

TOTAL ENERGY SERVICES INC.

POSITION DESCRIPTION -- CHIEF EXECUTIVE OFFICER

In addition to the responsibilities and specific duties set out in any applicable charter, the Articles of Incorporation or bylaws of Total Energy Services Inc. ("Total Energy"), or any other position description, the Chief Executive Officer (the "CEO") of Total Energy has the responsibilities and specific duties set out below.

1. Appointment

The CEO will be appointed by the Board of Directors of Total Energy (the "Board").

2. Responsibilities

The CEO, subject to the direction of the Board, will exercise general supervision and control over the business and affairs of Total Energy.

3. Specific Duties

(a) Leadership

The Board expects that the CEO will:

- (i) provide leadership in developing, in concert with the Board, Total Energy's strategic direction and associated tactics and business plans;
- (ii) oversee and, where appropriate, authorize the commitment of corporate resources in the ordinary course of business, in a manner consistent with approved strategic plans and objectives developed for Total Energy and the budget of Total Energy in force from time to time, and provide reports to the Board with respect to major commitments, exposures and risks on a timely basis;
- (iii) in co-operation with the Chief Financial Officer of Total Energy, design and implement or oversee the design and implementation of disclosure controls and procedures, internal controls and management information systems for Total Energy and report to the Board, as the Board may request, respecting such disclosure controls and procedures, internal controls and management information systems; and
- (iv) endeavor to maintain a positive working environment that is conducive to attracting, retaining and motivating quality employees at all levels.

(b) Management

The Board expects that the CEO will:

- (i) have primary responsibility for: (A) implementation of strategic and business plans developed for Total Energy by the Board; and (B) attainment of financial and operational objectives established for Total Energy by the Board;
 - (ii) monitor progress respecting the implementation of strategic and business plans developed for Total Energy and the attainment of financial and operating objectives established for Total Energy;
 - (iii) recommend such changes as the CEO may consider appropriate, if any, to employee compensation and benefits;
 - (iv) recommend such changes as the CEO may consider appropriate, if any, to the organizational structure of Total Energy; and
 - (v) sign such contracts, documents and instruments as require the signature of the CEO of Total Energy and perform such other duties, consistent with the role of a chief executive officer, as may from time to time be assigned by the Board or as are customarily discharged by the chief executive officer of organizations of similar size to Total Energy.
- (c) Reporting to the Board

The Board expects that the CEO will:

- (i) develop and recommend strategic plans to the Board, designed to promote the profitable growth of Total Energy and the achievement of its business objectives;
- (ii) provide regular reports to the Board concerning the financial and operating performance of Total Energy, as compared to operating and financial objectives established for Total Energy;
- (iii) design and implement processes and systems intended to enable the CEO to keep the Board informed of all material undertakings and activities of Total Energy and any external developments (emanating from industry, financial markets, governments or regulators, for example) that may have a material effect upon the financial or operating results of Total Energy; and
- (iv) consider succession planning issues affecting Total Energy, and regularly review with the Board any recommendations developed by the CEO for senior management development and succession.

- (d) Public Disclosure

The Board expects that the CEO will:

- (i) be a member of the Disclosure Committee established pursuant to the Disclosure Policies and Procedures established for Total Energy; and
 - (ii) act as the principal spokesperson for Total Energy.
- (e) Ethics

The Board expects that the CEO will:

- (i) promote adherence to high standards of ethics among employees, consultants and officers in their efforts on behalf of Total Energy, as set out in the Code of Business Conduct established for Total Energy (the "Code of Business Conduct"); and
- (ii) report to the Chair of the Board and the Chair of the Corporate Governance and Nominating Committee, in a timely manner, any departure from the Code of Business Conduct considered to be material by the CEO.