



PASON SYSTEMS INC.

2020 ANNUAL REPORT

PASON GLOBAL PRESENCE



MISSION STATEMENT

Pason provides technologies and services that improve the effectiveness, efficiency, and safety of drilling operations in challenging operating environments worldwide.

Our simple-to-use, innovative, and rig-tough technologies enable effective collaboration between the field and the office and are supported by our unrivalled service organization.

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QUICK FACTS

- Headquartered in Calgary, Alberta.
- US office in Houston, Texas.
- Local presence in Argentina, Australia, Brazil, Colombia, Dubai, Ecuador, Mexico, Peru, and Saudi Arabia.
- Listed on the Toronto Stock Exchange under the symbol PSI.

PRESIDENT'S MESSAGE

When we entered 2020, we expected our industry to face challenges as a result of an imbalance between supply and demand in global oil markets, exacerbated by a price war between two of the world's largest oil producers, Russia and Saudi Arabia. We could not have anticipated just how challenging the year would be. In January, COVID-19 was a growing concern in the Wuhan region of China and by March, it had become a global pandemic, which led to significant restrictions and lockdowns.

Almost overnight, our office-based employees transitioned seamlessly to remote-working arrangements. The cover of this year's annual report reflects the reality of many of our daily interactions with Pason colleagues, customers, suppliers, and service providers. Our field technicians, who are accustomed to working remotely, also had to adapt to changing working conditions on drilling rig locations and rose to the challenge. In the face of these changes, we saw no impact on the velocity of our product development efforts, the quality of our customer service, or the effectiveness of our corporate operations.

While working remotely was a dramatic change for our office staff, remote work is not new to Pason. Our company's success for decades has been rooted in our ability to deploy and service innovative technologies in remote operating locations and to enable collaboration between customers working in the field and their office-based colleagues.



"Through the current downturn, we have retained the critical technology development, service, and business development capabilities to maintain our leading competitive position."

The combination of excess supply and a shock to demand as a result of the pandemic led to a collapse in oil prices and sharp reductions in drilling activity in early 2020. With our daily rental business model, our revenue is acutely responsive to activity changes and, as a result, our 2020 revenue of \$157 million was down 47% from the prior year. Most of our operating costs are fixed in nature, which impacts profitability in downturns. Adjusted EBITDA of \$40 million was down 70% year-over-year and net income of \$6.6 million represented an 88% decrease. Free cash flow for the year came in at \$54 million and we returned \$50 million to shareholders through our dividend and share repurchases.

As the industry recovers, we will largely absorb higher levels of activity within our existing cost structure and see significant improvements in our earnings. Analyst expectations for near-term drilling activity vary as significant uncertainty remains, in relation to both the demand impacts of the ongoing pandemic and how OPEC decisions and compliance will affect supply. Greater consensus exists around the likelihood of a return to at least 500 to 600 US land drilling rigs within the next couple of years.

As demand for energy continues to increase, fuelled by global population growth and the increasing urbanization

"Our focus continues to be on providing an inspiring work environment for employees, compelling technologies and leading service for customers, and attractive financial returns for our shareholders."

of developing countries, significant efforts are being made to advance alternative energy sources. These efforts are required if we are to maintain a sustainable world for future generations. However, they will not fully displace the need for hydrocarbons as an important energy source. The world will require a variety of energy sources, including oil and gas, to meet its needs. Oil demand is expected to increase in 2021 before returning to pre-pandemic levels in 2022. As both production levels and inventories of crude oil, refined products, and drilled but uncompleted wells (DUCs) decrease, additional drilling will be required to meet demand.

Through the current downturn, we have retained the critical technology development, service, and business development capabilities to maintain our leading competitive position. Pason's history of financial discipline allows for investments through downturns which position the company to outperform as industry conditions improve. The industry is increasingly being characterized by a smaller number of companies, the result of consolidation among oil and gas companies and companies exiting the industry as a result of financial distress. The larger companies who remain are focused on using technology to improve the efficiency and effectiveness of their drilling operations, and we will continue to make the necessary investments to be the leading provider of innovative technologies to meet these needs. Our ability to deliver improved profits will be a function of both the efforts we have taken to streamline our cost structure and seizing on opportunities to generate additional revenue through the delivery of additional value for customers.

Through Energy Toolbase, we continue to build a comprehensive platform for the modelling, control, and monitoring of energy storage assets. The implementation and efficient management of storage assets is a crucial component of fully realizing the potential of renewable energy sources and Energy Toolbase is well positioned to grow its business by integrating storage into the development of project proposals.

In order to maintain our leading technology position, we need to continue to attract and motivate exceptional technical talent. As companies across all industries increasingly look to data and technology initiatives, the competition for this talent becomes more pronounced and our unique culture remains our greatest asset in differentiating ourselves from other companies.

In July 2020, we announced a leadership transition aligned with the company's long-term succession plan. Jim Hill, whose visionary leadership of Pason from the time he acquired the company in 1987 created one of the great success stories in Canadian energy services, retired as Chair of the Board of Directors. Marcel Kessler, who served as President & CEO since 2011, retired from the company and succeeded Mr. Hill as Non-Executive Chair of the Board. Under the exceptional leadership of Mr. Hill and Mr. Kessler, Pason created the technologies, service organization, and corporate culture that is the foundation of the company's success.

Our greatest tribute to their efforts is to build on that foundation. Our focus continues to be on providing an inspiring work environment for employees, compelling technologies and leading service for customers, and attractive financial returns for our shareholders.

On behalf of the Board of Directors, I extend thanks to our employees, customers, suppliers, and shareholders for their ongoing support.



Jon Faber

• President and Chief Executive Officer
March 2021

2020 FINANCIAL HIGHLIGHTS

All dollar amounts are in \$CDN unless otherwise indicated.

\$157
MILLION
IN REVENUE

\$59
MILLION
CASH FLOW
OPERATIONS

\$40
MILLION
DIVIDENDS PAID

\$40
MILLION
ADJUSTED
EBITDA

\$54
MILLION
FREE
CASH FLOW

\$149
MILLION
IN CASH
WITH NO DEBT

*

*At year end

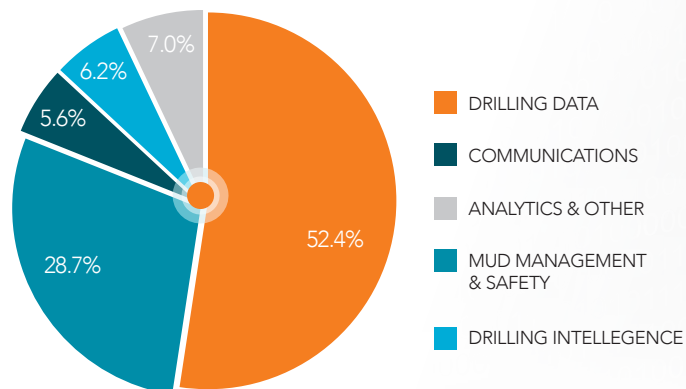
OVER
\$500
MILLION

RETURNED TO
SHAREHOLDERS
OVER THE PAST
10 YEARS

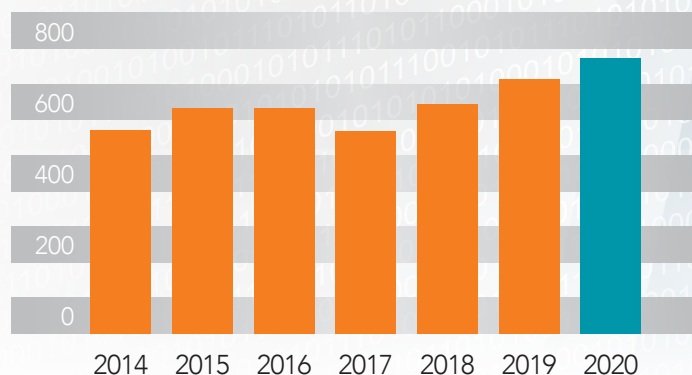
2020 OPERATIONAL & FINANCIAL HIGHLIGHTS

All dollar amounts are in \$CDN unless otherwise indicated.

REVENUE BY CATEGORY



NORTH AMERICAN REVENUE PER INDUSTRY DAY



IN 2020...

1452
UNIQUE RIGS SERVICED

9000+
DATAHUB USERS

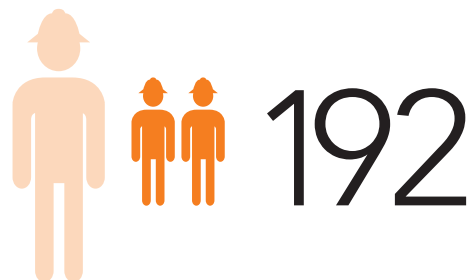
\$27
MILLION R&D SPEND

EMPLOYEE HEADCOUNT

TOTAL PASON



FIELD TECHNICIANS



R&D AND IT





MANAGEMENT'S DISCUSSION & ANALYSIS

CONSOLIDATED FINANCIAL STATEMENTS & NOTES

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Management's Discussion and Analysis

The following discussion and analysis has been prepared by management as of February 24, 2021, and is a review of the financial condition and results of operations of Pason Systems Inc. (Pason or the Company) based on International Financial Reporting Standards (IFRS) and should be read in conjunction with the Consolidated Financial Statements for the twelve months ended December 31, 2020 and 2019, and accompanying notes, and Pason's Annual Information Form dated March 17, 2021.

Certain information regarding the Company contained herein may constitute forward-looking statements under applicable securities laws. Such statements are subject to known or unknown risks and uncertainties that may cause actual results to differ materially from those anticipated or implied in the forward-looking statements. For further information, please refer to Forward Looking Information.

All financial measures presented in this report are expressed in Canadian dollars unless otherwise indicated.

Highlights

	Three Months Ended December 31,			Year Ended December 31,		
	2020	2019	Change	2020	2019	Change
(CDN 000s, except per share data)	(\$)	(\$)	(%)	(\$)	(\$)	(%)
Revenue	32,758	68,410	(52)	156,636	295,642	(47)
EBITDA ⁽¹⁾	8,300	25,555	(68)	48,388	124,763	(61)
Adjusted EBITDA ⁽¹⁾	8,201	26,615	(69)	39,540	129,644	(70)
As a % of revenue	25.0	38.9	(1,390) bps	25.2	43.9	(1,870) bps
Funds flow from operations	8,939	22,126	(60)	40,560	111,718	(64)
Per share – basic	0.11	0.26	(58)	0.48	1.31	(63)
Per share – diluted	0.11	0.26	(58)	0.48	1.30	(63)
Cash from operating activities	(2,717)	24,714	nmf	58,583	108,547	(46)
Capital expenditures	465	5,587	(92)	5,159	24,178	(79)
Free cash flow ⁽¹⁾	(3,100)	19,955	nmf	53,864	85,954	(37)
Cash dividends declared (per share)	0.05	0.19	(74)	0.48	0.74	(35)
Net (loss) income	(2,662)	10,096	nmf	5,134	53,803	(90)
Net (loss) income attributable to Pason	(2,166)	10,405	nmf	6,568	54,112	(88)
Per share – basic	(0.03)	0.12	nmf	0.08	0.63	(88)
Per share – diluted	(0.03)	0.12	nmf	0.08	0.63	(88)
Total interest bearing debt	—	—	—	—	—	—
Shares outstanding end of period (#000's)	83,089	84,538	(2)	83,089	84,538	(2)

(1) Non-IFRS financial measures are defined in the Management's Discussion and Analysis section.

