 and amalgamated with Denison Energy Inc. on March 24, 2004) and Dominion Land Projects Ltd. on January 1, 2011 under the Business Corporations Act (Alberta). The Company was continued under the Canada Business Corporations Act on December 17, 2020. The Company's principal place of business is at Suite 500, 407 – 8th Avenue S.W., Calgary, Alberta, Canada, T2P 1E5. The Company provides specialized oilfield services, including hydraulic fracturing, coiled tubing, cementing and other well completion services to the oil and natural gas industries in North America and Argentina.

These condensed consolidated interim financial statements were prepared in accordance with International Accounting Standard (IAS) 34 *Interim Financial Reporting* using accounting policies consistent with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and interpretations by the International Financial Reporting Interpretations Committee (IFRIC). They should be read in conjunction with the annual financial statements for the year ended December 31, 2022. Unless otherwise noted, the Company has consistently applied the same accounting policies throughout all periods presented, as if these policies were always in effect.

These financial statements were approved for issuance by the Board of Directors on November 7, 2023.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Except as noted below, these condensed consolidated interim financial statements follow the same accounting policies and methods of application as the most recent annual financial statements.

(a) Income Taxes

For purposes of calculating income taxes during interim periods, the Company utilizes estimated annualized income tax rates. Current income tax expense is only recognized when taxable income is such that current income tax becomes payable.

(b) Change in Accounting Estimate

Effective January 1, 2023, expenditures related to fluid ends will be recorded as an operating expense rather than as a capital expenditure. This change in accounting estimate was based on new information surrounding the useful life of this component. This change was adopted prospectively and is not expected to have any material impact on the financial statements as the fluid end component was previously depreciated over a one-year useful life.

(c) Changes in Accounting Standards and Disclosures

During the second quarter, the Company adopted narrow-scope amendments to IAS 12 *Income Taxes – International Tax Reform – Pillar Two Model Rules*. The amendments provide a temporary exception from the requirement to recognize and disclose deferred taxes arising from enacted or substantively enacted tax law that implements the Pillar Two model rules published by the Organization for Economic Cooperation and Development (OECD). The adoption of this standard is not expected to have a material impact on the Company.

3. ASSETS HELD FOR SALE

During the first quarter of 2022, management committed to a plan to sell its Russian division. The associated assets and liabilities were consequently presented as held for sale in the Company's financial statements, effective March 31, 2022, in accordance with IFRS 5 *Non-current Assets Held for Sale and Discontinued Operations*.

In conjunction with the ongoing sale process and in light of the Canadian sanctions and restrictions that were issued in relation to the Russian oil and gas industry, the Company has adjusted the Russian division's current and long-term assets to reflect their revised expected recoverable amount as at September 30, 2023. Management will continue to revisit the fair value of the net assets at each reporting period and upon the close of the transaction.

In addition to monitoring and addressing, as applicable, the evolving laws and sanctions from the governments of Canada, the U.S., and other western nations, the Company's efforts to divest of its Russian operations have been impacted by domestic laws and sanctions of the Russian Federation, including without limitation, that any sale or any other transfer or alienation of its Russian subsidiary must be approved by the President of the Russian Federation pursuant to applicable decrees and rules setting out the requirements for exits of foreign investors from Russia (which are updated on a periodic basis). Within this dynamic context, the Company continues to make progress toward a sale of its Russian subsidiary and is seeking to complete this transaction as soon as possible while complying with all applicable laws and sanctions.

It is management's judgement, that based on the facts and circumstances, the Company continues to control and therefore consolidate the Russian subsidiary.

	Three Months Ended Sep. 30,		**Nine Months Ended Sep. 30,**	
	2023	2022	**2023**	2022
(C$000s)	***($)***	*($)*	***($)***	*($)*
Impairment of property, plant and equipment	**539**	—	**539**	5,634
Impairment of inventory	**985**	1,201	**3,677**	28,749
Impairment (reversal of impairment) of other assets	**14,768**	(2,312)	**17,454**	7,336
	16,292	(1,111)	**21,670**	41,719

(a) Financial Information

The financial performance and cash flow information of the Russia operating division are:

	Three Months Ended Sep. 30,		**Nine Months Ended Sep. 30,**	
	2023	2022	**2023**	2022
(C$000s)	***($)***	*($)*	***($)***	*($)*
Revenue	**30,800**	32,746	**102,528**	87,832
Expenses	**24,996**	28,916	**86,153**	72,887
Impairment (reversal of impairment)	**16,292**	(1,111)	**21,670**	41,719
(Loss) income before income tax	**(10,488)**	4,941	**(5,295)**	(26,774)
Income tax expense	**463**	195	**902**	1,404
Net (loss) income	**(10,951)**	4,746	**(6,197)**	(28,178)

	Three Months Ended Sep. 30,		**Nine Months Ended Sep. 30,**	
	2023	2022	**2023**	2022
(C$000s)	***($)***	*($)*	***($)***	*($)*
Net cash provided by operating activities	**5,422**	16,662	**5,666**	8,293
Net cash (used in) provided by investing activities	**(537)**	3	**(513)**	3
Effect of exchange rate changes on cash and cash equivalents	**512**	2,081	**2,181**	769
Increase in cash and cash equivalents	**5,397**	18,746	**7,334**	9,065

(b) Assets and Liabilities of Disposal Group Held for Sale

The following assets and liabilities were reclassified as held for sale in relation to the discontinued operations:

	September 30, 2023	December 31, 2022
(C$000s)	*($)*	*($)*
Assets classified as held for sale		
Cash and cash equivalents	7,289	9,895
Accounts receivable	22,922	31,964
Income taxes recoverable	721	834
Inventories	—	2,069
Prepaid expenses and deposits	—	1,178
	30,932	**45,940**
Liabilities directly associated with assets classified as held for sale		
Accounts payable and accrued liabilities	17,410	18,852
	17,410	**18,852**

The Company is not expecting to repatriate any material cash amounts from Russia other than through any proceeds received through a sale of its Russian business.

