

**CWC ENERGY SERVICES CORP.**

Unaudited Condensed Interim Consolidated Financial Statements

For the three and six months ended June 30, 2020 and 2019

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**CWC ENERGY SERVICES CORP.**  
**CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**  
(Unaudited)

<i>Stated in thousands of Canadian dollars</i>	Note	June 30, 2020	December 31, 2019
<b>ASSETS</b>			
Current			
Cash		\$ 186	\$ 117
Accounts receivable		6,547	23,800
Prepaid expenses and deposits		1,226	2,725
		<b>7,959</b>	<b>26,642</b>
Property, plant and equipment	5	<b>188,606</b>	216,756
		<b>\$ 196,565</b>	<b>\$ 243,398</b>
<b>LIABILITIES</b>			
Current			
Accounts payable and accrued liabilities		4,695	8,108
Current portion of long-term debt	6	882	1,141
		<b>5,577</b>	<b>9,249</b>
Long term			
Deferred tax liability		5,801	12,706
Long-term debt	6	24,906	39,411
		<b>36,284</b>	<b>61,366</b>
<b>SHAREHOLDERS' EQUITY</b>			
Share capital	7	256,846	259,515
Contributed surplus		17,768	15,459
Accumulated other comprehensive income (loss)		790	(730)
Deficit		<b>(115,123)</b>	<b>(92,212)</b>
		<b>160,281</b>	<b>182,032</b>
		<b>\$ 196,565</b>	<b>\$ 243,398</b>

*See accompanying notes to the condensed interim consolidated financial statements.*

**CWC ENERGY SERVICES CORP.**  
**CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS**  
For the three and six months ended June 30, 2020 and 2019  
(Unaudited)

<i>Stated in thousands of Canadian dollars except per share amounts</i>	Note	Three months ended June 30,		Six months ended June 30,	
		2020	2019	2020	2019
<b>Revenue and other income</b>					
Revenue	11	\$ 3,966	\$ 18,746	\$ 37,506	\$ 50,004
Other income	12	1,788	-	1,788	-
		<b>5,754</b>	18,746	<b>39,294</b>	50,004
<b>Expenses</b>	10				
Direct operating expenses		3,999	14,923	27,614	37,261
Selling and administrative expenses		3,152	3,708	7,569	7,936
Stock based compensation	7	139	197	272	426
Finance costs		780	658	1,464	1,390
Depreciation and amortization	5	2,595	3,002	5,767	6,735
(Gain) loss on disposal of equipment	5	(77)	(55)	974	(78)
Impairment of assets	5	-	-	25,451	-
		<b>10,588</b>	22,433	<b>69,111</b>	53,670
<b>Loss before income taxes</b>		<b>(4,834)</b>	(3,687)	<b>(29,817)</b>	(3,666)
<b>Deferred income tax recovery</b>		<b>(1,100)</b>	(3,122)	<b>(6,906)</b>	(3,054)
<b>Net loss</b>		<b>\$ (3,734)</b>	\$ (565)	<b>\$ (22,911)</b>	\$ (612)
<b>Other comprehensive (loss) income</b>					
Item that may be reclassified to profit or loss in subsequent periods:					
Unrealized (loss) gain on translation of foreign operations		(714)	(35)	1,520	(37)
<b>Comprehensive loss</b>		<b>\$ (4,448)</b>	\$ (600)	<b>\$ (21,391)</b>	\$ (649)
<b>Net loss per share</b>					
Basic and diluted	7	<b>\$ (0.01)</b>	\$ (0.00)	<b>\$ (0.04)</b>	\$ (0.00)

*See accompanying notes to the condensed interim consolidated financial statements.*

**CWC ENERGY SERVICES CORP.**  
**CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**  
For the three and six months ended June 30, 2020 and 2019  
(Unaudited)

<i>Stated in thousands of Canadian dollars except share amounts</i>	Note	Number of Shares	Share Capital	Contributed Surplus	Accumulated Other Comprehensive Income (Loss)	Deficit	Total Equity
<b>Balance – January 1, 2019</b>		512,509,291	\$ 261,353	\$ 13,390	\$ -	\$ (90,512)	\$ 184,231
Net loss		-	-	-	-	(612)	(612)
Stock based compensation expense	7(c)(d)	-	-	426	-	-	426
Settlement of restricted share units	7(d)	377,000	73	(73)	-	-	-
Cancellation of common shares purchased under normal course issuer bid	7(b)	(2,673,500)	(1,364)	882	-	-	(482)
Other comprehensive loss		-	-	-	(37)	-	(37)
<b>Balance – June 30, 2019</b>		510,212,791	\$ 260,062	\$ 14,625	\$ (37)	\$ (91,124)	\$ 183,526
<b>Balance – January 1, 2020</b>		<b>510,702,349</b>	<b>\$ 259,515</b>	<b>\$ 15,459</b>	<b>\$ (730)</b>	<b>\$ (92,212)</b>	<b>\$ 182,032</b>
Net loss		-	-	-	-	(22,911)	(22,911)
Stock based compensation expense	7(c)(d)	-	-	272	-	-	272
Settlement of restricted share units	7(d)	551,000	72	(72)	-	-	-
Cancellation of common shares purchased under normal course issuer bid	7(b)	(5,382,500)	(2,741)	2,109	-	-	(632)
Other comprehensive income		-	-	-	1,520	-	1,520
<b>Balance – June 30, 2020</b>		<b>505,870,849</b>	<b>\$ 256,846</b>	<b>\$ 17,768</b>	<b>\$ 790</b>	<b>\$ (115,123)</b>	<b>\$ 160,281</b>