Pason's financial results for the year ended December 31, 2020, were significantly impacted by the impacts of the COVID-19 pandemic on global oil and gas demand, and the related reduction in drilling activity in all of the Company's end markets. As a result, revenue of \$156.6 million and Adjusted EBITDA of \$39.5 million for the twelve months ended December 31, 2020, represent decreases over prior year results. During the year, Pason took necessary cost rationalization and restructuring measures to reflect lower industry activity levels, which allowed the Company to minimize losses while retaining technology development and service capabilities as industry rig counts reached historic lows in the third quarter of 2020, and furthermore, demonstrate the Company's strong operating leverage as North American and International rig counts began to improve throughout the fourth quarter.

In the fourth quarter, Pason generated consolidated revenue of \$32.8 million, a decrease of 52% from the corresponding period in 2019, but a 42% increase from \$23.1 million in the third quarter of 2020. Adjusted EBITDA was \$8.2 million in the fourth quarter, a decrease of 69% or \$18.4 million from the corresponding

period in 2019, but a significant increase from an Adjusted EBITDA loss of \$1.1 million in the third quarter of 2020 as the Company began to absorb its fixed cost base with improving activity levels. While the Company continued to defend and grow its competitive positioning in key markets, the year over year decline in revenue and Adjusted EBITDA is reflective of the challenging industry conditions that persisted throughout 2020.

Despite these challenging conditions, Pason continued to maintain a strong balance sheet with no interest bearing debt and \$149.3 million in cash and cash equivalents as at December 31, 2020 (2019: \$161.0 million). The Company generated \$8.9 million in funds flow from operations in the fourth quarter (2019: \$22.1 million), which was offset by investments in working capital to meet improving industry activity levels, resulting in a net cash outflow from operating activities of \$2.7 million (2019: inflow of \$24.7 million). Year-over-year, funds flow from operations and cash from operating activities was negatively impacted by the reduction in gross profit, offset by the Company receiving government wage subsidies and cost savings resulting from the 2020 restructuring.

Free cash flow was a loss of \$3.1 million in the fourth quarter of 2020, compared to \$20.0 million from the corresponding period in 2019. This decrease is due to the year-over-year reduction in cash from operating activities, partially offset by a 92% reduction in capital expenditures as part of the Company's ongoing efforts to remain disciplined with capital spending.

The Company recorded a net loss attributable to Pason of \$2.2 million (\$0.03 per share) in the fourth quarter of 2020 compared to net income attributable to Pason of \$10.4 million (\$0.12 per share) recorded in the corresponding period in 2019. The year-over-year decline is due to the factors outlined above, and furthermore, the fourth quarter results of 2020 include a charge resulting from the revaluation of a put option and an increase in stock-based compensation expense.

Changes in Reportable Segments

Prior to the third quarter of 2020, the Company presented three operating segments, based upon the geographic segments of the Company's core business of servicing the oil and gas industry, consisting of Canada, the United States, and International. The United States segment included Energy Toolbase Software Inc, which is the operating entity of the Company's solar and energy storage business.

In response to ongoing low activity levels across the North American land drilling market, the Company streamlined its structure and operations in the third quarter by consolidating its core US and Canadian operations. As a result of this consolidation, along with the continued investment in solar and energy storage business, the Company determined that the prior operating segments no longer reflected how management monitored and evaluated operating results. This conclusion was reached in part due to the fact that solar and energy storage business is distinct from its core business and that anticipated future operating results will be significant enough to warrant a distinct segment, as well as the consolidation of management of North American operations. These new reportable segments reflect how the Chief Executive Officer and management allocate resources and assess the performance of the Company.

All comparative figures have been reclassified to conform to the new presentation.

Impact of Hyperinflation

Due to various qualitative and quantitative factors, Argentina has been designated a hyper-inflationary economy as of the second quarter of 2018 for accounting purposes. As such, the Company has applied accounting standards IAS 21, The Effects of Changes in Foreign Exchange, and IAS 29, Financial Reporting in Hyper-Inflationary Economies to these Consolidated Financial Statements for its Argentinian operating subsidiary. These Consolidated Financial Statements are based on the historical cost approach in IAS 29.

The impact of applying IAS 21 to the operating results of the Argentina subsidiary for the fourth quarter of 2020 was to decrease revenue by \$276 and reduce segment gross profit by \$571. The impact of applying IAS 29 to the non-monetary assets and liabilities, and shareholders' equity of the Argentina subsidiary resulted in a non-cash net monetary adjustment of \$594 for the fourth quarter of 2020.

Impact on IFRS Measures

	Three Months Ended December 31,			Year Ended December 31,		
	2020	2019	Change	2020	2019	Change
(000s)	(\$)	(\$)	(%)	(\$)	(\$)	(%)
(Decrease) increase in revenue	(276)	792	nmf	(745)	(955)	(22)
Decrease (increase) in rental services and local administration expenses	283	(493)	nmf	652	562	16
(Increase) in depreciation expense	(578)	(340)	70	(1,347)	(598)	125
(Decrease) in segment gross profit	(571)	(41)	1293	(1,440)	(991)	45
Net monetary gain presented in other expenses	594	212	180	1,874	2,588	(28)
(Increase) decrease in income tax provision	—	(40)	nmf	—	40	nmf
Increase in net income	23	131	(82)	434	1,637	(73)

Impact on Non-IFRS Measures

	Three Months Ended December 31,			Year Ended December 31,		
	2020	2019	Change	2020	2019	Change
(000s)	(\$)	(\$)	(%)	(\$)	(\$)	(%)
(Decrease) increase in revenue	(276)	792	nmf	(745)	(955)	(22)
Decrease (increase) in rental services and local administration expenses	283	(493)	nmf	652	562	16
Net monetary gain presented in other expenses	594	212	180	1,874	2,588	(28)
Increase in EBITDA	601	511	18	1,781	2,195	(19)
(Elimination) of net monetary gain presented in other expenses	(594)	(212)	180	(1,874)	(2,588)	(28)
Increase (decrease) in Adjusted EBITDA	7	299	(98)	(93)	(393)	(76)

Additional IFRS Measures

In its Consolidated Financial Statements, the Company uses certain additional IFRS measures. Management believes these measures provide useful supplemental information to readers.

Funds flow from operations

Management believes that funds flow from operations, as reported in the Consolidated Statements of Cash Flows, is a useful additional measure as it represents the cash generated during the period, regardless of the timing of collection of receivables and payment of payables. Funds flow from operations represents the cash flow from continuing operations, excluding non-cash items. Funds flow from operations is defined as net income adjusted for depreciation and amortization expense, non-cash, stock-based compensation expense, deferred taxes, and other non-cash items impacting operations.

Cash from operating activities

Cash from operating activities is defined as funds flow from operations adjusted for changes in working capital items.

Non-IFRS Financial Measures

These definitions are not recognized measures under IFRS, and accordingly, may not be comparable to measures used by other companies. These Non-IFRS measures provide readers with additional information regarding the Company's operating performance, and ability to generate funds to finance its operations, fund its research and development and capital expenditure program, and pay dividends.

Revenue per Industry day

Revenue per Industry day is defined as the daily revenue generated from all products that the Company is renting over all active drilling rig days in the North American market. This metric provides a key measure of the Company's ability to evaluate and manage product adoption, pricing, and market share penetration. Drilling days are calculated by using accepted industry sources.

EBITDA and Adjusted EBITDA

EBITDA is defined as net income before interest income and expense, income taxes, stock-based compensation expense, and depreciation and amortization expense.

Adjusted EBITDA is defined as EBITDA, adjusted for foreign exchange, impairment of property, plant, and equipment, restructuring costs, net monetary adjustments, government wage assistance, revaluation of put obligation, and other items which the Company does not consider to be in the normal course of continuing operations.

Management believes that EBITDA and Adjusted EBITDA are useful supplemental measures as they provide an indication of the results generated by the Company's principal business activities prior to the consideration of how these results are taxed in multiple jurisdictions, how the results are impacted by foreign exchange or how the results are impacted by the Company's accounting policies for equity-based compensation plans.

Free cash flow

Free cash flow is defined as cash from operating activities plus proceeds on disposal of property, plant, and equipment, less capital expenditures (including changes to non-cash working capital associated with capital expenditures), and deferred development costs. This metric provides a key measure on the Company's ability to generate cash from its principal business activities after funding capital expenditure programs, and provides an indication of the amount of cash available to finance, among other items, the Company's dividend and other investment opportunities.

Overall Performance

	Three Months Ended December 31,			Year Ended December 31,		
	2020	2019	Change	2020	2019	Change
(000s)	(\$)	(\$)	(%)	(\$)	(\$)	(%)
Revenue						
Drilling Data	17,099	35,915	(52)	82,081	156,208	(47)
Mud Management and Safety	8,893	19,768	(55)	45,025	85,827	(48)
Communications	1,859	4,438	(58)	8,839	19,760	(55)
Drilling Intelligence	2,108	4,619	(54)	9,765	20,321	(52)
Analytics and Other	2,799	3,670	(24)	10,926	13,526	(19)
Total revenue	32,758	68,410	(52)	156,636	295,642	(47)

The Pason Electronic Drilling Recorder (EDR) remains the Company's primary product for the North American and International business unit. The EDR provides a complete drilling data acquisition system, data networking, and drilling management tools and reports at both the wellsite and at customer offices. The EDR is the base product from which all other wellsite instrumentation products are linked. By linking these products, a number of otherwise redundant elements such as data processing, display, storage, and networking are eliminated. This ensures greater reliability and a more robust system of instrumentation for the customer.

As a result of the change in reportable segments described previously, the Company, effective from the third quarter of 2020, reports on three strategic business units: The North American (Canada and the United States) and International (Latin America, including Mexico, Offshore, the Eastern Hemisphere, and the Middle East) business units, all of which offer services to the oil and gas industry, and the Solar and Energy Storage business unit, which provides services to solar and energy storage developers. Revenue associated with the Solar and Energy Storage business unit is reported in analytics and other.

Throughout 2020, the COVID-19 pandemic continued to have a significant negative impact on the demand for fossil fuels, which combined with a supply imbalance led to a decline in commodity prices. As a result, oil and gas operators took a very cautious approach to capital spending and the global drilling industry saw a significant decline in the active rig counts in all major markets the Company operates in.

Total revenue decreased by 52% in the fourth quarter of 2020 compared to the corresponding period in 2019 due to the decrease in industry activity in the North American and International operating segments, partially offset by an increase in North American Revenue per Industry Day as the Company continued to defend and grow its leading market share position.