No deferred tax asset is recognized for the assets held for sale/discontinued operations.

The cumulative foreign exchange gains recognized in other comprehensive income in relation to the discontinued operations as at September 30, 2023 was $3,363.

4. PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment are tested for impairment in accordance with the Company's accounting policy. Management reviews the carrying value of its property, plant and equipment at each reporting period for indicators of impairment. As well, the Company assesses at the end of each reporting period whether there is any indication that an impairment loss recognized in prior periods for an asset or cash-generating unit (CGU) other than goodwill may no longer exist or may have decreased. If any such indication exists, the Company estimates the recoverable amount of that CGU to determine if the reversal of impairment loss is supported.

The Company's cash-generating units are determined to be at the country level, consisting of Canada, the United States, and Argentina.

The significant improvement in the operating and financial results of the Canadian CGU over the past year coupled with a strong business outlook were indicators that the impairment loss previously recorded during 2020 may no longer exist. As a result, the Company estimated the recoverable amount of its property, plant and equipment for the Canada CGU.

The recoverable amount of property, plant and equipment is determined using discounted cash flows to be generated from the Canadian CGU. Cash flow assumptions are based on a combination of historical and expected future results, using the following main significant assumptions:

- Expected revenue growth
- Expected operating income growth
- Discount rate

Revenue and operating income growth rates are based on a combination of commodity price assumptions, historical results and forecasted activity levels, which incorporates pricing, utilization and cost improvements over the forecast period. The cumulative annual growth rates for revenue and operating income over the forecast period from 2024 to 2027 ranged from no growth to 1.1 percent.

The cash flows are prepared on a five-year basis, using a relevant weighted average cost of capital based on the nature of underlying assets, adjusted for risk factors specific to the Canadian CGU. Cash flows beyond that five-year period are extrapolated using a steady 2.0 percent growth rate.

At September 30, 2023, the Company completed a comparison of the recoverable and carrying value amounts for its Canadian cash-generating unit which supported the reversal of the remaining property, plant and equipment impairment loss that was recorded in 2020. After taking into account normal depreciation expense that would have been recognized if no impairment had occurred, a reversal of impairment totaling $41,563 was recorded during the three months ended September 30, 2023 (three and nine months ended September 30, 2022 – $nil).

A sensitivity analysis assuming a 1% change in the discount rate or 10% change in expected future cash flows would have no impact on the impairment or reduction in impairment reversal on the September 30, 2023 impairment test.

Assumptions that are valid at the time of preparing the impairment test at September 30, 2023 may change significantly when new information becomes available. Management will continue to monitor and update its assumptions and estimates with respect to property, plant and equipment impairment on an ongoing basis.

5. LONG-TERM DEBT

	September 30, 2023	December 31, 2022
(C$000s)	*($)*	*($)*
$250,000 extendible revolving term loan facility due the earlier of: (a) July 1, 2026 or (b) six months prior to the maturity of the Company's Second Lien Notes, secured by the Canadian and U.S. assets of the Company on a first priority basis	**150,000**	170,000
$2,605 1.5 Lien Notes due December 18, 2023, bearing interest at 10.00% payable semi-annually, secured by the Canadian and U.S. assets of the Company on a second priority basis ahead of the Second Lien Notes	**2,594**	2,534
US$120,000 Second Lien Notes due March 15, 2026, bearing interest at 10.875% payable semi-annually, secured by the Canadian and U.S. assets of the Company on a second priority basis	**162,240**	162,528
Less: unamortized debt issuance costs	**(3,391)**	(3,342)
	311,443	331,720
Current portion	**2,594**	2,534
Long-term portion	**308,849**	329,186
	311,443	331,720

The carrying value of the revolving term loan facility approximates its fair value as the interest rate is not significantly different from current interest rates for similar loans. As at September 30, 2023, there have been no trades in the 1.5 Lien Notes of which the Company is aware to provide an alternative fair value reference; however, the current trading price of the Company's common shares is significantly higher than the conversion price per share of the 1.5 Lien Notes which indicates that the fair value of the 1.5 Lien Notes would be significantly higher than its carrying amount. The fair value of the Second Lien Notes (as defined below), as measured based on the closing market price at September 30, 2023 was $147,036 (December 31, 2022 – $147,411).

Debt issuance costs related to the Company's long-term debt are amortized over its term.

Interest on long-term debt (including the amortization of debt issuance costs and debt discount) for the nine months ended September 30, 2023 was $24,568 (nine months ended September 30, 2022 – $31,493).

(a) Revolving Credit Facility

On September 28, 2023, the Company amended its revolving credit facility agreement. The principal amendments to the $250,000 credit facilities include, among others, the following items:

a. extended the maturity date from July 1, 2024 to the earlier of: (a) July 1, 2026 or (b) six months prior to the maturity of the Company's Second Lien Notes on March 15, 2026;

b. increased the syndicated facility to $215,000 from $205,000 and, conversely, decreased the operating facility to $35,000 from $45,000;

c. removed the borrowing base requirement and the Funded Debt to Capitalization and Current Ratio covenants; and

d. introduced an Interest Coverage Ratio covenant of greater than 2.75:1:00 and a Total Debt to EBITDA Ratio covenant of less than 4.00:1:00, which along with a Funded Debt to EBITDA Ratio covenant of 3.00:1:00, based on continuing operations, comprises the amended financial covenant package.

