

Condensed Consolidated Financial Statements (unaudited)

For the three months ended March 31, 2017 and 2016

(Expressed in Canadian Dollars)

SECURE ENERGY SERVICES INC. Condensed Consolidated Statements of Financial Position

		As a	t
(\$000's) (unaudited)	Notes	March 31, 2017	December 31, 2016
Assets			
Current assets			
Cash		5,184	3,432
Accounts receivable and accrued receivables		232,459	206,154
Current tax assets		14,601	14,768
Prepaid expenses and deposits		7,644	8,380
Inventories		46,213	68,463
		306,101	301,197
Property, plant and equipment	3	989,877	1,011,990
Intangible assets		63,828	68,038
Goodwill		30,643	30,643
Deferred tax assets		12,879	13,382
Total Assets		1,403,328	1,425,250
Liabilities			
Current liabilities			
Accounts payable and accrued liabilities		161,475	156,107
Asset retirement obligations		2,402	102
Finance lease liabilities		4,457	5,164
		168,334	161,373
Long-term borrowings	4	187,132	208,042
Asset retirement obligations		65,501	80,012
Finance lease liabilities		4,004	4,000
Onerous lease liabilities		1,613	1,930
Deferred tax liabilities		46,386	42,846
Total Liabilities		472,970	498,203
Shareholders' Equity			
Issued capital	5	1,048,489	1,030,033
Share-based compensation reserve	6	44,360	51,441
Foreign currency translation reserve		30,245	32,049
Deficit		(192,736)	(186,476
Total Shareholders' Equity		930,358	927,047
		4 400 000	4 405 050
Total Liabilities and Shareholders' Equity		1,403,328	1,425,250

SECURE ENERGY SERVICES INC. Consolidated Statements of Comprehensive Income (Loss)

		For the three months en	ded March 31,
(\$000's except per share and share data) (unaudited)	Notes	2017	2016
Revenue		450,589	209,132
Operating expenses:			
Direct expenses		393,582	173,182
Depreciation, depletion and amortization		25,692	26,059
		419,274	199,241
General and administrative expenses		13,282	11,230
Share-based compensation		6,174	4,894
Business development expenses		1,640	1,648
		21,096	17,772
Operating earnings (loss)		10,219	(7,881)
Interest, accretion and finance costs		2,884	3,850
Earnings (loss) before tax		7,335	(11,731)
Current tax recovery		(25)	(2,690)
Deferred tax expense		3,920	1,025
		3,895	(1,665)
Net earnings (loss)		3,440	(10,066)
Other comprehensive income (loss)			
Foreign currency translation adjustment		(1,804)	(9,883)
Total comprehensive income (loss)		1,636	(19,949)
Basic and diluted earnings (loss) per common share	5	0.02	(0.07)
Weighted average shares outstanding - basic	5	162,049,821	140,015,143
Weighted average shares outstanding - diluted	5	165,944,906	140,015,143

SECURE ENERGY SERVICES INC. Consolidated Statements of Changes in Shareholders' Equity

(\$000's) (unaudited)	Note	Issued capital	Share-based compensation reserve	Foreign currency translation reserve	Deficit	Total Shareholders' Equity
Balance at January 1, 2017		1,030,033	51,441	32,049	(186,476)	927,047
Net income		-	-	-	3,440	3,440
Dividends declared	5	-	-	-	(9,700)	(9,700)
Shares issued through dividend reinvestment plan ("DRIP")	5	3,353	-	-	-	3,353
Foreign currency translation adjustment		-	-	(1,804)	-	(1,804)
Exercise of options and share units	5	15,103	(12,836)	-	-	2,267
Share-based compensation		-	5,755	-	-	5,755
Balance at March 31, 2017		1,048,489	44,360	30,245	(192,736)	930,358
Balance at January 1, 2016		851,490	37,194	36,403	(100,575)	824,512
Net loss		-	-	-	(10,066)	(10,066)
Dividends declared		-	-	-	(8,278)	(8,278)
Shares issued through DRIP		2,548	-	-	-	2,548
Foreign currency translation adjustment		-	-	(9,883)	-	(9,883)
Bought deal equity financing		149,558	-	-	-	149,558
Share issue costs, net of tax		(4,682)	-	-	-	(4,682)
Exercise of options and restricted share units ("RSUs")		4,080	(3,595)	-	-	485
Share-based compensation		-	4,156	-	-	4,156
Balance at March 31, 2016		1,002,994	37,755	26.520	(118,919)	948,350