*See accompanying notes to the condensed interim consolidated financial statements.*

**CWC ENERGY SERVICES CORP.**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
For the three and six months ended June 30, 2020 and 2019  
(Unaudited)

<i>Stated in thousands of Canadian dollars except per share amounts</i>	Note	Three months ended		Six months ended	
		June 30,		June 30,	
		2020	2019	2020	2019
<b>Operating activities:</b>					
Net loss		\$ (3,734)	\$ (565)	\$ (22,911)	\$ (612)
Adjustments for:					
Stock based compensation	7	139	197	272	426
Finance costs		780	658	1,464	1,390
Depreciation and amortization	5	2,595	3,002	5,767	6,735
Impairment of assets	5	-	-	25,451	-
Loss (gain) on disposal of equipment	5	(77)	(55)	974	(78)
Deferred income tax recovery		(1,100)	(3,122)	(6,906)	(3,054)
Funds (used in) from operations		(1,397)	115	4,111	4,807
Changes in non-cash working capital balances	8	20,628	9,183	15,339	7,937
Operating cash flow		19,231	9,298	19,450	12,744
<b>Investing activities:</b>					
Purchase of equipment	5	(720)	(1,849)	(3,525)	(2,411)
Proceeds on disposal of equipment		151	54	614	296
Investing cash flow		(569)	(1,795)	(2,911)	(2,115)
<b>Financing activities:</b>					
Repayment of long-term debt		(17,422)	(6,533)	(14,471)	(8,773)
Interest paid		(719)	(549)	(1,341)	(1,203)
Finance costs paid		-	(23)	(6)	(23)
Lease repayments		(189)	(216)	(411)	(446)
Common shares purchased under NCIB	7	(212)	(111)	(632)	(482)
Financing cash flow		(18,542)	(7,432)	(16,861)	(10,927)
Decrease in cash during the period		120	71	(322)	(298)
Effect of exchange rate changes on cash and cash equivalents		(131)	(35)	391	(37)
Cash, beginning of period		197	137	117	508
Cash, end of period		\$ 186	\$ 173	\$ 186	\$ 173

*See accompanying notes to the condensed interim consolidated financial statements.*

## **CWC ENERGY SERVICES CORP.**

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the three and six months ended June 30, 2020 and 2019

(Unaudited)

*Stated in thousands of Canadian dollars except share and per share amounts*

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#### **1. Reporting entity**

CWC Energy Services Corp. ("CWC" or the "Company") is incorporated under the Business Corporations Act (Alberta). The address of the Company's head office is Suite 610, 205 – 5th Avenue SW, Calgary, Alberta, Canada. The Company is an oilfield services company providing drilling and production services to oil and gas exploration and development companies throughout the Western Canadian Sedimentary Basin ("WCSB") and the Bakken, Denver-Julesburg ("DJ"), and Eagle Ford basins located in the United States. These consolidated financial statements reflect only the Company's proportionate interests in such activities and are comprised of the Company and its subsidiaries. The Company's common stock is listed and traded on the TSX Venture Exchange under the symbol CWC. Additional information regarding CWC's business is available in CWC's most recent Annual Information Form available on SEDAR at [www.sedar.com](http://www.sedar.com), on the Company's website [www.cwcenergyservices.com](http://www.cwcenergyservices.com), or by contacting the Company at the address noted above.

#### **2. Basis of presentation**

##### **(a) Statement of compliance**

These condensed interim consolidated financial statements have been prepared in accordance with IAS 34 *Interim Financial Reporting* and do not include all of the information required for annual financial statements and should be read in conjunction with the annual consolidated financial statements of the Company as at and for the year ended December 31, 2019.

These condensed interim consolidated financial statements were approved by the Board of Directors on July 30, 2020.

##### **(b) Basis of measurement**

The condensed interim consolidated financial statements have been prepared on the historical cost basis.

##### **(c) Functional and presentation currency**

These condensed interim consolidated financial statements are presented in Canadian dollars. Each of the Company's subsidiaries are measured using the functional currency of that subsidiary, which is the currency of the primary economic environment in which that subsidiary operates. All financial information presented in Canadian dollars has been rounded to the nearest thousand except where otherwise noted.

##### **(d) Use of estimates and judgments**

The preparation of the condensed interim consolidated financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amount of assets and liabilities, income and expense. Actual results may differ from these estimates.

In March 2020, the World Health Organization declared the COVID-19 outbreak a global pandemic. The outbreak and the measures implemented by governments across the world intended to limit the pandemic have adversely impacted global commercial activity, including significantly reducing worldwide demand for crude oil.