The credit agreement can be extended by one or more years at the Company's request and lenders' acceptance. The Company may also prepay principal without penalty. The interest rates are based on the parameters of certain bank covenants. For prime-based loans and U.S. base-rate loans, the rate ranges from prime or U.S. base rate plus 1.25 percent to prime plus 3.00 percent. For SOFR-based loans and bankers' acceptance-based loans, the margin thereon ranges from 2.25 percent to 4.00 percent above the respective base rates.

The Company was in compliance with its financial covenants associated with its credit facilities at September 30, 2023.

(b) 1.5 Lien Notes

On December 18, 2020, the Company issued $60,000 of 1.5 lien senior secured 10 percent payment-in-kind convertible notes ("1.5 Lien Notes") due December 18, 2023 on a private placement basis. The terms of the 1.5 Lien Notes enable the holders to convert each $1,000 principal amount into approximately 750 common shares at their discretion. Interest is payable in cash semi-annually on March 15 and September 15 of each year. On each interest payment date, the Company may elect to defer and pay in-kind any interest accrued as of such interest payment date by increasing the unpaid principal amount of the 1.5 Lien Notes as at such date (each, a "PIK Interest Payment"). Following each such increase in the principal amount of the 1.5 Lien Notes as a result of any PIK Interest Payment, the 1.5 Lien Notes will bear interest on such increased principal amount from and after the date of each such PIK Interest Payment. Upon repayment of the 1.5 Lien Notes, any interest which has accrued thereon but has not been capitalized as set forth above shall be paid in cash.

The liability portion of the 1.5 Lien Notes was recorded at an initial fair value of $55,127 using a discount rate of 13.4 percent, representing the discount rate of a comparable debt instrument without a conversion feature. The remaining $4,873 is the difference between the initial principal amount and the fair value of the liability component and was recorded as the equity portion of the conversion feature in shareholders' equity. The Company incurred transaction costs of $7,596 associated with the issuance of the 1.5 Lien Notes which was allocated to debt issuance costs and share issuance costs on a proportional basis to the initial fair value of the liability and equity components.

During the fourth quarter of 2022, the Company completed the early conversion of its 1.5 Lien Notes resulting in $44,834 of notes converted to shares at a price of $1.3325 per share, leaving $2,606 principal amount of 1.5 Lien Notes outstanding. As a result of the program, the Company issued 33,646,514 new common shares associated with the conversion of the participating 1.5 Lien Notes and paid $2,262 in interest as an early conversion fee.

Since inception, the Company has opted to pay all interest payments on the 1.5 Lien Notes in cash rather than utilizing the payment-in-kind option.

(c) Second Lien Notes

On February 24, 2020, the Company issued US$120,000 of new 10.875% second lien secured notes ("Second Lien Notes") due March 15, 2026. The Second Lien Notes may be redeemed, in whole or in part, at redemption prices (expressed as a percentage of principal amount) as follows: (i) at any time on or after March 15, 2023 at 102.719%, and (ii) at any time on or after March 15, 2024 at 100.000%, in each case plus accrued and unpaid interest, if any, to, but not including the redemption date.

The following table sets out an analysis of long-term debt and the movements in long-term debt:

	2023	2022
(C$000s)	***($)***	*($)*
Balance, January 1	**331,720**	388,479
Issuance of long-term debt, net of debt issuance costs	**73,485**	19,782
Long-term debt repayments	**(100,000)**	(15,000)
Conversion of 1.5 Lien Notes into shares	**(1)**	(2,495)
Amortization of compound financial instrument discount	**61**	1,192
Amortization of debt issuance costs and debt discount	**6,458**	7,947
Foreign exchange adjustments	**(280)**	12,125
Balance, September 30	**311,443**	412,030

At September 30, 2023, the Company had utilized $3,453 of its loan facility for letters of credit, had $150,000 outstanding under its revolving term loan facility, leaving $96,547 in available credit. See note 11 for further details on the covenants in respect of the Company's long-term debt.

6. CAPITAL STOCK

Authorized capital stock consists of an unlimited number of common shares.

	Nine Months Ended September 30, 2023		Year Ended December 31, 2022	
Continuity of Common Shares	**Shares**	**Amount**	Shares	Amount
	(#)	***($000s)***	*(#)*	*($000s)*
Balance, beginning of period	**80,733,504**	**865,059**	37,700,972	801,178
Issued upon exercise of warrants	**167,663**	**1,593**	531,706	5,054
Conversion of 1.5 Lien Notes into shares (note 5)	**750**	**1**	42,065,259	58,892
Issued upon exercise of stock options	**152,782**	**870**	435,567	2,435
Reclassification of loan receivable	**—**	**—**	—	(2,500)
Balance, end of period	**81,054,699**	**867,523**	80,733,504	865,059

	Three Months Ended Sep. 30,		**Nine Months Ended Sep. 30,**	
	2023	2022	**2023**	2022
	($)	*($)*	***(#)***	*(#)*
Weighted average number of common shares outstanding				
Basic	**80,946,306**	39,311,531	**80,856,533**	38,678,552
Diluted	**89,501,406**	43,841,914	**86,867,745**	45,225,325

The difference between basic and diluted shares is attributable to: warrants issued as disclosed in note 7, the dilutive effect of the conversion of the 1.5 Lien Notes as disclosed in note 5, and the dilutive effect of stock options issued by the Company as disclosed in note 7. The convertible 1.5 Lien Notes are dilutive at the level of profit from continuing operations and in accordance with IAS 33 *Earnings per Share*, have been treated as dilutive for the purpose of diluted EPS. The diluted loss per share is lower than basic loss per share because of the effect of losses on discontinued operations.

