



**ANNUAL INFORMATION FORM**

**For the Year Ended December 31, 2024**

**Dated March 13, 2025**

**TABLE OF  
CONTENTS**

	<b>Page</b>
DEFINITIONS .....	1
SPECIAL NOTE REGARDING FORWARD-LOOKING STATEMENTS.....	3
STAMPEDE DRILLING INC. ....	4
Name, Address, Incorporation and Organization .....	4
Intercorporate Relationships.....	4
GENERAL DEVELOPMENT OF THE BUSINESS .....	5
Three Year History .....	5
GENERAL DESCRIPTION OF THE BUSINESS .....	6
Overview.....	6
Services .....	6
Competitive Conditions .....	7
Sources, Pricing and Availability of Materials, Parts and Products .....	8
Cycles .....	8
Environmental Protection.....	9
Employees.....	9
Health, Safety, Environmental and Social Policies .....	9
RISK FACTORS .....	10
DESCRIPTION OF CAPITAL STRUCTURE.....	28
Shares .....	28
Preferred Shares .....	28
Debentures.....	28
DIVIDENDS.....	28
MARKET FOR SECURITIES.....	28
Trading Price and Volume .....	28
Prior Sales.....	29
DIRECTORS AND OFFICERS.....	29
Directors and Officers.....	29
Cease Trade Orders, Bankruptcies, Penalties or Sanctions.....	33
Personal Bankruptcies, Penalties or Sanctions .....	34
Conflicts of Interest.....	34
AUDIT COMMITTEE .....	34
LEGAL PROCEEDINGS AND REGULATORY ACTIONS.....	34
INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS .....	35
TRANSFER AGENT AND REGISTRAR .....	35
MATERIAL CONTRACTS.....	35
INTERESTS OF EXPERTS.....	35
ADDITIONAL INFORMATION .....	35

## DEFINITIONS

In this Annual Information Form, the following words and phrases have the meanings set forth below, unless otherwise indicated:

**"2018 Credit Facility"** means the demand operating revolving loan facility entered into between the Corporation and HSBC Bank Canada on December 20, 2018 in the aggregate principal amount of up to \$15,000,000, as amended;

**"2022 Credit Facility"** has the meaning ascribed thereto under "*General Development of the Business – Three Year History – 2022*";

**"ABCA"** means the *Business Corporations Act*, R.S.A. 2000, c. B-9, together with all regulations promulgated thereunder, as amended from time to time;

**"AlbertaCo"** has the meaning ascribed thereto under "*General Development of the Business – Three Year History – 2022*";

**"Annual Information Form"** means this annual information form dated March 13, 2025;

**"Asset Acquisition"** has the meaning ascribed thereto under "*General Development of the Business – Three Year History – 2022*";

**"Board"** means the board of directors of the Corporation as it may be comprised from time to time;

**"Corporation"** or **"Stampede"** means Stampede Drilling Inc., a corporation amalgamated under the ABCA, and includes all applicable subsidiaries and predecessor entities of the Corporation, as the context requires;

**"Credit Agreement"** has the meaning ascribed thereto under "*General Development of the Business – Three Year History – 2023*";

**"Credit Facilities"** has the meaning ascribed thereto under "*General Development of the Business – Three Year History – 2023*";

**"Debentures"** means the issued and outstanding convertible unsecured subordinated debentures of the Corporation in the aggregate principal amount of \$2,512,000, as amended. See "*Description of Capital Structure – Debentures*";

**"GAAP"** means Canadian generally accepted accounting principles applicable to publicly accountable enterprises;

**"GHG"** has the meaning ascribed thereto under "*Risk Factors – Government Regulation of Oil and Natural Gas Industry*";

**"IFRS"** means International Financial Reporting Standards, which are also GAAP for publicly accountable entities in Canada;

**"MD&A"** means the management's discussion and analysis of the financial and operating results of Stampede dated March 13, 2025 for the year ended December 31, 2024, an electronic copy of which is available under Stampede's profile on the SEDAR+ website at [www.sedarplus.ca](http://www.sedarplus.ca);

**"NCIB"** has the meaning ascribed thereto under "*General Development of the Business – Three Year History – 2023*";

**"Offering"** has the meaning ascribed thereto under "*General Development of the Business – Three Year History – 2022*";

**"Operating Facility"** has the meaning ascribed thereto under "*General Development of the Business – Three Year History – 2023*";

**"Option"** means an option to acquire a Share pursuant to the Stock Option Plan;

**"Prospectus"** means the final short form prospectus of the Corporation dated August 15, 2022, filed in connection with the Offering, an electronic copy of which is available under Stampede's profile on the SEDAR+ website at [www.sedarplus.ca](http://www.sedarplus.ca);

**"Purchase Agreement"** means the Drilling Equipment and Spares Purchase Agreement dated August 3, 2022 between the Corporation and a private company in respect of the Asset Acquisition, an electronic copy of which is available under Stampede's profile on the SEDAR+ website at [www.sedarplus.ca](http://www.sedarplus.ca);

**"Redemption Date"** has the meaning ascribed thereto under "*General Development of the Business – Three Year History – 2023*";

**"Shareholders"** means the holders of Shares;

**"Shares"** means the common shares in the capital of the Corporation;

**"Stock Option Plan"** means the incentive stock option plan of Stampede approved by the Shareholders at the Corporation's annual and special meeting held on May 16, 2024;

**"Syndicated Facility"** has the meaning ascribed thereto under "*General Development of the Business – Three Year History – 2023*";

**"Term Loan Facility"** has the meaning ascribed thereto under "*General Development of the Business – Three Year History – 2023*";

**"TSXV"** means the TSX Venture Exchange Inc;

**"TSX"** means the Toronto Stock Exchange; and

**"U.S."** means the United States of America.

Unless otherwise indicated, references herein to "\$" or "dollars" are to Canadian dollars. All financial information herein has been presented in Canadian dollars in accordance with IFRS.

## SPECIAL NOTE REGARDING FORWARD-LOOKING STATEMENTS

Certain statements contained in this Annual Information Form constitute forward-looking statements or forward-looking information (collectively, "**forward-looking statements**"). All statements other than statements of historical fact are forward-looking statements. The use of any of the words "anticipate", "continue", "estimate", "expect", "may", "will", "project", "should", "believe" and similar expressions are intended to identify forward-looking statements. 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. While management believes that the expectations reflected in the forward-looking statements are reasonable, no assurance can be given that these expectations will prove to be correct and such forward-looking statements included in this Annual Information Form should not be unduly relied upon.

In particular, this Annual Information Form contains forward-looking statements pertaining to, but not limited to: the operations and financial condition of the Corporation; the Corporation's drilling rig services; results of operations and financial performance of the Corporation; the effect of regulatory or legislative changes on the business, including tariffs and other trade barriers; the ability to obtain, retain and extend credit facilities; the Corporation's continued review of strategic acquisitions; the anticipated impact of future climate change regulations on the demand for oil and natural gas production; and Stampede's future business plans, prospects and opportunities. Actual results could differ materially from those anticipated in these forward-looking statements as a result of the risks and uncertainties set forth below and elsewhere in this Annual Information Form:

- the performance of Stampede's business, including current business and economic trends;
- oil and natural gas commodity prices and production levels;
- ability of customers to access capital;
- tariffs and other trade barriers;
- industry risks;
- royalty rate risks;
- the global economy, including trade, inflation, interest rates, the ongoing conflicts in Ukraine and the Middle East and other geopolitical risks;
- seasonality and weather conditions;
- government regulation of the oil and natural gas industry;
- government regulation of the oil and natural gas services industry;
- capital overbuild in the industry;
- environmental regulation;
- competition;
- service agreements and contracts with customers;
- equipment construction risks and technology risks;
- alternatives to and changing demand for petroleum products;
- stage of development;
- reliance on key personnel;
- dependence on suppliers;
- labour and material shortages;
- failure to realize anticipated benefits of acquisitions and dispositions;
- additional funding requirements;
- issuance of debt;
- foreign currency exchange;
- management of growth;
- third party credit risk;
- conflicts of interest;
- volatility in price of Shares;
- risk of interruption and casualty losses;
- safety performance;
- tax matters;

- environmental liability;
- asset impairment;
- information technology security; and
- the other factors discussed under "*Risk Factors*".

The forward-looking statements contained herein are based on certain key expectations and assumptions of Stampede concerning, among other things, anticipated financial performance; the implementation of the Corporation's international growth strategy; the impact of OPEC supply on local and world markets and Stampede's customers; business prospects; conditions in general economic and financial markets; industry conditions; current commodity prices and royalty regimes; regulatory developments; the impact of increasing competition; future exchange rates; the availability and cost of labour and services; the sufficiency of budgeted capital expenditures in carrying out planned activities; timing and amount of capital expenditures; the ability of the Corporation to renew existing contracts and enter into new contracts; utilization and pricing of the rigs; supply and demand for oil and natural gas services relating to the drilling and ancillary services; effects of regulation by governmental agencies; tax laws; future operating costs; and the ability to obtain financing on acceptable terms, which are subject to change based on commodity prices, market conditions and potential timing delays. Although management of the Corporation considers these assumptions to be reasonable based on information currently available to it, such assumptions may prove to be incorrect.

Management has included the above summary of assumptions and risks related to forward-looking statements provided in this Annual Information Form in order to provide readers with a more complete perspective on Stampede's future operations and such information may not be appropriate for other purposes. Stampede's actual results, performance or achievement could differ materially from those expressed in, or implied by, these forward-looking statements and, accordingly, no assurance can be given that any of the events anticipated by the forward-looking statements will transpire or occur, or if any of them do so, what benefits or potential impacts the Corporation will derive therefrom. Readers are cautioned that the foregoing factors are not exhaustive.

These forward-looking statements are made as of the date of this Annual Information Form and the Corporation disclaims any intent or obligation to update publicly any forward-looking statements, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws. The forward-looking statements contained in this Annual Information Form are expressly qualified by this cautionary statement.

## **STAMPEDE DRILLING INC.**

### **Name, Address, Incorporation and Organization**

Stampede was incorporated pursuant to the provisions of the ABCA on January 7, 2011.

Stampede is a reporting issuer in each of the provinces of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, New Brunswick, Nova Scotia, Prince Edward Island, and Newfoundland.

The principal office of the Corporation is located at Suite 2600, 700 – 9<sup>th</sup> Avenue SW, South Tower, Calgary, Alberta T2P 3V4 and its registered office is located at Suite 3500, Bankers Hall East Tower, Calgary, Alberta T2P 4J8.

### **Intercorporate Relationships**

Stampede has one wholly-owned subsidiary, Stampede Drilling (U.S.) Inc., which is organized under the laws of the State of Delaware.

## GENERAL DEVELOPMENT OF THE BUSINESS

### Three Year History

#### 2022

In January 2022, the Corporation entered into a joint venture relationship with a well-established private Alberta based company ("**AlbertaCo**") specializing in the engineering, manufacturing and supply of fully integrated under balanced coil drilling rigs and corresponding support equipment for the oil and gas industry worldwide. The business of the joint venture is carried on through a subsidiary which is managed and operated by Stampede. In addition, Stampede also acquired a minority interest in AlbertaCo for an aggregate investment of \$4 million in cash.

On April 21, 2022, the Corporation announced the acquisition of three telescopic double drilling rigs, two top drives and ancillary equipment for the purchase price of approximately \$5 million, paid in cash. On the same date, Stampede announced the amendment and restatement of the 2018 Credit Facility providing for a \$25 million credit facility with HSBC Bank Canada (the "**2022 Credit Facility**"), with an initial term of three years. Under the 2022 Credit Facility, Stampede had an available limit of \$18 million under a revolving facility and \$7 million under a term loan.

On August 9, 2022, the Corporation entered into an amending agreement with HSBC Bank Canada, pursuant to which the 2022 Credit Facility was amended to increase the total aggregate credit capacity available to Stampede to a maximum of \$32.5 million. The amendment became effective upon the closing of the Asset Acquisition and the Offering (each as defined below).

On August 23, 2022, the Corporation announced the completion of its acquisition of six drilling rigs (comprised of two "doubles", three "heavy doubles" and one "super spec triple") and related assets (the "**Asset Acquisition**") from a private company for a purchase price of approximately \$21.5 million. The purchase price was funded by proceeds from the Corporation's concurrent public offering of Shares at a price of \$0.32 per Share, for aggregate gross proceeds of \$26.6 million (the "**Offering**"). Pursuant to the Offering, the Corporation issued 83,202,000 Shares, including 5,077,000 Shares issued pursuant to the exercise of the over-allotment option granted to the agents. For additional information on the Asset Acquisition and the Offering, see the Purchase Agreement, the Prospectus and the material change report in respect of the Asset Acquisition and the Offering dated August 12, 2022, each of which has been filed under the Corporation's profile on SEDAR+ ([www.sedarplus.ca](http://www.sedarplus.ca)).

#### 2023

On February 7, 2023 (the "**Redemption Date**"), the Corporation announced the completion of the conversion of all Debentures issued and outstanding as at the Redemption Date in accordance with the terms of the Debentures. The aggregate principal amount outstanding on the date the Corporation announced its intention to redeem all the issued and outstanding Debentures was \$2,512,000. Pursuant to the Corporation's notice of redemption provided to each Debenture holder on December 15, 2022, the aggregate principal amount was to be redeemed for the issuance of Shares at a price of \$0.3211 per Share, with the aggregate accrued but unpaid interest thereon, which was approximately \$147,967, to be settled in cash. Pursuant to the terms of the Debentures, each Debenture holder had the right to convert their principal amount into Shares at a conversion price of \$0.21 per Share prior to the Redemption Date. In addition, each Debenture holder electing to convert could elect to receive payment of the accrued but unpaid interest on their respective principal amount in cash or additional Shares issued at market price. Prior to the Redemption Date, each Debenture holder elected to convert their Debenture in accordance with the terms thereof. In total, the Corporation issued an aggregate of 11,966,330 Shares and paid \$18,082.19 in cash in respect of the conversion of the Debentures and payment of all accrued but unpaid interest thereon. Following the Redemption Date, no Debentures remained issued and outstanding.