The full extent of the impact of COVID-19 on the Company's operations and future financial performance is currently unknown. The outbreak presents uncertainty and risk with respect to the Company, its performance, and estimates and assumptions in the preparation of its financial results. These uncertainties increase the complexity of estimates and assumptions used to prepare the condensed interim consolidated financial statements, and changes to these assumptions could result in a material adjustment to the carrying amount of assets and liabilities within the next financial year.

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## **CWC ENERGY SERVICES CORP.**

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the three and six months ended June 30, 2020 and 2019

(Unaudited)

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#### **3. Significant accounting policies**

The accounting policies applied by the Company in these condensed interim consolidated financial statements are the same as those applied by the Company in its consolidated financial statements as at and for the year ended December 31, 2019 other than those discussed below. These unaudited condensed interim consolidated financial statements should be read in conjunction with the audited consolidated financial statements and notes thereto as at and for the year ended December 31, 2019.

##### **(a) Government grants**

A government grant is recognized where there is reasonable assurance that the grant will be received and that the Company will comply with any conditions attached to the grant. When the grant relates to an expense item, it is recognized as other income over the period necessary to match the grant on a systematic basis to the costs that it is intended to compensate. Where the grant relates to an asset, it reduces the carrying amount of the asset and is recognized as income over the useful life of a depreciable asset by way of a reduced depreciation charge.

##### **(b) COVID-19-Related Rent Concessions (Amendments to IFRS 16)**

In May 2020, the IASB published COVID-19-Related Rent Concessions, which amends IFRS 16, Leases, to provide lessees with a practical expedient that relieves lessees from assessing whether a COVID-19-related rent concession is a lease modification. The amendment becomes effective for annual reporting periods beginning on or after June 1, 2020. Earlier application is permitted. The Company adopted the amendment effective for the current year ending December 31, 2020 and has elected to apply the provided practical expedient. The Company will account for any change in lease payments resulting from a COVID-19-related rent concession the same way it would account for the change if the change were not a lease modification.

#### **4. Seasonality of operations**

The Company's Canadian operations are dependent on weather conditions which impact its ability to move heavy equipment safely and efficiently in Western Canada's oil and natural gas fields. Activity levels during the first quarter are typically the most robust as the frost creates a stable ground mass that allows for easy access to well sites and easier drilling and service rig movement. The second quarter is traditionally the slowest due to road bans during spring break-up. When winter frost leaves the ground, it renders many secondary roads incapable of supporting the weight of heavy equipment until they have thoroughly dried out. Road bans during this time restrict service and support equipment access to well sites. The third quarter has more activity as the summer months are typically drier than the second quarter. The fourth quarter is again quite active as winter temperatures freeze the ground once more maximizing site access. However, there may be temporary halts to operations in extreme cold weather when the temperature falls below -35C.

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**CWC ENERGY SERVICES CORP.**

## NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the three and six months ended June 30, 2020 and 2019

(Unaudited)

*Stated in thousands of Canadian dollars except share and per share amounts***5. Property, plant and equipment**

	<b>Contract Drilling equipment</b>	<b>Production Services property, plant, and equipment</b>	<b>Right-of- use assets</b>	<b>Other equipment</b>	<b>Total</b>
<b>Costs</b>					
Balance, January 1, 2020	\$ 120,058	\$ 255,878	\$ 1,905	\$ 2,072	\$ 379,913
Additions	1,094	2,405	-	26	3,525
Disposals	(146)	(2,063)	(741)	-	(2,950)
Effect of foreign currency exchange differences	936	-	5	-	941
Balance, June 30, 2020	121,942	256,220	1,169	2,098	381,429
<b>Accumulated depreciation and impairment losses</b>					
Balance, January 1, 2020	30,583	129,598	1,084	1,892	163,157
Depreciation	1,841	3,528	361	37	5,767
Disposals	(4)	(693)	(665)	-	(1,362)
Impairments	24,000	1,451	-	-	25,451
Effect of foreign currency exchange differences	(190)	-	-	-	(190)
Balance, June 30, 2020	56,230	133,884	780	1,929	192,823
<b>Net book value</b>					
Balance, June 30, 2020	\$ 65,712	\$ 122,336	\$ 389	\$ 169	\$ 188,606

The combined effects of the reduction in global demand for crude oil due to the COVID-19 health pandemic and the increase in global supply of crude oil has resulted in a rapid decline in oil prices. This has negatively affected current and forecasted drilling and production levels in Canada and the United States resulting in decreased demand for drilling services by our exploration and production customers. As such, the Company concluded that indicators of impairment existed and performed an impairment test for the Contract Drilling cash generating unit ("CGU") at March 31, 2020.

The recoverable amount of the CGU was based on the value in use method, estimated using discounted cash flows incorporating the Company's most recent 2020 internal forecasts and changes in long-term commodity price forecasts at March 31, 2020. The fair value of measurement was categorized as Level 3 fair value based on the inputs in the valuation technique used.

The results of the impairment test for the Contract Drilling CGU resulted in the carrying amount of the CGU exceeding its recoverable amount by \$24,000 at March 31, 2020 and therefore the Company recorded an impairment expense of \$24,000 in the Statement of Comprehensive Loss.

As the Company discontinued operations of its Coil Tubing division on March 17, 2020, the Coil Tubing assets included in the Production Services segment were written down by \$1,451 to their estimated disposal value of \$1,000.