	Three Months Ended Sep. 30,		Nine Months Ended Sep. 30,	
	2023	2022	**2023**	2022
	($)	*($)*	*(#)*	*(#)*
Net income from continuing operations				
Used in calculating basic earnings per share	**97,523**	45,352	**184,367**	20,546
Add: interest savings on convertible 1.5 Lien Notes, net of tax	**201**	4,405	**201**	4,449
Used in calculating dilutive earnings per share	**97,724**	49,757	**184,568**	24,995
Net (loss) income from discontinued operations	**(10,951)**	4,746	**(6,197)**	(28,178)
Net income (loss) used in calculating diluted earnings per share	**86,773**	54,503	**178,371**	(3,183)

7. SHARE-BASED PAYMENTS

(a) Stock Options

Nine Months Ended September 30,		**2023**		2022
Continuity of Stock Options	**Options**	**Average Exercise Price**	Options	Average Exercise Price
	(#)	*($)*	*(#)*	*($)*
Balance, beginning of period	**3,587,769**	**4.90**	3,300,000	3.54
Granted	**2,842,895**	**5.74**	20,000	4.64
Exercised for common shares	**(152,782)**	**3.59**	(301,675)	3.54
Forfeited	**(173,333)**	**3.54**	(133,332)	3.54
Balance, end of period	**6,104,549**	**5.36**	2,884,993	3.54

In the third quarter of 2023, the Company granted performance stock options to certain eligible employees. Subject to the performance vesting condition described below, the options will vest on April 1, 2026 and expire five years after the grant date. The performance vesting condition requires achieving a three-year cumulative Adjusted EBITDA target for 2023 to 2025 as set by the Board of Directors. If this target is not met, vesting of the options (or a portion thereof) will be at the discretion of the Board of Directors. At September 30, 2023, management has assumed that the cumulative three-year Adjusted EBITDA target will be met and will reassess this assumption at each reporting period.

Previously granted stock options are unaffected and vest equally over three years and expire five years from the date of grant.

The exercise price of outstanding options ranges from $3.41 to $10.00 with a weighted average remaining life of 3.96 years. When stock options are exercised, the proceeds together with the compensation expense previously recorded in contributed surplus, are added to capital stock.

The weighted average fair value of options granted during 2023, determined using the Black-Scholes valuation method, was $3.91 per option (nine months ended September 30, 2022 – $2.59 per option). The Company applied the following assumptions in determining the fair value of options on the date of grant:

Nine Months Ended September 30,	**2023**	2022
Expected life (years)	**4.99**	3.00
Expected volatility (%)	**83.18**	85.87
Risk-free interest rate (%)	**4.04**	3.09
Expected dividends ($)	**—**	—

Expected volatility is estimated by considering historical average share price volatility.

(b) Share Units

	Performance Share Units		Deferred Share Units	
Nine Months Ended September 30,	**2023**	2022	**2023**	2022
	(#)	*(#)*	***(#)***	*(#)*
Balance, beginning of period	**—**	—	**232,800**	107,400
Granted	**1,218,384**	—	**147,000**	—
Exercised	**—**	—	**(800)**	(1,600)
Balance, end of period	**1,218,384**	—	**379,000**	105,800

	Three Months Ended Sep. 30,		Nine Months Ended Sep. 30,	
	2023	2022	**2023**	2022
	($)	*($)*	***($)***	*($)*
Stock options	**1,148**	366	**2,489**	2,319
Performance share units	**321**	—	**321**	—
Deferred share units	**791**	49	**820**	301
Total stock-based compensation expense	**2,260**	415	**3,630**	2,620

Stock-based compensation expense is included in selling, general and administrative expenses.

The Company grants deferred share units (DSUs) to its outside directors. Each DSU represents the right to receive a gross payment equal to the fair market value at the date of redemption, which date will be determined by the holder of the DSUs, subject to certain conditions. The fair market value is defined as the weighted average trading price of a common share of the Company on the Toronto Stock Exchange during the last five trading days prior to the date of redemption. The DSUs vest on or about the first anniversary of the date of grant and are settled in cash. The DSUs expire at a date determined by the Board of Directors, which shall not be later than three years following the end of the year in which the grant occurred. The fair value of the DSUs is recognized equally over the vesting period, based on the current market price of the Company's shares. At September 30, 2023, the liability pertaining to deferred share units was $1,654 (December 31, 2022 – $839).

Changes in the Company's obligations under the DSU grants, which arise from fluctuations in the market value of the Company's shares, are recorded as the share value changes.

In the third quarter of 2023, performance share units (PSUs) were granted to certain eligible employees. The PSUs vest on April 1, 2026, subject to: (i) satisfaction of the same Adjusted EBITDA performance condition or Board of Directors discretion as the stock options; and (ii) a proration factor based on the fair market value of the common shares on April 1, 2026. The PSUs shall be settled in common shares issued from treasury within 30 days of the vesting date, and in any event prior to the expiry date of the PSUs of December 15, 2026.

The weighted average fair value of PSUs granted during 2023 was $5.74 per unit (nine months ended September 30, 2022 – $nil). The Company applied the following assumptions in determining the fair value of PSUs on the date of grant:

Nine Months Ended September 30,	**2023**	2022
Expected life (years)	**3.30**	—
Expected volatility (%)	**75.98**	—
Risk-free interest rate (%)	**4.40**	—
Expected dividends ($)	**—**	—

At September 30, 2023, management has assumed that the cumulative three-year Adjusted EBITDA target will be met and no proration will be applicable. These assumptions will be reassessed at each reporting period.

(c) Warrants

The Company issued 5,824,433 warrants to shareholders of record (i.e. registered shareholders) as of market close on December 17, 2020. Each warrant is exercisable into one common share at a price of $2.50 per common share, prior to its maturity on December 18, 2023, subject to customary adjustments and restrictions. The fair value of the warrants at issuance was estimated using a Black-Scholes pricing model, in the amount of $40,797, and accounted for as a reduction of the gain on settlement of debt during the fourth quarter of 2020.

During the nine months ended September 30, 2023, 167,663 warrants were exercised for total proceeds of $419.