SECURE ENERGY SERVICES INC. Consolidated Statements of Cash Flows

		For the three months ende	ed March 31,
(\$000's) (unaudited)	Notes	2017	2016
Cash flows from (used in) operating activities			
Net income (loss)		3,440	(10,066)
Adjustments for non-cash items:			
Depreciation, depletion and amortization		25,692	26,059
Interest, accretion and finance costs	4	2,884	3,850
Current and deferred tax expense (recovery)		3,895	(1,665)
Other non-cash expense (income)		7	(513)
Share-based compensation		6,174	4,894
Interest paid		(2,232)	(2,075)
Income taxes recovered (paid)		192	(1,784)
Funds from operations		40,052	18,700
Change in non-cash working capital		2,990	20,094
Asset retirement obligations incurred		(14)	(48)
Net cash flows from operating activities		43,028	38,746
Cash flows used in investing activities			
Purchase of property, plant and equipment		(12,096)	(21,489)
Change in non-cash working capital		(2,391)	(6,615)
Net cash flows used in investing activities		(14,487)	(28,104)
Cash flows from (used in) financing activities			
Shares issued, net of share issue costs	5	2,267	143,739
Repayment on credit facility		(21,000)	(143,000)
Capital lease obligation		(1,489)	(3,519)
Dividends paid	5	(6,347)	(5,730)
Net cash flows used in financing activities		(26,569)	(8,510)
Effect of foreign exchange on cash		(220)	296
Increase in cash		1,752	2,428
Cash, beginning of period		3,432	4,863
Cash, end of period		5,184	7,291

1. NATURE OF BUSINESS AND BASIS OF PRESENTATION

Nature of Business

Secure Energy Services Inc. ("Secure") is incorporated under the Business Corporations Act of Alberta. Secure operates through a number of wholly-owned subsidiaries (together referred to as the "Corporation") which are managed through three operating segments which provide innovative, efficient and environmentally responsible fluids and solids solutions to the oil and gas industry. The fluids and solids solutions are provided through an integrated service and product offering that includes midstream services, environmental services, systems and products for drilling, production and completion fluids, and other specialized services and products. The Corporation owns and operates midstream infrastructure and provides services and products to upstream oil and natural gas companies operating in western Canada and in certain regions in the United States ("U.S.").

The processing, recovery and disposal services division ("PRD") owns and operates midstream infrastructure that provides processing, storing, shipping and marketing of crude oil, oilfield waste disposal and recycling. More specifically these services are clean oil terminalling and rail transloading, custom treating of crude oil, crude oil marketing, produced and waste water disposal, oilfield waste processing, landfill disposal, and oil purchase/resale service. The drilling and production services division ("DPS") provides equipment, product solutions and chemicals for drilling, completion and production operations for oil and gas producers in western Canada. The OnSite division ("OS") includes Projects which include pipeline integrity, demolition and decommissioning, and reclamation and remediation of former wellsites, facilities, commercial and industrial properties, and environmental construction projects; Environmental services which provide predrilling assessment planning, drilling waste management, remediation and reclamation assessment services, Naturally Occurring Radioactive Material ("NORM") management, waste container services and emergency response services; and Integrated Fluid Solutions ("IFS") which include water management, recycling, pumping and storage solutions.

In Canada, the level of activity in the oilfield services industry is influenced by seasonal weather patterns. As warm weather returns in the spring, the winter's frost comes out of the ground (commonly referred to as "spring break-up"), rendering many secondary roads incapable of supporting heavy loads and as a result road bans are implemented prohibiting heavy loads from being transported in certain areas. This limits the movement of the heavy equipment required for drilling and well servicing activities, and the level of activity of the Corporation's customers may, consequently, be reduced. In the areas in which the Corporation operates, the second quarter has generally been the slowest quarter as a result of spring break-up. Historically, the Corporation's first, third and fourth quarters represent higher activity levels and operations. These seasonal trends typically lead to quarterly fluctuations in operating results and working capital requirements, which should be considered in any quarter over quarter analysis of performance.

