

CORPORATE ACCESS NUMBER: 2015955632

**Government  
of Alberta ■**

BUSINESS CORPORATIONS ACT

**CERTIFICATE  
OF  
AMENDMENT AND REGISTRATION  
OF RESTATED ARTICLES**

**STEP ENERGY SERVICES LTD.**  
AMENDED ITS ARTICLES ON 2017/02/07.



# Name/Structure Change Alberta Corporation - Registration Statement

**Alberta Amendment Date: 2017/02/07**

**Service Request Number:** 26506995

**Corporate Access Number:** 2015955632

**Legal Entity Name:** STEP ENERGY SERVICES LTD.

**French Equivalent Name:**

**Legal Entity Status:** Active

**Alberta Corporation Type:** Named Alberta Corporation

**New Legal Entity Name:** STEP ENERGY SERVICES LTD.

**New French Equivalent Name:**

**Nuans Number:** 102159586

**Nuans Date:** 2011/03/18

**French Nuans Number:**

**French Nuans Date:**

**Share Structure:** REFER TO "SHARE STRUCTURE" ATTACHMENT.

**Share Transfers Restrictions:** NONE

**Number of Directors:**

**Min Number Of Directors:** 1

**Max Number Of Directors:** 11

**Business Restricted To:** THERE SHALL BE NO RESTRICTIONS ON THE BUSINESS THAT THE CORPORATION MAY CARRY ON.

**Business Restricted From:** THERE SHALL BE NO RESTRICTIONS ON THE BUSINESS THAT THE CORPORATION MAY CARRY ON.

**Other Provisions:** REFER TO MOST RECENT "OTHER RULES OR PROVISIONS" ATTACHMENT.

**BCA Section/Subsection:** 173(1)(D), (F), (L), (M) AND (N)

**Professional Endorsement Provided:**

**Future Dating Required:**

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## Annual Return

File Year	Date Filed
2016	2017/02/02

2015	2015/04/28
2014	2014/05/02

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**Attachment**

<b>Attachment Type</b>	<b>Microfilm Bar Code</b>	<b>Date Recorded</b>
Other Rules or Provisions	ELECTRONIC	2011/03/25
Other Rules or Provisions	ELECTRONIC	2017/02/07
Consolidation, Split, Exchange	ELECTRONIC	2017/02/07
Share Structure	ELECTRONIC	2017/02/07

**Registration Authorized By: ROBERT SPRINKHUYSEN**  
OFFICER

**SHARE STRUCTURE**  
**Attached to and Forming Part of**  
**the Articles of Amendment of**  
**STEP ENERGY SERVICES LTD.**

The Corporation is authorized to issue an unlimited number of Common Shares and an unlimited number of Preferred Shares.

**COMMON SHARES**

The rights, privileges, restrictions and conditions attaching to the Common Shares shall be as follows:

1. **Voting**

- 1.1. Holders of Common Shares shall be entitled to receive notice of and to attend and vote at all meetings of shareholders of the Corporation, except meetings of holders of another class of shares. Each Common Share shall entitle the holder thereof to one vote.

2. **Dividends**

- 2.1. Holders of Common Shares shall be entitled to receive, if, as and when declared by the Board of Directors, such dividends as may be declared thereon by the Board of Directors from time to time.

3. **Liquidation, Dissolution or Winding-Up**

- 3.1. In the event of the voluntary or involuntary liquidation, dissolution or winding-up of the Corporation, or any other distribution of its assets among its shareholders for the purpose of winding-up its affairs (such event referred to herein as a "Distribution"), holders of Common Shares shall be entitled, subject to the preferences accorded to holders of Preferred Shares and any other shares of the Corporation ranking senior to the Common Shares from time to time with respect to payment on a Distribution, to share equally, share for share, in the remaining property of the Corporation.

**PREFERRED SHARES**

The rights, privileges, restrictions and conditions attaching to the Preferred Shares, as a class, shall be as follows:

1. **Issuance in Series**

- 1.1. Subject to the filing of Articles of Amendment in accordance with the *Business Corporations Act* (Alberta) (the "Act"), the Board of Directors may at any time and from time to time issue the Preferred Shares in one or more series, each

series to consist of such number of shares as may, before the issuance thereof, be determined by the Board of Directors.

- 1.2. Subject to the filing of Articles of Amendment in accordance with the Act, the Board of Directors may from time to time fix, before issuance, the designation, rights, privileges, restrictions and conditions attaching to each series of Preferred Shares including, without limiting the generality of the foregoing, the amount, if any, specified as being payable preferentially to such series on a Distribution; the extent, if any, of further participation on a Distribution; voting rights, if any; and dividend rights (including whether such dividends be preferential, or cumulative or non-cumulative), if any.

## 2. Priority and Preferences

- 2.1. The Preferred Shares of each series shall rank on parity with every other series of Preferred Shares in the Corporation and shall have priority over the Common Shares and any Corporation shares ranking junior to the Preferred Shares with respect to redemption, the payment of dividends (in cash or in kind), the return of capital and the distribution of assets in the event of the liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, or any other distribution of the assets of the Corporation among its shareholders for the purpose of winding-up its affairs. The Preferred Shares of any series may be given such preferences, not inconsistent with the provisions of the Corporation's articles, over the Common Shares and over any other class of the Corporation shares ranking junior to the Preferred Shares, as may be determined by the Board of Directors.

**CONSOLIDATION, SPLIT, EXCHANGE SCHEDULE  
ATTACHED TO AND FORMING PART OF  
THE ARTICLES OF  
STEP ENERGY SERVICES LTD.**

Pursuant to Section 173(1)(f) of the *Business Corporations Act* (Alberta), the articles of the Corporation be amended by consolidating the issued and outstanding common shares in the capital of the Corporation (the "**Shares**") on the basis of one post-consolidation Share for every five pre-consolidation Shares with any resulting fraction being rounded either up or down to the next highest or lowest number of the whole consolidated Shares as the case may be, such that the number of issued and outstanding Shares after consolidation will be 50,119,703 Shares.

**OTHER RULES OR PROVISIONS**  
**Attached to and Forming Part of**  
**the Articles of Amendment**  
**STEP ENERGY SERVICES LTD.**

1. Without limiting the borrowing powers of the Corporation as set forth in the *Business Corporations Act* (Alberta), the directors of the Corporation may from time to time, without authorization of the shareholders,
  - (a) borrow money on the credit of the Corporation;
  - (b) issue, reissue, sell or pledge bonds, debentures, notes or other evidences of indebtedness or guarantees of the Corporation, whether secured or unsecured;
  - (c) subject to the *Business Corporations Act* (Alberta), give a guarantee on behalf of the Corporation to secure performance of an obligation of any person; and
  - (d) mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the Corporation, owned or subsequently acquired, to secure any obligation of the Corporation.

Nothing in this clause limits or restricts the borrowing of money by the Corporation on bills of exchange or promissory notes made, drawn, accepted or endorsed by or on behalf of the Corporation.

2. Subject to the *Business Corporations Act* (Alberta), the directors may, between annual general meetings, appoint one or more additional directors of the Corporation to serve until the next annual general meeting, but the number of the additional directors shall not at any time exceed one third of the number of directors who held office at the expiration of the last annual meeting of the Corporation.
3. Shareholders meetings may be held anywhere inside or outside Alberta that the directors determine by resolution from time to time.