Nine Months Ended September 30,	**2023**		2022	
Continuity of Warrants	**Warrants**	**Average Exercise Price**	Warrants	Average Exercise Price
	(#)	*($)*	*(#)*	*($)*
Balance, January 1	**5,219,150**	**2.50**	5,750,856	2.50
Exercised for common shares	**(167,663)**	**2.50**	(326,309)	2.50
Balance, September 30	**5,051,487**	**2.50**	5,424,547	2.50

8. LEASES

The Company's leasing activities comprise of buildings and various field equipment including railcars and motor vehicle leases. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any financial covenants other than the security interests in the leased assets that are held by the lessor.

The recognized right-of-use assets relate to the following types of assets:

	September 30, 2023	December 31, 2022
(C$000s)	*($)*	*($)*
Field equipment	**16,035**	16,143
Buildings	**7,059**	6,765
	23,094	22,908

The following table sets out the movement in the lease obligation:

	2023
(C$000s)	*($)*
Balance, January 1	23,192
Additions	9,045
Disposals/retirements	(938)
Principal portion of payments	(8,412)
Foreign exchange adjustments	(38)
Balance, September 30	22,849

9. FINANCIAL INSTRUMENTS

The Company's financial instruments included in the consolidated balance sheets are comprised of cash and cash equivalents, accounts receivable, deposits, accounts payable and accrued liabilities, and long-term debt.

(a) Fair Values of Financial Assets and Liabilities

The fair values of financial instruments included in the consolidated balance sheets, except long-term debt, approximate their carrying amounts due to the short-term maturity of those instruments. The fair value and carrying value of the Second Lien Notes, as measured based on the closing market price at September 30, 2023 was $147,036 and $162,240, respectively (December 31, 2022 – $147,411 and $162,528).

The fair values of the remaining long-term debt approximate their carrying values, as described in note 5.

(b) Credit Risk

Substantial amounts of the Company's accounts receivable are with customers in the oil and natural gas industry and are subject to normal industry credit risks. The Company mitigates this risk through its credit policies and practices including the use of credit limits and approvals, and by monitoring the financial condition of its customers. At September 30, 2023, the Company had a loss allowance provision for accounts receivable of $1,053 (December 31, 2022 – $481).

IFRS 9 *Financial Instruments* requires an entity to estimate its expected credit loss for all trade accounts receivable even when they are not past due based on the expectation that certain receivables will be uncollectible. Based on the Company's assessment using the lifetime expected credit loss model, a loan loss allowance of $572 was recorded during the nine months ended September 30, 2023. The expected credit loss rates are based on actual credit loss experience over the past several years for each operating segment.

The loss allowance provision for trade accounts receivable as at September 30, 2023 reconciles to the opening loss allowance provision as follows:

	2023
(C$000s)	*($)*
At January 1, 2023	481
Increase (decrease) in loan loss allowance recognized in statement of operations	572
At September 30, 2023	1,053

(c) Liquidity Risk

The Company's principal sources of liquidity are operating cash flows, existing or new credit facilities, new secured or unsecured debt, and new share equity. The Company monitors its liquidity to ensure it has sufficient funds to complete planned capital and other expenditures. The Company mitigates liquidity risk by maintaining adequate banking and credit facilities and monitoring its forecast and actual cash flows. The Company may also adjust its capital spending to maintain liquidity. See note 11 for further details on the Company's capital structure.

(d) Country Risk

The ongoing conflict between Russia and Ukraine has added a level of risk and uncertainty and additional restrictions around the operations of the Company's Russian subsidiary. As a result of these changes in circumstances, the risks, restrictions, and uncertainties surrounding banking and limitations on the ability to repatriate funds to Canada from Russia, the Company's ownership and control over its Russian subsidiary, the physical security of property, plant and equipment in Russia, collectability of accounts receivable, the regulatory approvals to complete a sale transaction and overall business and operational risks are being monitored and addressed as circumstances evolve. The impact of these risks are and will continue to be reflected in the financial statements as required.

The situation in Russia remains dynamic and additional sanctions or restrictions may be issued against or by Russia as the conflict evolves. Additional sanctions or restrictions could have a material impact on the Company's assets, business, financial condition and cash flows in Russia and the Company determined it will sell its Russian operations as noted in note 3.

10. SUPPLEMENTAL CASH FLOW INFORMATION

Changes in non-cash operating assets and liabilities are as follows:

	Three Months Ended Sep. 30,		Nine Months Ended Sep. 30,	
	2023	2022	**2023**	2022
(C$000s)	***($)***	*($)*	***($)***	*($)*
Accounts receivable	**25,015**	(53,149)	**(97,271)**	(129,642)
Inventory	**(17,513)**	(21,820)	**(14,188)**	(27,103)
Prepaid expenses and deposits	**198**	(8,002)	**(4,802)**	(7,340)
Accounts payable and accrued liabilities	**16,160**	22,608	**32,675**	82,523
Income taxes recoverable	**(1,511)**	2,452	**3,639**	3,876
	22,349	(57,911)	**(79,947)**	(77,686)

Purchase of property, plant and equipment is comprised of:

	Three Months Ended Sep. 30,		Nine Months Ended Sep. 30,	
	2023	2022	**2023**	2022
(C$000s)	***($)***	*($)*	***($)***	*($)*
Property, plant and equipment additions	**(51,364)**	(24,745)	**(116,556)**	(52,131)
Change in liabilities related to the purchase of property, plant and equipment	**1,243**	6,266	**(11,891)**	6,543
	(50,121)	(18,479)	**(128,447)**	(45,588)

11. CAPITAL STRUCTURE

The Company's capital structure is comprised of shareholders' equity and debt. The Company's objectives in managing capital are (i) to maintain flexibility so as to preserve its access to capital markets and its ability to meet its financial obligations, and (ii) to finance growth, including potential acquisitions.