1. NATURE OF BUSINESS AND BASIS OF PRESENTATION (continued)

Basis of Presentation

The condensed consolidated financial statements of Secure have been prepared by management in accordance with International Accounting Standard ("IAS") 34, "Interim Financial Reporting", as issued by the International Accounting Standards Board ("IASB") in effect at the closing date of March 31, 2017. The condensed consolidated financial statements do not include all of the information required for full annual financial statements and should be read in conjunction with the annual audited consolidated financial statements for the year ended December 31, 2016.

These condensed consolidated financial statements are recorded and presented in Canadian dollars (\$), which is Secure's functional currency, and have been prepared on a historical cost basis, except for certain financial instruments and share-based compensation transactions that have been measured at fair value. All values are rounded to the nearest thousand dollars (\$000's), except where otherwise indicated. Certain comparative figures have been reclassified to conform to the financial statement presentation adopted for the current period.

These condensed consolidated financial statements were approved by Secure's Board of Directors on May 2, 2017.

2. SIGNIFICANT ACCOUNTING POLICIES, ESTIMATES AND JUDGMENTS

Significant Accounting Policies

The significant accounting policies adopted in the preparation of these condensed consolidated financial statements are the same as those set out in the annual audited consolidated financial statements for the year ended December 31, 2016. Unless otherwise stated, these policies have been consistently applied to all periods presented.

Significant Estimates and Judgments

The timely preparation of the Corporation's condensed consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported assets, liabilities, revenues, expenses, gains, losses, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods. The estimates and underlying assumptions are reviewed by management on an ongoing basis, with any adjustments recognized in the period in which the estimate is revised.

The key estimates and judgments concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities include those related to the determination of cash generating units, depreciation, depletion and amortization, recoverability of assets, asset retirement obligations and accretion, other provisions and contingent liabilities, inventories, share-based compensation, deferred income taxes, provision for doubtful accounts, purchase price equations, and net investments in foreign subsidiaries. Readers are cautioned that the preceding list is not exhaustive and other items may also be affected by estimates and judgments.

3. PROPERTY, PLANT AND EQUIPMENT

During the three months ended March 31, 2017, \$1.5 million (\$1.9 million for the three months ended March 31, 2016) of directly attributable capitalized salaries and overhead were added to property, plant and equipment. The amount of borrowing costs capitalized to property, plant and equipment for the three months ended March 31, 2017 was \$nil (\$0.1 million for the three months ended March 31, 2016).

In the first quarter of 2017, the Company revised the inflation rate used to estimate the asset retirement provision to 2% (previously 3%), which decreased the provision and property, plant and equipment by \$12.5 million.

SECURE ENERGY SERVICES INC.

Notes to the Condensed Consolidated Financial Statements (unaudited) For the three months ended March 31, 2017 and 2016

3. PROPERTY, PLANT AND EQUIPMENT (continued)

(1000)	Assets Under		Plant Equipment, Landfill	Rental and Mobile	Office and Computer	Total
(\$000's)	Construction	Land and Buildings	Cells and Disposal Wells	Equipment	Equipment	Total
Cost:						
December 31, 2016	36,838	108,687	1,080,473	129,552	36,762	1,392,312
Additions ⁽¹⁾	13,992	186	5,369	1,276	360	21,183
Change in asset retirement cost	-	-	(12,491)	-	-	(12,491)
Disposals	-	(18)	(235)	(1,487)	-	(1,740)
Transfers (1)	(8,114)	-	-	-	-	(8,114)
Foreign exchange effect	8	(202)	(1,382)	(202)	(11)	(1,789)
March 31, 2017	42,724	108,653	1,071,734	129,139	37,111	1,389,361
Accumulated depresention and depletion.						
Accumulated depreciation and depletion:		(00 500)	(000.040)	(17 701)	(10,000)	(000.000)
December 31, 2016	-	(23,583)	(290,010)	(47,761)	(18,968)	(380,322)
Depreciation and depletion	-	(918)	(15,357)	(3,402)	(1,506)	(21,183)
Disposals	-	5	158	1,284	-	1,447
Foreign exchange effect	-	26	487	57	4	574
March 31, 2017	-	(24,470)	(304,722)	(49,822)	(20,470)	(399,484)
Net book value:						
March 31, 2017	42,724	84,183	767,012	79,317	16,641	989,877
December 31, 2016	36,838	85,104	790,463	81,791	17,794	1,011,990

⁽¹⁾ Costs related to assets under construction are transferred to property, plant and equipment and classified by nature of the asset when available for use in the manner intended by management.