In May 2023, the Corporation commenced a normal course issuer bid (the "**NCIB**") to purchase up to 21,872,232 Shares, representing 10% of Stampede's Public Float (as such term is defined in TSXV Policy

1.1 – *Interpretation*) during a 12-month period commencing on June 1, 2023. Stampede repurchased an aggregate of 16,584,500 Shares at an aggregate cost of approximately \$4,042,756 during 2023.

On May 30, 2023, the Corporation further amended and restated the 2022 Credit Facility in order to permit the purchase and payment for the Shares pursuant to the NCIB on terms which align with Stampede's purchase intentions under the NCIB.

On September 21, 2023, the Corporation entered into a new \$50 million credit agreement with certain financial institutions (the "**Credit Agreement**"), which has an initial term of three years. Under the Credit Agreement, Stampede has an available limit of \$20 million under a non-revolving term loan (the "**Term Loan Facility**"), \$15 million under a revolving credit facility (the "**Syndicated Facility**") and \$15 million under an additional revolving credit facility (the "**Operating Facility**", and collectively with the Term Loan Facility and the Syndicated Facility, the "**Credit Facilities**"). The Credit Facilities contain customary positive and negative covenants, including limitations and permitted dealings in respect of debt, acquisitions, dispositions, distributions and capital expenditures. A further discussion of the terms and conditions of the Credit Facilities is contained in the "*Loans and Borrowing*" section of the MD&A, which is incorporated by reference herein.

In September 2023, the Corporation used the proceeds of the Term Loan Facility to repay the 2022 Credit Facility in its entirety.

## **2024**

On May 28, 2024, the Corporation announced that the TSXV approved the renewal of Stampede's NCIB to purchase up to 20,137,617 Shares, representing 10% of Stampede's Public Float (as such term is defined in TSXV Policy 1.1 – *Interpretation*). The renewed NCIB commenced on June 3, 2024 and expires on the earlier of June 2, 2025 and the date on which Stampede has acquired the maximum number of Shares allowable under the renewed NCIB. Stampede repurchased an aggregate of 11,017,000 Shares at an aggregate cost of approximately \$2,348,171 during 2024. From January 1, 2025 to March 13, 2025, the Corporation repurchased an additional 213,500 Shares for an aggregate cost of approximately \$34,160.

## **GENERAL DESCRIPTION OF THE BUSINESS**

### **Overview**

Stampede is a public company engaged in the provision of drilling rig services to the oil and natural gas industry in North America. The Corporation's current principal markets for its services are the provinces of Saskatchewan and Alberta.

### **Services**

#### ***Drilling Rig Services***

The Corporation commenced its drilling rig business in 2017. The Corporation operates drilling rigs out of Estevan, Saskatchewan and Nisku, Alberta, providing drilling rig services in southeast Saskatchewan, Alberta and Manitoba.

The Corporation now has a total of 19 drilling rigs in its fleet, comprised of 18 heavy double telescopic drilling rigs and one super spec triple drilling rig.

Total revenue for the Corporation's rigs was \$82,074,000 for the year ended December 31, 2024 and \$85,956,000 for the year ended December 31, 2023.



The market demand for drilling rig services is subject to the capital expenditure budgets of exploration and production companies. Such capital expenditures are influenced by the ability of exploration and production companies to find prospects and to fund their capital expenditures with cash flow and their access to debt or equity financing for such expenditures. Market fluctuations in the WCSB, commodity prices, the supply of and demand for oil and natural gas, the proximity and capacity of oil and natural gas pipelines and processing equipment and government regulations (including regulations relating to prices, taxes, foreign exchange, royalties, land tenure, allowable production, the import and export of oil and natural gas, and environmental protection) are also important factors in determining the number of oil and natural gas wells drilled by exploration and production companies and, consequently, the demand for Stampede's drilling rig services.

Drilling rig services are performed using drilling rigs and auxiliary equipment pursuant to contracts with exploration and production companies. Customers provide instructions to Stampede regarding drilling locations and the desired depth of the oil or natural gas well to be drilled. If the well is productive and can be economically produced, the drilling rig will set the production casing or liner to complete the well. The drilling rig may also complete the well or install a wellhead for completion at a later date by a well servicing rig.

Drilling contracts are awarded through competitive bidding or on a negotiated basis and are based upon reputation and equipment. In periods of low activity, more contracts are offered on a competitive bid basis, while during periods of high activity, contracts are often awarded on a negotiated basis. Terms and rates will vary depending on competitive conditions, equipment and services to be supplied, the geographical area, the geological formation to be drilled, the onsite drilling conditions and the anticipated duration of the work. The drilling rig contractor provides the drilling rig and crew and is typically responsible for the payment of rig operating and maintenance expenses. Surface lease construction, negotiating access with land owners, rig mobilization expenses as well as third party rentals are generally arranged and paid for by the exploration and production companies. Drilling rig services in Canada are performed primarily pursuant to industry standard drilling contracts endorsed by both the Canadian Association of Oilwell Drilling Contractors and Canadian Association of Petroleum Producers in Canada. The contract can be for a specific well or number of wells or for a specific time period. Generally, contracts are carried out on a daywork basis. Pursuant to daywork contracts, the customer pays a fixed charge per day for the number of days needed to drill a well. Daywork contracts also provide for an hourly rate, day rate, or a lump sum amount, for mobilization of the rig to the well location and for rig-up and rig-down. Daywork contracts typically provide that the drilling company bears very limited downhole risks including time delays for various reasons, a well control situation or a stuck or broken drill string. Although the Corporation's drilling contracts typically contain provisions to minimize the likelihood of cancellations, weakened demand for drilling services, especially when commodity prices collapse or performance issues exist, can result in customers renegotiating or terminating contracts.

### **Competitive Conditions**

The oil and natural gas services business is highly competitive and the utilization and pricing of Stampede's services is sensitive to the level of demand for its services. The competitive marketplace for drilling in both Canada and the U.S. ranges from very large multinational companies to a number of smaller regionalized players. Many of the larger competitors carry out extensive research and development and manufacture their own drilling equipment and components. The drilling rig business in southeast Saskatchewan, Alberta and Manitoba is very competitive with a number of large companies and smaller regionalized competitors with operations in the area.

The oil and natural gas services business is highly competitive and, in order to be successful, the Corporation must provide services that meet the specific needs of its customers at competitive prices. Reduced levels of activity in the oil and natural gas industry lower demand for oil and natural gas services, intensify competitive pressures and reduce revenues and margins. The principal competitive factors in the markets in which the Corporation operates are: (i) service quality and availability; (ii) reliability and performance of equipment used to perform its services; (iii) technical knowledge and experience; (iv) a reputation for safety performance; and (v) price. The Corporation competes with several smaller and larger

regional competitors. Competitors offer similar services in all geographic regions in which the Corporation operates.

See "*Risk Factors – Competition*".

### **Sources, Pricing and Availability of Materials, Parts and Products**

Stampede's ability to compete and expand operations depends on having access, at a reasonable cost, to the equipment and components utilized to manufacture its drilling rigs and systems. From time to time, Stampede makes purchases of certain equipment and components from various suppliers inside and outside the oil and natural gas services industry. Stampede has no assurance that sources for equipment and components will remain available and any lack of access to such equipment and components could impair Stampede's ability to construct its drilling rigs and to expand its services. The Corporation sources materials and components based on industry standard terms and pricing. If Stampede's suppliers are unable to provide the necessary materials and components, or otherwise fail to deliver products of the quality or in the quantities required, resulting delays in the construction of new drilling rigs could have a material adverse effect on Stampede's business, financial condition, results of operations and cash flows.

See "*Risk Factors – Equipment Construction Risks*" and "*Risk Factors – Dependence on Suppliers*".

### **Cycles**

Reduced levels of activity in the oil and natural gas industry can intensify competition and result in lower revenue to the Corporation. Variations in the exploration and development budgets of oil and natural gas companies which are directly affected by fluctuations in energy prices, the cyclical nature and competitiveness of the oil and natural gas industry and governmental regulation in all geographic regions in which the Corporation operates, will have an effect on the Corporation's ability to generate revenue and earnings.

Additionally, the level of activity within the oil and natural gas industry in Canada is influenced by seasonal weather patterns. This cyclicity is also affected by geography within Canada. As a rule of thumb, activity further north in Canada is generally more affected by seasonal weather patterns. However, the annual drilling cycle affects all of Canada and can generally be viewed in four components:

- **Spring Break-up** – occurs between mid-March and mid-May. The northern drilling locations thaw and southern lands become impractical for travel due to wet road and surface conditions. Drilling and other oilfield activity is generally low with companies planning for the summer drilling season.
- **Summer and Fall Drilling Season** – occurs between mid-May and mid-October, generally focused on areas that are accessible in the summer (i.e. not situated in areas covered with muskeg); summer drilling activity is generally not as strong as the winter drilling season.
- **Switch Over to Winter Drilling Season** – occurs between mid-October and mid-November and is characterized by lighter drilling activity when many companies are moving off summer drilling locations and preparing winter drilling leases for delivery of equipment.
- **Winter Drilling Season** – occurs between mid-November through mid-March and is the period when the majority of rig activity takes place and oil and natural gas companies take advantage of the frozen landscape to access northern drilling locations.

The volatility in the weather and temperature can therefore create widely fluctuating activity and utilization rates, which can have a material adverse effect on the Corporation's business, financial condition, results of operations and cash flows. Seasonal factors and unexpected weather patterns may lead to declines in the activity levels of exploration and production companies and corresponding declines in the demand for the goods and services of the Corporation.

See "*Risk Factors – Seasonality/Weather*".

## **Environmental Protection**

The Corporation operates under the jurisdiction of a number of regulatory bodies and agencies in each of the jurisdictions in which it operates that set forth numerous prohibitions and requirements with respect to planning and approval processes related to land use, sustainable resource management, waste management, responsibility for the release of presumed hazardous materials, protection of wildlife and the environment and the health and safety of workers. Applicable legislation provides for restrictions and prohibitions on the transport of dangerous goods and the release or emission of various substances, including substances used and produced in association with certain oil and natural gas industry operations. The legislation addresses various permits, drilling, well completion, installation of surface equipment, air monitoring, surface and ground water monitoring in connection with these activities, waste management and access to remote or environmentally sensitive areas.

Stampede is committed to managing and operating in a safe, efficient and environmentally responsible manner in association with its industry partners and is committed to continually improving its environmental, health, safety and social performance. To fulfill this commitment, the Corporation's operating practices and procedures are consistent with the requirements established for the oil and natural gas industry. Stampede supports and endorses the Environmental Operating Procedures developed by the Canadian Association of Petroleum Producers. Key environmental considerations include air quality and climate change, water conservation, spill management, waste management plans, lease and right-of-way management, natural and historic resource protection, and liability management (including site assessment, remediation and reclamation). These practices and procedures apply to the Corporation's employees and Stampede monitors all activities and makes reasonable efforts to ensure that companies which provide services to Stampede operate in a manner consistent with this environmental policy.

The Corporation believes that it meets all existing environmental standards and regulations and includes sufficient amounts in its capital expenditure budget to continue to meet current environmental protection requirements. It is not anticipated that its competitive position within the industry will be adversely affected by changes in applicable legislation. However, no assurance can be given that the application of environmental laws to Stampede's business and operations will not result in a curtailment of its operations or incur a material increase in its costs of operations or other activities or otherwise adversely affect Stampede's financial condition, results of operations or prospects. Stampede has internal procedures designed to ensure that due diligence reviews to assess environmental liabilities and regulatory compliance are completed prior to proceeding with new acquisitions and developments.

The Corporation maintains an insurance program consistent with industry practice and also has operational and emergency response procedures and occupational health, safety and environmental programs in place to reduce potential loss exposure.

## **Employees**

As at December 31, 2024, Stampede had 25 full-time employees at its Calgary, Leduc and Estevan offices and 233 field employees.

## **Health, Safety, Environmental and Social Policies**

Stampede's management, employees and contractors are responsible and accountable for the overall health, safety and environmental program of the Corporation. Stampede operates in compliance with all applicable regulations and ensures that all staff and contractors employ sound practices to protect the environment and to ensure employee and public health and safety.

Stampede maintains a safe and environmentally responsible work place and provides training, equipment and procedures to all individuals in adhering to its policies. It also actively engages and consults with neighbours, communities and other stakeholders in regard to protecting people and the environment.

The Environmental, Health and Safety Committee of the Board monitors the policies and procedures implemented by management relating to environmental, health and safety matters for adherence by all directors, officers, employees and consultants of the Corporation. The Board receives a report from the Environmental, Health and Safety Committee at each quarterly Board meeting outlining any environmental or safety incidents that occurred or areas of concern that have arisen since the last quarterly Board meeting. More significant incidents, if any, are discussed in greater detail and management and the Board consider whether any changes should be implemented as a result of the incident.

At the field level, Stampede has a corporate environment management system which is continuously updated and meets regulatory guidelines. Procedures are put in place to ensure that the utmost care is taken in the day-to-day management of Stampede's equipment with an emphasis on incident prevention. In addition, Stampede requires each of its field workers to have completed industry standard courses and to comply with Stampede's internal environmental, health and safety policies.

