



## ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

### NOTICE-AND-ACCESS NOTIFICATION TO BENEFICIAL SHAREHOLDERS

You are receiving this notification as Essential Energy Services Ltd. ("*Essential*" or the "*Corporation*") will use the notice-and-access model for delivery of meeting materials to its shareholders who do not hold their common shares in their own name ("*Beneficial Shareholders*"). Notice-and-access allows companies to post shareholder meeting materials online. Under notice-and-access, Beneficial Shareholders still receive a voting instruction form enabling them to vote at Essential's meeting. However, instead of a paper copy of the Information Circular, Notice of Meeting, proxy-related materials and the annual financial statements and related management's discussion and analysis (the "*Annual Materials*"), Beneficial Shareholders receive this notice with information on how they may access the Annual Materials electronically.

The use of this alternative means of delivery substantially reduces the quantity of material that must be printed and mailed to shareholders thus reducing costs and the environmental impact.

#### MEETING DATE AND LOCATION:

When: Thursday, May 9, 2019 10:00 a.m. (Calgary time)

Where: Livingston Club Conference Centre Plus 15, 222-3rd Avenue S.W. Calgary, Alberta

#### SHAREHOLDERS WILL BE ASKED TO CONSIDER AND VOTE ON THE FOLLOWING MATTERS:

**Financial Statements:** Although no vote is required, shareholders will receive Essential's consolidated audited financial statements for the year ended December 31, 2018, together with the report of the auditors thereon.

**Number of Directors:** Shareholders will be asked to fix the number of directors of Essential at six.

**Election of Directors:** Shareholders will be asked to elect the directors for the next year. Information respecting this matter may be found in the "*Election of Directors*" section of the Information Circular.

**Appointment of Auditors:** Shareholders will be asked to appoint KPMG LLP as Essential's auditors for the ensuing year. Information respecting this matter may be found in the "*Appointment of Auditors*" section of the Information Circular.

**Share Options:** Shareholders will be asked to approve unallocated share options under the Share Option Plan and authorize Essential to grant unallocated share options until May 9, 2022. Information respecting this matter can be found in the "*Approval of Unallocated Share Options*" section of the Information Circular.

**Amended and Restated By-Law No. 1:** Shareholders will be asked to approve an ordinary resolution confirming the adoption of the amended and restated by-law. Information respecting this matter can be found in the "*Confirmation of Amended and Restated By-Law No. 1 of the Corporation*" section of the Information Circular.

**Other Business:** Shareholders may be asked to consider other items of business that may be properly brought before the meeting.

#### **SHAREHOLDERS ARE REMINDED TO VIEW THE ANNUAL MATERIALS PRIOR TO VOTING.**

#### WEBSITES WHERE THE ANNUAL MATERIALS ARE POSTED:

Annual Materials can be viewed online at [www.sedar.com](http://www.sedar.com) or at the following internet address:  
[www.essentialenergy.ca/investors/annual-meeting](http://www.essentialenergy.ca/investors/annual-meeting)

## **HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIALS:**

Beneficial Shareholders may request paper copies of the Annual Materials be sent to them by postal delivery at no cost. Requests for Annual Materials may be made up to one year from the date the Information Circular was filed on SEDAR:

- by telephone at 1-877-693-6699
- by email at [service@essentialenergy.ca](mailto:service@essentialenergy.ca)

Requests should be received at least ten business days in advance of the proxy deposit date and time set out in the accompanying voting instruction form in order to receive the meeting materials in advance of such date and the meeting date. All registered shareholders will receive a paper copy of the meeting materials unless they have consented to electronic delivery.

## **VOTING:**

**You cannot vote by returning this notice.** Beneficial Shareholders are asked to return their voting instruction form using one of the following methods at least one business day in advance of the proxy deposit date noted on your voting instruction form:

Internet: [www.proxyvote.com](http://www.proxyvote.com)

Telephone: **1-800-474-7493**

Mail: **DATA PROCESSING CENTRE**

**PO BOX 3700, STN INDUSTRIAL PARK, MARKHAM, ON L3R 9Z9**

**Shareholders with questions about notice-and-access can call Essential toll free at 1-877-693-6699.**