4. LONG-TERM BORROWINGS

_(\$000's)	Mar 31, 2017	Dec 31, 2016
Amount drawn on credit facility	188,000	209,000
Unamortized transaction costs	(868)	(958)
Total long-term borrowings	187,132	208,042

The Corporation has a \$700.0 million syndicated credit facility (the "Credit Facility"). The Credit Facility consists of a \$675.0 million extendible revolving term credit facility and a \$25.0 million revolving operating facility.

At March 31, 2017 and December 31, 2016, the Corporation was in compliance with all financial covenants contained in the lending agreement.

The amount available under the Credit Facility is reduced by any outstanding letters of credit, which at March 31, 2017 amounted to \$40.1 million (December 31, 2016: \$35.7 million).

(\$000's)	Mar 31, 2017	Dec 31, 2016
Credit facility	700,000	700,000
Amount drawn on credit facility	(188,000)	(209,000)
Letters of credit	(40,076)	(35,654)
Available amount	471,924	455,346

5. SHAREHOLDERS' EQUITY

		Amount
	Number of Shares	(\$000's)
Balance at December 31, 2016	160,652,221	1,030,033
Options exercised	284,667	2,267
RSUs, PSUs and CSUs exercised	1,316,713	-
Transfer from reserves in equity	-	12,836
Shares issued through DRIP	326,998	3,353
Balance at March 31, 2017	162,580,599	1,048,489

As at March 31, 2017, there were 2,660,712 common shares of the Corporation held in escrow in conjunction with the Corporation's business acquisitions (December 31, 2016: 3,062,827).

The Corporation declared dividends to holders of common shares for the three months ended March 31, 2017 of \$9.7 million (three months ended March 31, 2016: \$8.3 million).

Subsequent to March 31, 2017, the Corporation declared dividends to holders of common shares in the amount of \$0.02 per common share payable on April 17 and May 15, 2017 for shareholders of record on April 1 and May 1, 2017, respectively.

Subsequent to the first quarter and commencing with the April 2017 dividend declaration, the Corporation suspended its Dividend Reinvestment Plan ("DRIP"). Shareholders participating in the DRIP at that time received cash dividends starting with the April 17, 2017 dividend payment date.

5. SHAREHOLDERS' EQUITY (continued)

The following reflects the share data used in the basic and diluted earnings (loss) per share computations:

	For the three n	nonths ended
	Mar 31, 2017	Mar 31, 2016
Weighted average number of shares for basic earnings (loss) per share	162,049,821	140,015,143
Effect of dilution:		
Options, RSUs, PSUs and CSUs	3,895,085	-
Weighted average number of shares for diluted earnings (loss) per share	165,944,906	140,015,143

The above table excludes 4,716,416 options for the three months ended March 31, 2017 as they are considered to be anti-dilutive. For the three month period ended March 31, 2016 all options, restricted share units ("RSUs") and performance share units ("PSUs") are excluded as they were considered to be anti-dilutive.

6. SHARE-BASED COMPENSATION PLANS

The Corporation has share-based compensation plans (the "Plans") under which the Corporation may grant share options, RSUs, PSUs and compensation share units ("CSUs") to its employees and consultants. In addition the Corporation has a deferred share unit ("DSU") plan for non-employee directors of the Corporation. The terms of the Plans and aggregate number of common shares issuable remain unchanged from those disclosed in the annual audited consolidated financial statements for the year ended December 31, 2016.