The Corporation also has an emergency response plan which is prepared in accordance with applicable regulations. The emergency response plan is designed to provide the policies, practices and procedures to be implemented in the event of an emergency situation that arises at or as a result of Stampede's operations, including but not limited to, a serious injury or fatality, fire or explosion, uncontrolled or hazardous product release and oil or hazardous chemical spill. The purpose of the emergency response plan is to protect the health, safety and welfare of the public and workers and minimize the potential adverse environmental effects. Management of the Corporation implemented an emergency response plan in 2019 and intends on continuing training and educational initiatives to ensure the Corporation is adhering to the highest industry standards.

## **RISK FACTORS**

The following is a summary only of certain risk factors relating to the business of the Corporation and its subsidiaries and the ownership of Shares. Shareholders, prospective investors and readers should carefully consider all such risk factors contained herein and in the Corporation's other public filings before making an investment decision. The risks set out below are not an exhaustive list, and should not be taken as a complete summary or description of all the risks associated with the Corporation's business and the oilfield services business generally.

### ***Demand for Services***

The demand, price and terms of drilling rigs are dependent on the level of activity in the industry. Industry conditions impacting activity are influenced by numerous factors over which Stampede has no control, including the level of oil and natural gas prices, expectations about oil and natural gas prices, the cost of exploring for, producing and delivering oil and natural gas, the expected rates of declining current production, the discovery rates of new oil and natural gas reserves, available pipeline and other oil and natural gas transportation capacity, weather conditions, political, regulatory and economic conditions, and the ability of oil and natural gas companies to obtain equity or debt financing.

Oil and natural gas exploration and production activity levels are subject to fluctuation and may be impacted by fluctuations in commodity prices, which can be volatile. No assurance can be given that expected trends in oil and natural gas exploration and production activities will continue or that demand for oil and natural gas services will reflect the level of activity in the industry. Any prolonged substantial reduction in oil and natural gas prices is expected to affect oil and natural gas exploration and production activities and therefore affect customer demand for drilling rig services. A material decline in oil or natural gas prices or industry activity could have a material adverse effect on Stampede's business, financial condition, results of operations and cash flows.

### ***Capital Overbuild in the Industry***

As a result of the long life nature of drilling equipment and the lag between when the decision to build equipment is made and when equipment is placed into service, the amount of equipment in the industry

does not always correlate to the level of demand for the equipment. Periods of high demand often spur increased capital expenditures and those capital expenditures may result in equipment supply exceeding actual demand. The potential of a capital overbuild in the industry could cause Stampede's competitors to lower their rates and could lead to a decrease in rates in the oil and natural gas services industry generally, which could have a material adverse effect on Stampede's business, financial condition, results of operations and cash flows.

### ***Weakness and Volatility in the Oil and Natural Gas Industry***

Stampede is subject to broader geopolitical risk that affects pricing, supply and demand in the oil and natural gas industry. The inability of Stampede to deal with a sustained low commodity price environment resulting from geopolitical events beyond the Corporation's control could have a material adverse effect on its business, financial condition, results of operations, and prospects.

Market events and conditions, including global excess oil and natural gas supply, actions taken by the Organization of the Petroleum Exporting Countries, sanctions against certain oil producing nations, slowing global or regional economic growth, the outbreak of a pandemic illness, weakening global relationships, global geopolitical events including the conflict between Ukraine and Russia, conflict in the Middle East, isolationist and punitive trade policies, U.S. shale production, sovereign debt levels and political upheavals in various countries including growing anti-fossil fuel sentiment, have caused significant volatility in commodity prices. See "*Risk Factors – Political Uncertainty*".

These events and conditions have caused a significant reduction in the valuation of oil and natural gas companies and a decrease in confidence in the oil and natural gas industry. These difficulties have been exacerbated in Canada by political and other actions resulting in uncertainty surrounding regulatory, tax, royalty changes and environmental regulation. In addition, the difficulties encountered by midstream proponents to obtain the necessary approvals on a timely basis to build pipelines, liquefied natural gas plants and other facilities, or to maintain previously obtained permits for such infrastructure or facilities, in order to provide better access to markets for the oil and natural gas industry in Western Canada has led to additional downward price pressure on oil and natural gas produced in Western Canada.

Lower commodity prices restrict oil and natural gas producers' cash flows resulting in reduced capital expenditure budgets. Such events directly affect the demand for drilling services which can have a material adverse effect upon the Corporation's business, financial condition, results of operations and cash flows. If these low commodity price conditions persist for an extended period of time, the Corporation's cash flow may not be sufficient to continue to fund its operations and to satisfy its obligations when due and the Corporation's ability to discharge its obligations will require additional equity or debt financing and/or proceeds from asset sales. There can be no assurance that such equity or debt financing or level of pricing from asset sales will be available on terms that are satisfactory to the Corporation or at all.

Stampede is subject to various laws and regulations that govern the operation and taxation of the Corporation's business. The Corporation's operations may be adversely affected by political, economic or social instability or events. These events may include, but are not limited to, onerous fiscal policy, the imposition of tariffs or other trade barriers, renegotiation or nullification of agreements and treaties, imposition of onerous regulation, changes in laws governing existing operations, financial constraints, including unreasonable taxation and corrupt behavior of public officials, joint venture partners or third-party representatives that could result in lost business opportunities for the Corporation. This could materially adversely affect the Corporation's business, financial condition, results of operations and cash flows.

### ***Inflation***

The general rate of inflation impacts the economies and business environments in which Stampede operates. Increased inflation and any economic conditions resulting from governmental attempts to reduce inflation, including the imposition of higher interest rates or wage and price controls, may negatively impact levels of demand for Stampede's services and cost of inputs, and could, accordingly, have a negative impact on Stampede's business, financial condition and results of operations. Higher interest rates as a

result of inflation could negatively impact the Corporation's borrowing costs, which could, in turn, have a negative impact on Stampede's cash flow and ability to service obligations, and impact Stampede's ability to undertake new projects.

### ***Seasonality/Weather***

The activities in the oil and natural gas services industry are subject to a degree of seasonality. Operating activities within the Canadian oil and natural gas services industry are generally lower in April and May during spring break up, which leaves many secondary roads temporarily incapable of supporting the weight of heavy equipment, and results in severe restrictions in the level of oil and natural gas services. Wet weather and the spring thaw may make the ground unstable. Consequently, municipalities and provincial transportation departments may enforce road bans that restrict the movement of rigs and other heavy equipment, thereby reducing activity levels. The duration of this period will have a direct impact on the level of the Corporation's activities. Certain oil and natural gas producing areas are located in areas that are inaccessible other than during winter months, because the ground surrounding the drillings sites in these areas consists of swampy terrain. Additionally, if an unseasonably warm winter prevents sufficient freezing, Stampede may not be able to access well sites and its operating results and financial condition may therefore be adversely affected. The demand for oil and natural gas services may also be affected by the severity of the Canadian winters. In addition, during excessively rainy periods, equipment moves may be delayed, thereby adversely affecting revenues. The volatility in the weather and temperature can therefore create unpredictability in activity and utilization rates, which can have a material adverse effect on the Corporation's business, financial condition, results of operations and cash flows. Seasonal factors and unexpected weather patterns (including those associated with climate change) may lead to declines in the activity levels of exploration and production companies and corresponding declines in the demand for the services of the Corporation.

### ***Government Regulation of Oil and Natural Gas Industry***

The oil and natural gas industry is subject to extensive laws and regulations imposed by various levels of government where Stampede operates. Compliance with, breaches of, or changes to such laws and regulations could have a material adverse effect on Stampede's business, financial condition, results of operations and cash flows. It is not expected that any of these laws or regulations will affect the operations of Stampede in a manner materially different than they would affect other oil and natural gas services companies of similar size.

Further, the operations of Stampede and its customers are subject to a variety of federal, state, provincial and local laws, regulations, and guidelines, including laws and regulations relating to health and safety, the conduct of operations, the protection of the environment, the operation of equipment used in its operations and the transportation of materials and equipment it provides for its customers. Stampede believes that it is currently in compliance with such laws and regulations. Stampede currently invests financial and managerial resources to ensure such compliance and will continue to do so in the future. However, such laws or regulations are subject to change and accordingly, Stampede cannot accurately predict the cost or impact of any change to such laws and regulations on Stampede's business, financial condition, results of operations and cash flows.

Material changes to the regulation and taxation of the oil and natural gas industry may reasonably be expected to have an impact on the oil and natural gas services industry. The provincial governments of Alberta, British Columbia, Manitoba and Saskatchewan collect royalties on the production from Crown lands, which affect the Corporation's customers. These fiscal royalty regimes are reviewed and adjusted from time to time by the respective governments for appropriateness and competitiveness. An increase in royalties or other regulatory burdens would reasonably be expected to result in a material decrease in industry drilling and production activity in the applicable jurisdiction, which in turn would lead to corresponding declines in the demand for the services provided by the Corporation in such jurisdiction. Conversely, reductions in royalties and other government regulations may reasonably be expected to have a positive impact on the Corporation's business.

The direct and indirect costs of the various greenhouse gas ("**GHG**") statutes and regulations, existing and proposed, could significantly increase operating costs, reduce output or otherwise adversely affect Stampede's business, operations and financial results, or those of its customers. The Government of Canada implemented a national carbon pricing system in 2019 through the *Greenhouse Gas Pollution Pricing Act* ("**GGPPA**"), which functions as a federal backstop and applies to the extent a province or territory does not implement a carbon pricing system that meets the stringency requirements of the GGPPA. The federal carbon price under the GGPPA was \$80/tonne of carbon dioxide equivalent emissions in 2024, rising to \$95/tonne of carbon dioxide equivalent emissions in 2025. The price rises by \$15/tonne each year until 2030, at which time the carbon price will be \$170/tonne. Provincial statutes and regulations with similar potential impacts include Alberta's *Technology Innovation and Emissions Reduction Regulation*, *Oil Sands Emissions Limits Act*, and *Renewable Fuels Standard Regulation*, British Columbia's *Greenhouse Gas Industrial Reporting and Control Act* and associated regulations, *Climate Change Accountability Act*, *Renewable and Low Carbon Fuel Requirements Regulation*, and *Clean Energy Act* and Saskatchewan's *Management and Reduction of Greenhouse Gases Act*. New or additional carbon emission pricing systems, carbon taxes or similar costs could significantly increase operating costs or reduce output for Stampede's customers.

On December 31, 2021, the Government of Alberta's *Curtailment Rules*, which were originally implemented in 2018, expired. No curtailments had been in effect under the *Curtailment Rules* since December 2020. To the extent that any similar legislation comes into effect in the future to curtail oil production and such curtailment impacts Stampede's customers capital expenditure programs, it could also materially adversely effect the demand for Stampede's services and thus its business, operations, and financial results.

Any initiatives by the governments in the regions in which the Corporation operates to set legally binding targets to reduce emissions of carbon dioxide, methane, nitrous oxide and other GHGs could have direct or indirect compliance costs. Such initiatives and costs may adversely affect the oil and natural gas business, which in turn may directly or indirectly adversely affect the oil and natural gas services industry in which the Corporation participates. In December 2023, the Government of Canada announced plans to implement a national emissions cap-and-trade system for GHG emissions from the oil and gas sector through regulations to be made under the *Canadian Environmental Protection Act, 1999* ("**CEPA**"). The cap-and-trade system, if implemented, is expected to be phased in between 2026 and 2030 and apply to, among other things, all direct GHG emissions from liquified natural gas facilities and upstream oil and gas facilities, including offshore facilities, while also accounting for indirect emissions and emissions that are captured and permanently stored. It is currently proposed that the 2030 emissions cap (which will inform the number of emission allowances issued to regulated facilities) will be set to align with 35% below 2019 emission levels. Under the proposed regime, facilities that emit more than the allowances allocated would have some flexibility to compensate for a limited quantity of additional emissions, up to the level of the legal upper bound, which, for 2030, is proposed to be set at approximately 19% below 2019 emission levels. The Government of Canada has committed to regularly reviewing the emissions cap trajectory, the emissions trading market, and access to compliance flexibilities in setting the allowance level and legal upper bound for the post-2030 period with a view to its long-term objective of achieving net-zero GHG emissions in the oil and gas sector by 2050. Draft regulations for the cap-and-trade system were released for comment on November 8, 2024. The comment period closed on January 8, 2025. The impact of the proposed cap-and-trade system on Stampede's business is not yet certain.

The federal *Regulations Respecting Reduction in the Release of Methane and Certain Volatile Organic Compounds (Upstream Oil and Gas Sector)* ("**Federal Methane Regulations**"), are designed to achieve a 40 percent to 45 percent reduction of methane emissions from 2012 levels by 2025 through requirements for reducing fugitive equipment leaks and venting from well completion and compressors which came into force on January 1, 2020 and restrictions on facility production venting and venting limits for pneumatic equipment which came into force on January 1, 2023. In 2021, the Government of Canada announced its intention to impose an additional target to reduce oil and gas methane emissions by at least 75 percent below 2012 levels by 2030. In December 2023, the Government of Canada published draft amendments to the Federal Methane Regulation under CEPA to facilitate achieving the 75 percent target reduction. The proposed regulatory amendments relate to venting, flaring, hydrocarbon gas destruction equipment and

fugitive emissions, and would come into force between 2027 and 2030. Finalized amendments to the Federal Methane Regulation were initially expected in late 2024 but have not yet been released.

