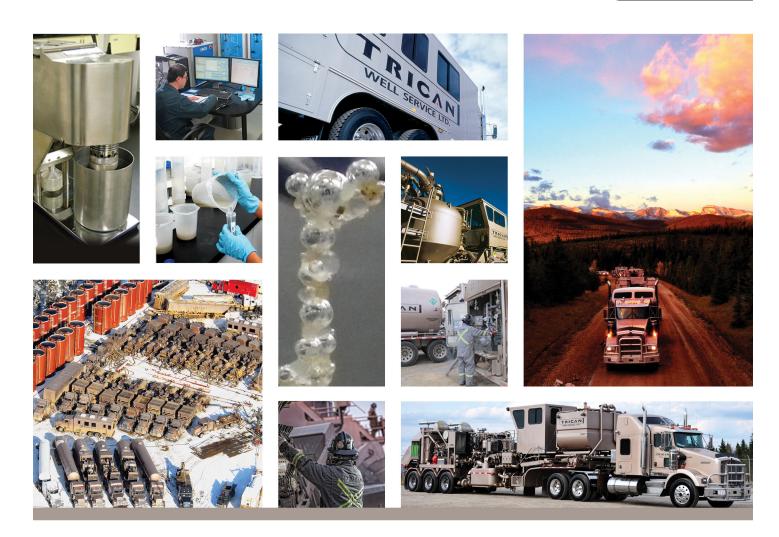
# TRICAN



# TRICAN WELL SERVICE LTD.

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Management's Discussion & Analysis Year Ended December 31, 2021

# TRICAN

# MANAGEMENT'S DISCUSSION AND ANALYSIS – 2021

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This management's discussion and analysis ("MD&A") is dated February 23, 2022. It should be read in conjunction with the annual consolidated financial statements and notes of Trican Well Service Ltd. ("Trican" or the "Company") as at and for the year ended December 31, 2021 and 2020. Additional information relating to the Company, including the Company's Annual Information Form ("AIF") for the year ended December 31, 2021, is available online at <a href="https://www.sedar.com">www.sedar.com</a>.

The Company recast prior year comparative results for the year ended December 31, 2020 to reflect an understatement in the recognition of the Canadian Emergency Wage Subsidy ("CEWS") program in the second, third and fourth quarters of 2020. Additional information relating to the recast is available in note 24 of the annual consolidated financial statements for the years ended December 31, 2021 and 2020.

Basis of Presentation: Unless otherwise noted, all financial information is reported in Canadian dollars and has been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). Certain figures have been reclassified to conform to the current year presentation in this MD&A.

Non-GAAP Measures: Trican makes reference to adjusted EBITDA and adjusted EBITDA percentage. These measures are not defined terms under IFRS and are considered non-GAAP measures. Management believes that, in addition to net income / (loss), adjusted EBITDA and adjusted EBITDA percentage are useful supplemental measures to our investors as management relies on adjusted EBITDA to better translate historical variability in Trican's principal business activities into future financial forecasts. Non-GAAP financial measures do not have a standardized meaning under IFRS and may not be comparable to similar financial measures presented by other issuers. These financial measures are reconciled to IFRS measures in the Non-GAAP Measures section of this MD&A.

Other Non-Standard Financial Terms: Trican makes use of other financial terms such as revenue per job and working capital release. These terms and / or calculation of amounts related to these terms may not be comparable to other issuers. These terms are described in the Other Non-Standard Financial Terms section of this MD&A.

**Common Industry and Company Specific Terms**: For a list of abbreviations and capitalized terms that may be used in this MD&A, refer to the *Common Industry Terms* section of this MD&A.

**Risks and Forward-Looking Statements:** The Company's financial and operational performance is potentially affected by a number of factors, including, but not limited to, the factors described in the *Business Risks* section in this MD&A, the Risk Factors described in the AIF, and the Company's other disclosure documents.

This MD&A includes forward-looking information based on the Company's current expectations, estimates, projections and assumptions. This information is subject to a number of risks and uncertainties, many of which are beyond the Company's control. Users of this information are cautioned that the actual results may differ materially from this forward-looking information. Refer to the *Forward-Looking Statements* section in this MD&A for information on material risk factors and assumptions underlying our forward-looking information.

# **OVERVIEW**

Headquartered in Calgary, Alberta, Trican supplies oil and natural gas well servicing equipment and solutions to our customers through the drilling, completion and production cycles. Our team of technical experts provide state of the art equipment, engineering support, reservoir expertise and laboratory services through the delivery of hydraulic fracturing, cementing, coiled tubing, nitrogen services and chemical sales for the oil and gas industry in Western Canada. Trican is the largest pressure pumping service company in Canada.

# Financial Review<sup>1</sup>

(\$ millions, except per share amounts and total job count <sup>2</sup> . The following are						
stated in thousands: weighted average shares, proppant pumped <sup>2</sup> and HHP <sup>2</sup> )	Thre	e months ende	ed	١	ear ended	
(Unaudited)	December 31, 2021	December 31, 2020	September 30, 2021	December 31, 2021	December 31, 2020	December 31, 2019
Revenue	\$156.4	\$102.8	\$164.5	\$562.5	\$397.0	\$636.1
Gross profit / (loss)	12.5	(2.7)	19.8	43.3	(35.9)	(44.6)
Adjusted EBITDA <sup>2</sup>	28.0	16.1	32.1	101.6	20.3	28.0
Weighted average shares outstanding - basic	248,668	257,172	255,422	253,154	263,830	288,528
Weighted average shares outstanding - diluted	254,552	257,172	255,422	257,786	263,830	288,528
Profit / (loss) from continuing operations	9.7	(21.9)	9.1	12.1	(227.6)	(71.4)
Per share - basic	\$0.04	(\$0.09)	\$0.04	\$0.05	(\$0.86)	(\$0.25)
Per share - diluted	\$0.04	(\$0.09)	\$0.04	\$0.05	(\$0.86)	(\$0.25)
Profit / (loss) for the period	10.6	(22.3)	9.0	17.2	(229.0)	(73.5)
Per share - basic	\$0.04	(\$0.09)	\$0.04	\$0.07	(\$0.87)	(\$0.26)
Per share - diluted	\$0.04	(\$0.09)	\$0.04	\$0.07	(\$0.87)	(\$0.26)
Total proppant pumped (tonnes) <sup>2</sup>	291	229	479	1,364	691	898
Internally sourced proppant pumped (tonnes) <sup>2</sup>	263	162	277	927	607	877
Total Job Count <sup>2</sup>	1,996	1,545	1,986	7,291	5,268	5,822
Hydraulic Pumping Capacity (HHP) <sup>2</sup>	573	570	575	573	570	583
Hydraulic Active Fracturing Crews <sup>2</sup>	6.0	5.0	6.0	6.0	5.0	8.0
Hydraulic Parked Fracturing Crews <sup>2</sup>	6.0	7.0	6.0	6.0	7.0	4.0

(\$ millions)	As at December 31, 2021	As at December 31, 2020	As at December 31, 2019
Cash and cash equivalents	\$29.5	\$22.6	\$7.2
Current assets - other	\$151.8	\$105.5	\$225.5
Current portion of lease liabilities	\$2.4	\$3.5	\$4.5
Current liabilities - other	\$75.2	\$57.2	\$88.4
Lease liabilities - non-current portion	\$7.9	\$10.3	\$15.0
Long-term loans and borrowings	<b>\$</b> —	\$—	\$46.2
Total assets	\$577.8	\$568.9	\$926.5

<sup>&</sup>lt;sup>1</sup> The Company recast prior year comparative results for the year ended December 31, 2020 to reflect an understatement in the recognition of the CEWS program in the second, third and fourth quarters of 2020. Additional information relating to the recast is available in note 24 of the annual consolidated financial statements for the years ended December 31, 2021 and 2020.

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

# FINANCIAL AND OPERATING HIGHLIGHTS

## 2021 compared with 2020

- Consolidated revenue from continuing operations was \$562.5 million for 2021, a 42% increase compared to 2020.
- Adjusted EBITDA<sup>2</sup> for the year ended December 31, 2021, was \$101.6 million, compared to \$20.3 million for the year ended December 31, 2020. The increase was the result of higher industry activity and the continued focus on maintaining a lower cost structure.
- Net profit from continuing operations for the year ended December 31, 2021 was \$12.1 million (December 31, 2020 net loss from continuing operations of \$227.6 million).
- Financial position and liquidity:
  - Positive working capital, including cash, of \$103.8 million (December 31, 2020 \$67.5 million).
  - Cash and cash equivalents of \$29.5 million (December 31, 2020 \$22.6 million).
  - At December 31, 2021, the Company had no bank debt outstanding (December 31, 2020 nil).
  - The Company's strong balance sheet and liquidity provides significant financial flexibility to improve its competitive position and invest in profitable growth opportunities to deliver shareholder value.
- In an effort to differentiate our equipment fleet from what is available in the industry, the Company successfully completed a field trial of CAT Tier 4 Dynamic Gas Blending ("DGB") engine technology in early 2021. The Tier 4 DGB engine displaces up to 85% of the diesel used in a conventional pumper with clean burning natural gas. Combined with Trican's idle reduction technology, these upgrades result in lower overall fuel consumption and in turn reduce carbon dioxide and particulate matter emissions. In Q4 2021, the Company successfully completed the upgrade of its first fracturing fleet with Tier 4 DGB engines. The upgrade was supported by a long-term contract with a long standing customer. In Q3 2021, the Company also announced that it would be upgrading a second fleet with Tier 4 DGB technology, bringing Trican's total Tier 4 DGB fleet to 84,000 HHP. The second fleet is anticipated to be field ready in the second half of 2022. Tier 4 upgrades are a key component of Trican's ESG strategy and commitment to improving the sustainability of our operations and supporting our key customers to achieve their ESG goals.
- At December 31, 2021, the outstanding share balance was 246,964,668 (December 31, 2020 255,735,611), which reflects the repurchase and cancellation of 10,298,811 shares for the year ended December 31, 2021 at a weighted average price per share of \$2.60 pursuant to the Company's Toronto Stock Exchange ("TSX") approved normal course issuer bid ("NCIB") program. During 2020, 17,130,235 common shares were purchased under our NCIB program at a weighted average price per share of \$1.08. Subsequent to December 31, 2021, the Company repurchased an additional 694,800 common shares at a weighted average price per share of \$3.13.
- On October 19, 2021, the Company announced the publication of its 2020 ESG report. The ESG report
  provides an outline of the Company's key ESG metrics, ongoing initiatives and areas of focus, and is
  available on Trican's website.
- On March 3, 2021, the Company completed the sale of its software business for cash consideration of approximately \$6.5 million. The Company recognized a gain of \$4.5 million on the sale.

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

#### Fourth Quarter 2021 vs Fourth Quarter 2020

- Consolidated revenue from continuing operations for Q4 2021 was \$156.4 million, a \$53.6 million increase compared to \$102.8 million in Q4 2020.
- Net profit for Q4 2021 was \$10.6 million (Q4 2020 net loss of \$22.3 million). Major factors causing the increase to net profit for 2021, relative to 2020, were higher industry activity levels due to stronger commodity pricing, continued focus on maintaining a lower cost structure and recognition of a \$22.3 million impairment of non-financial assets in 2020.
- Adjusted EBITDA<sup>2</sup> for Q4 2021 was \$28.0 million, which includes recognition of \$1.1 million from the CEWS, Canadian Emergency Rent Subsidy ("CERS", and together with CEWS, "CES") programs (Q4 2020 \$6.5 million). Q4 2020 adjusted EBITDA<sup>2</sup> was \$16.1 million.