The Company manages its capital structure and makes adjustments in light of changing market conditions and new opportunities, while remaining cognizant of the cyclical nature of the oilfield services sector. To maintain or adjust its capital structure, the Company may revise its capital spending, issue new shares or new debt or repay existing debt.

The Company monitors its capital structure and financing requirements using, amongst other parameters, the ratio of net debt to Adjusted EBITDA. Adjusted EBITDA for this purpose is calculated on a 12-month trailing basis and is defined as follows:

For the Twelve Months Ended	**September 30, 2023**	December 31, 2022
(C$000s)	***($)***	*($)*
Net income from continuing operations	**199,125**	35,303
Adjusted for the following:		
Depreciation	**118,500**	122,027
Foreign exchange losses (gains)	**11,616**	(2,972)
(Gain) loss on disposal of property, plant and equipment	**(4,716)**	5,333
(Reversal of) impairment of property, plant and equipment	**(30,893)**	10,670
Impairment of inventory	**8,477**	8,477
Impairment of other assets	**64**	64
Litigation settlements	**(6,805)**	11,258
Restructuring charges	**6,701**	5,273
Stock-based compensation	**3,267**	2,776
Interest	**38,040**	46,555
Income taxes	**(4,557)**	(11,023)
Adjusted EBITDA from continuing operations	**338,819**	233,741

Net debt for this purpose is calculated as follows:

	September 30, 2023	December 31, 2022
(C$000s)	***($)***	*($)*
Long-term debt, net of debt issuance costs and debt discount	**311,443**	331,720
Lease obligations	**22,849**	23,192
Deduct: cash and cash equivalents	**(23,308)**	(8,498)
Net debt	**310,984**	346,414

The ratio of net debt to Adjusted EBITDA does not have a standardized meaning under IFRS and may not be comparable to similar measures used by other companies.

At September 30, 2023, the net debt to Adjusted EBITDA ratio was 0.92:1 (December 31, 2022 – 1.48:1) calculated on a 12-month trailing basis as follows:

For the Twelve Months Ended	**September 30, 2023**	December 31, 2022
(C$000s, except ratio)	***($)***	*($)*
Net debt	**310,984**	346,414
Adjusted EBITDA	**338,819**	233,741
Net debt to Adjusted EBITDA ratio	**0.92**	1.48

The Company is subject to certain financial covenants relating to leverage and the generation of cash flow in respect of its operating and revolving credit facilities. These covenants are monitored on a monthly basis. The Company was in compliance with its financial covenants associated with its credit facilities as at September 30, 2023.

12. RELATED-PARTY TRANSACTIONS

Certain entities controlled by George S. Armoyan hold US$16,771 of the Company's Second Lien Notes (December 31, 2022 – US$16,371).

The Company leases certain premises from a company controlled by Ronald P. Mathison. The rent charged for these premises during the nine months ended September 30, 2023 was $718 (nine months ended September 30, 2022 – $718), as measured at the exchange amount, which is based on market rates at the time the lease arrangements were made and is under the normal course of business.

13. REVENUE FROM CONTRACTS WITH CUSTOMERS

The Company derives revenue from the provision of goods and services for the following major service lines and geographical regions:

	North America	Argentina	Continuing Operations
(C$000s)	*($)*	*($)*	*($)*
Three Months Ended September 30, 2023			
Fracturing	**387,026**	**45,765**	**432,791**
Coiled tubing	**14,095**	**13,524**	**27,619**
Cementing	**—**	**13,041**	**13,041**
Product sales	**170**	**—**	**170**
Subcontractor	**—**	**9,472**	**9,472**
	401,291	**81,802**	**483,093**
Three Months Ended September 30, 2022	*Revised*		
Fracturing	362,778	39,961	402,739
Coiled tubing	11,275	7,995	19,270
Cementing	—	10,923	10,923
Product sales	104	—	104
Subcontractor	—	5,302	5,302
	374,157	64,181	438,338

	North America	Argentina	Continuing Operations
(C$000s)	*($)*	*($)*	*($)*
Nine Months Ended September 30, 2023			
Fracturing	**1,150,997**	**148,503**	**1,299,500**
Coiled tubing	**39,318**	**38,252**	**77,570**
Cementing	**—**	**36,419**	**36,419**
Product sales	**345**	**—**	**345**
Subcontractor	**—**	**29,045**	**29,045**
	1,190,660	**252,219**	**1,442,879**
Nine Months Ended September 30, 2022	*Revised*		
Fracturing	845,546	99,238	944,784
Coiled tubing	32,130	27,245	59,375
Cementing	—	31,120	31,120
Product sales	1,345	—	1,345
Subcontractor	—	14,749	14,749
	879,021	172,352	1,051,373

The Company recognizes all its revenue from contracts with customers and no other sources (such as lease rental income).

The Company does not incur material costs to obtain contracts with customers and consequently, does not recognize any contract assets. The Company does not have any contract liabilities associated with its customer contracts.

Beginning in 2023, the Company began reporting the financial and operating performance for the United States and Canada under a single North America division as part of its strategy to streamline its operational and reporting structure. Prior comparatives have been reclassified to conform with the current presentation.

14. PRESENTATION OF EXPENSES

The Company presents its expenses on the consolidated statements of operations using the function of expense method whereby expenses are classified according to their function within the Company. This method was selected as it is more closely aligned with the Company's business structure. The Company's functions under IFRS are as follows:

- operations (cost of sales); and
- selling, general and administrative.

Cost of sales includes direct operating costs (including product costs, direct labour and overhead costs) and depreciation on assets relating to operations.