		Mar 31, 2017		Dec 31, 2016
	Outstanding options	Weighted average exercise price (\$)	Outstanding options	Weighted average exercise price (\$)
Balance - beginning of period	7,209,139	13.17	8,608,870	12.88
Granted	50,000	11.48	20,000	8.23
Exercised	(284,667)	7.95	(597,119)	8.30
Expired	(3,400)	8.41	(196,802)	9.15
Forfeited	(14,279)	14.71	(625,810)	14.93
Balance - end of period	6,956,793	13.37	7,209,139	13.17
Exercisable - end of period	4,884,779	14.07	4,057,215	14.18

A summary of the status of the Corporation's share options is as follows:

Unit Incentive and DSU Plans

The following table summarizes the units outstanding:

For the three months ended March 31, 2017:	RSUs	PSUs	CSUs	DSUs
Balance - beginning of period	2,408,844	853,590	607,963	175,666
Granted	1,451,102	610,779	-	75,990
Reinvested dividends	16,687	7,418	1,143	1,034
Redeemed for common shares	(683,526)	(25,224)	(607,963)	-
Forfeited	(53,982)	-	(19)	-
Balance - end of period	3,139,125	1,446,563	1,124	252,690

As at March 31, 2017, \$2.5 million (December 31, 2016: \$2.1 million) was included in accounts payable and accrued liabilities for outstanding DSUs. Share-based compensation included in the consolidated statements of comprehensive income (loss) related to the DSUs was an expense of \$0.4 million for the three months ended March 31, 2017 (\$0.7 million for the three months ended March 31, 2016).

7. CONTRACTUAL OBLIGATIONS

As at March 31, 2017

(\$000's)	Payments due by period				
	1 year or less	1-5 years	5 years and thereafter	Total	
Finance leases	4,684	4,066	-	8,750	
Operating leases	12,109	32,916	4,318	49,343	
Crude oil transportation (1)	31,956	141,497	142,152	315,605	
Inventory purchases	38,465	18,245	-	56,710	
Capital commitments	4,708	-	-	4,708	
Total contractual obligations	91,922	196,724	146,470	435,116	

⁽¹⁾ Crude oil transportation includes rail car operating lease commitments and crude oil transportation volumes for pipeline throughput at certain pipeline connected full service terminals.

8. OPERATING SEGMENTS

For management purposes, the Corporation is organized into divisions based on their products and services provided. Management monitors the operating results of each division separately for the purpose of making decisions about resource allocation and performance assessment.

The Corporation has three reportable operating segments, as described in Note 1. The Corporation also reports activities not directly attributable to an operating segment under Corporate. Corporate division expenses consist of public company costs, as well as salaries, share-based compensation, interest and finance costs and office and administrative costs relating to corporate employees and officers.

Three months ended March 31, 2017	PRD division	DPS division	OS division	Corporate	Total
Revenue	377,346	50,468	22,775		450,589
Direct expenses	(337,529)	(38,867)	(17,186)		(393,582)
Operating margin	39,817	11,601	5,589		57,007
General and administrative expenses	(3,962)	(3,449)	(2,078)	(3,793)	(13,282)
Share-based compensation	-			(6,174)	(6,174)
Business development expenses	-			(1,640)	(1,640)
Depreciation, depletion and amortization	(17,397)	(4,874)	(3,044)	(377)	(25,692)
Interest, accretion and finance costs	(422)			(2,462)	(2,884)
Earnings (loss) before tax	18,036	3,278	467	(14,446)	7,335

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Three months ended March 31, 2016	PRD division	DPS division	OS division	Corporate	Total
Revenue	155,571	35,207	18,354	-	209,132
Direct expenses	(129,688)	(29,727)	(13,767)	-	(173,182)
Operating margin	25,883	5,480	4,587	-	35,950
General and administrative expenses	(3,252)	(3,323)	(1,316)	(3,339)	(11,230)
Share-based compensation	-	-	-	(4,894)	(4,894)
Business development expenses	-	-	-	(1,648)	(1,648)
Depreciation, depletion and amortization	(16,200)	(5,851)	(3,683)	(325)	(26,059)
Interest, accretion and finance costs	(575)	-	-	(3,275)	(3,850)
Earnings (loss) before tax	5,856	(3,694)	(412)	(13,481)	(11,731)