Discussion of Operations

North American Operations

	Three Months Ended December 31,			Year Ended December 31,		
	2020	2019	Change	2020	2019	Change
(000s)	(\$)	(\$)	(%)	(\$)	(\$)	(%)
Revenue						
Drilling Data	13,940	29,877	(53)	69,861	132,590	(47)
Mud Management and Safety	7,460	17,610	(58)	38,848	78,260	(50)
Communications	1,677	4,000	(58)	8,083	18,146	(55)
Drilling Intelligence	2,022	4,252	(52)	9,263	18,986	(51)
Analytics and Other	1,219	1,704	(28)	5,324	8,721	(39)
Total revenue	26,318	57,443	(54)	131,379	256,703	(49)
Rental services and local administration	11,099	22,833	(51)	57,132	96,238	(41)
Depreciation and amortization	6,509	9,406	(31)	30,037	36,421	(18)
Segment gross profit	8,710	25,204	(65)	44,210	124,044	(64)

	Three Months Ended December 31,			Year Ended December 31,		
	2020	2019	Change	2020	2019	Change
	(\$)	(\$)	(%)	(\$)	(\$)	(%)
Revenue per Industry day	721	669	8	706	665	6

Although North American industry activity throughout the fourth quarter improved from the lows experienced in the third quarter, challenging industry conditions remained. Revenue in the North American business unit was \$26.3 million during the fourth quarter of 2020, a decrease of 54% from the comparable period in 2019, while average North American land rig count fell 58% during the same comparative periods. Despite the challenging industry conditions, Pason managed to increase its North American Revenue per Industry Day to \$721 during the fourth quarter of 2020, an increase of 8% from the comparable period in 2019. The increase in Revenue per Industry Day was primarily achieved through market share growth and favourable geographic sales mix within North America, offsetting selective price concessions and a weaker US dollar. As certain regions within the North American segment experience fluctuations in activity levels due to seasonality, Pason expects Revenue per Industry Day to fluctuate with the relative revenue levels associated within North American regions.

Rental services and local administration decreased by 51% in the fourth quarter of 2020 over the 2019 comparative period. The decrease in operating costs is attributable to the Company's restructuring efforts to support lower levels of current and anticipated activity levels.

Depreciation and amortization decreased by 31% down in the fourth quarter of 2020 over the 2019 comparative period. The decrease is due to a combination of lower capital expenditures in recent years, along with several development projects becoming fully amortized at the beginning of 2020.

Segment gross profit was \$8.7 million during the fourth quarter of 2020 compared to \$25.2 million in the 2019 comparative period, representing a 65% decline year-over-year, due to the factors outlined above.

International Operations

	Three Months Ended December 31,			Year Ended December 31,		
	2020	2019	Change	2020	2019	Change
(000s)	(\$)	(\$)	(%)	(\$)	(\$)	(%)
Revenue						
Drilling Data	3,159	6,038	(48)	12,220	23,618	(48)
Mud Management and Safety	1,433	2,158	(34)	6,177	7,567	(18)
Communications	182	438	(58)	756	1,614	(53)
Drilling Intelligence	86	367	(77)	502	1,335	(62)
Analytics and Other	878	971	(10)	2,248	3,600	(38)
Total revenue	5,738	9,972	(42)	21,903	37,734	(42)
Rental services and local administration	3,160	5,942	(47)	14,626	21,313	(31)
Depreciation and amortization	1,374	1,302	6	4,357	4,384	(1)
Segment gross profit	1,204	2,728	(56)	2,920	12,037	(76)

The International business unit's revenue decreased by 42% in the fourth quarter of 2020 over the 2019 comparative period as activity levels in the Company's major international markets also experienced a significant reduction in activity, as was witnessed in North America.

Rental services and local administration decreased by 47% in the fourth quarter of 2020 over the 2019 comparative period. The decrease in operating costs is attributable to the Company's restructuring efforts to support lower levels of current and anticipated activity levels.

Segment gross profit was \$1.2 million during the fourth quarter of 2020 compared to \$2.7 million in the 2019 comparative period, due to the factors outlined above.

Solar and Energy Storage Operations

	Three Months Ended December 31,			Year Ended December 31,		
	2020	2019	Change	2020	2019	Change
(000s)	(\$)	(\$)	(%)	(\$)	(\$)	(%)
Revenue						
Analytics and Other	702	995	(29)	3,354	1,205	178
Total revenue	702	995	(29)	3,354	1,205	178
Operating expenses and local administration ⁽¹⁾	1,471	1,240	19	6,058	2,441	148
Depreciation and amortization	5	5	—	23	25	(8)
Segment gross (loss)	(774)	(250)	210	(2,727)	(1,261)	116

(1) Included in rental services and local administration in the Consolidated Statements of Operations.

Revenue generated by the Solar and Energy Storage business unit was \$0.7 million in the fourth quarter of 2020 compared to \$1.0 million during the 2019 comparative period, for which the majority continues to be comprised of subscription based software licenses for solar energy planning tools. The reduction in revenue in the fourth quarter is primarily due to the recognition of deferred revenue for contracts extending into 2021. Operating expenses and local administration was \$1.5 million during the fourth quarter of 2020 compared to \$1.2 million during the comparable period. Segment gross loss was \$0.8 million for the fourth quarter of 2020 compared to a segment gross loss of \$0.3 million during the 2019 comparable period.

Results in 2020 for the Solar and Energy Storage segment reflect results generated from Energy Toolbase Inc, the Company formed through the amalgamation of the former Pason Power entity and Energy Toolbase LLC (ETB), which was acquired on September 10, 2019. Comparatively, results in 2019 only reflect activity from the amalgamated ETB from September 10, 2019, onwards.

The Solar and Energy Storage business unit incurred the following research and development costs, which are included in research and development in the Consolidated Statement of Operations. These costs are excluded from the segment gross loss table above.

	Three Months Ended December 31,			Year Ended December 31,		
	2020	2019	Change	2020	2019	Change
(000s)	(\$)	(\$)	(%)	(\$)	(\$)	(%)
Research and development	838	504	66	3,372	2,470	37

Corporate Expenses

	Three Months Ended December 31,			Year Ended December 31,		
	2020	2019	Change	2020	2019	Change
(000s)	(\$)	(\$)	(%)	(\$)	(\$)	(%)
Research and development	5,941	7,470	(20)	26,977	30,439	(11)
Corporate services	2,294	4,240	(46)	11,275	15,653	(28)
Stock-based compensation	2,818	1,481	90	4,840	10,840	(55)
Total corporate expenses	11,053	13,191	(16)	43,092	56,932	(24)

During the second quarter of 2020, the Company initiated cost reduction initiatives to address the anticipated prolonged downturn in oil and gas drilling activity in all of its markets, which included headcount reductions. Accordingly, the Company recorded reorganization costs of \$5.6 million within other (income) expenses, which is comprised of termination and other staff related costs. The Company also reversed certain discretionary compensation accruals in the fourth quarter. As a result, research and development and corporate service expenses have declined compared to 2019 levels.

The change in stock-based compensation expense for both the three and twelve months ended December 31, 2020, versus the 2019 comparative periods is largely attributable to the respective changes in the Company's share price performance.

Other (Income) Expenses

	Three Months Ended December 31,			Year Ended December 31,		
	2020	2019	Change	2020	2019	Change
(000s)	(\$)	(\$)	(%)	(\$)	(\$)	(%)
Other (income) expenses						
Government wage assistance	(2,244)	—	—	(9,941)	—	—
Derecognition of onerous lease	—	—	—	(5,757)	4,289	<i>nmf</i>
Net monetary gain	(594)	(511)	16	(1,874)	(2,887)	(35)
Interest income	(99)	(755)	(87)	(1,219)	(1,481)	(18)
Net interest expense - lease liability	73	174	(58)	352	578	(39)
Equity loss (income)	592	70	746	1,028	(86)	<i>nmf</i>
Foreign exchange loss	968	930	4	1,113	2,199	(49)
Put option revaluation	1,812	—	—	1,812	—	—
Reorganization costs	—	—	—	5,554	—	—
Other	(41)	641	<i>nmf</i>	245	1,280	(81)
Total other (income) expenses	467	549	(15)	(8,687)	3,892	(323)

During 2020, the Company was eligible to participate in the Canada Emergency Wage Subsidy (CEWS) program. As a result, a CEWS benefit of \$2.2 million and \$9.9 million was recorded as government wage assistance in the three and twelve months ended December 31, 2020, respectively.

During 2019, the Company was notified that the tenant leasing the Company's previous office space in Colorado, USA, filed for Chapter 7 bankruptcy. As a result, the Company derecognized the lease receivable and reported \$4.3 million in other expenses. During the second quarter of 2020, the Company entered into an agreement to terminate the lease. As a result, a recovery of \$5.8 million was recorded as other income which represents the derecognition of the previously outstanding lease liability, offset by a termination payment.

In the fourth quarter of 2020, the Company recorded a \$1.8 million increase to the obligation under put option associated with the purchase of ETB to reflect the change in the fair value of the outstanding obligation. This increase was recorded within other (income) expenses as outlined above.

Net monetary gain included in other (income) expenses is a result of applying hyperinflation accounting to the Company's Argentinian subsidiary. The equity loss is a result of the Company using the equity method of accounting to account for its investment in Intelligent Wellhead Systems Inc. and reflects the current period change in the value of the Company's equity investment.

Q4 2020 vs Q3 2020

Following the historic lows in industry activity in Q3 2020, North America and International rig counts increased throughout the fourth quarter. Consolidated revenue was \$32.8 million in the fourth quarter of 2020, a 42% increase compared to consolidated revenue of \$23.1 million in the third quarter of 2020.

Revenue in the North American business unit was \$26.3 million in the fourth quarter of 2020, a 44% increase compared to revenue of \$18.3 million in the third quarter of 2020. The increase in revenue is attributable to an increase in the North American industry activity, as well as an increase in Revenue per Industry Day.

The International business unit reported revenue of \$5.7 million in the fourth quarter of 2020, a 48% increase compared to revenue of \$3.9 million in the third quarter of 2020. The increase in revenue is attributable to the easing of COVID-19 related restrictions in certain markets, most notably in Argentina and Australia.

Gross profit was \$9.1 million in the fourth quarter of 2020, an increase of \$8.7 million compared to the third quarter of 2020. Adjusted EBITDA was \$8.2 million in the fourth quarter of 2020 compared to a loss of \$1.1 million during the third quarter of 2020. The increase in gross profit and Adjusted EBITDA is mainly due to the \$9.7 million increase in revenue, and continues to demonstrate Pason's operating leverage as the Company began to absorb its fixed cost base with improving activity levels.

Cash from operating activities was a loss of \$2.7 million in the fourth quarter of 2020, compared to a cash inflow of \$5.8 million in the third quarter of 2020, with the decrease primarily due to the working capital investments required to meet increased activity levels quarter-over-quarter.

The Company recorded a net loss attributable to Pason in the fourth quarter of 2020 of \$2.2 million (\$0.03 per share) compared to a net loss attributable to Pason of \$3.7 million (\$0.04 per share) in the third quarter of 2020. The 2020 fourth quarter results benefited from the increased activity levels as noted above, but also include a charge resulting from the revaluation of a put option and an increase in stock-based compensation expense.

Summary of Quarterly Results

Three Months Ended	Mar 31, 2019	Jun 30, 2019	Sept 30, 2019	Dec 31, 2019	Mar 31, 2020	Jun 30, 2020	Sep 30, 2020	Dec 31, 2020
(000s, except per share data)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)
Revenue	82,143	72,894	72,195	68,410	73,962	26,848	23,068	32,758
EBITDA ⁽¹⁾	40,435	25,606	33,167	25,555	33,469	4,271	2,348	8,300
Adjusted EBITDA ⁽¹⁾	40,799	30,741	31,489	26,615	33,305	(848)	(1,118)	8,201
Funds flow from operations	35,899	23,794	29,899	22,126	26,722	134	4,765	8,939
Per share – basic	0.42	0.28	0.35	0.26	0.32	0.00	0.06	0.11
Per share – diluted	0.42	0.28	0.35	0.26	0.32	0.00	0.06	0.11
Cash from operating activities	8,442	37,938	37,453	24,714	25,593	29,953	5,754	(2,717)
Free cash flow ⁽¹⁾	385	32,547	33,067	19,955	22,935	29,888	4,141	(3,100)
Net income (loss)	19,044	9,245	15,418	10,096	16,552	(4,799)	(3,957)	(2,662)
Net income (loss) attributable to Pason	19,044	9,245	15,418	10,405	16,919	(4,487)	(3,698)	(2,166)
Per share – basic	0.22	0.11	0.18	0.12	0.20	(0.05)	(0.04)	(0.03)
Per share – diluted	0.22	0.11	0.18	0.12	0.20	(0.05)	(0.04)	(0.03)

(1)Non-IFRS financial measures are defined in the Management's Discussion and Analysis section.