#### Fourth Quarter 2021 vs Third Quarter 2021 Overview

Revenue from continuing operations, gross profit, and adjusted EBITDA<sup>2</sup> for Q4 2021 was \$156.4 million, \$12.5 million and \$28.0 million, respectively. A slight decrease compared to the Q3 2021 results of \$164.5 million revenue from continuing operations, \$19.8 million gross profit, and \$32.1 million adjusted EBITDA<sup>2</sup>. Net profit of \$12.1 million in Q4 2021 was slightly higher than the \$9.0 million net profit in Q3 2021.

Overall activity levels in the fourth quarter were slightly lower than the third quarter due to customers' budget exhaustion and the usual Christmas slowdown in the second half of December. Fortunately, Trican was able to secure modest price increases in all three of our operating divisions. Combined with strong cost control, particularly related to the management of personnel, third party charges and equipment maintenance, the Company continued to produce positive financial results. The Company also recognized a total of \$1.1 million (Q3 2021 - \$0.3 million) from Canadian Government COVID-19 CES subsidy programs in the quarter.

Volumes of proppant pumped by the fracturing division decreased by 41% sequentially (Q4 2021 - 291,000 tonnes compared to Q3 2021 - 497,000 tonnes) as the Company's core customers were less active with their completion programs due to budget exhaustion which reduced customer capital spending in Q4 2021. Activity levels decreased as we moved through the end of the quarter as a result of seasonal holiday break and extreme cold weather.

The Company maintained six hydraulic fracturing crews throughout Q4 2021. Utilization of dual fuel pumpers was prioritized through the quarter, supporting customer ESG and cost control objectives through a reduction in the amount of diesel used in favour of cleaner burning, less expensive natural gas.

The cementing job count decreased by 8% sequentially as the Company's cement jobs skewed towards larger jobs in Q3 2021 as a result of primary work compared to more surface level work in Q4 2021, which are smaller jobs. Tonnage pumped decreased approximately 4% in line with the change in job type. Coiled tubing operating days increased 27% sequentially, driven by first call work for a number of core customers.

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

# **BUSINESS ENVIRONMENT**

West Texas Intermediate (WTI), Western Canadian Select (WCS) and natural gas (AECO) prices are important factors that affect the results of Trican's customers, and therefore ultimately affect Trican's financial results. The US\$/C\$ exchange rate provides context for WTI oil prices, which are priced in US\$. Oilfield services' industry activity statistics, particularly meters drilled and Canadian well completions, help provide context to the operational and financial results of Trican relative to general oilfield service activity levels.

	Year en	ded December 31,	
(Unaudited)	2021	2020	2019
WTI - Average Price (US\$/bbl)	\$68.08	\$39.34	\$57.04
AECO-C Spot Average Price (C\$/mcf)	\$3.44	\$2.23	\$1.78
WCS - Average Price (C\$/bbl)	\$68.33	\$36.69	\$57.60
Condensate - Average Price (C\$/bbl)	\$86.04	\$49.71	\$53.83
Average Exchange Rate (US\$/C\$)	\$0.80	\$0.75	\$0.75
Metres Drilled (000's)	12,251	9,360	14,560
Canadian Well Completions	3,422	2,771	4,773
Canadian Average Drilling Rig Count <sup>2</sup>	140	89	134

Source: Bloomberg, Bank of Canada, Nickle's Energy Group, Rig Locator

Canadian prices for WCS oil and condensate are influenced by the WTI benchmark pricing, which recovered from the effects of the COVID-19 pandemic and volatile commodity prices in 2020 ("Market Events"). Canadian natural gas prices continue to trade at a discount to US benchmark prices. Natural gas prices are higher year-over-year, which contributed to a sustained increase in well completions and rig count in 2021 compared to 2020.

# 2022 FULL YEAR OUTLOOK

#### **Market Overview**

Trican's 2022 full year outlook remains positive as commodity prices remain high and the industry activity is expected to be robust as we move through Q1 2022 and look forward into the second half of 2022.

The demand for energy continues to fluctuate in reaction to macroeconomic forces such as geopolitical tension, OPEC deliberations and continued concerns related to COVID-19. However, we believe that the supply and demand fundamentals for both oil and natural gas will provide support to pricing and lead to continued improved industry activity and subsequent oilfield service utilization as we move through 2022.

The Canadian rig count has not increased as rapidly as expected in early 2022 in the context of strong commodity pricing as customers experienced a variety of weather, labour supply and COVID-19 related delays in the field. They also remain very disciplined in their capital allocation strategies with a continual focus on improving their balance sheets and returning capital to shareholders. However, the financial returns our customers are experiencing should ensure that budgets, and associated industry activity, will be higher in 2022 compared to 2021.

Our customers are recognizing that the Canadian market is tightening and are actively looking to secure equipment and crews to ensure the success of their 2022 capital programs. Availability of labour continues to be a top focus for all service providers and we are keenly focused on retaining existing staff and attracting new talent.

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

# **Pricing for our Services**

Trican has been vocal about the need for higher pricing in the pressure pumping sector. The oilfield sector has been challenged by successive years of weak or negative returns on capital, creating an environment that is not sustainable. A sustainable pressure pumping industry needs to earn reasonable returns on capital in order to reinvest in their asset base and allow for development of technologies that help customers meet their goals.

Trican was successful in 2021 in achieving some pricing gains which at this point have largely gone to offsetting continuing inflationary pressures which continue to become more acute. We are experiencing inflationary pressure in all of our major cost categories including fuel, proppant, parts and labour as the industry seeks to ramp up activity.

Continued price improvement is essential to support a strong industry, and we will continue to work with our customers to achieve a level of pricing that delivers a sustainable return to Trican shareholders while meeting our customers' needs for safe, efficient and environmentally conscious pressure pumping services.

#### **Capital Expenditures and Divestitures**

Capital expenditures for the year ended December 31, 2021 totaled \$53.9 million (\$12.8 million for the year ended December 31, 2020) related to growth capital, maintenance, and infrastructure capital. Capital expenditures were funded from cash flows from continuing operations of \$73.9 million for the year ended December 31, 2021.

In early 2021, the Company successfully completed a field trial of Tier 4 DGB engine technology. The Tier 4 DGB engine displaces up to 85% of the diesel used in a conventional pumper with clean burning natural gas. Combined with Trican's idle reduction technology, these upgrades result in lower overall fuel consumption and in turn reduce carbon dioxide and particulate matter emissions. In 2021, the Company successfully completed the upgrade of its first set of existing pumping equipment with Tier 4 DGB engines which were deployed in Q4 2021 underpinned by a long-term contract. In Q3 2021, the Company announced that it would be upgrading a second fleet bringing Trican's total Tier 4 DGB fleet to 84,000 HHP. The upgrade program was undertaken in late 2021 with deployment of the equipment anticipated in the second half of 2022. Tier 4 upgrades are a key component of Trican's ESG strategy and commitment to improving the sustainability of our operations, reduce environmental impacts, and supporting our key customers to further advance their ESG goals. Customer response has been favourable and the Company is prepared to commit additional capital to the conversion of existing duel fuel diesel-powered fleets to Tier 4 DGB engines if internal capital return metrics can be achieved on the capital investment required.

The cost of the upgrade for the second low emissions fleet is expected to be approximately \$28 million. Approximately \$11 million was spent in 2021 with \$17 million in capital to be spent in 2022. Accordingly, the Company's preliminary 2022 growth, maintenance, and infrastructure capital budget has been set at \$65 million. The capital budget is expected to be fully funded from available cash resources and free cash flow generated through the year.

We will continue to manage our balance sheet prudently, ensuring financial returns are commensurate with any balance sheet risk assumed. Our ability to generate strong operating cash flows and our financial flexibility will provide required capital to allow for selective investments that meet our return hurdle rate, including ongoing participation in our recently renewed NCIB program.

#### **Hydraulic Fracturing Fleet**

Trican's hydraulic fracturing equipment is specifically designed to meet the demands of the higher intensity regions of the WCSB, including the Montney, Duvernay and Deep Basin formations. These regions account for approximately 80% of the required hydraulic horsepower demand in Canada. Additionally, Trican's fleet also includes an industry leading 170,000 HHP of conventional dual fuel engine fracturing pumps, which displace higher particulate diesel fuel with cleaner burning natural gas. The existing dual fuel fleet will be complemented by

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

Trican's Tier 4 DGB fleet of 84,000 HHP when the second fleet has been deployed in the second half of 2022. These investments reflect Trican's commitment to becoming an industry leader in ESG practices by reducing the environmental footprint of our operations.

The Company's fleet of hydraulic fracturing pumps at December 31, 2021, is presented in the table below:

	_	At December 31, 2021		
Fracturing Fleet:	Type of Pump	Pumps (#)	HHP	% of Fleet
Continuous Duty <sup>2</sup>	2,700 / 3,000 HHP	127	360,600	62 %
Mid Tier <sup>2</sup>	2500 HHP	85	212,500	38 %
Legacy Tier <sup>2</sup>	2250 HHP	_	_	— %
Total Fracturing Fleet		212	573,100	

# **Primary Objectives**

Our goal remains to achieve top quartile return on invested capital in our sector. Our primary objectives are:

- Strengthen Existing Businesses: Maintain our market leading position in the fracturing and cementing divisions and grow our market share in the coiled tubing division.
- Environmental, Social, and Governance: Deepen the integration of ESG into our business to improve value for our stakeholders. We will differentiate with new technologies that reduce our environmental impact. We will build strong community relationships in the areas we live and work in.
- Shareholder Return: Continue our disciplined investment philosophy ensuring full-cycle return hurdles can
  be met before investing in new equipment or upgrades to existing equipment, sell surplus or obsolete
  capital equipment whenever possible, continue to focus on a strong balance sheet and return capital to
  shareholders.
- Cost Control and Efficiency Gains: Control and reduce costs for ourselves and our clients through efficiency improvements and scale.

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

# COMPARATIVE QUARTERLY INCOME STATEMENTS

# **Continuing Operations**

(\$ thousands, except total job count<sup>2</sup>, and revenue per job<sup>2</sup> unaudited)

revenue per job <sup>2</sup> , unaudited)						
Three months ended	December 31, 2021	Percentage of revenue	December 31, 2020	Percentage of revenue	September 30, 2021	Percentage of revenue
Revenue	\$156,366	100 %	\$102,767	100 %	\$164,472	100 %
Cost of sales						
Cost of sales	123,449	79 %	81,142	79 %	124,916	76 %
Cost of sales – depreciation and amortization	20,375	13 %	24,349	24 %	19,784	12 %
Gross profit / (loss)	12,542	8 %	(2,724)	(3)%	19,772	12 %
Administrative expenses	5,364	3 %	6,687	7 %	7,956	5 %
Administrative expenses – depreciation	602	<b>-</b> %	1,113	1 %	886	1 %
Impairment – non-financial assets	_	<b>-</b> %	22,332	22 %	_	— %
Impairment / (recovery) – trade receivables	_	<b>-</b> %	(603)	(1)%	_	— %
Other (income) / loss	(3,786)	(2)%	(1,495)	(1)%	1,470	1 %
Results from operating activities	10,362	7 %	(30,758)	(30)%	9,460	6 %
Finance costs	520	— %	732	1 %	431	— %
Foreign exchange loss / (gain)	287	— %	331	— %	(63)	— %
Profit / (loss) before income tax	9,555	6 %	(31,821)	(31)%	9,092	6 %
Income tax recovery	(157)	<b>-</b> %	(9,894)	(10)%		<u> </u>
Profit / (loss) from continuing operations	\$9,712	6 %	(\$21,927)	(21)%	\$9,092	6 %
Adjusted EBITDA <sup>2</sup>	\$28,007	18 %	\$16,099	16 %	\$32,114	20 %
Total job count <sup>2</sup>	1,996	_	1,545	_	1,986	
Revenue per job <sup>2</sup>	78,340		66,515		82,816	
Total proppant pumped (tonnes) <sup>2</sup>	291,000		229,000		479,000	

# Sales Mix - % of Total Revenue

Three months ended (unaudited)	December 31, 2021	December 31, 2020	September 30, 2021
Fracturing	73 %	72 %	78 %
Cementing	17 %	18 %	16 %
Coiled Tubing	9 %	9 %	6 %
Other	1 %	1 %	— %
Total	100 %	100 %	100 %

 $<sup>^2 \; \</sup>text{See Non-GAAP Measures, Other Non-Standard Financial Terms} \; \text{and} \; \textit{Common Industry Terms} \; \text{described in this MD\&A}.$ 

# Fourth Quarter 2021 Overview (Compared to Prior Year)

#### **Revenue**

Consolidated revenue from continuing operations for Q4 2021 was \$156.4 million, a \$53.6 million increase compared to Q4 2020 due to higher activity and improved year-over-year pricing. Industry activity in the WCSB has shown a recovery, driven primarily by increased commodity prices, leading to a significant improvement in demand for pressure pumping services, increasing active equipment and utilization across all of the Company's service lines in Q4 2021. In comparison, Q4 2020 was impacted by Market Events resulting in a reduction in activity.