By way of equivalency agreements with the federal government, which came into force October 26, 2020, the Federal Methane Regulations do not currently apply in Alberta and Saskatchewan. The application of the Federal Methane Regulations in Alberta and Saskatchewan may change in 2024 based on the contents of the finalized amendments to the Federal Methane Regulation expected in late 2024. In Alberta, the *Methane Emission Reduction Regulation* (Alberta) came into force on January 1, 2020, and, along with certain AER Directives, imposes largely the same constraints as the Federal Methane Regulations. In Saskatchewan, *The Oil and Gas Emissions Management Regulations* (Saskatchewan) came into force on January 1, 2019, and, along with *The Oil and Gas Conservation Act* (Saskatchewan) and certain ministerial Directives made thereunder, imposes largely the same constraints as the Federal Methane Regulations.

While Stampede believes its current operations are in material compliance with applicable environmental laws and regulations, there can be no assurance that substantial costs or liabilities will not be incurred as a result of non-compliance with such laws. Moreover, it is possible that other developments, such as changes in environmental laws, regulations and enforcement policies thereunder, including with respect to climate change, may result in additional costs to Stampede and/or its customers, which could materially adversely affect the Corporation's business, financial condition, results of operations and cash flows.

### ***Environmental Regulation and Liability***

The oil and natural gas industry is currently subject to a variety of federal, provincial and local environmental laws and regulations. Environmental legislation provides for, among other things, the initiation and approval of new oil and natural gas projects, restrictions and prohibitions on the spill, release or emission of various substances produced in association with oil and natural gas industry operations. In addition, such legislation sets out the requirements with respect to oilfield waste handling and storage, habitat protection and the satisfactory operation, maintenance, abandonment and reclamation of well and facility sites. New environmental legislation at the federal and provincial levels may increase uncertainty among oil and natural gas industry participants as the new laws are implemented, and the effects of the new rules and standards are felt in the oil and natural gas industry. Compliance with such legislation can require significant expenditures and a breach of such legislation may result in suspension or revocation of necessary licenses and authorizations, civil liability for pollution damage and the imposition of fines and penalties. These environmental compliance obligations are primarily the responsibility of the oil and natural gas companies which contract with Stampede; however, where applicable directly to Stampede, the Corporation is committed to meeting its responsibilities in all material respects to protect the environment wherever it operates.

In addition, the trend in environmental regulation has been to impose more restrictions and limitations on activities that may impact the environment, particularly the generation of carbon emissions; the building and maintenance of pipelines; hydraulic fracturing and water use. These restrictions and limitations may continue to increase in the future which may increase operating costs for both Stampede and its customers, may restrict the Corporation's activities and may result in a decreased demand for the Corporation's services.

The Corporation is subject to the operating risks inherent in the industry, including environmental damage. The Corporation has established programs to address compliance with current environmental standards and monitors its practices concerning the handling of environmentally hazardous materials. However, there can be no assurance that the Corporation's procedures will prevent environmental damage occurring from spills of materials handled by the Corporation or that such damage has not already occurred. On occasion, substantial fines or liabilities to third parties may be incurred. The Corporation may have the benefit of insurance maintained by it or the exploration and production company operating the well; however, the Corporation may become liable for damages against which it cannot adequately insure or against which it may elect not to insure because of high costs or other reasons, which may have a material adverse effect on the Corporation's business, financial condition, results of operations and cash flows.



## **Competition**

Competition could adversely affect Stampede's performance. The oil and natural gas services industry is characterized by intense competition and Stampede competes directly with other companies that have greater resources and access to capital. Oversupply of drilling rigs can cause greater price competition. Competitors compete primarily on a regional basis, and the intensity of competition may vary significantly from region to region at any particular time. If the demand for services is better in a region where Stampede operates, its competitors may respond by moving in suitable equipment from other regions, by reactivating previously inactive equipment or purchasing new equipment. An influx of equipment into a market area from any source could intensify competition and make any improvement in demand for equipment short-lived.

Stampede's ability to generate revenue and earnings depends primarily upon its ability to win bids in competitive bidding processes and to perform awarded projects within estimated times and costs. There can be no assurance that such competitors will not substantially increase the resources devoted to the development and marketing of products and services that compete with those of the Corporation or that new competitors will not enter the various markets in which the Corporation is active. Reduced levels of activity in the oil and natural gas industry can intensify competition and result in lower revenue to the Corporation. Variations in the exploration and development budgets of exploration and production companies which are directly affected by fluctuations in energy prices, the cyclical nature and competitiveness of the oil and natural gas industry and governmental regulation may have a material adverse effect upon the Corporation's business, financial condition, results of operations and cash flows.

## ***Natural Disasters, Terrorist Acts, Civil Unrest, Pandemics and Other Disruptions and Dislocations***

Upon the occurrence of a natural disaster, or upon an incident of war, riot or civil unrest, the impacted country, province, or region may not efficiently and quickly recover from such event, which could have a materially adverse effect on Stampede, its customers, and/or either of their businesses or operations. Terrorist attacks, public health crises including epidemics, pandemics or outbreaks of new infectious disease or viruses, civil unrest and related events can result in volatility and disruption to local and global supply chains, operations, mobility of people and the financial markets, which could affect interest rates, credit ratings, credit risk, inflation, business, financial conditions, results of operations and other factors relevant to Stampede, its customers, and/or either of their businesses or operations.

## **Joint Ownership**

Stampede and AlbertaCo each hold a 50 percent ownership interest in the subsidiary through which AlbertaCo's business is carried on. While Stampede believes that there are prudent governance and other contractual rights in place, there can be no assurance that the Corporation will not encounter disputes with joint owners or that assets contributed to AlbertaCo will perform as expected. Such events could impact operations or cash flows of these assets or cause them to not operate as Stampede expects which, in turn, could have a negative impact on Stampede's business operations and financial results, and could reduce the Corporation's expected return on investment.

## **Service Agreements and Contracts**

The business operations of Stampede will depend, to a certain extent, on industry standard agreements and closed bid processes with its customer base, some of which are cancellable at any time by Stampede or its customers upon certain conditions being met. The key factors which will determine whether a customer continues to use Stampede are: (i) reputation for safety; (ii) reliability and performance of personnel and equipment used to perform its services; (iii) technical knowledge and experience; (iv) service quality and availability; and (v) competitive pricing. There can be no assurance that Stampede's relationship with its customers will continue, and a significant reduction or total loss of the business from a significant customer, if not offset by sales to new or existing customers, could have a material adverse effect on Stampede's business, financial condition, results of operations and cash flows. At times, a number of Stampede's drilling rigs may be under long-term take-or-pay contracts which provide a base level of future revenue over the term of the contract. Stampede is subject to the risk that customers may not honour these

types of agreements or any other agreements with, or commitments to, Stampede. In addition, Stampede is subject to counter-party credit risk which increases materially in a low commodity price environment. Breaches of agreements or commitments by Stampede's customers, or failure or inability to pay by Stampede's customers, could materially reduce the Corporation's revenue and profitability and could have a material adverse effect on the Corporation's business, financial condition, results of operations and cash flows.

### ***Reliance on Major Customers***

Stampede's success depends on the ability of Stampede's customers to select and acquire suitable producing properties or undeveloped exploration prospects. The marketability of any oil and natural gas assets acquired or discovered by Stampede's customers is affected by numerous factors beyond the control of such customers. These factors include market fluctuations, the price of crude oil and natural gas, the supply and demand for oil and natural gas, the proximity and capacity of oil and natural gas pipelines and processing equipment, oil and natural gas environment activism and government regulations, including regulations relating to prices, taxes, royalties, land tenure, allowable production, the import and export of oil and natural gas, and environmental protection. All of these factors which could affect the Corporation's customers therefore could also negatively affect Stampede's business, financial condition, results of operations and cash flows.

The loss of a significant customer, or any significant decrease in services provided to a significant customer, prices paid or any other changes to the terms of services with customers, if not offset by sales to new or existing customers, could have a material adverse effect on Stampede's business, financial condition, results of operations and cash flows.

### ***Equipment Construction & Repair Risks***

Stampede frequently upgrades its rigs and other equipment used in its operations. The Corporation estimates the cost and timeline of the construction in relation to such upgrades. Actual costs of construction may, however, vary significantly from those estimated as a result of numerous factors, including, without limitation: changes in input costs (including inflation); variations in labor rates; and, to the extent that component parts must be sourced from other countries, fluctuations in exchange rates and the potential imposition of tariffs or other trade barriers. In addition, several factors could cause delays in construction, including, and without limitation, shortages in skilled labor and delays or shortages in the supply of component parts. Construction delays may lead to postponements of the anticipated date for deployment of the newly constructed equipment into operation and any such postponement could have a material adverse effect on Stampede's business, financial condition, results of operations and cash flows.

### ***Credit Risk***

Credit risk in Stampede's business arises primarily from credit exposure to customers in the form of outstanding accounts. The maximum exposure to credit risk is equal to the carrying amount of the financial assets. The Corporation generally grants unsecured credit to its customers; however, the Corporation applies evaluation procedures to new customers and analyzes and reviews the financial health of its current customers on an ongoing basis. The allowance for doubtful accounts and past due receivables are reviewed by management on a regular basis. Accounts receivable are considered for impairment on a case by case basis when they are past due or when objective evidence is received that a customer may default. The Corporation takes into consideration the customer's payment history, their credit-worthiness and the current economic environment in which the customer operates to assess impairment. The Corporation accounts for a specific bad debt provision when management considers that the expected recovery is less than the actual amount receivable. When a receivable balance is considered uncollectible it is written off against the allowance for doubtful accounts. Subsequent recovery of amounts previously written off are included in net earnings. Based on the nature of its operations, the Corporation will always have a concentration of credit risk as nearly all of the Corporation's accounts receivable are with customers in the oil and natural gas industry and are subject to normal industry credit risks. In certain circumstances the Corporation has the ability to lien wells within 90 days of completion of work to help minimize the risk for uncollected amounts.

In the event such customers fail to meet their contractual obligations to the Corporation, such failures may have a material adverse effect on the Corporation's business, financial condition, results of operations and cash flows. While the Corporation has a credit management program to assist in managing the risk in collecting its receivables as outlined above, collection of such receivables may be impacted by unfavourable industry conditions including fluctuations in the level of commodity prices. To the extent that any of the Corporation's customers go bankrupt, become insolvent or make a proposal or institute any proceedings relating to bankruptcy or insolvency, it could result in the Corporation being unable to collect all or a portion of any money owing from such customers. Any of these factors could have a material adverse effect on the Corporation's business, financial condition, results of operations and cash flows.

### ***Equipment and Technology Risks***

Complex drilling and completions programs for the exploration, development and production of conventional and unconventional oil and natural gas reserves in North America demand high performance equipment. The abilities of oil and natural gas service providers to meet these demands will depend on continuous improvement of existing rig technology such as drive systems, control systems, automation, mud systems and top drives to improve drilling efficiency. Stampede's ability to deliver equipment and services that are more efficient than its competitors is critical to its continued success. There is no assurance that competitors will not achieve technological improvements that are more advantageous, timely or cost effective than improvements developed by Stampede.

The ability of Stampede to meet customer demands in respect of performance and cost will depend upon continuous improvements in operating equipment and there can be no assurance that Stampede will be successful in its efforts in this regard or that it will have the resources available to meet this continuing demand. Other companies may have greater financial, technical and personnel resources that allow them to enjoy technological advantages and may in the future allow them to implement new technologies before the Corporation. There can be no assurance that the Corporation will be able to respond to such competitive pressures and implement such technologies on a timely basis or at an acceptable cost. If the Corporation does implement such technologies, there is no assurance that the Corporation will do so successfully. In such case, the Corporation's business, financial condition, results of operations and cash flows could be materially adversely affected. If the Corporation is unable to utilize the most advanced commercially available technology, or is unsuccessful in implementing certain technologies, its business, financial condition, results of operations and cash flows could also be materially adversely affected.

Certain of the Corporation's equipment may become obsolete or experience a decrease in demand through the introduction of competing products that are lower in cost, exhibit enhanced performance characteristics or are determined by the market to be preferable for environmental or other reasons. Stampede will need to remain current with the changing market for oil and natural gas services and technological and regulatory changes. If the Corporation fails to do so, this could have a material adverse effect on the Corporation's business, financial condition, results of operations and cash flows.

Stampede currently owns its own drilling rigs and makes additional purchases of certain drilling equipment from time to time from various suppliers in the oil and natural gas services industry. There can be no assurance that these sources for equipment will be maintained. If such equipment is not made available and is not available from any other source, the Corporation's ability to compete may be impaired.

Stampede has not sought or obtained patents or other similar protection in respect of any tools, equipment or technology it has developed independently. In the future, Stampede may seek patents or other similar protections in respect of particular tools, equipment and technology; however, Stampede may not be successful in such efforts. Competitors may also develop similar tools, equipment and technology to that of Stampede, thereby adversely affecting the Corporation's competitive advantage. Additionally, there can be no assurance that certain tools, equipment or technology which may be developed by Stampede may not be the subject of future patent infringement claims or other similar matters which could result in litigation, the requirement to pay licensing fees or other results that could have a material adverse effect on the business, financial condition, results of operations and cash flows of Stampede.

### ***Alternatives to and Changing Demand for Petroleum Products***

Fuel conservation measures, alternative fuel requirements, increasing consumer demand for alternatives to oil and natural gas, and technological advances in fuel economy and energy generation systems could reduce the demand for crude oil and other liquid hydrocarbons. Recently, certain jurisdictions have implemented policies or incentives to decrease the use of hydrocarbons and encourage the use of renewable fuel alternatives, which may lessen the demand for petroleum products and put downward pressure on commodity prices. Advancements in energy efficient products have a similar effect on the demand for oil and natural gas products. Stampede cannot, with any degree of certainty, predict the impact of changing demand for oil and natural gas products, and any major changes may have a material adverse effect on the demand for drilling services and thus on Stampede's business, financial condition, results of operations and cash flows.