Reconcile Income to EBITDA

Three Months Ended	Mar 31, 2019	Jun 30, 2019	Sept 30, 2019	Dec 31, 2019	Mar 31, 2020	Jun 30, 2020	Sep 30, 2020	Dec 31, 2020
(000s)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)
Net income (loss)	19,044	9,245	15,418	10,096	16,552	(4,799)	(3,957)	(2,662)
Add:								
Income taxes	7,393	3,469	5,485	3,846	7,023	(1,072)	(1,369)	282
Depreciation and amortization	10,222	9,978	9,917	10,713	10,414	8,612	7,503	7,888
Stock-based compensation	3,824	3,089	2,446	1,481	(122)	1,868	276	2,818
Net interest income	(48)	(175)	(99)	(581)	(398)	(338)	(105)	(26)
EBITDA ⁽¹⁾	40,435	25,606	33,167	25,555	33,469	4,271	2,348	8,300

(1)Non-IFRS financial measures are defined in the Management's Discussion and Analysis section.

Reconcile EBITDA to Adjusted EBITDA

Three Months Ended	Mar 31, 2019	Jun 30, 2019	Sept 30, 2019	Dec 31, 2019	Mar 31, 2020	Jun 30, 2020	Sep 30, 2020	Dec 31, 2020
(000s)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)
EBITDA	40,435	25,606	33,167	25,555	33,469	4,271	2,348	8,300
Add:								
Foreign exchange loss (gain)	101	553	615	930	(47)	79	113	968
Derecognition of onerous lease	—	4,289	—	—	—	(5,757)	—	—
Government wage assistance	—	—	—	—	—	(4,363)	(3,334)	(2,244)
Reorganization costs	—	—	—	—	—	5,554	—	—
Put option revaluation	—	—	—	—	—	—	—	1,812
Net monetary gain	—	—	(2,376)	(511)	(419)	(396)	(465)	(594)
Other	263	293	83	641	302	(236)	220	(41)
Adjusted EBITDA ⁽¹⁾	40,799	30,741	31,489	26,615	33,305	(848)	(1,118)	8,201

(1)Non-IFRS financial measures are defined in the Management's Discussion and Analysis section.

Reconcile cash from operating activities to free cash flow

Three Months Ended	Mar 31, 2019	Jun 30, 2019	Sept 30, 2019	Dec 31, 2019	Mar 31, 2020	Jun 30, 2020	Sep 30, 2020	Dec 31, 2020
(000s)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)
Cash from operating activities	8,442	37,938	37,453	24,714	25,593	29,953	5,754	(2,717)
Less:								
Net additions to property, plant and equipment	(7,489)	(5,510)	(3,726)	(4,143)	(2,236)	(644)	(1,282)	(66)
Deferred development costs	(568)	119	(660)	(616)	(422)	579	(331)	(317)
Free cash flow ⁽¹⁾	385	32,547	33,067	19,955	22,935	29,888	4,141	(3,100)

(1) Non-IFRS financial measures are defined in the Management's Discussion and Analysis section.

Pason's quarterly financial results vary quarter to quarter due in part to the seasonality of the oil and gas industry in the North American business unit, which is somewhat offset by the less seasonal nature of the International and Solar and Energy Storage business units. The first quarter is generally the strongest quarter for the North American business unit due to strong activity in Canada, where location access is best during the winter. The second quarter is typically the slowest due to spring break-up in Canada, when many areas are not accessible due to ground conditions, and, therefore, do not permit the movement of heavy equipment. Activity generally increases in the third quarter, depending on the year, as ground conditions have often improved and location access becomes available; however, a rainy summer can have a significant adverse effect on drilling activity. By the fourth quarter, access to most areas in Canada becomes available when the ground freezes. Consequently, the performance of the Company may not be comparable quarter to consecutive quarter, but should be considered on the basis of results for the whole year, or by comparing results in a quarter with results in the corresponding quarter for the previous year.

The overall seasonality of the Company's operations has, and will continue to become less pronounced as a result of market share growth internationally and in the US, along with increased diversification of operations with the Company's Solar and Energy Storage business units. Furthermore as noted herein and specifically as it relates to results starting in Q2 2020, quarterly results will vary significantly due to the drastic impacts of the global COVID-19 pandemic on the oil and gas industry.

Liquidity and Capital Resources

As at December 31,	2020	2019	Change
(000s)	(\$)	(\$)	(%)
Cash and cash equivalents	149,282	161,016	(7)
Working capital	167,366	183,769	(9)
Funds flow from operations ⁽¹⁾	40,560	111,718	(64)
Capital expenditures ⁽¹⁾	5,159	24,178	(79)
As a % of funds flow ^{(1) (2)}	12.7 %	21.6 %	(890) bps

(1) Figures are for the twelve months ended December 31.

(2) Calculated by dividing capital expenditures by funds flow from operations.

Throughout 2020, Pason was able to preserve its strong balance sheet with no interest bearing debt and \$149.3 million in cash and cash equivalents as at December 31, 2020 (2019: \$161.0 million). Furthermore, as industry conditions became increasingly challenging starting in the second quarter, Pason maintained a disciplined focus on working capital management, specifically as it relates to strong credit review processes and ensuring timely collection of receivables, resulting in a \$34.3 million cash inflow in 2020 through accounts receivable collections compared to \$14.1 million in 2019.

The Company has available a \$5.0 million demand revolving credit facility. At December 31, 2020, no amount had been drawn on the facility.

Dividend

In 2020, the Company declared and paid dividends to holders of common shares totaling \$40.4 million (2019 - \$63.1 million), or \$0.48 per share (2019 - \$0.74 per share). In light of the COVID-19 pandemic and related uncertainty surrounding the outlook for industry activity, on August 6, 2020, Pason announced a reduced quarterly dividend from an annualized \$0.76 per share to \$0.20 per share, preserving approximately \$46.5 million in cash on an annualized basis.

Normal Course Issuer Bid (NCIB)

In 2019, the Company had an NCIB in place, which expired on December 17, 2020, and allowed the Company to repurchase for cancellation, from time to time, as the Company considered advisable, up to a maximum of 6,777 common shares, which represented 10% of the applicable public float. On December 15, 2020, the Company announced the renewal of its previous NCIB commencing December 18, 2020 and expiring on December 17, 2021. Under the current NCIB, the Company may purchase for cancellation, from time to time, as the Company considers advisable, up to a maximum of 4,149 common shares, which represents 10% of the applicable public float.

Under the renewed NCIB program, the actual number of common shares that may be purchased for cancellation and the timing of any such purchases will be determined by the Company, subject to a maximum daily purchase limitation of 83 common shares. The Company may make one block purchase per calendar week which exceeds the daily purchase restriction.

For the year ended December 31, 2020, the Company purchased 1,449 common shares for cancellation (2019: 1,538), for a total cash consideration of \$9.5 million (2019: \$24.0 million) at an average price per share of \$6.54. The total consideration is allocated between share capital and retained earnings.

Pason continues to assess capital allocation on an ongoing basis taking into account, among other considerations, the Company's financial position, operating results, and industry outlook. Pason will continue to balance the Company's commitment to shareholder returns while preserving financial strength to support long-term success.

Contractual Obligations

As at December 31, 2020	Less than 1 year	1–3 years	Thereafter	Total
(000s)	(\$)	(\$)	(\$)	(\$)
Operating leases and other contracts	4,293	6,720	2,336	13,349

Contractual obligations relate primarily to minimum future lease payments required primarily for operating leases of certain facilities. A portion of these future obligations have been recognized on the balance sheet as a leased asset and a corresponding liability, in accordance with IFRS 16, Leases.

Disclosure of Outstanding Share and Options Data

As at December 31, 2020, there were 83,089 common shares and 4,278 options issued and outstanding. As at February 24, 2021, there were 83,089 common shares and 4,217 options issued and outstanding.

SEDAR

Additional information relating to the Company, including the Company's most recent Annual Information Form can be accessed on the Company's website at www.pason.com and on the Canadian Securities Administrators' System for Electronic Document Analysis and Retrieval (SEDAR) at www.sedar.com.

Critical Accounting Estimates

The preparation of the Consolidated Financial Statements requires that certain estimates and judgments be made with respect to the reported amounts of revenue and expenses and the carrying value of assets and liabilities. These estimates are based on historical experience and management's judgments, and as a result, the estimates used by management involve uncertainty and may change as additional experience is acquired.

As the impacts of the COVID-19 pandemic on the oil and gas industry continue, management cannot reasonably estimate the resulting length or severity impacting the Company. As such, actual results may differ significantly from estimates made within the Consolidated Financial Statements for the year ended December 31, 2020.

Allowance for Doubtful Accounts

Amounts included in allowance for doubtful accounts reflect the expected credit losses for the Company's trade receivables. The Company determines the allowance amount based on management's best estimate of expected losses, considering actual loss history as well as current and projected economic and industry activity. Significant or unexpected changes in economic conditions could significantly impact the Company's future expected credit losses.

Depreciation & Amortization

When calculating depreciation of property, plant and equipment, and amortization of intangible assets, the Company estimates the useful lives and residual values of the related assets. The estimates made by management regarding the useful lives and residual values affect the carrying amounts of the property and equipment and intangible assets on the balance sheet and the related depreciation and amortization expenses recognized in the statement of operations. Assessing the reasonableness of the estimated useful lives of property and equipment and intangible assets requires judgment and is based on available information. The Company periodically, and at least annually, evaluates its depreciation and amortization methods and rates for consistency against those methods and rates used by its peers, or may revise initial estimates for changes in circumstances, such as technological advancements. A change in the estimated remaining useful life or the residual value will affect the depreciation or amortization expense prospectively.

Carrying Value of Assets

For purposes of reviewing whether goodwill impairment exists, the Group has determined that the assets of each of its operating segments are an appropriate basis for its cash generating units (CGUs). The Company uses judgment in the determination of the CGUs.

At each reporting period, management assesses whether there are indicators of impairment of the Company's property and equipment, intangible assets, and goodwill. If an indication of impairment exists, the property and equipment, intangible assets, and goodwill are tested for impairment. If not, goodwill is tested for impairment at least annually. In order to determine if impairment exists and to measure the potential impairment charge, the carrying amounts of the Company's CGUs are compared to their recoverable amounts, which is the greater of fair value less costs to sell and value in use (VIU). An impairment charge is recognized to the extent the carrying amount exceeds the recoverable amount. VIU is calculated as the present value of the expected future cash flows specific to each CGU. In calculating VIU, significant judgments are required in making assumptions with respect to discount rates, the market outlook, and future cash flows associated with the CGU. Any changes in these assumptions will have an impact on the measurement of the recoverable amount and could result in adjustments to impairment charges already recorded.