Trican operated six hydraulic fracturing crews in Q4 2021, up from five crews in Q4 2020. Proppant pumped increased from 229,000 tonnes in Q4 2020 to 291,000 tonnes in Q4 2021.

The WCSB drilling rig count for Q4 2021 averaged 176 rigs, up nearly twofold from 89 rigs in Q4 2020. Cementing activity tracks the rig count although slight changes in job mix and market share meant that the Q4 2021 cementing job count compared to Q4 2020 increased by only 16%. The Company operated 17 cementing units in Q4 2021, up from the 16 in Q4 2020. The Company increased the number of active coiled tubing crews from five in Q4 2020 to six in Q4 2021 in response to greater demand for these services.

#### Cost of Sales

Cost of sales includes materials, products, transportation, repair costs, unit and base costs, personnel benefits expense and depreciation of equipment. The following table provides a summary of cost of sales:

Three months ended,	December	Percentage	December	Percentage
(\$ thousands, unaudited)	31, 2021	of revenue	31, 2020	of revenue
Personnel expenses	\$27,314	17 %	\$19,916	19 %
Personnel expenses – CEWS	(976)	(1)%	(4,983)	(5)%
Direct costs	97,111	62 %	66,374	65 %
Direct costs – CERS	_	— %	(166)	— %
Cost of sales	123,449	79 %	81,141	79 %
Cost of sales – depreciation and amortization	20,375	13 %	24,350	24 %
Total cost of sales	\$143,824	92 %	\$105,491	103 %

Total cost of sales for Q4 2021 increased 36% on an absolute basis when compared to Q4 2020, following the increase in the Company's overall activity levels. Costs were lower in Q4 2021 on a relative basis compared to Q4 2020 due to better operating leverage on fixed costs showing the benefits of higher activity levels.

- Personnel expenses primarily relate to field-based employees, operational support personnel (i.e. mechanics), senior operational personnel salaries, and associated employee benefits. The increase in personnel expenses was primarily a result of the increase in operating activity resulting in higher direct operational field labour.
- Total cost of sales was reduced by \$1.0 million from the CES programs (Q4 2020 \$5.1 million), which was accounted for as a reduction to personnel and/or rent expenses.
- Direct costs primarily relate to product costs, repairs and maintenance, fuel, trucking costs and travel expenses for our operational personnel. The overall increase in direct costs was primarily a result of:
  - An increase in product cost resulted from an increase in proppant pumped from 229,000 tonnes in Q4 2020 to 291,000 tonnes in Q4 2021, along with a similar increase in cement product pumped; and

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

- An increase in active equipment that resulted in higher repair and maintenance costs. A key item
  that can affect the variability of repair and maintenance expenses are stainless steel fluid ends, of
  which a cost of \$1.4 million was incurred for the three months ended December 31, 2021 (Q4 2020
   \$1.2 million).
- Depreciation and amortization expense for the three months ended December 31, 2021, decreased by \$4.0 million to \$20.4 million compared to \$24.4 million for the three months ended December 31, 2020, due to assets at the end of their useful life reducing the depreciable asset base of the Company's property and equipment.

#### Administrative Expenses

Three months ended,	December	Percentage	December	Percentage
(\$ thousands, unaudited)	31, 2021	of revenue	31, 2020	of revenue
Personnel expenses	\$3,063	2 %	\$2,978	3 %
Personnel expenses – CEWS	(142)	— %	(1,238)	(1)%
Personnel expenses – severance	7	— %	686	1 %
Personnel expenses – cash-settled share-based compensation	(451)	— %	1,929	2 %
Personnel expenses – equity-settled share-based compensation	454	— %	558	1 %
General and organizational expenses	2,433	2 %	1,879	2 %
General and organizational expenses – CERS	_	— %	(105)	— %
Administrative expenses	5,364	3 %	6,687	7 %
Administrative expenses – depreciation	602	— %	1,113	1 %
Total administrative expenses	\$5,966	4 %	\$7,800	8 %

Administrative expenses for the three months ended December 31, 2021 decreased 24% relative to the comparative prior year period. Personnel expenses decreased in Q4 2021 relative to Q4 2020 due to severance costs of \$0.7 million in Q4 2020, which resulted from Market Events induced temporary layoffs that transitioned to permanent layoffs. Administrative expenses for the three months ended December 31, 2021 benefited from the recognition of \$0.1 million (Q4 2020 - \$1.3 million) from the CES programs. General and organizational expenses increased by \$0.6 million in Q4 2021 compared to Q4 2020 mainly related to the true up of employee benefits that had been deactivated due to the Market Events in 2020.

Cash-settled share-based compensation includes restricted share unit expenses, deferred share unit expenses, performance share unit expenses, and cash-settled stock option plan expenses. Increases or decreases in these expenses are correlated to the number of vested units and the movement in Trican's share price. Equity-settled share-based compensation expense is lower in Q4 2021 compared to Q4 2020 due to options exercised in the period.

Administrative expenses, as a percentage of revenue, decreased in Q4 2021 due to significantly higher revenue compared to the prior year, fixed nature of certain administrative costs, and good control of costs with increasing activity levels.

#### Overall Results Summary

The Company experienced significant changes in its Q4 2021 financial results when compared to the prior year period:

Q4 2021 gross profit of \$12.5 million and net profit of \$10.6 million improved from the gross loss of \$2.7 million and the net loss of \$22.3 million in Q4 2020. The increases were primarily related to a positive commodity pricing environment that drove higher activity and revenue combined with a lower cost structure

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

- and a \$4.0 million reduction in depreciation and amortization expense as a result of a decreased depreciable property and equipment asset base.
- Adjusted EBITDA<sup>2</sup> for Q4 2021 was \$28.0 million compared to \$16.1 million for Q4 2020. The Company benefited from higher revenue which drove higher leverage on the Company's fixed cost structure. The Company also recognized \$1.1 million (Q4 2020 - \$6.5 million) from the CES programs.

## Fourth Quarter 2021 Other Expenses and Income (Compared to Prior Year)

#### Other income

Other income for Q4 2021, primarily related to a \$4.2 million gain (Q4 2020 - \$1.2 million gain) from the disposition of surplus and redundant equipment.

#### Impairment - Non-financial assets

As required by IAS 36, the Company is required to assess whether there are any external or internal impairment indicators that exist at the end of each reporting period. The Company has determined that there were no external or internal indicators of impairment at December 31, 2021.

In Q4 2020, the Company identified certain specific assets in its property and equipment that were inactive with no expectation of returning to active cash generating use and for which the carrying value is not expected to be fully recoverable. In accordance with IAS 36, the Company identified ongoing uncertainty in the Company's ability to monetize these assets at values in excess of their net book values. This uncertainty is magnified given the negative economic effects of the ongoing COVID-19 pandemic and an impairment charge of \$22.3 million was determined based on the estimated fair value of these assets.

#### Impairment - Trade receivables

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The calculation reflects the probability-weighted outcome, the time value of money and reasonable supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. The Company determined there were no increases or decreases to expected credit losses in Q4 2021. The Company recognized a \$0.6 million recovery of previously impaired trade receivables in Q4 2020.

#### Finance Costs

Finance costs for Q4 2021 decreased by \$0.2 million compared to Q4 2020. The decrease of \$0.2 million is due to the undrawn amount on the net revolving credit facility in Q4 2021 compared to the fees associated with the average balance on the net revolving credit facility in Q4 2020.

#### Foreign Exchange

The Company recorded a \$0.3 million foreign exchange loss in Q4 2021. Consistent with the \$0.3 million foreign exchange loss in Q4 2020. Foreign exchange fluctuation primarily related to the Company's legacy international entities as well as US\$ denominated accounts payable.

#### **Income Taxes**

The Company recorded a \$0.2 million income tax recovery in Q4 2021, compared to an income tax recovery of \$9.9 million in Q4 2020. The decrease of \$9.7 million is due to the Company recognizing the value of its tax loss carry-forwards reducing the effective tax rate on net profit in Q4 2021 compared to the tax recovery resulting from an operating loss in Q4 2020.

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

# COMPARATIVE YEAR-TO-DATE INCOME STATEMENTS

## **Continuing Operations**

(\$ thousands, except total job count2, and

revenue per job2, unaudited) December 31, December 31, Percentage Percentage Percentage Year-over Year ended **2021** of revenue of revenue 2020 year change change \$562,479 100 % \$397,019 100 % Revenue \$165,460 42 % Cost of sales Cost of sales 434,885 77 % 326,498 82 % 108,387 33 % Cost of sales - depreciation and 27 % amortization 84,305 15 % 106,423 (22,118)(21)% 8 % Gross profit / (loss) 43,289 (35,902)(9)% 79,191 221 % 28,238 5 % 43,287 (15,049)Administrative expenses 11 % (35)%Administrative expenses depreciation 3,504 1 % 4,957 1 % (1,453)(29)%Impairment - non-financial assets **--** % 163,397 41 % (163,397)(100)%Impairment / (recovery) - trade **--** % 9,079 2 % (101)% receivables (50)(9,129)Other income (2,621)- % (1,904)- % (717)38 % Results from operating activities 14,218 3 % (254,718)(64)% 268,936 106 % Finance costs 1,974 **--** % 3,307 1 % (1,333)(40)%76 %

— %

2 %

**--** %

2 %

18 %

1,105

(259, 130)

(31,484)

(\$227,646)

\$20,295

5,268

75,364

691,000

- %

(65)%

(8)%

(57)%

5 %

(839)

105 %

(100)%

105 %

400 %

271,108

31,404

\$239,704

\$81,275

266

(80)

11,978

\$12,058

\$101,570

7,291

77,147 1,364,000

#### Sales Mix - % of Total Revenue

Foreign exchange loss / (gain)

Profit / (loss) before income tax

Profit / (loss) from continuing

Total proppant pumped (tonnes)<sup>2</sup>

Income tax recovery

Adjusted EBITDA<sup>2</sup>

Total job count<sup>2</sup>

Revenue per job<sup>2</sup>

operations

Year ended (unaudited)	December 31, 2021	December 31, 2020
Fracturing	75 %	73 %
Cementing	16 %	17 %
Coiled Tubing	8 %	9 %
Other	1 %	1 %
Total	100 %	100 %

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

## 2021 Overview (Compared to Prior Year)

#### <u>Revenue</u>

Strengthened commodity prices in 2021 drove a recovery from Market Events that characterized 2020. The increase in commodity prices contributed to a higher rig count in 2021 relative to the prior year comparative period, leading to higher completions activity for the Company.

Revenue for the year ended December 31, 2021 increased 42% to \$562.5 million when compared to the year ended December 31, 2020 of \$397.0 million. Revenue per job for the year ended December 31, 2021 was relatively flat year-over-year. This calculation is significantly impacted by factors such as the relative revenue contribution by service line, changes in pricing and the magnitude of customer supplied consumables and inputs.