### ***Reliance on Key Personnel***

The success of the Corporation is dependent upon its key personnel, including its senior management and directors in respect of the governance, administration and management of all matters relating to the Corporation and its operations and administration. Further, Stampede may, at times, be unable to find enough skilled labour to meet its needs, which could limit its growth. Shortages of qualified personnel have occurred in the past during periods of high demand and there is no guarantee that such shortages will not occur in the future. In addition, periods of increased demand have typically led to wage rate increases which may or may not be reflected by service rate increases, while in periods of decreased demand wages may or may not be reduced to offset a potential reduction in operational day rates.

The Corporation's ability to provide reliable services is dependent upon the availability of well-trained, experienced crews to operate its field equipment. The Corporation must also balance the requirement to maintain a skilled workforce with the need to establish cost structures that fluctuate with activity levels. Within the Corporation, the most experienced employees are retained during periods of low utilization by having them fill lower level positions on field crews. It is not uncommon for the Corporation's business to experience personnel shortages in peak operating periods.

The loss of the services of such key personnel may have a material adverse effect on the Corporation's business, financial condition, results of operations and cash flows. The ability of the Corporation to expand its services is dependent upon its ability to attract additional qualified employees. Investors must rely upon the ability, expertise, judgment, discretion, integrity and good faith of the management of the Corporation. The unexpected loss of the Corporation's key personnel, or the inability to retain or recruit skilled personnel could have a material adverse effect on the Corporation's business, financial condition, results of operations and cash flows.

### ***Dependence on Suppliers***

Failure of suppliers to deliver equipment in a timely and efficient manner could be detrimental to the Corporation's ability to keep customers and to grow. In addition, certain equipment is manufactured specifically for the Corporation and Stampede is dependent upon the continued availability of the manufacturer and the maintenance of the quality of manufacturing. No assurances can be given that the Corporation will be successful in maintaining its required supply of equipment. If any of the Corporation's suppliers are unable to provide the necessary equipment or parts or otherwise fail to deliver products that meet the Corporation's quality standards or the quantities required, any resulting delays in the provision of services, or in the time required to source and enter agreements with new suppliers, could have a material adverse effect on the Corporation's business, financial condition, results of operations and cash flows.

### ***Failure to Realize Anticipated Benefits of Acquisitions and Dispositions***

The Corporation makes acquisitions and dispositions of businesses and assets in the ordinary course of business. Achieving the benefits of acquisitions depends in part on successfully consolidating functions and integrating operations and procedures in a timely and efficient manner as well as the Corporation's ability

to realize the anticipated growth opportunities and synergies from combining the acquired businesses and operations with those of the Corporation. The integration of an acquired business and assets may require substantial management effort, time and resources and may divert management's focus from other strategic opportunities and operational matters. Management continually assesses the value and contribution of services provided and assets required to provide such services.

Stampede expects to continue to selectively seek strategic acquisitions. Stampede's ability to consummate and to integrate effectively any future acquisitions on terms that are favourable to it may be limited by the number of attractive acquisition targets, internal demands on Stampede's resources and, to the extent necessary, Stampede's ability to obtain financing on satisfactory terms, if at all. Acquisitions may expose Stampede to additional risks, including: difficulties in integrating administrative, financial reporting, operational and information systems; managing newly acquired operations and improving their operating efficiencies; difficulties in maintaining uniform standards, controls, procedures and policies throughout all of Stampede's operations; entry into markets in which Stampede has little or no direct experience; difficulties in retaining key employees of the acquired operations; and disruptions to Stampede's ongoing business. In addition, future acquisitions could result in the incurrence of additional debt, costs and contingent liabilities. Stampede may also incur costs for and divert management attention to, potential acquisitions that are never consummated. For acquisitions that are consummated, expected synergies may not materialize. Stampede's failure to effectively address any of these issues could have a material adverse effect on Stampede's business, financial condition, results of operations and cash flows.

While Stampede's acquisition process typically includes due diligence on the business or assets to be acquired and the acquisition agreements typically include detailed representations and warranties respecting the business or assets being acquired, there can be no assurance that Stampede will not become subject to certain undisclosed liabilities in proceeding with such transactions. In addition, any representations and warranties, if obtained, may not fully cover the liabilities because of their limited scope, amount or duration, the financial resources of the indemnitor or warrantor or for other reasons. Stampede has completed a number of acquisitions and there may exist liabilities that Stampede's due diligence failed or was unable to discover prior to the consummation of these acquisitions. To the extent that prior owners of businesses failed to comply with, or otherwise violated, applicable laws, Stampede, as a successor-owner, may be financially responsible for these violations. The discovery of any material liabilities could have a material adverse effect on Stampede's business, financial condition, results of operations and cash flows.

The Corporation may make dispositions of businesses and assets in the ordinary course of business. Management continually assesses the value and contribution of services provided and assets required to provide such services. In this regard, non-core assets are periodically disposed of so that the Corporation can focus its efforts and resources more efficiently. Depending on the state of the market, certain non-core assets of the Corporation, if disposed of, could result in the Corporation receiving less than their carrying amount.

### ***Substantial Capital Requirements and Additional Funding Requirements***

Stampede's cash flow from its operations may not be sufficient to fund its ongoing activities at all times. If the Corporation's revenues and cash flow decline as a result of decreased activity levels, it may be required to reduce its planned capital expenditures. In addition, uncertain levels of near term industry activity coupled with the uncertain global economy exposes the Corporation to additional capital risk. From time to time, Stampede may require additional financing in order to carry out its operations. Failure to obtain such financing on a timely basis could cause Stampede to reduce or terminate certain operations. If Stampede's cash flow from operations is not sufficient to satisfy its capital expenditure requirements, there can be no assurance that additional debt or equity financing will be available to meet these requirements or be available on terms acceptable to Stampede. The Corporation's inability to raise financing to support ongoing operations or the Corporation's capital expenditures or acquisitions could limit the Corporation's growth and could have a material adverse effect on the Corporation's business, financial condition, results of operations and cash flows. Where additional financing is raised by the issuance of Shares or securities convertible into Shares, control of the Corporation may change and Shareholders may suffer dilution to their investment.

### ***Issuance of Debt***

From time to time, Stampede may enter into transactions to acquire assets or the shares of other entities. Those transactions may be financed partially or wholly with debt, which may increase Stampede's debt levels above its industry peers. Depending on future plans, Stampede may require additional equity and/or debt financing that may not be available or, if available, may not be available on favorable terms. Neither Stampede's articles nor its bylaws limit the amount of indebtedness that Stampede may incur. The level of Stampede's future indebtedness from time to time could impair Stampede's ability to obtain additional financing in the future on a timely basis to take advantage of business opportunities that may arise.

### ***Variations in Foreign Exchange Rates and Interest Rates***

World oil and natural gas prices are quoted in United States dollars and the price received by Canadian producers is therefore affected by the Canadian/U.S. dollar exchange rate which will fluctuate over time. Any material increases in the value of the Canadian dollar negatively impacts the revenues of exploration and production companies, and consequently, the revenues of oil and natural gas services companies such as the Corporation. Any material increases in the value of the Canadian dollar can have a potential negative impact and may have a material adverse effect on the Corporation's business, financial condition, results of operations and cash flows. Additionally, Stampede purchases some of its equipment from outside of Canada and therefore, decreases in the value of the Canadian dollar can have potential negative impacts on the Corporation's purchasing power for its equipment. An increase in interest rates could result in a significant increase in the amount the Corporation pays to service debt, resulting in a reduced amount available to fund its capital expenditure program and operations.

### ***Management of Growth***

Stampede may be subject to growth-related risks including capacity constraints and pressure on its internal systems, controls and personnel. The ability of Stampede to manage growth effectively will require it to continue to implement and improve its operational and financial systems and to expand, train and manage its employee base. The inability of Stampede to manage growth effectively could have a material adverse impact on its business, financial condition, results of operations and cash flows.

### ***Conflicts of Interest***

The directors and officers of Stampede may also be directors or officers of other companies involved in the oil and natural gas industry and situations may arise where they are in a conflict of interest with Stampede. Conflicts of interest, if any, which arise will be subject to and governed by procedures prescribed by the ABCA, which require a director or officer of a corporation who is a party to, or is a director or an officer of, or has some material interest in any person who is a party to, a material contract or proposed material contract with Stampede to disclose his or her interest and, in the case of directors, to refrain from voting on any matter in respect of such contract unless otherwise permitted under the ABCA. Conflicts, if any, will be subject to the procedures and remedies of the ABCA. See "*Directors and Officers – Conflicts of Interest*".

### ***Unpredictability and Volatility of Share Price***

The trading price of securities of oil and natural gas services issuers is subject to substantial volatility. This volatility is often based on factors both related and unrelated to the financial performance or prospects of the issuers involved. A publicly traded corporation will not necessarily trade at values determined by reference to the underlying value of its business. The prices at which the Shares will trade cannot be predicted. The market price of the Shares could be subject to significant fluctuations in response to variations in quarterly operating results and other factors, including local and global economic conditions, governmental/regulatory actions or inactions, speculation made by media or the investment community, industry conditions, commodity prices, foreign exchange rates and political or other events unrelated to Stampede's operating performance. In addition, the volatility, trading volume and share price of issuers have been impacted by increasing investment levels in passive funds that track major indices, as such funds only purchase securities included in such indices, and by the presence and level of activity of short

sellers in the equity markets. In addition, in certain jurisdictions, institutions, including government sponsored entities, have determined to decrease their ownership in oil and natural gas entities which may impact the liquidity of certain securities and put downward pressure on the trading price of those securities. Investors should not place undue reliance on historical share price as an indicator of future share price and should seek advice from a financial expert prior to investing.

In addition, the securities markets have experienced significant market wide and sectoral price and volume fluctuations from time to time that often have been unrelated or disproportionate to the operating performance of particular issuers. Factors unrelated to the Corporation's performance could include macroeconomic developments nationally, within North America or globally, domestic and global commodity prices or current perceptions of the oilfield services industry or oil and natural gas market. Such fluctuations could have a material adverse effect on the market price of the Shares.

### ***Risks of Interruption and Casualty Losses***

Stampede's operations are, or will be, subject to many hazards inherent in the oil and natural gas services industry, including unusual or unexpected geological formations, pressures, blowouts, cratering, explosions, fires, loss of well control, damaged or lost drilling, well servicing and oilfield rental equipment, and damage or loss from inclement weather or natural disasters, including as a result of climate change. Any of these hazards could result in personal injury or death, damage to or destruction of equipment and facilities, suspension of operations, environmental damage, pollution, damage to the property of others and damage to producing or potentially productive oil and natural gas formations through which Stampede's drilling equipment operates. Generally, drilling rig contracts provide a clear division of the responsibilities between an oil and natural gas services company and its customer and Stampede seeks to obtain indemnification from its customers by contract for certain of these risks. Stampede also seeks protection through insurance. However, Stampede cannot guarantee that such insurance or indemnity provisions will adequately protect it against liability from all of the consequences of the hazards described above. The occurrence of an event not fully insured or indemnified against, or the failure of a customer or insurer to meet its indemnification or insurance obligations, could result in substantial losses to the Corporation. In addition, insurance may not be available to cover any or all of these risks, or, even if available, may not be adequate or the Corporation may elect not to insure because of high premium costs or other reasons. Insurance premiums or other costs may rise significantly in the future, so as to make such insurance prohibitively expensive or uneconomic. Although Stampede maintains liability insurance in an amount which it considers adequate and consistent with industry practice, there can be no assurance that insurance will continue to be available to Stampede on commercially reasonable terms, that the possible types of liabilities that may be incurred by Stampede will be covered by its insurance, or that the dollar amount of such liabilities will not exceed Stampede's policy limits, in which event Stampede could incur significant costs that could have a material adverse effect upon its business, financial condition, results of operations and cash flows.

### ***Safety Performance***

The safety performance of the Corporation is an important part of the Corporation's business and its customer's businesses. Stampede develops, implements and monitors strategies to ensure all of the Corporation's operations are meeting regulatory and internal safety policies and procedures. Stampede's safety performance is continuously monitored at all levels of the Corporation, including at the Board level. A decline in Stampede's safety performance could negatively impact the Corporation's ability to perform work for certain customers or potential customers, and therefore, could have a material adverse effect on the Corporation's business, financial condition, results of operations and cash flows.

### ***Tax Matters***

In the ordinary course of business, Stampede may be subject to ongoing audits by tax authorities. While Stampede believes that its tax filing positions are appropriate and supportable, it is possible that tax matters, including the calculation and determination of revenue, expenditures, deductions, credits and other tax attributes, taxable income and taxes payable, may be reviewed and challenged by the tax authorities. In

addition, the previous tax filing positions of businesses acquired by Stampede may be reviewed and challenged by tax authorities. If such a challenge were to succeed, it could have a material adverse effect on Stampede's tax position. Further, the interpretation of and changes in tax laws, whether by legislative or judicial action or decision, and the administrative policies and assessing practices of taxation authorities, could have a material adverse effect on Stampede's tax position. As a consequence, Stampede is unable to predict with certainty the effect of the foregoing on the Corporation's taxes payable, effective tax rate and earnings. Stampede regularly reviews the adequacy of its tax provisions and believes that it has adequately provided for those matters. Should the ultimate outcomes materially differ from these provisions, Stampede's taxes payable, effective tax rate and earnings may be affected positively or negatively in the period in which the matters are resolved. Stampede mitigates this risk through ensuring that tax filing positions are carefully scrutinized by management and external consultants, as appropriate. There can be no assurance that income tax laws or the interpretation thereof in any of the jurisdictions in which Stampede operates will not be changed or interpreted or administered in a manner which adversely affects Stampede and its shareholders. In addition, there is no assurance that the Canada Revenue Agency will agree with the manner in which Stampede calculates income or taxable income for tax purposes or that any of the other tax agencies will not change their administrative practices to the detriment of Stampede, Shareholders or both.