At December 31, 2020, the Company performed an impairment test on its goodwill and concluded that there was no impairment.

Business Combinations

Accounting for business combinations involves the allocation of the cost of an acquisition to the underlying net assets acquired based on estimated fair values. As part of this allocation process, the Company identifies and attributes values and estimated lives to identifiable intangible assets acquired. These determinations involve significant estimates and assumptions regarding cash flow projections, economic risk, and the weighted average cost of capital used by a market participant. These estimates and assumptions determine the amount allocated to identifiable separable intangible assets and goodwill, as well as the amortization period for identifiable intangible assets with finite lives. If future events or results differ adversely from these estimates and assumptions, the Company could record increased amortization or impairment charges. In conjunction with the ETB Inc. acquisition, the Company determines the obligation under the put option based upon certain assumptions and estimates, which could differ significantly from actual results.

Provisions and Contingencies

The Company recognizes provisions based on an assessment of its obligations and available information. Any matters not included as provisions are uncertain in nature and cannot be reasonably estimated.

The Company makes assumptions to determine whether obligations exist and to estimate the amount of obligations that we believe exist. In estimating the final outcome of litigation, assumptions are made about factors including experience with similar matters, past history, precedents, relevant financial, scientific, and other evidence and facts specific to the matter. This determines whether a provision or disclosure in the financial statements is needed.

Development Costs

New product development projects that meet the capitalization criteria are capitalized, and include the cost of materials and direct labour costs that are directly attributable to preparing the asset for its intended use. Subsequent changes in facts or circumstances could result in the balance of the related deferred costs being expensed in profit or loss. Results could differ due to changes in technology or if actual future economic benefit differs materially from what was expected.

Stock-Based Compensation

The fair value of stock options is calculated using a Black-Scholes option pricing model. There are a number of estimates used in the calculation, such as the estimated forfeiture rate, expected option life, and the future price volatility of the underlying security, which can vary from actual future events. The factors applied in the calculation are management's best estimates based on historical information and future forecasts.

The fair value of PSUs is calculated using management's best estimate of the Company's ability to achieve certain performance measures and objectives as set out by the Board of Directors, considering historical and expected performance. Changes in these estimates and future events could alter the calculation of the provision for such compensation.

Income Taxes

The Company operates in multiple jurisdictions with complex legal and tax regulatory environments. In certain of these jurisdictions, the Company has taken income tax positions that management believes are supportable and are intended to withstand challenge by tax authorities. Some of these positions are inherently uncertain and include those relating to transfer pricing matters and the interpretation of income tax laws applied to complex transactions as the tax positions taken by the Company rely on the exercise of judgment and it is frequently possible for there to be a range of legitimate and reasonable views.

The Company has adopted certain transfer pricing (TP) policies and methodologies to value inter-company transactions that occur in the normal course of business. The value placed on such transactions must meet certain guidelines that have been established by the tax authorities in the jurisdictions in which the Company operates. The Company believes that its TP methodologies are in accordance with such guidelines. The Company entered into a Bilateral Advanced Pricing Arrangement (APA) with the Canada Revenue Agency (CRA) and the Internal Revenue Service (IRS) (collectively, the Parties) covering the taxation years ended December 31, 2013, through to December 31, 2021. The purpose of this APA was for the Company to obtain agreement among the Parties on the TP methodology applied to the material inter-company transactions between Pason Systems Corp. (Pason Canada) and Pason Systems USA and Petron (collectively Pason USA) (the covered transactions).

The calculation of deferred income taxes is based on a number of assumptions, including estimating the future periods in which temporary differences, tax losses, and other tax credits will reverse. Tax interpretations, regulations, and legislation in the various jurisdictions in which the Company and its subsidiaries operate are subject to change.

The estimation of deferred tax assets and liabilities includes uncertainty with respect to the reversal of temporary differences.

Deferred tax assets are recognized when it is probable that taxable income will be available against which the temporary differences or tax losses giving rise to the deferred tax asset can be used. This requires estimation of future taxable income and use of tax loss carry-forwards for a considerable period into the future. Income tax expense in future periods may be affected to the extent actual taxable income is not sufficient or available to use the temporary differences, giving rise to the deferred tax asset.

Risk and Uncertainties

Pason has implemented a risk management framework that helps the Company manage the reality that future events, decisions, or actions may cause undesirable effects. The framework takes a value-based approach to identifying, prioritizing, communicating, mitigating, and monitoring risks, and aligns this with the Company's appetite for risk considering its culture, strategy, and objectives.

Although a framework can help the Company to manage its risks, the Company's performance is subject to a variety of risks and uncertainties. Although the risks described below are the risks that we believe are material, there may also be risks of which we are currently unaware, or that we currently regard as immaterial based upon the information available to us. Interested parties should be aware that the occurrence of the events described in these risk factors could have a material adverse effect on our business, operating results, and financial condition.

COVID-19

On March 11, 2020, the World Health Organization declared the COVID-19 outbreak a global pandemic. COVID-19's negative impact on the demand for oil has been significant and this combined with an over-supply of oil has led to a decline in oil prices. As a result, Pason customers reduced their capital expenditure programs which led to a precipitous fall in the active rig count in Pason's major markets, starting in the second quarter of 2020. This supply / demand imbalance is having a direct impact on Pason's revenue. The ultimate impact of COVID-19 on future oil demand is unknown at the present time and thus it is not possible to predict the long-term effects of COVID-19 on the Company's operating results. The current economic climate has or may have significant adverse impacts to Pason, including but not limited to: material declines in revenue and cash flows due to reduced drilling and demand for associated products and services, increased risk of non-payment of accounts receivable, potential for impairment charges on long-term assets, and additional reorganization costs, if deemed required in the context of Pason's ongoing efforts to reduce its cost structure.

Operationally, the Company experienced minimal adverse impacts to its business operations and workforce throughout the COVID-19 pandemic. With the exception of certain international regions that experienced temporary country-wide economic shutdowns, Pason's operations have been and continue to remain open and fully operating. In response to the pandemic, additional safety measures have been implemented throughout the Company's operations, both in the field and in office / warehouse settings, to ensure the ongoing safety of our employees and our customers' employees, and to maintain delivery of products and services to customers while complying with recommendations from global and local health authorities.

Operating Risks

Pason derives the majority of its revenue from the rental of instrumentation and data services to oil and gas companies and drilling contractors in Canada, the US, Australia, and Latin America. The demand for our products is directly related to land-based or offshore drilling activity funded by energy companies' capital expenditure programs. A substantial or extended decline in energy prices or diversion of funds to large capital programs could adversely affect capital available for drilling activities, directly impacting Pason's revenue.

Commodity Prices

Prices for crude oil and natural gas fluctuate in response to a number of factors beyond Pason's control. The factors that affect prices include, but are not limited to, the following: the actions of the Organization of Petroleum Exporting Countries, world economic conditions, government regulation, political stability in the Middle East and elsewhere, global supply and demand for crude oil and natural gas, the price of foreign imports, the availability of alternate fuel sources, and weather conditions. Any of these can reduce the amount of drilling activity.

Seasonality

Drilling activity in Canada is seasonal due to weather that limits access to leases in the spring and summer, making the first and last quarters of each year the peak level of demand for Pason's services due to the higher level of drilling activity. The length of the drilling season can be shortened due to warmer winter weather or rainy seasons. Pason can offset some of this risk, although not eliminate it, through continued growth in the US and internationally, where activity is less seasonal.

Proprietary Rights

Pason relies on innovative technologies and products to protect its competitive position in the market. To protect Pason's intellectual property, the Company employs trademarks, patents, employment agreements, and other measures to protect trade secrets and confidentiality of information. Pason also believes that due to the rapid pace of technological change in the industry, technical expertise, knowledge, and innovative skills, combined with an ability to rapidly develop, produce, enhance, and market products, also provides protection in maintaining a competitive position.

Litigation

The Company is involved in various claims and litigation arising in the normal course of business. While the outcome of these matters is uncertain and there can be no assurance that such matters will be resolved in Pason's favour, the Company does not currently believe that the outcome of any pending or threatened proceedings related to these or other matters, or the amounts that the Company may be required to pay by reason thereof, would individually or in the aggregate have a material adverse impact on its day-to-day business operations.

Credit Risk

Pason is exposed to credit risk to the extent that its customers, operating primarily in the oil and natural gas industry, may experience financial difficulty and be unable to meet their obligations. However, Pason has a large number of customers on both the operator and contractor side, which minimizes exposure to any single customer.

Qualified Personnel

Due to the specialized and technical nature of Pason's business, Pason is highly dependent on attracting and retaining qualified or key personnel. There is competition for qualified personnel in the areas where Pason operates, and there can be no assurance that qualified personnel can be attracted or retained to meet the growth needs of the business. Further, the Company does not carry "key person" insurance on any of its key employees. As such, the unexpected loss of a key employee could have an adverse effect on Pason's results. To mitigate these risks, Pason has a human resources department in each significant business unit that is focused on recruiting and retention initiatives. In addition, the Company has deployed necessary equipment and technology to enable remote work for employees impacted by COVID-19 restrictions.

Alternative Energies

There continues to be extensive discussion at all levels of government worldwide and by the public concerning the burning of fossil fuels and the impact this may have on the global environment. Environmental legislation is evolving in a manner expected to result in stricter standards and enforcement, larger fines and liability, which could lead to potentially increased capital expenditures and operating costs. Implementation of strategies for reducing greenhouse gases could have a material impact on the nature of operations of the Company. Given the evolving nature of the debate related to climate change and the control of greenhouse gases and the possible resulting requirements, it is not possible to predict either the nature of those requirements or the impact on the Company.

International Operations

Assets outside of Canada and the US may be adversely affected by changes in governmental policy, social instability, or other political or economic developments beyond the Company's control, including expropriation of property, exchange rate fluctuations, and restrictions on repatriation of cash. The Company has mitigated these risks where practical and considered warranted. The vast majority of the Company's revenues are generated in Canada and the US, which limits exposure to risks and uncertainties in foreign countries. The Company's Argentinian subsidiary is operating in a highly inflationary economy and its operating results are being impacted by a weakening Argentina peso relative to the Canadian dollar, the details of which are outlined in the Company's Consolidated Financial Statements.

Foreign Exchange Exposure

The Company operates internationally and is primarily exposed to exchange risk relative to the US dollar. The Canadian operations are exposed to currency risk on US denominated financial assets and liabilities with fluctuations in the rate recognized as foreign exchange gains or losses in the Consolidated Statements of Operations. The Company's self-sustaining foreign subsidiaries expose the Company to exchange rate risk on the translation of their financial assets and liabilities to Canadian dollars for public reporting purposes.

Adjustments arising when translating the foreign subsidiaries into Canadian dollars are reflected in the Consolidated Statements of Operations and Other Comprehensive Income as unrealized foreign currency translation adjustments.

The Company does not employ any financial instruments to manage risk or hedge its activities. The vast majority of the Company's activities are conducted in Canada and the US, where local revenue is earned against local expenses and the Company is therefore naturally hedged.

Major Customers

Pason has a large customer base, consisting of both operators and contractors, and does not rely on any single customer for a significant portion of its revenue. No single customer accounted for more than 10% of the consolidated revenues of the Company. The loss of one or more customers, further consolidation in the industry, or a reduction in the amount of business Pason does with any of its customers, if not offset by obtaining new customers or increasing the amount of business it does with existing customers, could have a significant impact on Pason's revenue.