Hydraulic fracturing services pumped 1,364,000 tonnes of proppant for the year ended December 31, 2021, an increase from the 691,000 tonnes of proppant pumped for the year ended December 31, 2020, representative of the significant increase in well completions activity.

Trican continued to maintain a strong position in the cementing market, with the increase in rig count and metres drilled per well leading to an increase in cementing service revenue during the year ended December 31, 2021 relative to the 2020 period. The Company operated an average of 16 units for the year ended December 31, 2021 compared to 13 units in for the same period in 2020.

The number of coiled tubing operating days increased by 74% for the year ended December 31, 2021 compared to the same period in 2020. The Company operated an average of six coiled tubing crews for the year ended December 31, 2021 compared to an average of four coiled tubing crews for the comparative period.

#### Cost of Sales

Cost of sales includes materials, products, transportation and repair costs, unit and base costs, personnel benefits expense and depreciation of equipment. The following table provides a summary of cost of sales:

Year ended,	December	Percentage	December	Percentage
(\$ thousands, unaudited)	31, 2021	of revenue	31, 2020	of revenue
Personnel expenses	\$101,189	18 %	\$89,739	23 %
Personnel expenses – CEWS	(10,161)	(2)%	(16,234)	(4)%
Direct costs	344,679	61 %	253,159	64 %
Direct costs – CERS	(822)	— %	(166)	— %
Cost of sales	434,885	77 %	326,498	82 %
Cost of sales – depreciation and amortization	84,305	15 %	106,423	27 %
Total cost of sales	\$519,190	92 %	\$432,921	109 %

Total cost of sales for the year ended December 31, 2021 increased by 20% on an absolute basis when compared to the same period in 2020. Costs were lower on a percentage basis for the year ended December 31, 2021 relative to the prior year comparative period due in part to better operating leverage on fixed costs showing the benefits of higher activity levels.

- Personnel expenses primarily relate to field-based employees, operational support personnel (i.e.
  mechanics), senior operational personnel salaries, and associated employee benefits. The increase in
  personnel expenses was primarily a result of the increase in operating activity resulting in higher direct
  operational field labour.
- The Company recognized \$11.0 million from the CES programs for the year ended December 31, 2021, which mainly accounted for as a reduction to personnel expenses (year ended December 31, 2020 - \$16.4 million).

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

- Direct costs primarily relate to product costs, repairs and maintenance, fuel, trucking costs and travel expenses for our operational personnel. The overall increase in direct expenses was primarily a result of:
  - An increase in product cost resulted from an increase in proppant pumped from 691,000 tonnes in 2020 to 1,364,000 tonnes in 2021, along with a similar increase in cement product pumped; and
  - An increase in active equipment that resulted in higher repair and maintenance costs within cost. A
    key item that can affect the variability of repair and maintenance expenses are stainless fluid ends,
    of which a cost of \$8.0 million was incurred for the year ended December 31, 2021 (year ended
    December 31, 2020 \$5.7 million).
- Depreciation and amortization expense for the year ended December 31, 2021 decreased by \$22.1 million to \$84.3 million when compared to the same period in 2020 due to assets reaching the end of their useful life and reducing the depreciable asset base of the Company's property and equipment.

#### Administrative Expenses

Year ended,	December	Percentage	December	Percentage
(\$ thousands, unaudited)	31, 2021	of revenue	31, 2020	of revenue
Personnel expenses	\$14,743	3 %	\$14,618	4 %
Personnel expenses – CEWS	(1,822)	— %	(3,240)	(1)%
Personnel expenses – severance	424	— %	17,145	4 %
Personnel expenses – cash-settled share- based compensation	4,501	1 %	2,769	1 %
Personnel expenses – equity-settled share- based compensation	2,164	— %	2,140	1 %
General and organizational expenses	8,505	2 %	9,960	3 %
General and organizational expenses – CERS	(277)	— %	(105)	— %
Administrative expenses	28,238	5 %	43,287	11 %
Administrative expenses – depreciation	3,504	1 %	4,957	1 %
Total administrative expenses	\$31,742	6 %	\$48,244	12 %

Total administrative expenses for the year ended December 31, 2021 decreased 34% relative to the comparative prior year period. Total personnel expenses decreased due to workforce rationalizations following the Market Events while general and organizational expenses decreased due to ongoing efforts to reduce costs and optimize support structures. Administrative expenses for the year ended December 31, 2021 benefited from the recognition of \$2.1 million from the CES programs compared to \$3.3 million recognized in the comparative prior year period.

Cash-settled share-based compensation includes restricted share unit expenses, deferred share unit expenses, performance share unit expenses, and cash-settled stock option plan expenses. Increases or decreases in these expenses are correlated to the number of vested units and the movement in Trican's share price. The increase in the Company's share price resulted in a corresponding increase to cash-settled share-based compensation for the year ended December 31, 2021 compared to prior year period. Equity-settled share-based compensation expense remained relatively flat compared the prior year due to options granted offset with the options exercised in the year.

# Overall Results Summary

The Company experienced significant changes in its financial results for the year ended December 31, 2021 relative to the year ended December 31, 2020.

 Revenue increased to \$562.5 million for the year ended December 31, 2021 from \$397.0 million in the comparative period.

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

- Gross profit of \$43.3 million for the year ended in December 31, 2021 improved compared to a \$35.9 million gross loss for the comparative period.
- Net profit for the year ended December 31, 2021 was \$17.2 million compared to a \$229.0 million net loss for the comparative period.
- Adjusted EBITDA<sup>2</sup> for the year ended December 31, 2021 was \$101.6 million compared to \$20.3 million for the comparative period.

The year-over-year improvement in financial results was primarily due to an improved commodity price environment driving higher activity and revenue, combined with significant cost reduction and efficiency efforts implemented in the wake of the 2020 Market Events and reduced depreciation and amortization expense. The comparative 2020 period incurred certain expenses related to the Market Events, including \$163.4 million for impairment of non-financial assets, \$9.1 million for impairment of trade receivables related to the change in the Company's customer credit risk profile and \$17.1 million of severance costs associated with employee reductions. The Company recognized a total of \$13.1 million from the CES programs for the year ended December 31, 2021 compared to \$19.7 million in the comparative period.

# 2021 Other Expenses and Income (Compared to Prior Year)

#### Other income

Other income for the year ended December 31, 2021, primarily related to a \$2.6 million gain (December 31, 2020 - \$1.7 million gain) from the disposition of surplus and redundant equipment.

#### Impairment - Non-financial assets

As required by IAS 36, the Company is required to assess whether there are any external or internal impairment indicators that exist at the end of each reporting period. The Company has determined that there were no external or internal indicators of impairment at December 31, 2021.

Due to the Market Events in 2020, the Company performed an impairment test on its non-financial assets within the Pressure Pumping Services CGU and the Cementing Services CGU. A comparison of the recoverable amounts with the carrying amounts resulted in an impairment against goodwill of \$131.0 million in the three months ended March 31, 2020. Following the impairment there remains no further goodwill. In addition to the determination that goodwill had been impaired, the Company's ongoing asset evaluations identified certain assets for which the carrying value is not expected to be fully recoverable. An impairment charge of \$32.4 million, including \$3.9 million of assets that were held for sale, \$25.2 million on property and equipment and \$3.3 million on right-of-use assets was determined based on the estimated fair value of these assets.

# Impairment - Trade receivables

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The calculation reflects the probability-weighted outcome, the time value of money and reasonable supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. For the year ended December 31, 2021, the Company recognized a \$0.1 million recovery of previously impaired trade receivables (December 31, 2020 - \$9.1 million impairment).

#### Finance Costs

Finance costs for the year ended December 31, 2021, decreased 40% when compared to the same period of 2020. The decrease of \$1.3 million is due to the average balance of the net revolving credit facility, which remained undrawn in 2021 compared to the year ended December 31, 2020, the Company repaid \$46.7 million in cash to the revolving credit facility.

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

#### Foreign Exchange

A foreign exchange loss of \$0.3 was recorded for the year ended December 31, 2021, compared to a \$1.1 million loss recorded for the year ended December 31, 2020. Foreign exchange fluctuations are primarily related to the Company's legacy international entities as well as US\$ denominated accounts payable.

#### Income Taxes

The Company recorded an income tax recovery of \$0.1 million for the year ended December 31, 2021, compared to an income tax recovery of \$31.5 million for the year ended December 31, 2020. The decrease of \$31.4 million is due to the Company recognizing the value of its tax loss carry-forwards reducing the effective tax rate on net profit in 2021 compared to the tax recovery resulting from an operating loss from the negative effects of Market Events for the year ended December 31, 2020.

# LIQUIDITY AND CAPITAL RESOURCES

## **Working Capital and Cash Requirements**

As at December 31, 2021 the Company had a working capital (current assets less current liabilities) balance of \$103.8 million compared to \$67.5 million as at December 31, 2020. The primary drivers of the change in working capital are attributable to:

- \$50.7 million increase in trade and other receivables as a result of increased activity;
- \$2.6 million decrease in inventory, primarily due to lower spare parts balances;
- \$0.7 million decrease in prepaid expenses as a result of the amortization of prepaid items; and
- \$18.0 million increase in trade and other payables, primarily due to increased activity.

At December 31, 2021, the Company's working capital and available operating credit facilities exceed the level required to manage timing differences between cash collections and cash payments.

Availability of the revolving credit facility is dependent on compliance with certain covenants. As at December 31, 2021, the Company is in compliance with all terms of the revolving credit facility. Based on currently available information, the Company expects to maintain compliance with the covenants and will have sufficient liquidity during the next year, and beyond, to support its ongoing operations.

#### **Operating Activities**

Cash flow from continuing operations was \$73.9 million for the year ended December 31, 2021 (December 31, 2020 - \$70.8 million). Trican experienced a rapid and much more significant decline in activity levels for the year ended December 31, 2020 due to Market Events which led to a significant working capital release. Activity levels in 2021 improved sequentially from 2020, resulting in a working capital build for the year.

## **Investing Activities**

Capital expenditures related to continuing operations for the year ended December 31, 2021 totaled \$53.9 million (December 31, 2020 - \$12.8 million) and proceeds from the sale of surplus and redundant equipment totaled \$10.2 million for the year ended December 31, 2021 (December 31, 2020 - \$11.8 million). The Company had proceeds from sale of discontinued operations of \$7.8 million for the year ended December 31, 2021 (December 31, 2020 - \$12.4 million).

Capital expenditures for the year ended December 31, 2021 primarily related to the upgrade of existing equipment to the Tier 4 specifications, in addition to investments made to maintain the productive capability of Trican's active equipment and to make selective upgrades to the fleet to improve efficiencies or reduce costs.

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

Trican regularly reviews its capital equipment requirements and will continue to follow its policy of adjusting the capital budget on a quarterly basis to reflect changing operating conditions, cash flow, and capital equipment needs. Growth capital investments will only be made if the investments meet minimum economic investment hurdle rates. See *Outlook* for further discussion.

## **Financing Activities**

Revolving Credit Facility ("RCF")

On December 3, 2021, Trican entered into an agreement with a syndicate of five Canadian banks which amended and extended its RCF.

The RCF matures December 5, 2024, a date that may be extended on an annual basis upon agreement of the RCF lenders, and the Company may draw up to \$125.0 million (December 31, 2020 – \$125.0 million). The RCF also features an uncommitted accordion of \$125.0 million (December 31, 2020 – \$125.0 million), which is accessible subject to approval by the syndicate of lenders. The RCF has a General Security Agreement registered against the assets of the Company and bears interest at the applicable Canadian prime rate, U.S. prime rate, Banker's Acceptance rate, or at SOFR, plus 100 to 350 basis points (December 31, 2020 – Canadian prime rate, U.S. prime rate, Banker's Acceptance rate, or at LIBOR, plus 100 to 350 basis points).