The Company's review of the carrying amounts of its assets at June 30, 2020 determined there were no further indicators of impairment.



## CWC ENERGY SERVICES CORP.

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

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#### 6. Loans and borrowings

The following table provides information with respect to amounts included in the consolidated statement of financial position related to loans and borrowings:

	June 30, 2020	December 31, 2019
<b>Current liabilities</b>		
Current portion of lease liabilities	\$ 300	\$ 559
Current portion of Mortgage Loan	582	582
	<b>\$ 882</b>	<b>\$ 1,141</b>
<b>Non-current liabilities</b>		
Bank Loan	\$ 14,124	\$ 28,304
Mortgage Loan	11,055	11,345
Lease liabilities	125	276
Financing fees	(398)	(514)
	<b>\$ 24,906</b>	<b>39,411</b>
<b>Total loans and borrowings</b>	<b>\$ 25,788</b>	<b>\$ 40,552</b>

The Company has credit facilities with a syndicate of four Canadian financial institutions (the "Credit Facility"). The Credit Facility provides the Company with a \$60.3 million extendible revolving term facility (the "Bank Loan") and other credit instruments. Of the Bank Loan, \$42.5 million is a syndicated facility and \$10.0 million is a Canadian operating facility with the remaining \$7.8 million (US\$5.75 million) being a U.S. operating facility. On September 27, 2019, the Bank Loan was extended for a committed term until July 31, 2022 ("Maturity Date"). No principal payments are required under the Bank Loan until the Maturity Date, at which time any amounts outstanding are due and payable. The Company may, on an annual basis, request the Maturity Date be extended for a period not to exceed three years from the date of the request. If a request for an extension is not approved by the banking syndicate, the Maturity Date will remain unchanged.

The Bank Loan bears interest based on a sliding scale pricing grid tied to the Company's trailing Consolidated Debt<sup>(2)</sup> to Consolidated EBITDA<sup>(1)</sup> ratio from a minimum of the bank's prime rate plus 0.75% to a maximum of the bank's prime rate plus 3.75% or from a minimum of the bankers' acceptances rate plus a stamping fee of 1.75% to a maximum of the bankers' acceptances rate plus a stamping fee of 4.75%. Standby fees under the Bank Loan range between 0.39% and 1.07%. Interest and fees under the Bank Loan are payable monthly. The Company has the option to borrow funds denominated in either Canadian or United States dollars under the Credit Facility. Borrowings under the Bank Loan are limited to an aggregate of 75% of accounts receivable outstanding less than 90 days plus 60% of the net book value of property and equipment less certain priority payables. As at June 30, 2020, of the \$60,336 Bank Loan facility, \$46,212 was available for immediate borrowing and \$14,124 was outstanding (December 31, 2019: \$28,304). The Bank Loan has an accordion feature which provides the Company with an ability to increase the maximum borrowings up to \$125,000, subject to the approval of the lenders. The Bank Loan is secured by a security agreement covering all of the assets of the Company and a first charge Security Interest covering all assets of the Company (other than real estate assets related to the Mortgage Loan). Effective June 30, 2020, the applicable rates under the Bank Loan are: bank prime rate plus 0.875%, bankers' acceptances rate plus a stamping fee of 1.875%, and standby fee rate of 0.42%.

## CWC ENERGY SERVICES CORP.

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the three and six months ended June 30, 2020 and 2019

(Unaudited)

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Under the terms of the Credit Facility, the Company is required to comply with the following financial covenants:

	Covenant limits	June 30, 2020
Consolidated Debt <sup>(2)</sup> to Consolidated EBITDA <sup>(1)</sup>	3.75:1.00 or less	<b>1.37:1.00</b>
Consolidated Debt <sup>(2)</sup> to Capitalization <sup>(3)</sup>	0.50:1.00 or less	<b>0.08:1.00</b>
Consolidated Adjusted Cash Flow <sup>(4)</sup> to Consolidated Adjusted Finance Obligations <sup>(5)</sup>	1.15:1.00 or more	<b>3.41:1.00</b>

(1) Consolidated EBITDA is calculated as net income plus finance costs, plus current and deferred income taxes, plus depreciation, plus stock based compensation, plus any non-recurring losses or impairment losses, or permitted severance costs, minus any non-recurring gain, plus any expenses related to corporate or business acquisitions with all amounts being for the twelve month period ended the calculation date, minus all principal paid or payable in connection with the Mortgage Loan. Consolidated EBITDA is adjusted to reflect the inclusion of material acquisitions or material dispositions on a pro forma basis for the twelve month period ended the calculation date. Consolidated EBITDA is increased if debt repayments from the proceeds of equity issuance are used to repay the syndicated facility and designated by the Company as an Equity Cure amount. The Consolidated Debt to Consolidated EBITDA covenant limit reduces to 3.50:1.00 at September 30, 2020, to 3.25:1.00 at March 31, 2021 and to 3.00:1.00 at September 30, 2021 and thereafter.

(2) Consolidated Debt is calculated as total loans and borrowings as shown in the schedule above adjusted to exclude: the Mortgage Loan, the funds held in any segregated accounts and to remove any financing fees included.