Dividends

The decision to pay dividends and the amount paid is at the discretion of Pason's Board of Directors, which regularly reviews the Company's financial position, operating results, and industry outlook. Pason's ability to pay dividends is dependent on the Company's ability to generate cash flow in excess of its operating and investment needs and the Company's financial position.

Taxation

Pason and its subsidiaries are subject to income and other forms of taxation in the various jurisdictions in which they operate. Pason attempts to structure its operations in a tax efficient manner in light of prevailing tax regimes. Any adverse change to existing taxation measures, policies or regulations, or the introduction of new taxation measures, policies or regulations in any of the jurisdictions in which Pason operates could have a negative impact on Pason's business, operating results, or financial condition.

The management of Pason believes that the provision for income taxes is adequate and in accordance with both generally accepted accounting principles and appropriate regulations. However, the tax filing positions of the Company are subject to review and audit by tax authorities who may challenge and succeed in management's interpretation of the applicable tax legislation.

Information Security

Pason's business operations use an extensive network of communications and computer hardware and software systems. In addition, Pason's equipment captures, transmits, and stores significant quantities of drilling data on behalf of its customers. The Company takes measures to protect the security and integrity of its information systems and data, however, there is a risk that these measures may not fully protect against a potential security breach, which could have a negative impact on the Company's ability to operate or its reputation with existing and potential customers.

Forward Looking Information

Certain statements contained herein constitute "forward-looking statements" and/or "forward-looking information" under applicable securities laws (collectively referred to as "forward-looking statements"). Forward-looking statements can generally be identified by the words "anticipate", "expect", "believe", "may", "could", "should", "will", "estimate", "project", "intend", "plan", "outlook", "forecast" or expressions of a similar nature suggesting a future outcome or outlook.

Without limiting the foregoing, this document includes, but is not limited to, the following forward-looking statements: the Company's growth strategy and related schedules; divergence in activity levels between the geographic regions in which we operate; demand fluctuations for our products and services; the Company's ability to increase or maintain market share; projected future value, forecasted operating and financial results; planned capital expenditures; expected product performance and adoption, including the timing, growth and profitability thereof; potential dividends and dividend growth strategy; potential repurchases under the NCIB program; future use and development of technology; our financial ability to meet long-term commitments not included in liabilities; the collectability of accounts receivable; the application of critical accounting estimates and judgements; treatment under governmental regulatory and taxation regimes; and projected increasing shareholder value.

These forward-looking statements reflect the current views of Pason with respect to future events and operating performance as of the date of this document. They are subject to known and unknown risks, uncertainties, assumptions, and other factors that could cause actual results to be materially different from results that are expressed or implied by such forward-looking statements.

Although we believe that these forward-looking statements are reasonable based on the information available on the date such statements are made and processes used to prepare the information, such statements are not guarantees of future performance and readers are cautioned against placing undue reliance on forward-looking statements. By their nature, these statements involve a variety of assumptions, known and unknown risks and uncertainties and other factors, which may cause actual results, levels of activity and achievements to differ materially from those expressed or implied by such statements. Such risks and uncertainties include, but are not limited to: the state of the economy; volatility in industry activity levels and resulting customer expenditures on exploration and production activities; customer demand for existing and new products; the industry shift towards more efficient drilling activity and technology to assist in that efficiency; the impact of competition; the loss of key customers; the loss of key personnel; cybersecurity risks; reliance on proprietary technology and ability to protect the Company's proprietary technologies; reliance on renewable energy; changes to government regulations (including those related to safety, environmental, or taxation); the impact of extreme weather events and seasonality on our suppliers and on customer operations; and war, terrorism, pandemics, social or political unrest that disrupts global markets.

These risks, uncertainties and assumptions include but are not limited to those discussed in Pason's Annual Information Form under the heading, "Risk and Uncertainty" and in the Company's other filings with Canadian securities regulators. These documents are on file with the Canadian securities regulatory authorities and may be accessed through the SEDAR website (www.sedar.com) or through Pason's website (www.pason.com).

Forward-looking statements contained in this document are expressly qualified by this cautionary statement. Except to the extent required by applicable law, Pason assumes no obligation to publicly update or revise any forward-looking statements made in this document or otherwise, whether as a result of new information, future events or otherwise.

Disclosure Controls and Procedures and Internal Controls over Financial Reporting

The preparation and presentation of the Company's Consolidated Financial Statements and the overall reasonableness of the Company's financial reporting are the responsibility of management. The Board of Directors is responsible for overseeing management's performance of its responsibilities for financial reporting and internal control. The Board of Directors exercises this responsibility with the assistance of the Audit Committee of the Board of Directors.

Management's Report on Disclosure Controls and Procedures (DC&P)

Disclosure controls and procedures within the Company have been designed to provide reasonable assurance that all relevant information is identified to the President and Chief Executive Officer (CEO), Chief Financial Officer (CFO), and Board of Directors to ensure appropriate and timely decisions are made regarding public disclosure.

For the year ended December 31, 2020, an evaluation of the Company's Disclosure Controls and Procedures was conducted by management under the supervision of the CEO and the CFO. Based on this evaluation, the CEO and CFO have concluded that our DC&P, as defined in National Instrument 52-109, Certification of Disclosure in Issuers' Annual and Interim Filings (NI 52-109), was effective to ensure that the information required by Canadian Securities regulatory authorities will be recorded, processed, and reported within the prescribed timelines.

Management's Report on Internal Control over Financial Reporting (ICFR)

Management, under the supervision and participation of the Company's CEO and CFO, is responsible for establishing and maintaining a system of internal controls over financial reporting to provide reasonable assurance that assets are safeguarded and that reliable financial information is produced for preparation of financial statements in accordance with International Financial Reporting Standards. The assessment has been based on criteria established in the Internal Control - Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission.

Due to its inherent limitations, internal control over financial reporting may not prevent or detect misstatements on a timely basis. Also, projections of any evaluation of the effectiveness of internal control over financial reporting to future periods are subject to the risk that the controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

An evaluation of the Company's ICFR was conducted by management under the supervision of the CEO and the CFO. Based on this evaluation, the CEO and CFO have concluded that as at December 31, 2020, our ICFR, as defined in NI 52-109, was effective. There were no changes in our ICFR during the year ended December 31, 2020, that have materially affected, or are reasonably likely to affect, our ICFR.

Consolidated Financial Statements and Notes

Management's Report to Shareholders

To the Shareholders of Pason Systems Inc.,

The Consolidated Financial Statements are the responsibility of management and are prepared and presented in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board. Financial statements will, by necessity, include certain amounts based on estimates and judgments. Management has determined such amounts on a reasonable basis so that the Consolidated Financial Statements are presented fairly in all material respects. Management has ensured that financial information contained elsewhere in this Annual Report is consistent with the Consolidated Financial Statements.

Management has also prepared the Management's Discussion and Analysis (MD&A). The MD&A is based on the Company's financial results prepared in accordance with IFRS. The MD&A compares the audited financial results for the years ended December 31, 2020 and 2019.

The Audit Committee of the Board of Directors, which is comprised of three independent directors, has reviewed the Consolidated Financial Statements, including the notes thereto, with management and the external auditors. The Audit Committee meets regularly with management and the independent auditors to satisfy itself that management's responsibilities are properly discharged, to review the Consolidated Financial Statements, and to recommend approval of the financial statements to the Board. The Board of Directors has approved the Consolidated Financial Statements on the recommendation of the Audit Committee.

Deloitte LLP, the independent auditors appointed by the shareholders at the last annual general meeting, have audited the Consolidated Financial Statements of Pason Systems Inc. in accordance with Canadian Generally Accepted Auditing Standards. The independent auditors have full and unrestricted access to the Audit Committee to discuss the audit and their related findings as to the integrity of the financial reporting process. The independent auditor's report outlines the scope of their examination and sets forth their opinion.



Jon Faber
President & Chief Executive Officer
Calgary, Alberta
February 24, 2021



Celine Boston
Chief Financial Officer

Independent Auditor's Report

To the Shareholders of Pason Systems Inc.

Opinion

We have audited the consolidated financial statements of Pason Systems Inc., (the "Company"), which comprise the consolidated balance sheets as at December 31, 2020 and 2019, and the consolidated statements of operations, other comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2020 and 2019, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards ("IFRS").

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards ("Canadian GAAS"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the year ended December 31, 2020. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Revenue — Refer to Note 3 to the financial statements

Key Audit Matter Description

The Company's derives the majority of its revenue from the rental of instrumentation and data services to oil and gas companies and drilling contractors. This revenue consists of transaction-based fees made up of a significant volume of low-dollar transactions, sourced from multiple systems, databases, and other tools. The processing and recording of revenue is highly automated and is based on contractual terms with customers.

Given the Company's revenue transactions are highly automated, there are potential risks arising from the capture, processing and transfer of data accurately and completely between the various information technology (IT) systems. As such, auditing the Company's systems to process revenue transactions resulted in an increased extent of audit effort, which included the need to involve professionals with expertise in IT.

How the Key Audit Matter Was Addressed in the Audit

Our audit *procedures* related to the Company's systems to process revenue transactions included the following, among others:

- With the assistance of IT specialists:
 - o Evaluated the significant systems used to process revenue transactions and tested the effectiveness of general IT controls over each of these systems, including user access controls, change management controls, and IT operations controls;

- o Evaluated the effectiveness of controls of the interfaces and automated controls in relation to the completeness and accuracy of transactions recorded and transferred across systems, from their initial capturing to their recording into the general ledger;
 - o Performed testing of system interfaces and automation within the relevant revenue streams and;
 - o Assessed service auditor reports at those service providers, on which the Company relies.
- Tested the reconciliation of revenues per the general ledger to revenues earned per the various revenue system applications to assess the completeness of the IT systems.
 - Performed detail transaction testing by agreeing the amounts in the IT systems to recognized to source documents such as invoices and charge records.

Obligation under put option - Refer to Notes 2, 3 and 9 to the Financial Statements

Key Audit Matter Description

As a result of a 2019 agreement which included various put and call provisions which provide a certain amount of liquidity to both parties, the Company recorded an obligation under put option (“obligation”) that was initially recognized at the present value of the estimated redemption amount. The Company performs a re-evaluation of the obligation at each reporting period to determine the present value using a discounted cash flow model. This model is based upon certain assumptions and estimates.

While there are several assumptions and estimates that management makes to determine the obligation’s present value, the assumptions and estimates with the highest degree of subjectivity and impact on the present value are the revenue growth rates and discount rate. As such, auditing these assumptions and estimates resulted in an increased extent of audit effort, which included the need to involve professionals with expertise in valuation.

How the Key Audit Matter Was Addressed in the Audit

Our audit procedures related to the revenue growth rates and the discount rate used to determine the present value of the obligation included the following, among others:

- Evaluated management’s ability to accurately forecast revenue growth rates by comparing actual results to management’s historical forecasts;
- Evaluated the reasonableness of management’s forecasted revenue growth rates by comparing the forecasts to:
 - o Analyst and industry reports for the industry, comparison of actual results to peers, and other relevant publicly available information,
 - o Known changes in ETB LLC’s operations or the industry in which they operate, which are expected to impact future operating performance,
 - o Internal discussions by management and the Board of Directors;
- With the assistance of fair value specialists, evaluated the reasonableness of the discount rate by testing the source information underlying the determination of the discount rate and developing a range of independent estimates and comparing those to the discount rate selected by management.