At December 31, 2021, the undrawn and accessible amount of the RCF, subject to financial covenants, was \$124.6 million (December 31, 2020 – \$124.7 million accessible) due to the Company's \$0.4 million letters of credit outstanding as at December 31, 2021.

As at December 31, 2021, the Company had available a \$20.0 million (December 31, 2020 – \$20.0 million) swing line facility with its lead bank, which is included within the \$125.0 million borrowing capacity of the RCF described above. As at December 31, 2021, there was nil drawn on the swing line facility (December 31, 2020 – nil).

As at December 31, 2021, the Company had available a \$10.0 million (December 31, 2020 – \$10.0 million) Letter of Credit facility with its syndicate of banks included within the \$125.0 million borrowing capacity of the RCF described above. As at December 31, 2021, Trican had \$0.4 million in letters of credit outstanding (December 31, 2020 – \$0.3 million).

The Company is required to comply with covenants that affect how much can be drawn on the RCF. Trican is required to comply with the following leverage and interest coverage ratio covenants, the calculation is based on the last twelve months:

Leverage Ratio
 <3.5x</li>

Interest Coverage Ratio >2.5x

At December 31, 2021, Trican was in compliance with the required debt covenant ratios.

The Leverage Ratio is defined as debt excluding Non-Recourse Debt plus Letter of Credit facility minus cash divided by Bank EBITDA. As at December 31, 2021, the Leverage Ratio was 0.0x (December 31, 2020 – 0.0x).

The Interest Coverage Ratio is defined as Bank EBITDA divided by interest expense. As at December 31, 2021, the Interest Coverage Ratio was 71.2x (December 31, 2020 - 14.1x).

Bank EBITDA is a Non-GAAP measure that is only calculated for purposes of the Company's financial covenants. Certain non-cash expenses (including depreciation, amortization, impairment expenses, equity-settled stock-based compensation), certain personnel based expenses such as severance and certain other items, are permitted to be normalized to adjusted EBITDA<sup>2</sup> to arrive at Bank EBITDA for covenant calculation purposes. In accordance with the definition under the RCF, the covenant calculation excludes the impact of certain leases recognized under IFRS 16.

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

#### Lease Liabilities

Details in respect of the Company's right-of-use liabilities are more fully described in note 7 of the consolidated financial statements.

#### Share Capital

As at February 23, 2022, Trican had 247,706,069 common shares and 11,889,081 employee stock options outstanding.

#### Normal Course Issuer Bid

On October 1, 2021, the Company announced the renewal of its NCIB program, commencing October 5, 2021, to purchase up to 24.7 million of its common shares for cancellation before October 4, 2022. At December, 31, 2021, the Company has repurchased and cancelled 2,192,011 common shares under the 2021-2022 program.

All purchases are to be made at the prevailing market price at the time of purchase and are subject to a maximum daily purchase volume of 287,437 (being 25% of the average daily trading volume of the common shares traded on the TSX for the six calendar months ending August 31, 2021 of 1,149,750 common shares), except as otherwise permitted under the TSX NCIB rules. All common shares purchased under the NCIB are returned to treasury for cancellation.

For the year ended December 31, 2021, the Company purchased and cancelled 10,298,811 common shares at a weighted average price per share of \$2.60 (December 31, 2020 - 17,130,235 common shares at a weighted average price per share of \$1.08).

The purchases made in the year ended December 31, 2021, were funded from operating cash flow.

# **Other Commitments and Contingencies**

The Company has commitments for financial liabilities and various lease agreements, with minimum payments due as of December 31, 2021, as follows:

December 31, 2021 (Stated in thousands)	Carrying Value	Less than 1 year	1 to 3 years	4 to 5 years	Greater than 5 years	Total
Trade and other payables	\$75,167	\$75,167	\$—	\$—	\$—	\$75,167
RCF (including interest)	_	_	_	_	_	_
Lease liabilities - current	2,414	3,073	_	_	_	3,073
Lease liabilities - non-current	7,906	_	4,381	3,904	986	9,271
Total commitments	\$85,487	\$78,240	\$4,381	\$3,904	\$986	\$87,511

In addition to the above commitments, as at December 31, 2021, the Company has committed to capital expenditures of \$23.5 million.

Management is satisfied that the Company has sufficient liquidity and capital resources, including access to the undrawn portion of the RCF and cash on hand, to meet the Company's obligations and commitments as they come due. See *Outlook* section for further discussion on the Company's capital expenditure plans and the *Liquidity Risk* section for a discussion surrounding risks around funding availability.

The tax regulations and legislation in the various jurisdictions that the Company operates in, or has previously operated in, are continually changing. As a result, there are usually some tax matters under review. Management believes that it has adequately met, provided and/or recognized tax assets and liabilities based on the Company's interpretation of relevant tax legislation and regulations and likelihood of recovery and/or payment.

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

# SUMMARY OF QUARTERLY RESULTS

(\$ millions, except per share amounts, adjusted EBITDA %², utilization, crews and total job count. The following are stated in \$ thousands: outstanding shares, proppant pumped, HHP, and revenue per job)		20	021			20	020	
(Unaudited)	Q4	Q3	Q2	Q1	Q4	Q3	Q2	Q1
Revenue from continuing operations	\$156.4	\$164.5	\$93.7	\$148.0	\$102.8	\$74.1	\$28.4	\$191.8
Weighted average shares outstanding - basic	248,668	253,287	255,422	255,310	255,736	258,895	264,726	266,731
Weighted average shares outstanding - diluted	254,552	257,878	255,422	258,373	255,736	258,895	264,726	266,731
Profit / (loss) from continuing operations	\$9.7	\$9.1	(\$8.4)	\$1.7	(\$21.9)	(\$23.8)	(\$27.5)	(\$154.5)
Per share - basic	\$0.04	\$0.04	(\$0.03)	\$0.01	(\$0.09)	(\$0.09)	(\$0.10)	(\$0.58)
Per share - diluted	\$0.04	\$0.04	(\$0.03)	\$0.01	(\$0.09)	(\$0.09)	(\$0.10)	(\$0.58)
Profit / (loss) for the period	\$10.6	\$9.0	(\$8.3)	\$5.9	(\$22.3)	(\$24.1)	(\$27.6)	(\$154.9)
Per share - basic	\$0.04	\$0.04	(\$0.03)	\$0.02	(\$0.09)	(\$0.09)	(\$0.10)	(\$0.58)
Per share - diluted	\$0.04	\$0.04	(\$0.03)	\$0.02	(\$0.09)	(\$0.09)	(\$0.10)	(\$0.58)
Adjusted EBITDA <sup>2</sup>	\$28.0	\$32.1	\$14.2	\$27.3	\$16.1	\$0.0	(\$5.3)	\$9.5
Adjusted EBITDA % <sup>2</sup>	18%	20%	15%	18%	16%	-%	(19%)	5%
Proppant pumped <sup>2</sup> (tonnes)	291	479	260	334	229	127	50	285
Internally sourced proppant pumped <sup>2</sup> (tonnes)	263	277	148	239	162	127	33	285
Hydraulic Pumping Capacity (HHP) <sup>2</sup>	573	575	570	570	570	572	569	572
Hydraulic Active Fracturing Crews <sup>2</sup>	6.0	6.0	6.0	6.0	5.0	3.0	2.0	8.0
Hydraulic Parked Fracturing Crews <sup>2</sup>	6.0	6.0	6.0	6.0	7.0	9.0	10.0	4.0
Hydraulic Fracturing Utilization <sup>2</sup>	86%	85%	42%	81%	60%	53%	25%	84%
Coiled Tubing Crews <sup>2</sup>	6.0	6.0	6.0	6.0	6.0	3.0	3.0	9.0
Total Job Count <sup>2</sup>	1,996	1,986	1,317	1,992	1,545	765	293	2,665
Revenue per Job <sup>2</sup>	\$78.3	\$82.8	\$74.3	\$74.4	\$66.5	\$96.8	\$96.8	\$70.6

Q4 2021 results remained consistent following an improved commodity price environment. The Company's core customers were more active with their completion programs in Q3 2021 with proppant volumes pumped decreasing sequentially. Q3 2021 results benefited from improved commodity prices which combined with the increase in WCSB rig count resulted in high activity levels throughout the guarter. Adjusted EBITDA<sup>2</sup> benefited from significant cost reductions and efficiency improvements made in the last 12-24 months. Q2 2021 results were positively affected by sustained strength in commodity prices, which kept activity levels high through the guarter, despite the seasonal spring break up conditions. Q1 2021 results were much stronger as activity and revenue increased sequentially. The higher leverage on our fixed cost structure, combined with \$5.5 million from the CES programs, resulted in adjusted EBITDA<sup>2</sup> climbing to 18% of revenue, the highest level in the comparative quarters. Q4 2020 saw improved demand for Trican's services as commodity prices stabilized. Despite improved demand, results were negatively affected by specific asset impairment charges of \$22.3 million. Loss from continuing operations for Q4 2020 was partially offset by the recognition of \$6.5 million from the CES programs. Q3 2020 had a soft recovery as the Company was able to reactivate some equipment, although it also incurred \$11.7 million in severance costs. Adjusted EBITDA<sup>2</sup> for Q3 2020 was supported by recognition of \$6.8 million from the CEWS program to offset personnel expenses. Q2 2020 was negatively affected by continued weak demand for the Company's services following the steep decline in demand for oil and gas products as a result of the Market Events. The Company

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

recognized \$6.5 million through the CEWS program to offset personnel expenses. In Q1 2020 the Company was negatively affected by the Market Events, which led to the impairment of \$141.1 million for non-financial assets, \$10.6 million impairment loss on trade receivables related to the change in the Company's customer credit risk and \$4.7 million of severance costs associated with employee reductions.

# FINANCIAL INSTRUMENTS

The Company initially measures its financial instruments at fair value upon initial recognition of the transaction. Measurement in subsequent periods is dependent on whether the instrument is classified as "financial assets or liabilities measured at amortized cost", a "financial asset or financial liability at fair value through profit or loss", or "financial assets at fair value through other comprehensive income".

The Company's "financial assets and liabilities measured at amortized cost" consist of trade and other accounts receivable, other assets, lease liabilities, loans and borrowings and trade and other payables. They are recognized at amortized cost, using the effective interest rate method.

Transaction costs related to the issuance of any long-term debt are netted against the carrying value of the associated long-term debt and amortized as part of financing costs over the life of the debt using the effective interest rate method.

# ACCOUNTING POLICIES AND ESTIMATES

The Company's IFRS accounting policies and future accounting pronouncements are provided in note 2 to the annual consolidated financial statements for the years ended December 31, 2021 and 2020.

## **Critical Accounting Estimates and Judgments**

In the preparation of the Company's Consolidated Financial Statements, management has made estimates that affect the recorded amounts of certain assets, liabilities, revenues and expenses. Actual results could differ from these estimates. Estimates and judgments used are based on management's experience and the assumptions used are believed to be reasonable given the circumstances that exist at the time the consolidated financial statements are prepared. Please refer to the note 2 to the annual consolidated financial statements for the years ended December 31, 2021 and 2020 for a description of the accounting policies of the Company. The Company considers the following to be the significant accounting policies and practices involving the use of estimates and judgments that are critical to determining Trican's financial results.

#### **Key Sources of Estimation Uncertainty**

The following judgments and estimates are those deemed by management to be material to the Company's consolidated financial statements.

# **Judgments**

# **Depreciation and Amortization**

Depreciation and amortization methods are based on management's judgment of the most appropriate method to reflect the pattern of an asset's future economic benefit expected to be consumed by the Company. Among other factors, these judgments are based on industry standards and company-specific history and experience.