	Three Months Ended Sep. 30,		Nine Months Ended Sep. 30,	
	2023	2022	**2023**	2022
(C$000s)	***($)***	*($)*	***($)***	*($)*
Product costs	**131,654**	125,352	**390,094**	309,331
Personnel costs	**101,654**	87,783	**302,729**	234,477
Depreciation on property, plant and equipment	**24,853**	26,749	**78,478**	83,391
Depreciation on right-of-use assets	**2,534**	2,645	**7,728**	6,342
Other operating costs (1)	**143,108**	123,007	**443,344**	322,985
Cost of sales from continuing operations	**403,803**	365,536	**1,222,373**	956,526

(1) Other operating costs consists of equipment repairs, subcontractor costs, fleet operating costs, field costs, occupancy costs and other district overhead costs.

15. EMPLOYEE BENEFITS EXPENSE

Employee benefits include all forms of consideration given by the Company in exchange for services rendered by employees.

	Three Months Ended Sep. 30,		Nine Months Ended Sep. 30,	
	2023	2022	**2023**	2022
(C$000s)	***($)***	*($)*	***($)***	*($)*
Salaries and short-term employee benefits	**101,623**	100,183	**324,469**	260,937
Post-employment benefits (group retirement savings plan)	**4,563**	1,657	**5,857**	4,584
Share-based payments	**2,260**	415	**3,630**	2,620
Termination benefits	**910**	2,323	**3,135**	3,755
	109,356	104,578	**337,091**	271,896

16. CONTINGENCIES

GREEK LITIGATION

As a result of the acquisition and amalgamation with Denison in 2004, the Company assumed certain legal obligations relating to Denison's Greek operations.

In 1998, North Aegean Petroleum Company E.P.E. ("NAPC"), a Greek subsidiary of a consortium in which Denison participated (and which is now a majority-owned subsidiary of the Company), terminated employees in Greece as a result of the cessation of its oil and natural gas operations in that country. Several groups of former employees filed claims against NAPC and the consortium alleging that their termination was invalid and that their severance pay was improperly determined.

In 1999, the largest group of plaintiffs received a ruling from the Athens Court of First Instance that their termination was invalid and that salaries in arrears amounting to approximately $9,793 (6,846 euros) plus interest were due to the former employees. This decision was appealed to the Athens Court of Appeal, which allowed the appeal in 2001 and annulled the above-mentioned decision of the Athens Court of First Instance. Said group of former employees filed an appeal with the Supreme Court of Greece, which was heard on May 29, 2007. The Supreme Court of Greece allowed the appeal and sent the matter back to the Athens Court of Appeal for the consideration of the quantum of awardable salaries in arrears. On

June 3, 2008, the Athens Court of Appeal rejected NAPC's appeal and reinstated the award of the Athens Court of First Instance, which decision was further appealed to the Supreme Court of Greece. The matter was heard on April 20, 2010 and a decision rejecting such appeal was rendered in June 2010. As a result of Denison's participation in the consortium that was named in the lawsuit, the Company was served with three separate payment orders, one on March 24, 2015 and two others on December 29, 2015. The Company was also served with an enforcement order on November 23, 2015.

Provisional orders granting a temporary suspension of any enforcement proceedings have been granted in respect of all of these orders on the basis they were improperly issued and are barred from a statute of limitations perspective. Hearings in respect of each of the orders have been held, and in each case, decisions were rendered accepting the Company's position. All of these decisions were appealed, but the favorable judgments have all been confirmed in the Company's favor. The plaintiffs have filed petitions for cassation (a form of appeal in Greece) against three of the appeal judgments, and the deadline for the plaintiffs to file a petition for cassation in respect of the suspension of the November 23, 2015 enforcement order has now lapsed. No hearings have been scheduled for the three pending cassation petitions.

NAPC is also the subject of a claim for approximately $3,149 (2,201 euros) plus associated penalties and interest from the Greek social security agency for social security obligations associated with the salaries in arrears that are the subject of the above-mentioned decision. That claim was upheld by judgment No. 99/2021 of the Administrative Court of Appeal in Komotini and a petition for cassation has been filed by NAPC partially challenging the aforementioned judgment and its quantum.

The maximum aggregate interest and penalties payable under the claims noted above, as well as three other immaterial claims against NAPC totaling $827 (578 euros), amounted to $31,300 (21,882 euros) as at September 30, 2023.

Management is of the view that it is improbable there will be a material financial impact to the Company as a result of these claims. Consequently, no provision has been recorded in these consolidated financial statements.

17. SEGMENTED INFORMATION

The Company's activities in its continuing operations are conducted in two geographical segments: North America and Argentina. All activities are related to hydraulic fracturing, coiled tubing, cementing and other well completion services for the oil and natural gas industry.

Beginning in 2023, the Company began reporting the financial and operating performance for the United States and Canada under a single North America division as part of its strategy to streamline its operational and reporting structure. Prior comparatives have been reclassified to conform with the current presentation.

The business segments presented reflect the Company's management structure and the way its management reviews business performance. The Company evaluates the performance of its operating segments primarily based on Adjusted EBITDA, as defined below.