Other Information

Management is responsible for the other information. The other information comprises:

- Management’s Discussion and Analysis

- The information, other than the financial statements and our auditor's report thereon, in the Annual Report.

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor's report. We have nothing to report in this regard.

The Annual Report is expected to be made available to us after the date of the auditor's report. If, based on the work we will perform on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian GAAS will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian GAAS, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Kyle Hawkins.

/s/ Deloitte LLP

Chartered Professional Accountants

Calgary, Alberta

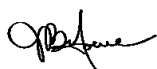
February 24, 2021

Consolidated Balance Sheets

As at	Note*	December 31, 2020	December 31, 2019
(CDN 000s)		(\$)	(\$)
Assets			
Current			
Cash and cash equivalents	5,17	149,282	161,016
Trade and other receivables	6	25,747	59,716
Income taxes recoverable - other	15	15,304	15,304
Prepaid expenses		2,973	3,621
Income taxes recoverable	15	3,489	2,382
Total current assets		196,795	242,039
Non-current			
Property, plant and equipment	7	94,986	118,522
Investments	8	24,719	26,265
Intangible assets and goodwill	10	44,916	51,015
Total non-current assets		164,621	195,802
Total assets		361,416	437,841
Liabilities and equity			
Current			
Trade payables and accruals	11	14,035	34,420
Income taxes payable	15	2,039	3,133
Stock-based compensation liability	12	1,426	2,442
Lease liability		1,929	3,275
Obligation under put option	8	10,000	15,000
Total current liabilities		29,429	58,270
Non-current			
Deferred tax liabilities	15	7,927	8,566
Lease liability		4,240	11,532
Stock-based compensation liability	12	3,384	3,479
Obligation under put option	9	11,153	9,540
Total non-current liabilities		26,704	33,117
Equity			
Share capital	12	164,568	166,701
Share-based benefits reserve		33,170	30,863
Foreign currency translation reserve		54,090	57,830
Equity reserve	9	(8,375)	(8,375)
Retained earnings		63,609	99,806
Total equity attributable to equity holders of the Company		307,062	346,825
Non-controlling interest	9	(1,779)	(371)
Total equity		305,283	346,454
Total liabilities and equity		361,416	437,841

*The Notes are an integral part of these Consolidated Financial Statements.

Approved by the Board of Directors



James B. Howe
Director



Judi Hess
Director

Consolidated Statements of Operations

Years Ended December 31,	Note*	2020	2019
(CDN 000s, except per share data)		(\$)	(\$)
Revenue		156,636	295,642
Operating expenses			
Rental services		66,695	105,496
Local administration		11,121	14,496
Depreciation and amortization	7, 10	34,417	40,830
		112,233	160,822
Gross profit		44,403	134,820
Other expenses			
Research and development		26,977	30,439
Corporate services		11,275	15,653
Stock-based compensation expense	12	4,840	10,840
Other (income) expenses	14	(8,687)	3,892
		34,405	60,824
Income before income taxes		9,998	73,996
Income tax provision	15	4,864	20,193
Net income		5,134	53,803
Net income attributable to:			
Shareholders of Pason		6,568	54,112
Non-controlling interest	9	(1,434)	(309)
Net income		5,134	53,803
Income per share	16		
Basic		0.08	0.63
Diluted		0.08	0.63

*The Notes are an integral part of these Consolidated Financial Statements.

Consolidated Statements of Other Comprehensive Income

Years Ended December 31,	Note*	2020	2019
(CDN 000s)		(\$)	(\$)
Net income		5,134	53,803
Items that may be reclassified subsequently to net income:			
Tax recovery on net investment in foreign operations related to an inter-company financing	15	—	10,481
Foreign currency translation adjustment	3	(3,714)	(16,225)
Other comprehensive (loss)		(3,714)	(5,744)
Total comprehensive income		1,420	48,059
Total comprehensive income attributed to:			
Shareholders of Pason		2,854	48,368
Non-controlling interest		(1,434)	(309)
Total comprehensive income		1,420	48,059

*The Notes are an integral part of these Consolidated Financial Statements.

Consolidated Statements of Changes in Equity

	Note*	Share Capital	Share- Based Benefits Reserve	Foreign Currency Translation Reserve	Equity Reserve	Retained Earnings	Total Equity Attributable to Pason	Non- Controlling Interest	Total Equity
(CDN 000s)		(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)
Balance at January 1, 2019		164,723	27,287	63,574	—	130,493	386,077	—	386,077
Net income (loss)		—	—	—	—	54,112	54,112	(309)	53,803
Dividends		—	—	—	—	(63,100)	(63,100)	—	(63,100)
Business combination	9	1,250	—	—	(8,375)	—	(7,125)	(62)	(7,187)
Other comprehensive income	15	—	—	(5,744)	—	—	(5,744)	—	(5,744)
Exercise of stock options	12	3,990	(624)	—	—	—	3,366	—	3,366
Expense related to vesting of options		—	4,200	—	—	—	4,200	—	4,200
Shares cancelled under NCIB	12	(2,953)	—	—	—	(21,087)	(24,040)	—	(24,040)
Liability reversal for automatic share purchase plan commitment pursuant to NCIB	12	423	—	—	—	3,656	4,079	—	4,079
Liability for automatic share purchase plan commitment pursuant to NCIB	12	(732)	—	—	—	(4,268)	(5,000)	—	(5,000)
Balance at December 31, 2019		166,701	30,863	57,830	(8,375)	99,806	346,825	(371)	346,454
Net income (loss)		—	—	—	—	6,568	6,568	(1,434)	5,134
Dividends		—	—	—	—	(40,420)	(40,420)	—	(40,420)
Other comprehensive income		—	—	(3,740)	—	—	(3,740)	26	(3,714)
Expense related to vesting of options		—	2,307	—	—	—	2,307	—	2,307
Shares cancelled under NCIB	12	(2,865)	—	—	—	(6,613)	(9,478)	—	(9,478)
Liability reversal for automatic share purchase plan commitment pursuant to NCIB	12	732	—	—	—	4,268	5,000	—	5,000
Balance at December 31, 2020		164,568	33,170	54,090	(8,375)	63,609	307,062	(1,779)	305,283

*The Notes are an integral part of these Consolidated Financial Statements.

Consolidated Statements of Cash Flows

Years Ended December 31,	Note*	2020	2019
(CDN 000s)		(\$)	(\$)
Cash from (used in) operating activities			
Net income		5,134	53,803
Adjustment for non-cash items:			
Depreciation and amortization		34,417	40,830
Stock-based compensation	12	4,840	10,840
Deferred income taxes	15	(467)	2,185
Derecognition of onerous lease	14	(5,757)	4,289
Put option revaluation	9, 14	1,812	—
Net monetary gain	14	(1,781)	(1,252)
Unrealized foreign exchange loss and other		2,362	1,023
Funds flow from operations		40,560	111,718
Movements in non-cash working capital items:			
Decrease in trade and other receivables		34,277	14,089
Decrease in prepaid expenses		590	164
Increase in income taxes payable		5,132	9,174
(Decrease) in trade payables, accruals and stock-based compensation liability		(15,098)	(8,540)
Effects of exchange rate changes		407	(697)
Cash generated from operating activities		65,868	125,908
Income tax paid	15	(7,285)	(17,361)
Net cash from operating activities		58,583	108,547
Cash flows from (used in) financing activities			
Proceeds from issuance of common shares	12	—	3,366
Payment of dividends	12	(40,420)	(63,100)
Repurchase and cancellation of shares under NCIB	12	(9,478)	(24,040)
Repayment of lease liability		(2,299)	(2,342)
Net cash used in financing activities		(52,197)	(86,116)
Cash flows (used in) from investing activities			
Obligation under put option	8	(5,000)	(10,000)
Business combinations	9	(2,560)	(23,660)
Additions to property, plant and equipment	7	(4,668)	(22,453)
Development costs	10	(491)	(1,725)
Proceeds on disposal of investment and property, plant and equipment		953	1,322
Changes in non-cash working capital		(513)	263
Net cash used in investing activities		(12,279)	(56,253)
Effect of exchange rate on cash and cash equivalents		(5,841)	(9,000)
Net (decrease) in cash and cash equivalents		(11,734)	(42,822)
Cash and cash equivalents, beginning of year		161,016	203,838
Cash and cash equivalents, end of year	5	149,282	161,016

*The Notes are an integral part of these Consolidated Financial Statements.

Notes to Consolidated Financial Statements

(000s, except per share data)

1. Description of Business

Pason Systems Inc. ("Pason" or the "Company") is a leading global provider of instrumentation and data management systems for drilling rigs.

The Company headquarters are located at 6130 Third Street SE, Calgary, Alberta, Canada. The Company is a publicly traded company listed on the Toronto Stock Exchange under the symbol PSI. The Consolidated Financial Statements of the Company are comprised of the Company and its subsidiaries (together referred to as the "Group" and individually as "Group entities"). The accompanying Consolidated Financial Statements include the accounts of Pason Systems Inc., its wholly owned subsidiaries, and Energy Toolbase Software Inc.

2. Basis of Preparation

Statement of compliance

The Consolidated Financial Statements have been prepared in compliance with International Financial Reporting Standards (IFRS).

The Consolidated Financial Statements were authorized for issue by the Board of Directors on February 24, 2021.

Basis of measurement

The Consolidated Financial Statements have been prepared on the historical cost basis except for certain assets, including financial instruments, that are measured at revalued amounts or fair values, as explained in the accounting policies below.

Functional and presentation currency

These Consolidated Financial Statements are presented in Canadian dollars, which is the Company's functional currency. Financial statements of the Company's US and International subsidiaries have a functional currency different from Canadian dollars and are translated to Canadian dollars using the exchange rate in effect at the period end date for all assets and liabilities, and at average monthly year to date rates of exchange during the period for revenues and expenses. The functional currency of the US operations is the US dollar, while the local currency in each country is considered to be the functional currency of each respective International subsidiary.

All changes resulting from these translation adjustments are recognized in other comprehensive income. All financial information presented in Canadian dollars has been rounded to the nearest thousand except for per share amounts.

Key Sources of estimation uncertainty

In the application of the Group's accounting policies, which are described in Note 3, management is required to make judgments, estimates, and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based upon historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

The COVID-19 pandemic has had a significant negative impact on the demand for fossil fuels and this combined with an over-supply of oil, led to a decline in oil prices in 2020. In response, the Company's customers reduced their capital expenditure programs which led to a precipitous fall in the active rig count in all major markets the Company operates in, which had a significant impact on the Company's revenue. As the COVID-19 pandemic continues, management cannot reasonably estimate the resulting length or severity impacting the Company. As such, actual results may differ significantly from estimates made within these Consolidated Financial Statements.

Allowance for Doubtful Accounts

Amounts included in allowance for doubtful accounts reflect the expected credit losses for the Company's trade receivables. The Company determines the allowance amount based on management's best estimate of expected losses, considering actual loss history as well as current and projected economic and industry activity. Significant or unexpected changes in economic conditions could significantly impact the Company's future expected credit losses.

Depreciation of property, plant, and equipment, and amortization of intangible assets

When calculating depreciation of property, plant and equipment, and amortization of intangible assets, the Company estimates the useful lives and residual values of the related assets. The estimates made by management regarding the useful lives and residual values affect the carrying amounts of the property and equipment and intangible assets on the balance sheet and the related depreciation and amortization expenses recognized in the statement of operations. Assessing the reasonableness of the estimated useful lives of property and equipment and intangible assets requires judgment and is based on available information. The Company periodically, and at least annually, evaluates its depreciation and amortization methods and rates for consistency against those methods and rates used by its peers, or may revise initial estimates for changes in circumstances, such as technological advancements. A change in the estimated remaining useful life or the residual value will affect the depreciation or amortization expense prospectively.