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

#### **Impairment**

Significant judgment is required to assess when impairment indicators exist, and impairment testing is required. The assessment of impairment indicators is based on management's judgment of whether there are internal and external factors that would indicate that a cash generating unit ("CGU") and specifically the non-financial assets within the CGU, are impaired. The assessment of indicators considers revenue and earnings before finance costs, taxes, depreciation and amortization, foreign exchange gains and losses, impairment of non-financial assets, other income/loss and equity-settled share based compensation ("adjusted EBITDA") for the CGU, expected industry activity levels, commodity price environment and market capitalization. The determination of a CGU is also based on management's judgment and is an assessment of the smallest group of assets that generate cash inflows independently of other assets. Significant judgment is also required to assess when indicators exist for specific assets that are inactive with no expectation of returning to active cash generating use. In determining the estimated recoverable amount for a specific asset that is inactive with no expectation of returning to active cash generating use, the Company uses recent market transactions, if available, or other valuation models.

#### Impairment Assessment

# Pressure Pumping Services

The impairment test for the Pressure Pumping Services CGU used a value in use approach with the recoverable amount estimated based on significant assumptions including forecasted revenue growth rates, forecasted adjusted EBITDA and forecasted sustaining capital at March 31, 2020, at a pre-tax discount rate of 15.9%. The discount rate was estimated based on the Company's weighted average cost of capital, adjusted for the Pressure Pumping Services CGU specific risks. The estimated recoverable amount was based on a 5-year model with forecasted revenue decreasing initially, and subsequently increasing, in correlation with forecasted oil and gas industry activity with a terminal growth rate of 2.0%. Forecasted adjusted EBITDA was based on historical adjusted EBITDA margins adjusted for anticipated revenue changes and cost structure. A terminal value thereafter was applied. Based on the analysis, the Company determined there was an impairment charge of goodwill within the Pressure Pumping Services CGU of \$128.9 million as at March 31, 2020, as the recoverable amount for this CGU was lower than the respective carrying amount. The estimated value in use for the Pressure Pumping Services CGU was sensitive to a change in the following assumptions and estimates:

Assumptions	Percentage Change	Impact on Impairment
Forecasted revenue growth	Increase of 1%	Decrease of \$28.9 million
Forecasted adjusted EBITDA	Increase of 1%	Decrease of \$43.9 million
Forecasted sustaining capital	Increase of 1%	Increase of \$51.2 million
Discount rate	Increase of 1%	Increase of \$50.4 million

#### Cementing Services

The impairment test for the Cementing Services CGU used a value in use approach with the recoverable amount estimated based on significant assumptions including forecasted revenue growth rates, forecasted adjusted EBITDA, and forecasted sustaining capital at March 31, 2020, at a pre-tax discount rate of 15.9%. The discount rate was estimated based on the Company's weighted average cost of capital, adjusted for the Cementing Services CGU specific risks. The estimated recoverable amount was based on a 5-year model with forecasted revenue decreasing initially, and subsequently increasing, in correlation with forecasted oil and gas industry activity with a terminal growth rate of 2.0%. Forecasted adjusted EBITDA was based on historical adjusted EBITDA margins adjusted for anticipated revenue changes and cost structure. A terminal value thereafter was applied. Based on the analysis, the Company determined there was an impairment charge of goodwill within the Cementing Services CGU of \$2.1 million as at March 31, 2020, as the recoverable amount for this CGU was lower than the respective carrying amount. The estimated value in use for the Cementing Services CGU was sensitive to a change in the following assumptions and estimates:

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

Assumptions	Percentage Change	Impact on Impairment
Forecasted revenue growth	Increase of 1%	Decrease of \$5.9 million
Forecasted adjusted EBITDA	Increase of 1%	Decrease of \$6.8 million
Forecasted sustaining capital	Increase of 1%	Increase of \$7.9 million
Discount rate	Increase of 1%	Increase of \$7.8 million

#### **Provisions and Contingencies**

The Company is required to exercise judgment in assessing whether the criterion for recognition of a provision or a contingency has been met. The Company considers whether a present obligation exists, the probability of loss, and if a reliable estimate can be formulated.

#### **Estimates**

#### Allowance for Doubtful Accounts

The Company's trade and other receivables are typically short-term in nature and the Company recognizes an amount equal to the lifetime expected credit losses ("ECL") on receivables for which there has been a significant increase in credit risk since initial recognition. The amount of ECL is sensitive to changes in circumstances of forecast economic conditions. Information about the ECL on the Company's trade receivables is disclosed in note 18.

#### Impairment of Inventories

The Company regularly reviews the nature and quantities of inventory on hand and evaluates the net realizable value of items based on historical usage patterns, known changes to equipment or processes and customer demand for specific products. Significant or unanticipated changes in business conditions could impact the magnitude and timing of impairment recognized.

#### **Depreciation and Amortization**

Depreciation and amortization are calculated to write off the cost, less estimated residual value, of assets on a systematic and rational basis over their expected useful lives. Estimates of residual value and useful lives are based on data and information from various sources including industry practice and historic experience. Expected useful lives and residual values are reviewed annually for any change to estimates and assumptions. Although management believes the estimated useful lives of the Company's property and equipment and intangibles are reasonable, it is possible that changes in estimates could occur, which may affect the expected useful lives and salvage values of the property and equipment and intangibles.

#### Taxes

Deferred tax assets and liabilities contain estimates about the nature and timing of future permanent and temporary differences as well as the future tax rates that will apply to those differences. Changes in Canadian and foreign tax laws and rates, government rulings with respect to tax audits, as well as changes to the expected timing of reversals may have a significant impact on the amounts recorded for deferred tax assets and liabilities. Management closely monitors current and potential changes to Canadian and foreign tax law and bases its estimates on the best available information at each reporting date.

#### Fair Value of Share-Based Payments

The Company uses an option pricing model to determine the fair value of certain share-based payments. Inputs to the model are subject to various estimates relating to volatility, interest rates, dividend yields and expected life of the units issued. Fair value inputs are subject to market factors as well as internal estimates. The Company considers historic trends together with any new information to determine the best estimate of fair value at the date of grant.

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

#### Impairment of Non-Financial Assets

In determining the estimated recoverable amount of a CGU subject to impairment testing, the Company measures the estimated recoverable amount of a CGU as the higher of fair value less costs of disposal and its value in use. Estimated recoverable amounts of a CGU are evaluated and calculated using various data and assumptions. The data and assumptions used in the estimates of recoverable amount are assessed for reasonableness based on the information available at the time the estimate of recoverable amount is prepared. As circumstances change and new information becomes available, the estimate of recoverable amount could change. The estimate of recoverable amount for a CGU involves certain significant assumptions including the forecasted revenue growth rates, forecasted adjusted EBITDA, forecasted sustaining capital and the discount rate. It is also subject to other less significant assumptions. In determining the estimated recoverable amount for a specific asset that is inactive with no expectation of returning to active cash generating use, the Company uses recent market transactions, if available, or other valuation models.

# **Accounting for Government Grants and Subsidies**

Government assistance is recognized only when there is reasonable assurance that (a) the Company will comply with any conditions attached to the grant and (b) the grant will be received. The government grants and/or subsidies are recognized in profit or loss on a systematic basis over the periods in which the Company recognizes the expense for the related costs for which the grants and/or subsidies are intended to compensate. The Company has elected to present these amounts net of related expense.

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

# **BUSINESS RISKS**

Our business is subject to certain risks and uncertainties. Prior to making any investment decision regarding Trican, investors should carefully consider, among other things, the risks described herein (including the risks and uncertainties listed in the Forward-Looking Statements section in this MD&A) and the risk factors set forth in the most recently filed AIF of the Company available on SEDAR and can be accessed at www.sedar.com. Other than risks described within this MD&A, including within this section, the Company's risk factors and management of those risks has not changed substantially from the most recently filed AIF.

A discussion of certain business risks faced by Trican may be found under the "Risk Factors" section of our AIF for the year ended December 31, 2021, which is available under Trican's profile at <a href="www.sedar.com">www.sedar.com</a>. Other than risks described within this MD&A, including within this section, the Company's risk factors and management of those risks has not changed substantially from the most recently filed AIF.

#### **Adverse Economic Conditions**

The demand for energy, including commodity prices, is generally linked to broad-based economic activities. A significant slowdown in economic growth, an economic downturn or recession, or other adverse economic developments could result in significant negative impacts on commodity prices. These factors could have an adverse impact on the Company's operating results and cash flows.

# **Shortage of Qualified Personnel**

The operations and management of the Company require the recruitment and retention of a skilled workforce, including engineers, technical personnel, and other professionals to provide technical services and support for the business. Competition for qualified personnel in the oilfield services sector intensifies as activity increases and there can be no assurance that the Company will be able to continue to attract and retain all personnel necessary for the development and operation of its business. This could increase the Company's costs, delay its ability to reactivate parked equipment or have other negative impact on its operations and safety performance which could have an adverse effect on the Company's operating results and cash flows.

#### **Cost Escalation**

The Company sources raw materials, such as oilfield cement, proppant, industrial gases, coiled tubing, and spare parts from a variety of suppliers, most of whom are located in Canada and the United States. The Company's operating costs could increase and become noncompetitive due to inflationary pressures, supply chain challenges, equipment limitations or other input cost escalations. Our inability to manage costs may impact profitability and could have an adverse effect the Company's operating results and cash flows.

## **Safety Standards**

The Company has developed and implemented safety and training programs, which it believes meet or exceed accepted industry safety practices, customer specific safety requirements and applicable health and safety legislation. A key factor considered by customers in retaining oilfield service providers is safety performance. Deterioration of the Company's safety performance could result in a decline in demand for the Company's services and could have an adverse effect on the Company's operating results and cash flows.

#### COVID-19

On March 11, 2020, the World Health Organization declared the COVID-19 outbreak a global pandemic. COVID-19's impact on global markets was significant throughout 2020 and 2021. As the situation continues to evolve, the magnitude of its effects on the economy, on Trican's future financial and operational performance and on our personnel remains uncertain at this time.

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

Significant health and safety measures have been implemented at Trican's offices, facilities and work sites, grounded in the recommendations of public health officials. These include restricting all travel, mandating self-isolation for returned travelers and any employees exhibiting symptoms or exposed to the virus, implementing physical distancing parameters between individuals, increasing cleaning and sanitization in workplaces, and where possible, instructing employees to work remotely to reduce interpersonal contact. The energy business, including Trican's services, has been deemed an essential service in all the jurisdictions where Trican operates.

The Company continues to closely monitor the COVID-19 situation. If it deteriorates throughout 2022, potential negative implications on supply chain, personnel, market pricing and customer demand can be expected. These factors may impact the Company's operating plan, liquidity and cash flows.

## **Credit Risk and Dependence on Major Customers**

The Company's accounts receivable are due from customers that operate in the oil and gas exploration and production industry and are subject to typical industry credit risks that include oil and natural gas price fluctuations and the customers' ability to secure appropriate financing. The Company has a customer base of more than 60 exploration and production entities, ranging from large multinational public entities to small private companies. Notwithstanding the Company's significant customer base, for the year ended December 31, 2020, one customer accounted for 35% of the Company's accounts receivable (2020 - one customer accounted for 32%) and one customer accounted for 31% of its revenue (2020 - one customers accounted for 25%).

Standard payment terms for the industry are 30-60 days from the invoice date, however industry practice allows payment for up to 70 days after the invoice date. See discussion of impairment - trade receivables in the *Comparative Annual Income Statement* section of the MD&A for additional ECL provisions recognized due to the Market Events. An impairment analysis is performed at each reporting date using a provision matrix to measure ECL. The calculation reflects the probability-weighted outcome, the time value of money and reasonable supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

#### **Liquidity Risk**

Liquidity risk is the risk the Company will encounter difficulties in meeting its financial liability obligations. The Company manages its liquidity risk through cash and debt management, which includes monitoring forecasts of the Company's cash and cash equivalents and borrowing facilities on the basis of projected cash flow. This is generally carried out at the consolidated level in accordance with practices and policies established by the Company.