### ***Asset Impairment***

The Corporation is required to periodically review asset balances including goodwill and capital assets for impairment when certain factors indicate the need for analysis. In the case of goodwill, if any exists on the balance sheet, an impairment test must be completed at least annually. These calculations are based on management's estimates and assumptions at the time the analysis is made. Several factors are included in this analysis and may include changes in share price, cash flow and earnings estimates, changes in market conditions, and general local and global economic conditions. Any resulting future impairment write down to goodwill or capital assets could result in a non-cash charge against net earnings, and could be material in nature.

### ***Information Technology Security***

The Corporation has become increasingly dependent upon the availability, capacity, reliability and security of its information technology infrastructure and its ability to expand and continually update this infrastructure, to conduct daily operations.

Further, the Corporation is subject to a variety of information technology and system risks as a part of its normal course operations, including potential breakdown, invasion, virus, cyber-attack, cyber-fraud, security breach, and destruction or interruption of the Corporation's information technology systems by third parties or insiders. Additionally, increased remote working arrangements may result in increased cyber-security risk exposure. Unauthorized access to the Corporation's information technology systems by employees or third parties could lead to corruption or exposure of confidential, fiduciary or proprietary information, interruption to communications or operations or disruption to the Corporation's business activities or its competitive position. In addition, cyber phishing attempts, in which a malicious party attempts to obtain sensitive information such as usernames, passwords and credit card details (and money) by disguising as a trustworthy entity in an electronic communication, have become more widespread and sophisticated in recent years. If the Corporation becomes a victim to a cyber phishing attack it could result in a loss or theft of the Corporation's financial resources or critical data and information, or could result in a loss of control of the Corporation's technological infrastructure or financial resources. The Corporation's employees are often the targets of such cyber phishing attacks, as they are and will continue to be targeted by parties using fraudulent "spoof" emails to misappropriate information or to introduce viruses or other malware through "Trojan horse" programs to the Corporation's computers. These emails appear to be legitimate emails, but direct recipients to fake websites operated by the sender of the email or request recipients to send a password or other confidential information through email or to download malware.

The Corporation maintains policies and procedures that address and implement employee protocols with respect to electronic communications and electronic devices and conducts annual cyber-security risk



assessments. Despite the Corporation's efforts to mitigate such cyber phishing attacks through education and training, cyber phishing activities remain a serious problem that may damage its information technology infrastructure. The Corporation applies technical and process controls in line with industry-accepted standards to protect its information, assets and systems, including a written incident response plan for responding to a cyber-security incident. However, these controls may not adequately prevent cyber-security breaches. Disruption of critical information technology services, or breaches of information security, could have a negative effect on the Corporation's performance and earnings, as well as on its reputation, and any damages sustained may not be adequately covered by the Corporation's current insurance coverage, or at all. The significance of any such event is difficult to quantify, but may in certain circumstances be material and could have a material adverse effect on the Corporation's business, financial condition and results of operations.

The Corporation has not experienced any material impact from cyber-attacks or infrastructure failures to date, however, there is no guaranteed protection from these threats.

### ***Social Media***

Increasingly, social media is used as a vehicle to carry out cyber phishing attacks. Information posted on social media sites, for business or personal purposes, may be used by attackers to gain entry into the Corporation's systems and obtain confidential information. The Corporation periodically reviews, supervises, retains and maintains the ability to retrieve social media content. Despite these efforts, as social media continues to grow in influence and access to social media platforms becomes increasingly prevalent, there are significant risks that the Corporation may not be able to properly regulate social media use and preserve adequate records of business activities and client communications conducted through the use of social media platforms.

### ***Forward-Looking Statements May Prove Inaccurate***

Shareholders and prospective investors are cautioned not to place undue reliance on the Corporation's forward-looking statements. By their nature, forward-looking statements involve numerous assumptions, known and unknown risks and uncertainties, of both a general and specific nature, that could cause actual results to differ materially from those suggested by the forward-looking statements or contribute to the possibility that predictions, forecasts or projections will prove to be materially inaccurate.

Additional information on the risks, assumption and uncertainties are found under the heading "*Special Note Regarding Forward-Looking Statements*" in this Annual Information Form.

### ***Availability of Current Credit Facilities***

The amounts available under the Credit Facilities are subject to periodic review by the Corporation's lenders. There is no assurance that the amounts available to the Corporation under the Credit Facilities will not be reduced and, if the amounts available are reduced to below the amounts outstanding thereunder at the time, the excess amounts will be required to be repaid. In such event, the Corporation will have to repay such amounts from other sources, including cash flow, equity issuances or other financing alternatives, which may or may not be available or, if available, may not be available on favourable terms. The Corporation's ability to access the Credit Facilities is also directly dependent, among other factors, on satisfaction of certain financial ratios and other restrictive covenants, unless a waiver from compliance with these ratios and restrictive covenants, or an amendment thereto, is obtained from the lenders when and as required. A breach of these covenants, which may be affected by events beyond the Corporation's control, could constitute an event of default which, if not cured or waived, could result in the amounts outstanding under the Credit Facilities to become due and payable immediately. There is no certainty that the Corporation would be in a position to make such repayment. Even if the Corporation is able to obtain new financing in order to make any required repayment under the Credit Facilities, it may not be on commercially reasonable terms or terms that are acceptable to the Corporation. If the Corporation is unable to repay amounts owing under the Credit Facilities, the lenders could proceed to foreclose or otherwise realize upon the collateral granted to them to secure the indebtedness.

### ***Cash Flow Risk***

The Corporation will require sufficient cash flow in the future in order to service and repay any current and future indebtedness incurred, including the Credit Facilities. The Corporation's ability to generate sufficient cash flow to meet these obligations is, to a certain extent, subject to global economic, financial, competitive and other factors that may be beyond its control. If the Corporation is unable to attain future borrowings or generate cash flow from operations in an amount sufficient to service and repay its indebtedness, the Corporation will need to refinance or be in default under the agreements governing its indebtedness and could be forced to reduce or delay investments and capital expenditures or to dispose of material assets. Such refinancing or alternative measures may not be available on favorable terms or at all. In particular, due to certain conditions in the oil and natural gas industry and the oil and natural gas services industry and/or global economic volatility, the Corporation may from time to time have restricted access to capital and increased borrowing costs. The current conditions in the oil and natural gas services industry have negatively impacted the ability of such companies to access additional financing. The inability to service, repay and/or refinance its indebtedness could have a material adverse effect on the Corporation's business, financial condition, results of operations and cash flows.

### ***Political Uncertainty***

While Stampede's operations, based solely in North America, have not been, and are unlikely to be, directly impacted, the current conflicts in Ukraine and the Middle East and the international responses thereto have, and may continue to have, potential wide-ranging consequences for global market volatility and economic conditions, including energy and commodity prices, which may, in turn, increase inflationary pressures and interest rates. Certain countries, including Canada and the United States, have imposed strict financial and trade sanctions against Russia, which have, and may continue to have, far-reaching effects on the global economy and energy and commodity prices. The short-, medium- and long-term implications of the conflicts in Ukraine and the Middle East are difficult to predict with any certainty at this time and there remains uncertainty relating to the potential direct and indirect impact of the conflicts on Stampede, which could have a material adverse effect on the Corporation's business, financial condition and results of operations. Depending on the extent, duration, and severity of the conflicts, it may have the effect of heightening many of the other risks described herein, including, without limitation, the risks relating to Stampede's exposure to commodity prices; supply chains and Stampede's ability to obtain required equipment, materials or labour; cybersecurity risks; inflationary pressures; and restricted access to capital and increased borrowing costs as a result of increased interest rates.

In addition, some North American and European countries have also experienced the rise of anti-establishment political parties and public protests held against open-door immigration policies, trade and globalization. To the extent that certain political actions taken in North America, Europe and elsewhere in the world result in a marked decrease in free trade, access to personnel and freedom of movement, it could have an adverse effect on the Corporation's ability to market its products internationally, increase costs for goods and services required for the Corporation's operations, reduce access to skilled labour and negatively impact the Corporation's business, financial condition, results of operations and cash flows.

A change in federal, provincial or municipal governments in Canada may have an impact on the directions taken by such governments on matters that may impact the oil and natural gas industry including the balance between economic development and environmental policy. Any such changes may lead to decreased investor confidence, increased capital costs and operational delays for producers and service providers operating in the jurisdiction.

Political instability, at both the federal and provincial level, continues to create regulatory uncertainty, the effects of which become apparent on an ongoing basis, particularly with respect to carbon pricing regimes, curtailment of crude oil production, transportation and export capacity, and may affect the business of participants in the oil and natural gas industry.

## **Climate Change**

### *Chronic Climate Change Risks*

The Corporation's and/or its customers' operations and activities emit GHGs which require the Corporation to comply with federal and/or provincial GHG emissions legislation. Climate change policy is evolving at regional, national and international levels, and political and economic events may significantly affect the scope and timing of climate change measures that are ultimately put in place to prevent climate change or mitigate its effects.

Canada has been a signatory to the United Nations Framework Convention on Climate Change (the "**UNFCCC**") since 1992. Since its inception, the UNFCCC has instigated numerous policy experiments with respect to climate governance. 195 parties, including Canada, have adopted the Paris Agreement, committing to prevent global temperatures from rising more than 2° Celsius above pre-industrial levels and to pursue efforts to limit this rise to no more than 1.5° Celsius. Most recently, the UN Climate Change Conference held in November of 2024 ("**COP29**") sought to further expand global climate goals and targets. Given the commitments made by Canada, the Corporation and/or its customers may be subject to significant changes in government policy which could impact its operations and financial condition. In addition, should policies put in place result in permanent, significant reductions in the demand for fossil fuels, commodity prices could be negatively impacted and result in reduced demand for the Corporation's services. Although these policies could materially impact the Corporation, it is not possible for the Corporation to quantify or estimate such, due to the lack of clarity around policy changes and requirements currently, as well as the timing of the same.

Climate change has been linked to long-term shifts in climate patterns, including sustained higher temperatures. As the level of activity in the Canadian oil and natural gas industry is influenced by seasonal weather patterns, long-term shifts in climate patterns pose the risk of exacerbating operational delays and other risks posed by seasonal weather patterns. If, due to climate change, sustained higher temperatures shorten the winter season, the Corporation's business may be impacted negatively as those geographic areas that require winter access may be accessible for a shorter period per year. See "*Risk Factors – Seasonality/Weather*".

Concerns about climate change have resulted in a number of environmental activists and members of the public opposing the continued exploitation and development of fossil fuels which has influenced investors' willingness to invest in the oil and natural gas industry. Historically, political and legal opposition to the fossil fuel industry focused on public opinion and the regulatory process. More recently, however, there has been a movement to more directly hold governments and oil and natural gas companies responsible for climate change through climate litigation, the results of which are mixed and continually evolving.

Given the evolving nature of climate change policy and the control of GHGs and resulting requirements, it is not currently possible to predict the impact on the Corporation and its business, financial condition, results of operations and cash flows. It is expected that current and future climate change regulations will have the effect of potentially reducing the demand for oil and natural gas production, which may result in a decrease in demand for the Corporation's services and a corresponding decrease in the Corporation's profitability and a reduction in the value of its assets or requiring asset impairments for financial statement purposes. See "*Risk Factors – Changing Investor Sentiment*".

### *Acute Climate Change Risk*

Climate change has been linked to extreme weather conditions. Extreme hot and cold weather, heavy snowfall, heavy rainfall and wildfires may restrict the Corporation's ability to access its, or its customers', properties, cause operational difficulties including damage to machinery, rigs, and facilities. Extreme weather also increases the risk of personnel injury as a result of dangerous working conditions. Certain of the Corporation's assets, including its rigs, may be located from time to time in regions that are close to forests or rivers and a wildfire or flood may lead to significant downtime and/or damage to such assets.

Moreover, extreme weather conditions may lead to disruptions in the Corporation's goods and services in its supply chain.

### ***Changing Investor Sentiment***

A number of factors, including the effects of the use of fossil fuels on climate change, concerns of the impact of oil and natural gas operations on the environment, concerns of environmental damage relating to spills of petroleum products during production and transportation and Indigenous rights, have affected certain investors' sentiments towards investing in the oil and natural gas industry. As a result of these concerns, some institutional, retail and governmental investors have announced that they are no longer willing to fund or invest in oil and natural gas properties or companies or are reducing the amount thereof over time. In addition, certain institutional investors are requesting that issuers develop and implement more robust social, environmental and governance policies and practices. Developing and implementing such policies and practices can involve significant costs and require a significant time commitment from the Board, management and employees of the Corporation. Failing to implement the policies and practices as requested by institutional investors may result in such investors reducing their investment in the oil and natural gas industry, including potentially the oil and natural gas services sector. Any reduction in the investor base interested or willing to invest in the oil and natural gas industry and more specifically, the Corporation, may result in limiting the Corporation's access to capital, increasing the cost of capital and decreasing the price and liquidity of the Shares.

