

TOTAL ENERGY SERVICES INC.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

to be held Tuesday, June 27, 2017

NOTICE IS HEREBY GIVEN that the annual and special meeting (the "Meeting") of the holders ("Shareholders") of common shares ("Shares") of Total Energy Services Inc. (the "Corporation") will be held at the Edmund Taylor Conference room on the second floor of the Stock Exchange Tower at 300 – 5th Avenue S.W., Calgary, Alberta on Tuesday, June 27, 2017 at 10:00 a.m. (Calgary time), for the following purposes:

- (a) to receive the consolidated financial statements of the Corporation as at and for the year ended December 31, 2016, together with the report of the auditor thereon;
- (b) to elect the directors of the Corporation for the ensuing year;
- (c) to appoint the auditor of the Corporation for the ensuing year;
- (d) to consider, and if thought advisable, to pass, with or without variation, an ordinary resolution approving certain amendments to the Corporation's share option plan; and
- (e) to transact such further and other business as may properly be brought before the Meeting or any adjournment thereof.

Specific details of the matters to be put before the Meeting are set forth in the Information Circular accompanying this Notice of Meeting. Only Shareholders of record at the close of business on May 25, 2017 are entitled to receive notice of and to attend the Meeting, or any adjournment or adjournments thereof, and to vote thereat.

Your participation at the Meeting is important. If you are a registered Shareholder (i.e., you hold your Shares directly in your name and not through a broker or other intermediary), you may attend the Meeting in person and vote your Shares on any motions made at the Meeting. Alternatively, you may appoint a proxyholder to vote your Shares at the Meeting on your behalf. If you do not expect to attend the Meeting in person and would like your Shares to be voted, please complete a form of proxy (to appoint a proxyholder) as soon as possible, following the instructions set out in the accompanying management information circular (the "Circular") and the form of proxy. If you are a registered Shareholder and wish to complete and deposit a proxy to appoint a proxyholder, you may do so through the Internet, by telephone, by mail or by facsimile – please see the instructions set out in this Notice and Circular and the accompanying documents in that regard. To be valid, all proxies deposited by registered Shareholders must be received at the office of the registrar and transfer agent of the Corporation, Computershare Trust Company of Canada (Attention: Proxy Department, 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1) not later than 10:00 a.m. (Calgary time) on Friday, June 23, 2017 or 48 hours (excluding Saturdays, Sundays and holidays) preceding any adjournment of the Meeting.

If you are a non-registered (beneficial) Shareholder (i.e., your Shares are not registered directly in your name, but are held through a broker or other intermediary), you must use the voting instruction form provided to you to vote your Shares at the Meeting. Instructions respecting the use of voting instruction forms are set out in the accompanying Circular and in the voting instruction form. Please note that if you are a non-registered (beneficial) Shareholder and you wish to attend the Meeting in person and vote Shares beneficially owned by you, you must arrange to appoint yourself as proxyholder, following the instructions set out accompanying Circular and in the voting instruction form.

Dated at the City of Calgary, in the Province of Alberta, this 26th day of May, 2017.

BY ORDER OF THE BOARD OF DIRECTORS

(signed) "*Cam Danyluk*"

Cam Danyluk
Vice President, Legal, General Counsel and Corporate Secretary