(3) Capitalization is calculated as Consolidated Debt plus Shareholders' Equity as at the calculation date.

(4) Consolidated Adjusted Cash Flow is calculated as Consolidated EBITDA minus amounts paid for transaction costs, dividends or share repurchases in the twelve month period ended the calculation date. The Calculation of Adjusted Cash Flow excludes Consolidated EBITDA resulting from an Equity Cure.

(5) Consolidated Adjusted Finance Obligations is calculated as finance costs plus scheduled principal payments on debt including scheduled principal payments under finance leases minus accretion of finance fees included in finance costs for the twelve month period ended the calculation date (excluding scheduled principal payments attributed to the Mortgage Loan).

Mortgage Loan is a loan maturing on June 28, 2023 that is amortized over 22 years with blended monthly principal and interest payments of \$86. At maturity, approximately \$9,891 of principal will become payable assuming only regular monthly payments are made. On July 27, 2018 the Company entered into an interest rate swap to exchange the floating rate interest payments for fixed rate interest payments, which fix the Bankers' Acceptance-Canadian Dollar Offered Rate components of its interest payment on the outstanding term debt.

Under the interest rate swap agreement, the Company pays a fixed rate of 2.65% per annum plus the applicable credit spread of 1.35%, for an effective fixed rate of 4.0%. The fair value of the interest rate swap arrangement is the difference between the forward interest rates and the discounted contract rate. As of June 30, 2020, the mark-to-market value of the interest rate swap of \$671 is included within accounts payable and accrued liabilities on the Consolidated Statements of Financial Position (December 31, 2019: \$246).

Lease liabilities consist of vehicles and office space which mature in 1 to 3 years. The incremental borrowing rate applied to the individual leases liabilities varies from 4.8% to 6.4% per annum.

Financing fees consist of commitment fees and legal expenses relating to the Credit Facility and are being amortized using the effective interest rate method over the term of the Credit Facility. Financing fees of \$61 for the three months ended June 30, 2020 (three months ended June 30, 2019 : \$146) and \$122 for the six months ended June 30, 2020 (six months ended June 30, 2019 : \$187) were amortized and included in finance costs.

## CWC ENERGY SERVICES CORP.

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the three and six months ended June 30, 2020 and 2019

(Unaudited)

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#### 7. Share capital

##### (a) Authorized

Unlimited number of Common voting shares without par value.

Unlimited number of Preferred shares without par value.

##### (b) Normal course issuer bid

On April 15, 2019, the Company initiated a Normal Course Issuer Bid ("NCIB") which expired on April 14, 2020. Under this expired NCIB the Company could purchase, from time to time as it considered advisable, up to 25,535,115 of issued and outstanding common shares through the facilities of the TSXV or other recognized marketplaces.

In addition, CWC entered into an automatic securities purchase plan (the "ASPP") (as defined under applicable securities laws) with Raymond James Ltd. ("Raymond James") for the purpose of making purchases under the ASPP. Such purchases were determined by Raymond James in its sole discretion, without consultation with CWC having regard to the price limitation and aggregate purchase limitation and other terms of the ASPP and the rules of the TSXV. Conducting the NCIB as an ASPP allows common shares to be purchased at times when CWC would otherwise be prohibited from doing so pursuant to securities laws and its internal trading policies.

On April 15, 2020, the Company replaced its expired NCIB with a new NCIB which now expires on April 14, 2021. Under the new NCIB the Company may purchase, from time to time as it considers advisable, up to 25,340,742 of issued and outstanding common shares through the facilities of the TSXV or other recognized marketplaces. In addition, CWC renewed its ASPP with Raymond James for the purpose of making purchases under the ASPP.

For the three months ended June 30, 2020, 1,708,000 common shares (three months ended June 30, 2019: 623,000) for consideration of \$212, including commissions (three months ended June 30, 2019: \$111) were purchased under the NCIB, and for the six months ended June 30, 2020, 5,382,500 common shares (six months ended June 30, 2019: 2,673,500) for consideration of \$632 including commissions (six months ended June 30, 2019: \$482) were purchased under the NCIB. In the three months ended June 30, 2020, a total of 1,718,000 common shares were cancelled and returned to treasury (three months ended June 30, 2019: 744,000), and in the six months ended June 30, 2020, a total of 5,482,000 common shares were cancelled and returned to treasury (six months ended June 30, 2019: 2,536,000).

##### (c) Stock options

The following table summarizes changes in the number of stock options outstanding:

	Number of options	Weighted average exercise price
<b>Balance at December 31, 2019</b>	<b>20,666,667</b>	<b>0.17</b>
<b>Expired</b>	<b>(286,000)</b>	<b>0.19</b>
<b>Forfeited</b>	<b>(26,000)</b>	<b>0.20</b>
<b>Balance at June 30, 2020</b>	<b>20,354,667</b>	<b>0.17</b>

For the three months ended June 30, 2020, stock-based compensation expense relating to stock options totaled \$61 (three months ended June 30, 2019: \$109). For the six months ended June 30, 2020, stock-based compensation expense relating to stock options totaled \$122 (six months ended June 30, 2019: \$252).

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## CWC ENERGY SERVICES CORP.