### ***Litigation***

In the normal course of the Corporation's operations, it may become involved in, named as a party to, or be the subject of, various legal proceedings, including regulatory proceedings, tax proceedings and legal actions, relating to personal injuries, property damage and contract disputes. The outcome with respect to outstanding, pending or future proceedings cannot be predicted with certainty and may be determined adversely to the Corporation, and as a result, could have a material adverse effect on the Corporation's business, financial condition, results of operations and cash flows. Even if the Corporation prevails in any such legal proceedings, the proceedings could be costly and time-consuming and may divert the attention of management and key personnel from business operations, which could have an adverse effect on the Corporation's business, financial condition, results of operations and cash flows.

### ***Intellectual Property Litigation***

Due to the rapid development of oil and natural gas and drilling technology, in the normal course of the Corporation's operations, the Corporation may become involved in, named as a party to, or be the subject of, various legal proceedings in which it is alleged that the Corporation has infringed the intellectual property rights of others or commenced lawsuits against others who the Corporation believes are infringing upon its intellectual property rights. The Corporation's involvement in intellectual property litigation could result in significant expense, adversely affecting the development of its assets or intellectual property or diverting the efforts of its technical and management personnel, whether or not such litigation is resolved in the Corporation's favour. In the event of an adverse outcome as a defendant in any such litigation, the Corporation may, among other things, be required to: (i) pay substantial damages; (ii) cease the development, use, sale or importation of processes that infringe upon other patented intellectual property; (iii) expend significant resources to develop or acquire non-infringing intellectual property; (iv) discontinue processes incorporating infringing technology; or (v) obtain licenses to the infringing intellectual property. However, the Corporation may not be successful in such development or acquisition or such licenses may not be available on reasonable terms. Any such development, acquisition or license could require the expenditure of substantial time and other resources and could have a material adverse effect on the Corporation's business, financial condition, results of operations and cash flows.

### ***Breach of Confidentiality***

In the normal course of the Corporation's business, the Corporation may discuss potential business relationships, transactions with third parties, financing solutions or other activities and at which time the

Corporation may disclose confidential information relating to the business, operations or affairs of the Corporation. The Corporation takes commercially reasonable measures to ensure confidentiality agreements are signed by third parties prior to the disclosure of any confidential information or to otherwise ensure the confidentiality of such information is maintained; however, a breach or failure of these measures could put the Corporation at competitive risk and may cause significant damage to its business. The harm to the Corporation's business from a breach of confidentiality cannot presently be quantified, but may be material and may not be compensable in damages. There is no assurance that, in the event of a breach of confidentiality, the Corporation will be able to obtain equitable remedies, such as injunctive relief, from a court of competent jurisdiction in a timely manner, if at all, in order to prevent or mitigate any damage to its business that such a breach of confidentiality may cause.

### ***Foreign Operations***

The Corporation's future growth plans may contemplate establishing operations in foreign countries, including countries where the political and economic systems may be less stable than those in North America. Risks of foreign operations include, but are not necessarily limited to, changes of laws affecting foreign ownership, government participation, taxation, royalties, tariffs, duties, rates of exchange, inflation, repatriation of earnings, social unrest or civil war, acts of terrorism, extortion or armed conflict and uncertain political and economic conditions resulting in unfavourable government actions such as unfavourable legislation or regulation. While the impact of these factors cannot be accurately predicted, if any of the risks materialize, they could have a material adverse effect on the Corporation's business, financial condition, results of operations and cash flows.

### ***Dividends***

The Corporation has not paid any dividends on its outstanding Shares. Payment of dividends in the future will be dependent on, among other things, the cash flow, results of operations and financial condition of the Corporation, the need for funds to finance ongoing operations and other considerations, as the Board considers relevant.

## DESCRIPTION OF CAPITAL STRUCTURE

Stampede is authorized to issue an unlimited number of Shares and an unlimited number of preferred shares, issuable in series. As at the date of this Annual Information Form, there were 203,983,595 Shares and no preferred shares issued and outstanding. The following is a summary of the rights, privileges, restrictions and conditions attaching to the securities of the Corporation.

### Shares

The holders of Shares are entitled to receive notice of, to attend and vote at any meetings of the Shareholders, to receive dividends if, as and when declared by the Board and, upon liquidation, dissolution or winding-up of the Corporation, to receive the remaining property of the Corporation after the claims of creditors and holders of preferred shares outstanding at the time have been satisfied.

### Preferred Shares

Preferred shares may be issued from time to time in one or more series, each series consisting of the number of shares and having the designation, rights, privileges, restrictions and conditions which the Board determines prior to the issue thereof. Preferred shares rank prior to the Shares with respect to the payment of dividends and distribution in the event of liquidation, dissolution or winding-up of the Corporation.

### Debentures

As of January 31, 2023 all issued and outstanding Debentures were converted in their entirety at the election of the Debenture holders for Shares. In total, the Corporation issued an aggregate of 11,966,330 Shares and paid \$18,082.19 in cash in respect of the conversion of the Debentures and payment of all accrued but unpaid interest thereon. As of the date of this Annual Information Form no Debentures remain issued and outstanding.

See "*General Development of the Business – Three Year History – 2023*".

## DIVIDENDS

The Board has not declared or paid any dividends or distributions on the Shares to date. The payment of dividends or distributions in the future is at the discretion of the Board and will be dependent on the Corporation's earnings, financial condition and such other factors as the Board considers appropriate.

## MARKET FOR SECURITIES

### Trading Price and Volume

The Shares are listed and posted for trading on the TSXV under the symbol "SDI". The following table sets forth the price ranges and trading volumes for the Shares on the TSXV, as reported by the TSXV, for the periods indicated since January 1, 2024:

2024	High (\$)	Low (\$)	Close (\$)	Volume
January	0.25	0.20	0.23	3,913,029
February	0.26	0.21	0.25	1,075,116
March	0.26	0.22	0.23	8,887,269
April	0.25	0.23	0.24	1,434,444
May	0.25	0.21	0.24	1,578,378
June	0.25	0.22	0.23	4,006,526

2024	High (\$)	Low (\$)	Close (\$)	Volume
July	0.25	0.22	0.23	2,024,606
August	0.24	0.21	0.23	1,162,560
September	0.24	0.20	0.21	3,904,480
October	0.24	0.20	0.21	2,435,309
November	0.22	0.17	0.19	1,992,039
December	0.20	0.15	0.18	976,731

### Prior Sales

The following table outlines the Options granted by Stampede under the Stock Option Plan during the financial year ended December 31, 2024. For additional information, refer to Note 13 of the Corporation's audited consolidated financial statements for the period ended December 31, 2024.

Date of Issue/Grant	Number and Designation of Securities	Exercise Price
May 16, 2024	5,270,000 Options	\$0.24

## DIRECTORS AND OFFICERS

### Directors and Officers

The following table sets forth: (i) the name, province and country of residence and present position(s) with Stampede of each director and officer of the Corporation; (ii) the principal occupation, business or employment of each director and officer of the Corporation during the five preceding years; and (iii) the period during which each director of the Corporation has served as a director. Directors are elected at each annual meeting of Shareholders for a one year term. The directors and officers of the Corporation, as a group, beneficially own, or control or direct (directly or indirectly), an aggregate of 6.6% Shares as at the date of this Annual Information Form.

Name, Residence and Position with Stampede	Principal Occupation During the Five Preceding Years	Director Since
<b>Lyle Whitmarsh</b> Chairman, President and Chief Executive Officer <i>Alberta, Canada</i>	Chairman, President and Chief Executive Officer of Stampede; prior thereto, President of the Rig Division of Stampede from August 15, 2017 to January 23, 2018; prior thereto, President of Savanna Energy Services Corp. from June 2017 until August 2017	January 23, 2018
<b>Thane Russell</b> Lead Director <i>Alberta, Canada</i>	President of Absolute Energy Limited, a private engineering, design and manufacturing company, since April 2017; prior thereto, Vice President, Business Development and Technology of Absolute Completion Technologies Ltd. since 2002	June 16, 2015
<b>Terrance J. Owen</b> <sup>(2)</sup> Director <i>Alberta, Canada</i>	Private investor. Chairman of Hammerstone Infrastructure Materials Ltd. (" <b>Hammerstone</b> "), a private aggregate material supply company from August 2020 to June 2024; prior thereto,	September 15, 2011

Name, Residence and Position with Stampede	Principal Occupation During the Five Preceding Years	Director Since
	Chairman and Chief Executive Officer of Hammerstone since February 2009. Hammerstone was part of the Brookfield Asset Management group of companies until the sale of the company in June 2024	
<b>Murray Hinz</b> <sup>(1)(3)</sup> Director <i>Alberta, Canada</i>	Director and Chair of Audit Committee of Stampede since November 2024; prior thereto, Senior Vice-President Finance & Administration of Parvus Therapeutics Inc. from April 2017 to November 2024, President of Marazul Consulting Inc. since January 2007 and Advisor to Senior Executives of CanElson Drilling Inc. from August 2013 to March 2015	April 7, 2021
<b>Diane Brickner</b> <sup>(1)(2)</sup> Director <i>Alberta, Canada</i>	Vice Chairman of Peace Hills Insurance (since 1990), The Alberta Lawyers Indemnity Association (since 2016), and Director of the Alberta Treasury Branch from 2019 until May 2021	May 17, 2022
<b>Drew Ross</b> <sup>(1)</sup> Director <i>Alberta, Canada</i>	Principal, Ross Financial Advisory, an independent financial advisory firm, since March 2022; prior thereto, Managing Director, Scotiabank Global Markets since 2007	March 16, 2023
<b>Tim A. Beatty</b> <sup>(2)(3)</sup> Director <i>Alberta, Canada</i>	President, CEO and Director of Rising Tide Resources Ltd. since September 2024 and President, CEO and Director of Rush Resources Ltd. since December 2024; prior thereto, President, CEO and Director at Aral Resources Ltd. from 2017 to 2024	March 16, 2023
<b>Kerri Beuk</b> <sup>(3)</sup> Director <i>Alberta, Canada</i>	Founder and Principal of Eleven Street Ventures; prior thereto, Chief Operating Officer PTW Energy Services Ltd. from January 2020 to December 2021; prior thereto, Vice President Operations AECOM from 2014 to 2019	March 16, 2023
<b>Jeff Schab</b> Chief Financial Officer and Corporate Secretary <i>Alberta, Canada</i>	Chief Financial Officer and Corporate Secretary of Stampede since March 22, 2017; prior thereto, Interim Chief Financial Officer of Stampede from February 2015 to March 22, 2017	N/A
<b>Terry Kuiper</b> Chief Operating Officer, Canada <i>Alberta, Canada</i>	Chief Operating Officer, Canada of Stampede since July 8, 2019; prior thereto, Sales Manager of Stampede from December 1, 2017 to July 8, 2019	N/A
<b>Ed Oke</b> Vice-President, Human Resources and Business Services <i>Alberta, Canada</i>	Vice-President, Human Resources and Business Services of Stampede since March 14, 2024; prior thereto, Mr. Oke provided consulting services to the Corporation from April 1, 2023 to March 13, 2024; prior thereto, Vice-President of Human Resources and Health, Safety and Environment at Calfrac Well Services Ltd. from September 12, 2012 to	N/A



Name, Residence and Position with Stampede	Principal Occupation During the Five Preceding Years	Director Since
	January 18, 2023; prior thereto, Vice-President of Human Resources and Health, Safety and Environment at Trinidad Drilling Ltd. from June 2008 to September 2012	

**Notes:**

- (1) Member of the Audit Committee. Murray Hinz is the Chair of the Audit Committee.
- (2) Member of the Governance and Compensation Committee. Terrance J. Owen is the Chair of the Governance and Compensation Committee.
- (3) Member of the Environmental, Health and Safety Committee. Tim A. Beatty is the Chair of the Environmental, Health and Safety Committee.

***Lyle Whitmarsh, Chairman, President and Chief Executive Officer***

Mr. Whitmarsh has 35 years of energy industry experience. Mr. Whitmarsh previously held the position of President with Trinidad Drilling Ltd. from 2002 to 2008, and Chief Executive Officer and a member of the board of directors of Trinidad Drilling Ltd. until March 2017. Mr. Whitmarsh has many years of practical hands-on experience, starting as a rig floor hand in the early 1980s and evolving through various operational positions, advancing into supervisory roles, manufacturing, well servicing and later into prominent senior management positions. Mr. Whitmarsh played a vital role in a wide scope of endeavours including drilling depth ranges to 30,000 feet globally, including 3,000 foot wells in Southern Alberta. He has been responsible for the overall operation of 150 rigs. Recently, Mr. Whitmarsh served as an intermediary board member of Savanna Energy Services Corp. following its acquisition by Total Energy Services Inc. and acted as President of Savanna Energy Services Corp. until July 2017. Mr. Whitmarsh has served in various capacities with the Canadian Association of Oilwell Drilling Contractors (CAODC) from 2005 to 2017 in Calgary, Alberta. Mr. Whitmarsh obtained his ICD.D designation from the Institute of Corporate Directors in November 2011. Mr. Whitmarsh was appointed to the position of Chairman of the Board on February 5, 2023.