In managing liquidity risk, the Company has access to a wide range of funding at competitive rates through capital markets and banks. As at December 31, 2021, the Company had accessible unused committed bank credit facilities in the amount of \$124.6 million (2020 - \$124.7 million), cash of \$29.5 million (2020 - \$22.6 million), trade and other receivables of \$127.8 million (2020 - \$77.1 million) for a total of \$281.9 million (2020 - \$224.4 million) available to fund the cash outflows relating to its financial liabilities. The Company believes it has sufficient funding through the use of these sources to meet foreseeable liquidity requirements.

The Company anticipates that its existing capital resources including availability under its RCF and cash flows from operations will be adequate to satisfy its liquidity requirements through fiscal 2022. If available liquidity is not sufficient to meet Trican's operating and debt servicing obligations as they come due, management's plans include reducing expenditures as necessary or pursuing alternative financing arrangements and additional asset sales. However, there is no assurance that, if required, the Company will be able to reduce expenditures or secure alternative financing arrangements to provide the required liquidity.

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

# **CONTROLS AND PROCEDURES**

#### **Disclosure Controls and Procedures**

Disclosure controls and procedures ("DC&P"), as defined in National Instrument 52-109 Certification of Disclosure in Issuers' Annual and Interim Filings (NI 52-109), are designed to provide reasonable assurance that information required to be disclosed in reports filed with, or submitted to, securities regulatory authorities is recorded, processed, summarized and reported within the time periods specified under Canadian securities law. DC&P include controls and procedures designed to ensure that information required to be disclosed is accumulated and communicated to management, including the Chief Executive Officer and the Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosure.

The Chief Executive Officer and the Chief Financial Officer of Trican evaluated the effectiveness of the design and operation of the Company's DC&P. Based on that evaluation, the Chief Executive Officer and Chief Financial Officer concluded that Trican's DC&P were effective as at December 31, 2021.

## **Internal Control Over Financial Reporting**

Trican's Chief Executive Officer and the Chief Financial Officer are responsible for establishing and maintaining internal control over financial reporting ("ICFR"), as such term is defined in NI 52-109. They have, as at the financial year ended December 31, 2021, designed ICFR, or caused it to be designed under their supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. The control framework the officers used to design Trican's ICFR is the Internal Control - Integrated Framework (2013) published by The Committee of Sponsoring Organizations of the Treadway Commission ("COSO").

Trican's ICFR includes policies and procedures that:

- Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect transactions, acquisitions and dispositions of assets of the Company;
- Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles; and
- Provide reasonable assurance regarding prevention, or timely detection, of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Trican conducted an evaluation of the design and operating effectiveness of its ICFR as at December 31, 2021, based on the COSO Framework, under the supervision of the Chief Executive Officer and the Chief Financial Officer. Based on this evaluation, the Officers concluded that as of December 31, 2021, the design and operating effectiveness Trican's ICFR is effective.

While the Officers believe that Trican's controls are effective, they do not expect that the disclosure controls and procedures or internal control over financial reporting will prevent all errors and fraud. A control system, no matter how well conceived or operated, provides reasonable, but not absolute, assurance that the objectives of the control system are met.

There have been no changes in Trican's ICFR that occurred during the period from October 1, 2021 to December 31, 2021, which have materially affected or are reasonably likely to materially affect the Company's ICFR.

<sup>&</sup>lt;sup>2</sup> See Non-GAAP Measures, Other Non-Standard Financial Terms and Common Industry Terms described in this MD&A.

# **NON-GAAP MEASURES**

Certain terms in this MD&A, including adjusted EBITDA and adjusted EBITDA percentage, do not have any standardized meaning as prescribed by IFRS and therefore, are considered non-GAAP measures and may not be comparable to similar measures presented by other issuers.

## Adjusted EBITDA

Adjusted EBITDA is a non-GAAP term and has been reconciled to profit / (loss) for the applicable financial periods, being the most directly comparable measure calculated in accordance with IFRS. Management relies on adjusted EBITDA to better translate historical variability in our principal business activities into future forecasts. By isolating incremental items from net income, including income / expense items related to how the Company chooses to manage financing elements of the business, management can better predict future financial results from our principal business activities. The items included in this calculation have been specifically identified as they are either non-cash in nature, subject to significant volatility between periods, and / or not relevant to our principal business activities. Items adjusted in the non-GAAP calculation of adjusted EBITDA, are as follows:

- Non-cash expenditures, including depreciation, amortization, impairment of non-financial assets, and equity-settled share-based compensation;
- Consideration as to how we chose to generate financial income and incur financial expenses, including foreign exchange expenses and finance costs;
- Taxation in various jurisdictions; and
- Other income / expense which generally result from the disposition of equipment, as these transactions generally do not reflect quarterly operational field activity.

(\$ thousands, unaudited)	Thre	e months end	Year ended		
	December 31, 2021	December 31, 2020	September 30, 2021	December 31, 2021	December 31, 2020
Profit / (loss) from continuing operations (IFRS financial measure)	\$9,712	(\$21,927)	\$9,092	\$12,058	(\$227,646)
Adjustments:					
Cost of sales – depreciation and amortization	20,375	24,349	19,784	84,305	106,423
Administrative expenses – depreciation	602	1,113	886	3,504	4,957
Income tax recovery	(157)	(9,894)	_	(80)	(31,484)
Finance costs and amortization of debt issuance costs	520	732	431	1,974	3,307
Foreign exchange loss / (gain)	287	331	(63)	266	1,105
Impairment – non-financial assets	_	22,332	_	<u> </u>	163,397
Other (income) / loss	(3,786)	(1,495)	1,470	(2,621)	(1,904)
Administrative expenses – Other: equity-settled share-based compensation	454	558	514	2,164	2,140
Adjusted EBITDA	\$28,007	\$16,099	\$32,114	\$101,570	\$20,295

# **Adjusted EBITDA %**

Adjusted EBITDA % is determined by dividing adjusted EBITDA by revenue from continuing operations. The components of the calculation are presented below:

(\$ thousands, unaudited)	Thre	Three months ended				
	December 31, 2021	December 31, 2020	September 30, 2021	December 31, 2021	December 31, 2020	
Adjusted EBITDA	\$28,007	\$16,099	\$32,114	\$101,570	\$20,295	
Revenue	\$156,366	\$102,767	\$164,472	\$562,479	\$397,019	
Adjusted EBITDA %	18 %	16 %	20 %	18 %	5 %	

# OTHER NON-STANDARD FINANCIAL TERMS

In addition to the above non-GAAP financial measures, this MD&A makes reference to the following non-standard financial terms. These terms may differ and may not be comparable to similar terms used by other companies.

#### Revenue Per Job

Calculation is determined based on total revenue from continuing operations divided by total job count. This calculation is significantly impacted by factors such as the relative revenue contribution by service line, changes in pricing and the magnitude of customer supplied consumables and inputs.

## **Working Capital**

Term that refers to the difference between a the Company's current assets and current liabilities.

## **Working Capital Release**

Term that refers to a reduction to working capital balances primarily resulting from a reduction to inventory levels and cash collections related to collections of accounts receivable exceeding outgoing payments for accounts payable.

#### COMMON INDUSTRY TERMS

The following is a list of abbreviations, terms and other items that are commonly referred to in the oilfield services business and internally at Trican. The terms, calculations and definitions may differ from those used by other oilfield services businesses and may not be comparable. Some of the terms which may be used in this MD&A, or prior MD&As, are as follows:

#### Measurement:

Tonne Metric tonne

MCF or mcf One thousand cubic feet

BBL or bbl Barrel of oil

**Places and Currencies:** 

US United States
\$ or C\$ or CAD Canadian dollars
US\$ or USD United States dollars

WCSB Western Canadian Sedimentary Basin (an oil and natural gas producing

area of Canada generally considered to cover a region from south west

Manitoba to north east BC).

Montney/Duvernay An oil and natural gas formation in the WCSB with oilfield activity focused

in north west Alberta and north east BC.

Deep Basin A natural gas and liquids rich formation in the WCSB with oilfield activity

primarily focused in north west Alberta.

Cardium A light oil formation in the WCSB with oilfield activity primarily focused in

west central Alberta.

Bakken A light oil formation in the WCSB with oilfield activity focused in south

eastern Saskatchewan, and for purposes of this MD&A, excludes the US

Bakken

Shaunavon A light oil formation in the WCSB with oilfield activity primarily focused in

south western Saskatchewan.

Viking A light oil formation in the WCSB with oilfield activity primarily focused in

central Alberta and west central Saskatchewan.

**Common Business Terms:** 

AECO The Alberta natural gas price traded on the Natural Gas Exchange, priced

in C\$. The price is generally quoted per thousand cubic feet of natural gas

(MCF).

CBM Coal bed methane is an unconventional form of natural gas found in coal

deposits or coal seams.

CLS A light sweet crude conventionally produced in Western Canada.

Condensate A blend of hydrocarbon liquids of low-density, which are usually found in a

gaseous state. When extracted out of the gas field, the sudden drop of

temperature condenses it and turns it into liquid.

Dynamic Gas Blending Engine The 3512E CAT Dynamic Gas Blending (DGB) engine is a compression

ignition diesel engine specifically designed to be fueled by diesel or a mixture of diesel and natural gas. A Tier 4 DGB Engine can operate on up

to 85% natural gas and 15% diesel when under load.

Differentials The difference between the WTI price and the prices received by

producers of WCS and CLS. There are three main variables that drive price differences between the different benchmarks, namely (1) Quality, which is mostly defined by American Petroleum Institute (API) standards for density and sulphur content; (2) Marketability, which is governed by supply and demand fundamentals; and (3) Logistics, which refers to the transportation method used to get a specific crude from the producer to its

final customer.

Dry Gas Natural gas that produces little condensable heavier hydrocarbon

compounds such as propane and butane when brought to the surface.

Dual Fuel Engine A compression ignition diesel engine retrofitted with a kit to enable the fuel

consumption of diesel or a mixture of diesel and natural gas. A Tier 2 Dual fuel engine can operate on up to 65% natural gas and 35% diesel when

under load.

ESG Environmental, Social, and Governance

Idle Reduction Technology Idle Reduction Technology is an engine standby system that allows the

powertrain to shut down during non-operating time. The system maintains engine readiness during non-operating time and restarts upon engine load

request.

LNG Liquified natural gas

Market Egress The means that producers use to transport their oil and gas out of the

WCSB, which is typically done through pipelines or train rail car.

Natural Gas Liquids Natural gas liquids (NGL), typically found in liquids rich natural gas,

include ethane, propane, butane, isobutane, pentane, and condensate. These liquids are produced as part of natural gas production, but their pricing is influenced by crude oil pricing rather than natural gas pricing.

OPEC Organization of Petroleum Exporting Countries

Rig Count The estimated average number of drilling rigs operating in the WCSB at a

specified time. Sourced from the Baker Hughes North American Rotary

Rig Count.

Spring Break Up During the spring season in the WCSB, provincial governments and rural

municipalities (or counties) limit weights of heavy equipment or at times ban access to roads to prevent damage. The roadbeds become soft due to the thawing of the ground after winter. It becomes difficult, and in some case impossible, to continue to work during this period and therefore

activity in the oilfield is often reduced during this period.

Stainless Steel Fluid End Hydraulic fracturing pumpers have a multiplex pump that pressurizes

fracturing fluid for transfer down the wellbore. The multiplex pump consists of a power end and a stainless steel fluid end. The power end houses a crankshaft that is connected to a spacer block that contains connecting rods that drive the individual plungers contained in the fluid end. The abrasive proppant and fluid mixture are pumped through the stainless steel fluid end at pressures of up to 15,000 pound-force per square inch (PSI), or 103 megapascals (MPA), which will cause wear on the stainless steel fluid end. It is a modular unit that can be replaced independent of the

power end and spacer block.

