

MATERIAL CHANGE REPORT
Form 51-102F3

Item 1 **Name and Address of Company**

GASFRAC Energy Services Inc.
1900, 801 - 6 Ave. SW.
Calgary, AB T2P 3W2

Item 2 **Date of Material Change**

The material change occurred on February 13, 2015.

Item 3 **News Release**

A news release relating to the material change described herein was disseminated on February 18, 2015 via Marketwire.

Item 4 **Summary of Material Changes**

The Corporation announced the resignation Dale Tremblay as a director of the Corporation effective February 13, 2015.

Item 5 **Full Description of Material Change**

5.1 **Full Description of Material Change**

The Corporation announced the resignation Dale Tremblay as a director of the Corporation effective February 13, 2015.

5.2 **Disclosure for Restructuring Transactions**

Not applicable.

Item 6 **Reliance on subsection 7.1(2) of National Instrument 51-102**

Not applicable.

Item 7 **Omitted Information**

Not applicable.

Item 8 **Executive Officer**

Requests for shareholder information should be directed to:
E-mail: investors@gasfrac.com
Phone: 403-817-2739

Item 9 **Date of Report**

This report is dated February 18, 2015