***Thane Russell, Lead Director***

Mr. Russell has 37 years of engineering experience in the petroleum industry, primarily in production operations, drilling and completions, and well optimization. Mr. Russell has a particular interest in the innovation and commercialization of completion tools. Mr. Russell was one of the founders of Stellarton Energy Limited, which was sold to Tom Brown Resources Ltd. of Denver in 2000 with its wholly-owned subsidiary, Secure Oil Tools, being sold to Schlumberger Limited in 1999. In 2000, Mr. Russell founded Absolute Energy Limited, a private engineering, design and manufacturing company, and is currently the President. Prior to April 2017, Mr. Russell was also Chairman and Vice President of Absolute Completion Technologies Ltd., a private engineering, design and manufacturing company, which was founded in 2002 and sold to Schlumberger Limited in 2017. Mr. Russell also has field experience with a number of companies including Texaco, Inc., Imperial Oil Limited and Canadian Hunter Exploration Ltd. Mr. Russell received a Bachelor of Engineering degree from the Thayer School of Engineering at Dartmouth College and has his designation as a Professional Engineer. Mr. Russell was appointed to the position of Lead Director of the Corporation on February 5, 2023.

***Terrance J. Owen, Director***

Mr. Owen was the Chairman of Hammerstone Infrastructure Materials Ltd. ("**Hammerstone**"), a private aggregate material supply company from August 2020 to June 2024. From February 2009 to March 2020, Mr. Owen was the Chairman, President and Chief Executive Officer of Hammerstone. Hammerstone was part of the Brookfield Asset Management group of companies until the sale of the company in June 2024. From June 1994 to January 2008, Mr. Owen held various executive positions with the Trimac group of companies, including serving as President and Chief Executive Officer of Trimac Transportation Services L.P. from February 2005 to January 2008. Mr. Owen was a partner with the law

firm Macleod Dixon LLP (now Norton Rose Fulbright Canada LLP) practicing in the corporate/securities law area from July 1985 to May 1994. Past public company directorships of Mr. Owen include Trimac Transportation Services L.P., Boom Capital Corporation, Ranchero Resources Ltd. and Intermap Technologies Corporation. Mr. Owen also acted as counsel to Macleod Dixon LLP and was a member of the Strategic Advisory Committee of that firm prior to its merger with Norton Rose in 2011.

***Murray Hinz, Director***

Mr. Hinz is a Chartered Accountant with over 25 years of experience as a senior executive and providing business financial advisory services. Mr. Hinz was previously the Senior Vice-President Finance & Administration of Parvus Therapeutics Inc. ("**Parvus**"). Before joining Parvus, Mr. Hinz was the first Chief Financial Officer of CanElson Drilling Inc. ("**CanElson**") prior to becoming an Advisor to their Senior Executive team, providing finance, business development, risk management and corporate governance support. Mr. Hinz helped grow CanElson organically and through acquisitions from 1 to over 1,000 employees providing contract drilling rig services to customers in Canada, the United States and Mexico. Mr. Hinz's career also includes diverse industry financial advisory experience working with PricewaterhouseCoopers LLP in Canada and Deloitte LLP in the Cayman Islands providing a wide variety of services including valuation, litigation support, forensic, restructuring and liquidation in Canada, United States, South America, Caribbean and the United Kingdom. In addition, he worked as a consultant providing financial management, business leadership and corporate strategy services to both private and public companies from the startup phase to larger organizations.

***Diane Brickner, CIP, ICD.D, Director***

Mrs. Brickner has her Chartered Insurance Professional designation from the Insurance Institute and her ICD.D from the Institute of Corporate Directors. Mrs. Brickner is currently a corporate director at Peace Hills Insurance (since 1990) and is currently the Vice Chairman and the Alberta Lawyers Indemnity Association (since 2016). Mrs. Brickner was a Director of the Alberta Treasury Branch from 2019 until May 2021. Mrs. Brickner has served on several publicly traded companies including CanElson in 2014, as well as various privately owned and not for profit boards. Mrs. Brickner joined Peace Hills Insurance in 1981 and became the CEO in 1990, growing the company from 3 employees to over 200. Over the course of her career, she successfully oversaw the expansion of Peace Hills Insurance to all Provinces and Territories west of Ontario. Mrs. Brickner has been recognized by several organizations including the Senate (150th Anniversary medal), the Edmonton YWCA (Women of Distinction in Business) and the Alberta Venture (Person of the Year 2013).

***Drew Ross, Director***

Mr. Ross has over 27 years of investment banking experience primarily focused in the Canadian and international energy sector. He was a Managing Director of Scotiabank Global Markets, the investment banking division of Scotiabank, from 2007 to 2021, and prior thereto worked at Genuity Capital Markets (2005-2007), Merrill Lynch Canada (2000-2005) and RBC Capital Markets (1994-2000). Before working in investment banking, Mr. Ross was a professional Geophysicist with Chevron Canada Resources from 1987-1992. Mr. Ross holds a Bachelor of Engineering Honours (Geophysics) from Queen's University and a Master of Business Administration from the University of British Columbia.

***Tim A. Beatty, P.Eng., ICD.D, Director***

Mr. Beatty holds a BSc in Petroleum Engineering from Montana Tech University and is a Professional Engineer member with APEGA. Mr. Beatty has over 30 years of oil and gas experience in both the E&P and service sectors and more than 20 years directly related to the drilling industry and has been responsible for annual drilling budgets of \$1 billion. Mr. Beatty has obtained his ICD.D designation and is currently President, CEO and Director for both Rising Tide Resources Ltd and Rush Resources Ltd. Mr. Beatty gained strong banking/financing knowledge when he sat on the board of directors of Bow Valley Credit Union. Mr. Beatty has successfully created several unique partnerships within the Indigenous communities where his organizations have conducted operations.

### ***Kerri Beuk, Director***

Mrs. Beuk is an executive business leader with 30 years of experience in the energy services industry. Mrs. Beuk is the Founder and Principal Consultant of Eleven Street Ventures, a Canadian-based business management firm focused on assisting start-ups/scale-ups in achieving growth and development through the provision of personalized financial solutions, business development strategies and other bespoke corporate services. Previously, Mrs. Beuk worked at PTW Energy Services Ltd. as Chief Operating Officer, where she was responsible for North American operations totalling a half billion in revenue and over 1,800 employees. Prior thereto, Mrs. Beuk held various positions throughout a decades-long career with AECOM (formerly Flint Energy Services Ltd./URS Corp.) progressively advancing to her final role of VP of Operations where she led the division's largest region that served more than 30 high-value clients throughout Western Canada. Mrs. Beuk earned her Haskayne Executive MBA degree in 2011 from the University of Calgary.

### ***Jeff Schab, CPA, CA, Chief Financial Officer and Corporate Secretary***

Mr. Schab is a member of the Chartered Professional Accountants of Alberta and has fifteen years accounting and finance experience with private and publicly listed companies. His career began at a major international accounting firm as a team member in the assurance group before continuing into the oil and natural gas services industry with Stampede. He has been part of the Stampede team since 2013 and was appointed Interim Chief Financial Officer in February 2015. On March 22, 2017, Mr. Schab was appointed Chief Financial Officer and Corporate Secretary.

### ***Terry Kuiper, Chief Operating Officer, Canada***

Mr. Kuiper has over 30 years of experience in the oil and gas industry. He began his career as a floorhand progressing up to Rig Manager in both well servicing and drilling operations. Since 2002, Mr. Kuiper has held various management positions, including safety coordinator, personnel manager, field superintendent, marketing, and Vice President. Prior to joining Stampede, he worked at several different public and private drilling contractors such as Hemsing Drilling Ltd., Western Lakota Energy Services Inc., Savanna Energy Services Corp., CanElson, Trinidad Drilling Ltd., and Ensign Energy Services Inc. Mr. Kuiper is currently a member of the Board of Directors of the Canadian Association of Oilwell Drilling Contractors (CAOEC).

### ***Ed Oke, VP HR and Business Services***

Mr. Oke has over 30 years of experience in heavy industry including construction, oil sands, energy and energy services specifically including drilling and well completion services. Mr. Oke was most recently the Vice-President of Human Resources and Health, Safety and Environment for Calfrac Well Services Ltd. and prior to that, Trinidad Drilling Ltd. Mr. Oke has extensive experience developing and leading human resource, health and safety, and corporate service functions across Canada, the United States and internationally. Mr. Oke has a Bachelor of Commerce (Honors) Degree from Memorial University of Newfoundland and a Masters of Business Administration Degree from Athabasca University in Alberta.

### **Cease Trade Orders, Bankruptcies, Penalties or Sanctions**

No director or executive officer of Stampede is, as at the date of this Annual Information Form, or has been, within the 10 years before the date of this Annual Information Form, a director, chief executive officer or chief financial officer of any company (including Stampede) that: (i) was subject to a cease trade order, an order similar to a cease trade order or an order that denied the relevant company access to any exemption under securities legislation, in each case, that was in effect for a period of more than 30 consecutive days (an "Order"), that was issued while the director or executive officer was acting in the capacity as director, chief executive officer or chief financial officer; or (ii) was subject to an Order that was issued after the director or executive officer ceased to be a director, chief executive officer or chief financial officer and which resulted from an event that occurred while that person was acting in the capacity as director, chief executive officer or chief financial officer.

No director or executive officer of Stampede, or, to the knowledge of Stampede, a shareholder holding a sufficient number of securities of Stampede to materially affect the control of the Corporation, is, as at the date of this Annual Information Form, or has been within 10 years before the date of this Annual Information Form, a director or executive officer of any company (including Stampede) that, while that person was acting in that capacity, or within a year of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets.

### **Personal Bankruptcies, Penalties or Sanctions**

No director or executive officer of Stampede, or, to the knowledge of Stampede, a shareholder holding a sufficient number of securities of Stampede to materially affect the control of the Corporation, has, within the 10 years before the date of this Annual Information Form, become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or become subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets of such director, executive officer, or shareholder.

No director or executive officer of Stampede, or, to the knowledge of Stampede, a shareholder holding a sufficient number of securities of Stampede to materially affect the control of the Corporation, has been subject to: (i) any penalties or sanctions imposed by a court relating to securities legislation or by a securities regulatory authority or has entered into a settlement agreement with a securities regulatory authority; or (ii) any other penalties or sanctions imposed by a court or regulatory body that would likely be considered important to a reasonable investor in making an investment decision.

### **Conflicts of Interest**

There are no existing material conflicts of interest between Stampede and any directors or officers of Stampede. However, circumstances may arise where the members of the Board are directors or officers of corporations which are in competition with the interests of Stampede. In particular, certain of the directors and officers of Stampede are involved in managerial or director positions with other oil and natural gas services companies whose operations may, from time to time, be in direct competition with those of Stampede or with entities which may, from time to time, provide financing to, or make equity investments in, competitors of Stampede. No assurances can be given that opportunities identified by such Board members will be provided to Stampede. Conflicts, if any, will be subject to the procedures and remedies available under the ABCA. The ABCA provides that in the event a director has an interest in a contract or proposed contract or agreement, the director shall disclose his interest in such contract or agreement and shall refrain from voting on any matter in respect of such contract or agreement unless otherwise provided in the ABCA.

### **AUDIT COMMITTEE**

The Corporation is relying on Section 6.1 of National Instrument 52-110 – *Audit Committees* ("**NI 52-110**"), as a "venture issuer", with respect to the exemption from Part 5 (Reporting Obligations) of NI 52-110. Additional information in respect of the Corporation's Audit Committee will be contained in the Corporation's information circular with respect to its 2025 annual meeting of Shareholders.

### **LEGAL PROCEEDINGS AND REGULATORY ACTIONS**

To Stampede's knowledge, there are no legal proceedings to which Stampede is or was a party, or in respect of which any of the Corporation's property is or was the subject during the financial year ended December 31, 2024, nor are there any such proceedings known by the Corporation to be contemplated that involve a claim for damages that may exceed ten percent of the current assets of the Corporation.

In addition, during the financial year ended December 31, 2024, there have not been any: (i) penalties or sanctions imposed against the Corporation by a court relating to securities legislation or by a securities regulatory authority; (ii) other penalties or sanctions imposed by a court or regulatory body against the

Corporation that would likely be considered important to a reasonable investor in making an investment decision; or (iii) settlement agreements the Corporation entered into before a court relating to securities legislation or with a securities regulatory authority.

### **INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS**

Other than as previously disclosed herein, to the knowledge of management, no director, executive officer or Shareholder who directly or indirectly beneficially owns, or exercises control or direction over, more than 10% of the outstanding Shares, nor any affiliate or associate of such a person, has or has had any material interest in any transaction or any proposed transaction within the three most recently completed financial years or during the current financial year that has materially affected or is reasonably expected to materially affect Stampede.

### **TRANSFER AGENT AND REGISTRAR**

Computershare Trust Company of Canada, located at Suite 600, 530 – 8<sup>th</sup> Avenue SW, Calgary, Alberta T2P 3S8 is the registrar and transfer agent for the Shares.

### **MATERIAL CONTRACTS**

Except for contracts entered into in the ordinary course of business, Stampede has not entered into any material contracts within the most recently completed financial year, or before the most recently completed financial year that are still in effect, other than:

- the Credit Agreement, see "*General Development of the Business – Three Year History – 2023*".

Copies of the foregoing material contracts are available on Stampede's SEDAR+ profile.

### **INTERESTS OF EXPERTS**

The auditors of the Corporation, PricewaterhouseCoopers LLP, are independent with respect to the Corporation, in accordance with the Rules of Professional Conduct of the applicable Chartered Accountants, Chartered Professional Accountants provincial regulator of Alberta.

### **ADDITIONAL INFORMATION**

Additional information regarding Stampede may be found under the Corporation's profile on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca). Additional information, including information as to directors' and officers' remuneration and indebtedness, principal holders of the Corporation's securities and securities authorized for issuance under equity compensation plans, as applicable, is contained in Stampede's management information circular for its most recent annual meeting of Shareholders that involved the election of directors. Additional financial information is provided in the Corporation's audited consolidated financial statements for the year ended December 31, 2024 and the MD&A.