WCS A grade of heavy crude oil derived from of a mix of heavy crude oil and

crude bitumen blended with diluents. The price of WCS is often used as a

representative price for Canadian heavy crude oils.

WTI

The US\$ quoted price on the New York Stock Exchange for West Texas

Intermediate crude oil is a trading classification of crude oil and a

benchmark in oil prices. The price is generally quoted per barrel (bbl).

**Company Specific Industry Terms:** 

Average Active, Crewed HHP Fracturing equipment that has, on average, been active and crewed for

the period. Fracturing equipment is considered active if it is on a customer

location.

Cementing After drilling a well, steel casing is inserted into the wellbore. Cement is

then pumped down the pipe and circulated up the annulus to create a strong barrier of protection between the well and rock formations, preventing any unintended water or hydrocarbon migration in or out of the

wellbore.

Coiled Tubing Coiled tubing is a continuous length of steel pipe, spooled onto a large

diameter reel. The pipe comes in a variety of sizes and can be run into any well. Coiled tubing is commonly used to convey tools, mill out fracturing ports or ball seats, and circulate liquids and gases into and out

of the wellbore without relieving the wellbore pressure.

Coiled Tubing Crews The average number of 24-hour coiled tubing crews available for

operations during the period.

Coiled Tubing Operating Days The number of 24-hour periods (days) coiled tubing crews operate within a

reporting period.

Continuous Duty

Continuous duty fracturing pumps are positive displacement pumps utilized to pressurize fluid. These pumps are rated for 2700 and 3000 hydraulic horsepower and can operate long hours continuously under pumping load in hydraulic fracturing operations. Capable of operating efficiently and on a continuous duty basis in approximately 80% of the WCSB.

**Growth Capital** 

Capital expenditures primarily for items that will expand our revenue and/ or reduce our expenditures through operating efficiencies.

HHP

Hydraulic horsepower, which is generally the measure of an individual hydraulic fracturing pump and a company's hydraulic fracturing fleet size.

Hydraulic Fracturing

Many formations are too tight to produce oil and natural gas and require a stimulation process to extract the resources. In hydraulic fracturing, fluids carrying proppant are pumped into the ground with enough pressure to crack the rock. The proppant is left behind to hold open the cracks, while the fluid is flowed back allowing the oil and gas the ability to flow to the surface.

Hydraulic Fracturing Crews/Fracturing Crews

The number of 24-hour hydraulic fracturing crews operating at the end of a reporting period.

Hydraulic Active Fracturing Crews

An active fracturing crew is made up of varied pieces of specialized equipment and have personnel to operate the related equipment.

Hydraulic Parked Fracturing Crews

A parked fracturing crew is made up of varied pieces of specialized equipment but have no personnel to operate the related equipment. The related equipment was parked in good condition, but would still require modest expenditures, as well as the addition of personnel, to activate.

Hydraulic Fracturing Job Intensity

Generally measured in terms of the amount of hydraulic fracturing pumps required for a specific job and / or by the pressure rating generally measured in megapascals (MPa). The Company considers jobs at pressure ratings below 50 MPa to be low intensity jobs, 50 to 65 MPa as moderate intensity jobs, and jobs greater than 65 MPa to be high intensity rate jobs.

Hydraulic Fracturing Utilization

The number of fracturing crews that are operating (Fracturing job revenue day) in proportion to the Company's total fracturing crews available for specified period.

Hydraulic Pumping Capacity

Refers to the total available HHP in the Trican hydraulic fracturing fleet.

Infrastructure Capital

Capital expenditures primarily for the improvement of operational and base infrastructure.

Internally Sourced Proppant Pumped

Proppant purchased by the Company and resold to its customers in conjunction with a Fracturing operation utilizing the Company's equipment. Certain of the Company's customers purchase proppant directly from third party suppliers. As the Company does not generate revenue from selling proppant to these customers, this metric assists in evaluating changing job mix with changing revenue levels.

Legacy Tier

Legacy tier fracturing pumps are positive displacement pumps utilized to pressurize fluid. These pumps are rated for 2250 hydraulic horsepower and can operate intermittently under pumping load in hydraulic fracturing operations. Capable of operating efficiently in approximately 20% of the WCSB.

Market Events

Term used to collectively refer to the negative impacts of the COVID-19 health pandemic and volatility of commodity prices.

Mid Tier

Mid tier fracturing pumps are positive displacement pumps utilized to pressurize fluid. These pumps are rated for 2500 hydraulic horsepower and can operate long hours intermittently under pumping load in hydraulic fracturing operations. Capable of operating efficiently and on an intermittent duty basis in approximately 70% of the WCSB.

Parked HHP

Fracturing equipment that is not included in the Active Crewed HHP category or the Active, Maintenance/not crewed HHP category and would require minimal reactivation costs to move into the Active Crewed HHP category.

Pressure Pumping

Pressure pumping includes completion and production services that are performed on oil and gas wells and are delivered downhole using pressurized fluids as a base or means of conveyance. Trican's pressure pumping services include cementing, coiled tubing and hydraulic fracturing.

**Proppant** 

A solid material, typically sand, treated sand or man-made ceramic materials, designed to keep an induced hydraulic fracture open during and following a fracturing treatment.

Sustaining Capital

Capital expenditures primarily for the replacement or refurbishment of worn out equipment.

**Total Job Count** 

A job is typically represented by an invoice. The frequency of invoices may differ as to how often the customer requests to be billed during a project. Additionally, the size and scope of a job can impact the length of time and cost on a job. Therefore, a job can vary greatly in time and expense.

Effective Q1 2020, the Company has adopted a new methodology for calculating job count since updated systems no longer supported the prior calculation methodology. The methodology is based on the new system calculated job metric which generally reflects days for hydraulic fracturing and coiled tubing, and invoices for cementing. Comparative periods have been updated to reflect the change in methodology.

**Total Proppant Pumped** 

The Company uses this as one measure of activity levels of hydraulic fracturing activity. The correlation of proppant pumped to pressure pumping activity may vary in the future depending upon changes in hydraulic fracturing intensity, weight of proppant used, and job mix.

# FORWARD-LOOKING STATEMENTS

Certain statements contained in this document constitute forward-looking information and statements (collectively "forward-looking statements"). These statements relate to future events or our future performance. All statements other than statements of historical fact may be forward-looking statements. Forward-looking statements are often, but not always, identified by the use of words such as "anticipate", "achieve", "estimate", "expect", "intend", "plan", "planned", and other similar terms and phrases. These statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. We believe the expectations reflected in these forward-looking statements are reasonable, but no assurance can be given that these expectations will prove to be correct and such forward-looking statements included in this document should not be unduly relied upon. These statements speak only as of the date of this document.

In particular, this document contains forward-looking statements pertaining to, but not limited to, the following:

- we will advance our business;
- we have sufficient liquidity to invest in new opportunities and profitable growth;
- that Trican will continue to adapt to the current economic environment;
- the impact of COVID-19 and the associated effect on world-wide demand for oil and gas;
- anticipated industry activity levels and outlook as well as expectations regarding our customers' work and capital programs and the associated impact on the Company's equipment utilization levels and demand for our services in 2022;
- the impact of inflation and inflationary pressures;
- expectation as to the type of pressure pumping equipment required and which operating regions the equipment is appropriate to operate in;
- expectations regarding supply and demand fundamentals and oil and gas pricing levels;
- expectations regarding credit risk and that we have an adequate provision for trade receivables;
- expectation that we are adequately staffed for current industry activity levels, that we will be able to retain
  and attract staff and that we will maintain the Company's lean cost structure;
- expectations regarding the Company's ability to work with customers to achieve long-term pricing objectives;
- expectations regarding the Company's financial results, working capital levels, liquidity and profits;
- expectations regarding Trican's capital spending plans, sources of capital, and specifically the timing and cost of the roll out of Trican's Tier 4 DGB pumpers;
- expectations regarding Trican's utilization of its NCIB program;
- expectations that adjusted EBITDA will help predict future earnings;
- anticipated compliance with debt and other covenants under our revolving credit facilities;
- expectations that the Company can maintain its market leading position in the fracturing and cementing divisions and strengthen auxiliary services;
- expectations that the Company will deepen the integration of ESG into its business and be supported by its customers in doing so;

- expectations regarding provincial income tax rates and ongoing tax evaluations; and
- expectations surrounding weather and seasonal slowdowns.

Our actual results could differ materially from those anticipated in these forward-looking statements as a result of the risk factors set forth herein and in the "Risk Factors" section of our AIF for the year ended December 31, 2021, available on SEDAR (www.sedar.com).

Readers are cautioned that the foregoing lists of factors are not exhaustive. Forward-looking statements are based on a number of factors and assumptions, which have been used to develop such statements and information, but which may prove to be incorrect. Although management of Trican believes that the expectations reflected in such forward-looking statements or information are reasonable, undue reliance should not be placed on forward-looking statements because Trican can give no assurance that such expectations will prove to be correct. In addition to other factors and assumptions which may be identified in this document, assumptions have been made regarding, among other things: crude oil and natural gas prices; the impact of increasing competition; the general stability of the economic and political environment; the timely receipt of any required regulatory approvals; industry activity levels; Trican's policies with respect to acquisitions; the ability of Trican to obtain qualified staff, equipment and services in a timely and cost efficient manner; the ability to operate our business in a safe, efficient and effective manner; the ability of Trican to obtain capital resources and adequate sources of liquidity; the performance and characteristics of various business segments; the regulatory framework; the timing and effect of pipeline, storage and facility construction and expansion; and future commodity, currency, exchange and interest rates.

The forward-looking statements contained in this document are expressly qualified by this cautionary statement. We do not undertake any obligation to publicly update or revise any forward-looking statements except as required by applicable law.

Additional information regarding Trican including Trican's most recent AIF, is available under Trican's profile on SEDAR (www.sedar.com).

# CORPORATE INFORMATION

# **BOARD OF DIRECTORS**

Thomas M. Alford (2)

Chair of the Board

President, Well Servicing, Precision Drilling Corp.

Bradley P.D. Fedora

President & Chief Executive Officer

Trican Well Service Ltd.

Trudy M. Curran (2, 3)

Independent Businesswoman

Michael J. McNulty (1, 3)

Independent Businessman

**Stuart O'Connor** (1,3)

Chair and Co-founder, Arcurve Inc.

Deborah S. Stein (1, 2)

Independent Businesswoman

# **OFFICERS**

Bradley P.D. Fedora

President & Chief Executive Officer

**Scott Matson** 

Chief Financial Officer

Todd G. Thue

Chief Operating Officer

Chika B. Onwuekwe

Vice President, Legal, General Counsel and Corporate Secretary

# CORPORATE OFFICE

Trican Well Service Ltd.

2900, 645 - 7th Avenue S.W.

Calgary, Alberta T2P 4G8

Telephone: (403) 266-0202

Facsimile: (403) 237-7716

Website: www.tricanwellservice.com

# **AUDITORS**

KPMG LLP, Chartered Professional

Accountants

Calgary, Alberta

# **BANKERS**

The Bank of Nova Scotia

Calgary, Alberta

# REGISTRAR & TRANSFER AGENT

Olympia Trust Company

Calgary, Alberta

# STOCK EXCHANGE LISTING

The Toronto Stock Exchange

Trading Symbol: TCW

# INVESTOR RELATIONS INFORMATION

Bradley P.D. Fedora

President & Chief Executive Officer

**Scott Matson** 

Chief Financial Officer

<sup>(1)</sup> Member of the Audit Committee

<sup>(2)</sup> Member of the Corporate Governance Committee

<sup>(3)</sup> Member of the Safety, Human Resources and Compensation Committee