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

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(Unaudited)

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#### (d) Restricted share unit plan

The following table summarizes information about RSUs outstanding:

Issue date fair value	Number of RSUs outstanding	Weighted average remaining life (years) contractual	Weighted average exercise price (\$)	Number of RSUs exercisable
\$ 0.09 - \$ 0.19	6,673,154	1.92	n/a	727,154

For the three months ended June 30, 2020, stock-based compensation expense relating to RSUs totaled \$78 (for the three months ended June 30, 2019: \$88). For the six months ended June 30, 2020, stock-based compensation expense relating to RSUs totaled \$150 (six months ended June 30, 2019: \$174).

For the six months ended June 30, 2020 551,000 RSUs were exercised (six months ended June 30, 2019: 377,000 RSUs were exercised, 36,000 RSUs were forfeited, and 54,000 RSUs were issued).

#### (e) Weighted average common shares outstanding

The following table reconciles the common shares used in computing per share amounts for the periods noted:

	For the three months ended June 30,		For the six months ended June 30,	
	2020	2019	2020	2019
Weighted average common shares outstanding – basic	507,543,333	510,978,053	509,239,883	511,823,718
Effect of dilutive share-based compensation plans	-	-	-	-
Weighted average common shares outstanding – diluted	507,543,333	510,978,053	509,239,883	511,823,718

Outstanding stock options and RSUs are currently the only instruments which could potentially dilute earnings per share. For the six months ended June 30, 2020, 20,354,667 stock options (six months ended June 30, 2019: 22,228,333) and 6,673,154 RSUs (six months ended June 30, 2019: 5,551,001) were not included in the computation of net loss per common share because to do so would be anti-dilutive.

## 8. Supplemental cash flow information

	Three months ended June 30,		Six months ended June 30,	
	2020	2019	2020	2019
Increase (decrease) in non-cash working capital items:				
Accounts receivable	\$ 21,287	\$ 9,036	\$ 17,253	\$ 7,878
Prepaid expenses and deposits	717	(349)	1,499	84
Accounts payable and accrued liabilities	(1,376)	496	(3,413)	(25)
	\$ 20,628	\$ 9,183	\$ 15,339	\$ 7,937

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#### 9. Operating segments

The Company operates its Contract Drilling segment in both Canada and the United States while its Production Services segment operates in Canada. The Contract Drilling segment provides drilling rigs and related ancillary equipment to oil and gas exploration and production companies. The Production Services segment provides well services to oil and gas exploration and production companies through the use of service rigs, swabbing rigs and coil tubing units.

Management uses net income before depreciation and income taxes ("segment profit") in management reports reviewed by key management personnel and the board of directors to measure performance at a segment basis. Segment profit is used to measure performance, as management believes this is the most relevant measure in evaluating the results of our segments relative to each other and to other entities that operate within the respective industries.

The Corporate segment captures general and administrative expenses associated with supporting each of the reporting segments operations, plus costs associated with being a public company. Also included in the Corporate segment is interest expense for debt servicing, income tax expense and other amounts not directly related to the two primary segments.

The amounts related to each industry segment are as follows:

<b>For the three months ended June 30, 2020</b>	<b>Contract Drilling</b>	<b>Production Services</b>	<b>Corporate</b>	<b>Total</b>
Revenue	\$ 1,318	\$ 2,648	\$ -	\$ 3,966
Other income	323	1,291	174	1,788
Direct operating expenses	1,076	2,923	-	3,999
Selling and administrative expenses	345	1,656	1,151	3,152
Stock based compensation	-	-	139	139
Finance costs	-	-	780	780
Depreciation	796	1,617	182	2,595
Gain on disposal of equipment	(9)	(68)	-	(77)
<b>Loss before tax</b>	<b>(567)</b>	<b>(2,189)</b>	<b>(2,078)</b>	<b>(4,834)</b>
Deferred income tax recovery	-	-	(1,100)	(1,100)
<b>Net loss</b>	<b>\$ (567)</b>	<b>\$ (2,189)</b>	<b>\$ (978)</b>	<b>\$ (3,734)</b>
Capital expenditures	\$ 308	\$ 412	\$ -	\$ 720
<b>As at June 30, 2020</b>				
Property, plant and equipment	\$ 65,712	\$ 122,336	\$ 169	\$ 188,217
Right-of-use assets	\$ 125	\$ 171	\$ 93	\$ 389