8. **OPERATING SEGMENTS (continued)**

As at March 31, 2017	PRD division	DPS division	OS division	Corporate	Tota
Current assets	171,357	106,476	28,268	-	306,101
Total assets	1,059,558	259,790	77,427	6,553	1,403,328
Goodwill	19,516		11,127		30,643
Intangible assets	16,142	41,771	5,915		63,828
Property, plant and equipment	852,545	98,664	32,115	6,553	989,877
Current liabilities	138,757	18,224	11,353		168,334
Total liabilities	236,968	35,339	13,531	187,132	472,970
				, i i i i i i i i i i i i i i i i i i i	
Total liabilities As at December 31, 2016	236,968 PRD division	35,339 DPS division	13,531 OS division	187,132 Corporate	472,970 Total
				, i i i i i i i i i i i i i i i i i i i	
As at December 31, 2016 Current assets	PRD division	DPS division	OS division	, i i i i i i i i i i i i i i i i i i i	Total
As at December 31, 2016	PRD division 182,694	DPS division 91,971	OS division 26,532	Corporate	Total 301,197
As at December 31, 2016 Current assets Total assets Goodwill	PRD division 182,694 1,090,849	DPS division 91,971	OS division 26,532 77,652	Corporate	Total 301,197 1,425,250
As at December 31, 2016 Current assets Total assets Goodwill Intangible assets	PRD division 182,694 1,090,849 19,516	DPS division 91,971 249,876	OS division 26,532 77,652 11,127	Corporate	Total 301,197 1,425,250 30,643
As at December 31, 2016 Current assets Total assets	PRD division 182,694 1,090,849 19,516 17,353	DPS division 91,971 249,876 - 43,948	OS division 26,532 77,652 11,127 6,737	Corporate - 6,873 -	Total 301,197 1,425,250 30,643 68,038

Geographical Financial Information

_(\$000's)	Canada		US		Total	
Three months ended March 31,	2017	2016	2017	2016	2017	2016
Revenue	438,577	198,370	12,012	10,762	450,589	209,132
As at March 31, 2017 and December 31, 2016						
Total non-current assets	943,873	963,321	153,354	160,732	1,097,227	1,124,053

9. SUBSEQUENT EVENTS

On April 13, 2017, the Corporation acquired the Canadian division of a production chemical business from a U.S. based multi-national company for an aggregate purchase price of approximately \$29.8 million, subject to any post-closing adjustments, with consideration paid in cash. The acquired assets will be integrated into the DPS division's Production Chemicals service line. The acquisition is expected to strengthen Secure's position in the market by adding over 100 fully formulated proprietary products, as well as key infrastructure related to the product offering and an experienced and dedicated employee base.

On May 2, 2017, Secure announced a 6.25% increase to its monthly dividend rate from \$.02 to \$.02125 per common share commencing with the June 15, 2017 dividend payment date for shareholders of record on June 1, 2017.

CORPORATE INFORMATION

DIRECTORS

Rene Amirault - Chairman Brad Munro ^{(1) (2) (3)} David Johnson ^{(2) (3) (4)} Daniel Steinke ⁽⁴⁾ Kevin Nugent ^{(1) (3)} Murray Cobbe ^{(1) (2) (5)} Shaun Paterson ^{(1) (4)}

OFFICERS

Rene Amirault President & Chief Executive Officer

Allen Gransch Executive Vice President & Chief Financial Officer

Brian McGurk Executive Vice President, Human Resources & Strategy

Corey Higham Executive Vice President, Midstream

Daniel Steinke Executive Vice President, Corporate Development

David Engel Executive Vice President, Processing, Recovery & Disposal

David Mattinson Executive Vice President, OnSite Services

George Wadsworth Executive Vice President, Drilling & Production Services

- ¹ Audit Committee
- ² Compensation Committee
- ³ Corporate Governance Committee
- ⁴ Health, Safety & Environment Committee

⁵ Lead Director

STOCK EXCHANGE Toronto Stock Exchange Symbol: SES

AUDITORS

KPMG LLP Calgary, Alberta

LEGAL COUNSEL

Bennett Jones LLP Calgary, Alberta

BANKERS Alberta Treasury Branches

TRANSFER AGENT AND REGISTRAR

Computershare Calgary, Alberta