	North America	Argentina	Corporate	Continuing Operations
(C$000s)	*($)*	*($)*	*($)*	*($)*
Three Months Ended September 30, 2023				
Revenue	**401,291**	**81,802**	**—**	**483,093**
Adjusted EBITDA	**83,023**	**14,331**	**(6,068)**	**91,286**
Segmented assets	**951,289**	**186,850**	**—**	**1,138,139**
Capital expenditures	**47,463**	**3,362**	**—**	**50,825**
Three Months Ended September 30, 2022				*Revised*
Revenue	374,157	64,181	—	438,338
Adjusted EBITDA	91,491	8,706	(5,908)	94,289
Segmented assets	843,477	142,423	—	985,900
Capital expenditures	21,943	2,802	—	24,745

(C$000s)	North America ($)	Argentina ($)	Corporate ($)	Continuing Operations ($)
Nine Months Ended September 30, 2023				
Revenue	**1,190,660**	**252,219**	**—**	**1,442,879**
Adjusted EBITDA	**234,793**	**43,623**	**(15,551)**	**262,865**
Segmented assets	**951,289**	**186,850**	**—**	**1,138,139**
Capital expenditures	**108,041**	**7,976**	**—**	**116,017**
Nine Months Ended September 30, 2022				*Revised*
Revenue	879,021	172,352	—	1,051,373
Adjusted EBITDA	155,595	16,363	(14,171)	157,787
Segmented assets	843,477	142,423	—	985,900
Capital expenditures	46,289	5,841	—	52,130

Adjusted EBITDA is defined in the Company's credit facilities for covenant purposes as net income or loss for the period adjusted for interest, income taxes, depreciation and amortization, foreign exchange losses (gains), non-cash stock-based compensation, and gains and losses that are extraordinary or non-recurring. Adjusted EBITDA is presented because it is used in the calculation of the Company's bank covenants. Adjusted EBITDA for the period was calculated as follows:

	Three Months Ended Sep. 30,		**Nine Months Ended Sep. 30,**	
	2023	2022	**2023**	2022
(C$000s)	($)	($)	($)	($)
		Revised (2)		*Revised* (2)
Net income from continuing operations	**97,523**	45,352	**184,367**	20,546
Add back (deduct):				
Depreciation	**27,387**	29,394	**86,206**	89,733
Foreign exchange losses (gains)	**1,415**	(7,106)	**7,884**	(6,704)
(Gain) loss on disposal of property, plant and equipment	**(706)**	(406)	**(5,667)**	4,382
Reversal of impairment of property, plant and equipment	**(41,563)**	—	**(41,563)**	—
Litigation settlement	**—**	8,258	**(6,805)**	11,258
Restructuring charges	**1,059**	597	**2,991**	1,563
Stock-based compensation	**1,469**	366	**2,810**	2,319
Interest	**7,262**	10,804	**23,023**	31,537
Income taxes	**(2,560)**	7,030	**9,619**	3,153
Adjusted EBITDA from continuing operations (1)	**91,286**	94,289	**262,865**	157,787

(1) For bank covenant purposes, EBITDA includes the deduction of an additional $9,313 of lease payments for the nine months ended September 30, 2023 (nine months ended September 30, 2022 – $7,480) that would have been recorded as operating expenses prior to the adoption of IFRS 16.
(2) Adjusted EBITDA reflects a change in definition and excludes all foreign exchange gains and losses.

18. SEASONALITY OF OPERATIONS

The Company's North American business is seasonal. The lowest activity is typically experienced during the second quarter of the year when road weight restrictions are in place due to spring break-up weather conditions and access to well sites may be reduced in Canada and the areas of the United States Rockies where the Company operates. Activity in the fourth quarter is typically impacted by customer budget exhaustion and seasonal holidays.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Ronald P. Mathison
Alberta, Canada
- *Chairman*

Douglas R. Ramsay
Alberta, Canada
- *Vice Chairman*
- *Compensation, Governance and Nominating Committee*
- *Health, Safety and Environment Committee*

George S. Armoyan
Nova Scotia, Canada
- *Compensation, Governance and Nominating Committee*

Holly A. Benson
Alberta, Canada
- *Audit Committee*

Anuroop Duggal
Ontario, Canada
- *Audit Committee*
- *Compensation, Governance and Nominating Committee*

Chetan R. Mehta
New York, United States
- *Audit Committee*
- *Health, Safety and Environment Committee*

Charles Pellerin
Quebec, Canada
- *Audit Committee*
- *Compensation, Governance and Nominating Committee*

Pat Powell
Alberta, Canada
- *Health, Safety and Environment Committee*

OFFICERS

Pat Powell
Chief Executive Officer

Michael D. Olinek
Chief Financial Officer

Marco A. Aranguren
Director General, Argentina Division

Gordon T. Milgate
President, Canadian Operations

Mark D. Rosen
President, United States Operations

Mark R. Ellingson
Vice President, Sales & Marketing, United States

Jon Koop
Vice President, Human Resources

Brent W. Merchant
Vice President, Sales & Marketing, Canada

Alif H. Noorani
Vice President, Finance

Jeffrey I. Ellis
General Counsel and Corporate Secretary

HEAD OFFICE

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Fax: 403-266-7381
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AUDITORS

PricewaterhouseCoopers LLP
Calgary, Alberta

BANKERS

HSBC Bank Canada
ATB Financial
The Toronto-Dominion Bank
Canadian Western Bank

LEGAL COUNSEL

Bennett Jones LLP
Calgary, Alberta

STOCK EXCHANGE LISTINGS

Toronto Stock Exchange
Common Share Trading Symbol: CFW
Warrant Trading Symbol: CFW.WT

REGISTRAR & TRANSFER AGENT

For information concerning lost share certificates and estate transfers, or for a change in share registration or address, please contact the transfer agent and registrar:

Computershare Investor Services Inc.
9th floor, 100 University Avenue
Toronto, ON M5J 2Y1
1-800-564-6253
service@computershare.com

FACILITIES & OPERATING BASES CONTINUING OPERATIONS

CANADA

ALBERTA
Calgary - Corporate Head Office
Calgary - Technology Centre
Grande Prairie
Red Deer

UNITED STATES

ARKANSAS
Beebe

COLORADO
Denver - Regional Office
Grand Junction

NORTH DAKOTA
Williston

PENNSYLVANIA
Smithfield

TEXAS
Houston - Regional Office

UTAH
Vernal

WYOMING
Gillette

ARGENTINA

Buenos Aires - Regional Office
Comodoro Rivadavia
Añelo
Las Heras
Neuquén