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<b>For the three months ended June 30, 2019</b>	<b>Contract Drilling</b>	<b>Production Services</b>	<b>Corporate</b>	<b>Total</b>
Revenue	\$ 3,388	\$ 15,358	\$ -	18,746
Direct operating expenses	2,898	12,025	-	14,923
Selling and administrative expenses	400	2,382	926	3,708
Stock based compensation	-	-	197	197
Finance costs	-	-	658	658
Depreciation	924	1,818	260	3,002
Gain on disposal of equipment	-	(55)	-	(55)
<b>Loss before tax</b>	<b>(834)</b>	<b>(812)</b>	<b>(2,041)</b>	<b>(3,687)</b>
Deferred income tax recovery	-	-	(3,122)	(3,122)
<b>Net (loss) income</b>	<b>\$ (834)</b>	<b>\$ (812)</b>	<b>\$ 1,081</b>	<b>\$ (565)</b>
Capital expenditures	\$ 1,164	\$ 692	\$ 46	1,902
<b>As at June 30, 2019</b>				
Property, plant and equipment	\$ 91,208	\$ 129,584	\$ 162	220,954
Right-of-use assets	\$ 245	\$ 808	\$ -	1,053
<b>For the six months ended June 30, 2020</b>	<b>Contract Drilling</b>	<b>Production Services</b>	<b>Corporate</b>	<b>Total</b>
Revenue	\$ 13,989	\$ 23,517	\$ -	37,506
Other income	323	1,291	174	1,788
Direct operating expenses	9,226	18,388	-	27,614
Selling and administrative expenses	925	4,110	2,534	7,569
Stock based compensation	-	-	272	272
Finance costs	-	-	1,464	1,464
Depreciation	1,915	3,398	454	5,767
Loss on disposal of equipment	133	841	-	974
Impairment of assets	24,000	1,451	-	25,451
<b>Loss before tax</b>	<b>(21,887)</b>	<b>(3,380)</b>	<b>(4,550)</b>	<b>(29,817)</b>
Deferred income tax recovery	-	-	(6,906)	(6,906)
<b>Net (loss) income</b>	<b>\$ (21,887)</b>	<b>\$ (3,380)</b>	<b>\$ 2,356</b>	<b>\$ (22,911)</b>
Capital expenditures	\$ 1,094	\$ 2,405	\$ 26	3,525

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<b>For the six months ended June 30, 2019</b>		<b>Contract Drilling</b>	<b>Production Services</b>	<b>Corporate</b>	<b>Total</b>	
Revenue	\$	12,508	\$	37,496	\$ -	50,004
Direct operating expenses		9,743		27,518	-	37,261
Selling and administrative expenses		676		4,919	2,341	7,936
Stock based compensation		-		-	426	426
Finance costs		-		-	1,390	1,390
Depreciation		2,347		3,870	518	6,735
Gain on disposal of equipment		-		(78)	-	(78)
<b>(Loss) income before tax</b>		(258)		1,267	(4,675)	(3,666)
Deferred income tax recovery		-		-	(3,054)	(3,054)
<b>Net (loss) income</b>	<b>\$</b>	<b>(258)</b>	<b>\$</b>	<b>1,267</b>	<b>\$</b>	<b>(1,621)</b>
				<b>\$</b>	<b>(612)</b>	
Capital expenditures	\$	1,258	\$	1,877	\$	61
					\$	3,196

#### 10. Expenses by nature

<b>For the three months ended June 30, 2020</b>	<b>Direct operating expenses</b>	<b>Selling and administrative expenses</b>	<b>Stock based compensation</b>	<b>Finance costs</b>	<b>Depreciation expense</b>	<b>Gain on disposal of equipment</b>	<b>Total</b>
Personnel expenses	\$ 2,592	\$ 2,139	\$ 139	\$ -	\$ -	\$ -	4,870
Third party charges	704	-	-	-	-	-	704
Repairs and maintenance	703	-	-	-	-	-	703
Other selling and administrative expenses	-	681	-	-	-	-	681
Bad debt recovery	-	(13)	-	-	-	-	(13)
Facility expenses	-	345	-	-	-	-	345
Finance costs	-	-	-	780	-	-	780
Depreciation expense	-	-	-	-	2,595	-	2,595
Gain on disposal of equipment	-	-	-	-	-	(77)	(77)
<b>Total</b>	<b>\$ 3,999</b>	<b>\$ 3,152</b>	<b>\$ 139</b>	<b>\$ 780</b>	<b>\$ 2,595</b>	<b>\$ (77)</b>	<b>\$ 10,588</b>

<b>For the three months ended June 30, 2019</b>	<b>Direct operating expenses</b>	<b>Selling and administrative expenses</b>	<b>Stock based compensation</b>	<b>Finance costs</b>	<b>Depreciation expense</b>	<b>Gain on disposal of equipment</b>	<b>Total</b>
Personnel expenses	\$ 10,335	\$ 2,364	\$ 197	\$ -	\$ -	\$ -	12,896
Third party charges	2,228	-	-	-	-	-	2,228
Repairs and maintenance	2,360	-	-	-	-	-	2,360
Other selling and administrative expenses	-	1,067	-	-	-	-	1,067
Bad debt recovery	-	(60)	-	-	-	-	(60)
Facility expenses	-	337	-	-	-	-	337
Finance costs	-	-	-	658	-	-	658
Depreciation expense	-	-	-	-	3,002	-	3,002
Gain on disposal of equipment	-	-	-	-	-	(55)	(55)
<b>Total</b>	<b>\$ 14,923</b>	<b>\$ 3,708</b>	<b>\$ 197</b>	<b>\$ 658</b>	<b>\$ 3,002</b>	<b>\$ (55)</b>	<b>\$ 22,433</b>

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For the six months ended June 30, 2020	Direct operating expenses	Selling and administrative expenses	Stock based compensation	Finance costs	Depreciation expense	Loss on disposal of equipment	Impairment of assets	Total
Personnel expenses	\$ 18,534	\$ 4,597	\$ 272	\$ -	\$ -	\$ -	\$ -	\$ 23,403
Third party charges	4,090	-	-	-	-	-	-	4,090
Repairs and maintenance	4,990	-	-	-	-	-	-	4,990
Other selling and administrative expenses	-	2,054	-	-	-	-	-	2,054
Bad debt expense	-	239	-	-	-	-	-	239
Facility expenses	-	679	-	-	-	-	-	679
Finance costs	-	-	-	1,464	-	-	-	1,464
Depreciation expense	-	-	-	-	5,767	-	-	5,767
Loss on disposal of equipment	-	-	-	-	-	974	-	974
Impairment of assets	-	-	-	-	-	-	25,451	25,451
<b>Total</b>	<b>\$ 27,614</b>	<b>\$ 7,569</b>	<b>\$ 272</b>	<b>\$ 1,464</b>	<b>\$ 5,767</b>	<b>\$ 974</b>	<b>\$ 25,451</b>	<b>\$ 69,111</b>

For the six months ended June 30, 2019	Direct operating expenses	Selling and administrative expenses	Stock based compensation	Finance costs	Depreciation expense	Gain on disposal of equipment	Total
Personnel expenses	\$ 26,021	\$ 5,283	\$ 426	\$ -	\$ -	\$ -	\$ 31,730
Third party charges	4,480	-	-	-	-	-	4,480
Repairs and maintenance	6,760	-	-	-	-	-	6,760
Other selling and administrative expenses	-	1,965	-	-	-	-	1,965
Bad debt recovery	-	(28)	-	-	-	-	(28)
Facility expenses	-	716	-	-	-	-	716
Finance costs	-	-	-	1,390	-	-	1,390
Depreciation expense	-	-	-	-	6,735	-	6,735
Gain on disposal of equipment	-	-	-	-	-	(78)	(78)
<b>Total</b>	<b>\$ 37,261</b>	<b>\$ 7,936</b>	<b>\$ 426</b>	<b>\$ 1,390</b>	<b>\$ 6,735</b>	<b>\$ (78)</b>	<b>\$ 53,670</b>

## 11. Revenue

Revenue consists of amounts earned from sale of Contract Drilling and Production Services. Production Services includes revenue from service rigs, swabbing rigs and coil tubing units.

The following table presents the Company's revenue disaggregated by type:

For the three months ended June 30, 2020	Contract Drilling	Production Services			Total
	Drilling Rigs	Service Rigs	Swabbing Rigs	Coil Tubing	
Canada	\$ 1,318	\$ 2,500	\$ 148	\$ -	\$ 3,966
United States	-	-	-	-	-
<b>Revenue</b>	<b>\$ 1,318</b>	<b>\$ 2,500</b>	<b>\$ 148</b>	<b>\$ -</b>	<b>\$ 3,966</b>

For the three months ended June 30, 2019	Contract Drilling	Production Services			Total
	Drilling Rigs	Service Rigs	Swabbing Rigs	Coil Tubing	
Canada	\$ 1,638	\$ 14,936	\$ 173	\$ 249	\$ 16,996
United States	1,750	-	-	-	1,750
<b>Revenue</b>	<b>\$ 3,388</b>	<b>\$ 14,936</b>	<b>\$ 173</b>	<b>\$ 249</b>	<b>\$ 18,746</b>



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For the six months ended June 30, 2020	Contract Drilling	Production Services			Total
	Drilling Rigs	Service Rigs	Swabbing Rigs	Coil Tubing	
Canada	\$ 9,178	\$ 22,778	\$ 474	\$ 265	\$ 32,695
United States	4,811	-	-	-	4,811
<b>Revenue</b>	<b>\$ 13,989</b>	<b>\$ 22,778</b>	<b>\$ 474</b>	<b>\$ 265</b>	<b>\$ 37,506</b>

For the six months ended June 30, 2019	Contract Drilling	Production Services			Total
	Drilling Rigs	Service Rigs	Swabbing Rigs	Coil Tubing	
Canada	\$ 10,758	\$ 35,637	\$ 650	\$ 1,209	\$ 48,254
United States	1,750	-	-	-	1,750
<b>Revenue</b>	<b>\$ 12,508</b>	<b>\$ 35,637</b>	<b>\$ 650</b>	<b>\$ 1,209</b>	<b>\$ 50,004</b>

Included in accounts receivable at June 30, 2020 was \$927 (December 31, 2019: \$2,669) of accrued revenue for services provided in the month then ended. There have been no significant adjustments for prior period accrued revenue in the current period.

As of June 30, 2020, the Company did not have any sales contracts beyond one year in term.

#### 12. Other income

Other income for the three and six months ended June 30, 2020 consists of Government of Canada grants received under the Canada Emergency Wage Subsidy ("CEWS") program. CEWS is a program to assist employers facing financial hardship, as measured by certain monthly revenue declines compared to the prior year, as a result of the COVID-19 health pandemic. CEWS currently provides a reimbursement of compensation expense of 75% of the amount of remuneration paid up to a maximum benefit of \$847 per week, per employee.

Included in accounts receivable at June 30, 2020 was \$521 of accrued other income related to the CEWS for the period from June 7 to June 30, 2020.