Cash generating units (CGU)

For purposes of reviewing whether goodwill impairment exists, the Group has determined that the assets of each of its operating segments are an appropriate basis for its CGUs. The Company uses judgment in the determination of the CGUs.

Recoverable amounts of property and equipment, intangible assets, and goodwill

At each reporting period, management assesses whether there are indicators of impairment of the Company's property and equipment, intangible assets, and goodwill. If an indication of impairment exists, the property and equipment, intangible assets, and goodwill are tested for impairment. If not, goodwill is tested for impairment at least annually. In order to determine if impairment exists and to measure the potential impairment charge, the carrying amounts of the Company's CGUs are compared to their recoverable amounts, which is the greater of fair value less costs to sell and value in use (VIU). An impairment charge is recognized to the extent the carrying amount exceeds the recoverable amount. VIU is calculated as the present value of the expected future cash flows specific to each CGU. In calculating VIU, significant judgments are required in making assumptions with respect to discount rates, the market outlook, and future cash flows associated with the CGU. Any changes in these assumptions will have an impact on the measurement of the recoverable amount and could result in adjustments to impairment charges already recorded.

Intangible assets and goodwill acquired in business combinations, and obligations under put option

Accounting for business combinations involves the allocation of the cost of an acquisition to the underlying net assets acquired based on estimated fair values. As part of this allocation process, the Company identifies and attributes values and estimated lives to identifiable intangible assets acquired. These determinations involve significant estimates and assumptions regarding cash flow projections, economic risk, and the weighted average cost of capital used by a market participant. These estimates and assumptions determine the amount allocated to identifiable separable

intangible assets and goodwill, as well as the amortization period for identifiable intangible assets with finite lives. If future events or results differ adversely from these estimates and assumptions, the Company could record increased amortization or impairment charges. In conjunction with the ETB Inc. acquisition, the Company determines the obligation under the put option based upon certain assumptions and estimates which could differ significantly from actual results (Note 9).

Provisions and contingencies

The Company recognizes provisions based on an assessment of its obligations and available information. Any matters not included as provisions are uncertain in nature and cannot be reasonably estimated.

The Company makes assumptions to determine whether obligations exist and to estimate the amount of obligations that we believe exist. In estimating the final outcome of litigation, assumptions are made about factors including experience with similar matters, past history, precedents, relevant financial, scientific, and other evidence and facts specific to the matter. This determines whether a provision or disclosure in the financial statements is needed.

Viability of new product development projects

New product development projects that meet the capitalization criteria are capitalized, and include the cost of materials and direct labour costs that are directly attributable to preparing the asset for its intended use. Subsequent changes in facts or circumstances could result in the balance of the related deferred costs being expensed in profit or loss. Results could differ due to changes in technology or if actual future economic benefit differs materially from what was expected.

Stock-based compensation

The fair value of stock options is calculated using a Black-Scholes option pricing model. There are a number of estimates used in the calculation, such as the estimated forfeiture rate, expected option life, and the future price volatility of the underlying security, which can vary from actual future events. The factors applied in the calculation are management's best estimates based on historical information and future forecasts.

The fair value of PSUs is calculated using management's best estimate of the Company's ability to achieve certain performance measures and objectives as set out by the Board of Directors, considering historical and expected performance. Changes in these estimates and future events could alter the calculation of the provision for such compensation.

Income taxes

The Company operates in multiple jurisdictions with complex legal and tax regulatory environments. In certain of these jurisdictions, the Company has taken income tax positions that management believes are supportable and are intended to withstand challenge by tax authorities. Some of these positions are inherently uncertain and include those relating to transfer pricing matters and the interpretation of income tax laws applied to complex transactions as the tax positions taken by the Company rely on the exercise of judgment and it is frequently possible for there to be a range of legitimate and reasonable views.

The Company has adopted certain transfer pricing (TP) policies and methodologies to value inter-company transactions that occur in the normal course of business. The value placed on such transactions must meet certain guidelines that have been established by the tax authorities in the jurisdictions in which the Company operates. The Company believes that its TP methodologies are in accordance with such guidelines. The Company entered into a Bilateral Advanced Pricing Arrangement (APA) with the Canada Revenue Agency (CRA) and the Internal Revenue Service (IRS) (collectively, the Parties) covering the taxation years ended December 31, 2013, through to December 31, 2021. The purpose of this APA was for the Company to obtain agreement among the Parties on the TP methodology applied to the material inter-company transactions between Pason

Systems Corp. (Pason Canada) and Pason Systems USA and Petron (collectively Pason USA) (the covered transactions).

The calculation of deferred income taxes is based on a number of assumptions, including estimating the future periods in which temporary differences, tax losses, and other tax credits will reverse. Tax interpretations, regulations, and legislation in the various jurisdictions in which the Company and its subsidiaries operate are subject to change.

The estimation of deferred tax assets and liabilities includes uncertainty with respect to the reversal of temporary differences.

Deferred tax assets are recognized when it is probable that taxable income will be available against which the temporary differences or tax losses giving rise to the deferred tax asset can be used. This requires estimation of future taxable income and use of tax loss carry-forwards for a considerable period into the future. Income tax expense in future periods may be affected to the extent actual taxable income is not sufficient or available to use the temporary differences, giving rise to the deferred tax asset.

3. Significant Accounting Policies

The accounting policies set out below have been applied consistently to all years presented in these Consolidated Financial Statements.

The accounting policies have been applied consistently by the Group entities.

Basis of consolidation

(a) Business combinations

For acquisitions, the Group measures goodwill as the fair value of the consideration transferred less the net recognized amount, at fair value, of the identifiable assets acquired and liabilities assumed, all measured as of the acquisition date. When the excess is negative, a bargain purchase gain is recognized immediately in profit or loss.

Contingent consideration is measured at fair value at the acquisition date. Subsequent adjustments to the consideration are recognized against the cost of the acquisition only to the extent that they arise from new information obtained within the measurement period (maximum of 12 months from the acquisition date) about the fair value at the date of acquisition. All other subsequent adjustments to contingent consideration classified as an asset or liability are recognized in profit or loss.

Transaction costs, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred.

(b) Subsidiaries

Subsidiaries are entities controlled by the Company. The financial statements of subsidiaries are included in the Consolidated Financial Statements from the date that control commences until the date that control ceases. The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Company. Intra-company balances and transactions are eliminated in preparing the Consolidated Financial Statements.

Investments in Associates and Joint Ventures

The Company uses the equity method to account for its 50% interest in Rawabi Pason Company (Limited LCC) (Rawabi JV) and its minority investment in Intelligent Wellhead Systems Inc. (IWS). Under the equity method, the investment is carried at cost and adjusted for post acquisition changes in the Company's share of net assets of the associate or joint venture.

Goodwill and other intangible assets that arose on the initial acquisition are included as part of the carrying amount and not recognized separately. The equity pick-up recognized is reduced by the amortization of such intangible assets.

Distributions received from an associate or joint venture reduce the carrying cost.

Non-controlling interest

Non-controlling interest arises from business combinations in which the Company acquires less than 100% interest and is measured at either fair value or at the minority interest's proportionate share of the acquiree's identifiable assets. This decision is made on an acquisition-by-acquisition basis.

For the acquisition of Energy Toolbase Software Inc. (ETB Inc), non-controlling interest was valued using the minority interest's proportionate share of the acquiree's identifiable assets method.

Non-controlling interest in the net income of the Company's non-wholly subsidiaries are included in net income.

The non-controlling interest related to ETB Inc's minority interests are presented as equity on the Consolidated Balance Sheets.

The carrying amount of non-controlling interest is increased or decreased by the minority interest's share of subsequent changes in net income and comprehensive loss, as well as dividends or cash disbursements made to the minority interest even if the result is that non-controlling interest becomes a debit balance.

Government wage subsidies

The Company recognizes government wage subsidies when there is reasonable assurance that the relevant conditions are met and that the subsidy will be received. The benefits are recorded within other expenses in the income statement.

Foreign currency

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising from business combinations, are translated to Canadian dollars at exchange rates at the reporting date. The income and expenses of foreign operations are translated to Canadian dollars at average exchange rates.

Gains and losses arising from the translation of the financial statements of foreign operations are included in the Consolidated Statements of Other Comprehensive Income in the period they relate to, and such differences have been accumulated in Foreign Currency Translation Reserve on the Consolidated Balance Sheets. Advances made to subsidiaries for which the settlement is not planned or anticipated in the foreseeable future are considered part of the net investment. Accordingly, unrealized gains and losses from these advances are recorded in the Consolidated Statements of Other Comprehensive Income.

Monetary assets and liabilities relating to foreign denominated transactions are initially recorded at the rate of exchange in effect at the transaction date. Gains and losses resulting from subsequent changes in foreign exchange rates are recorded in profit or loss for the period.

Hyperinflation Accounting

Due to various qualitative and quantitative factors, Argentina has been designated a hyper-inflationary economy as of the second quarter of 2018 for accounting purposes. As such, the Company has applied IAS 29, *Financial Reporting in Hyper-Inflationary Economies* to these Consolidated Financial Statements for its Argentinian operating subsidiary. These Consolidated Financial Statements are based on the historical cost approach in IAS 29.

The application of hyperinflation accounting requires restatement of the Argentina subsidiary's non monetary assets and liabilities, shareholders' equity and other comprehensive income items from

the transaction date when they were first recognized into the current purchasing power, which reflects a price index current at the end of the reporting period before being included in the Consolidated Financial Statements. To measure the impact of inflation on its financial position and results, the Company has elected to use the Retail Price Index (indice de precios al consumidor con cobertura nacional or "IPC") as recommended by the Government Board of the Argentine Federation of Professional Councils of Economic Sciences ("FACPCE").

As a result of the change in the IPC for the year ended December 31, 2020, the Company recognized a net monetary gain within the Argentina subsidiary of \$1,874 (2019 - \$2,887). The level of the IPC at December 31, 2020, was 385.9 (2019 - 283.4), which represents an annual increase of 36% (2019 - 54%).

Financial instruments

All financial instruments are measured at fair value upon initial recognition of the transaction. Measurement in subsequent periods is dependent on whether the instrument is classified as a "financial asset or financial liability at fair value through profit or loss", "available-for-sale financial assets", "held-to-maturity investments", "loans and receivables", or "other financial liabilities". The Company derecognizes a financial asset when the contractual right to the cash flows from the asset expires, or it transfers the right to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. The Company derecognizes a financial liability when its contractual obligations are discharged, cancelled, or expired. Financial assets and liabilities are offset and the net amount presented in the balance sheet when the Company has a legal right to offset the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

The Company has the following non-derivative financial assets:

(a) Financial assets as fair value through profit or loss:

Cash and cash equivalents are held for trading within the fair value through profit or loss category. Financial assets at fair value through profit or loss are measured at fair value, and changes therein are recognized in net income.

(b) Loans and receivables:

Trade and other receivables are held within the loans and receivables category (Note 6). Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Loans and receivables are initially recognized at fair value plus any directly attributable transaction costs less any impairment losses. Subsequent to initial recognition, loans and receivables are measured at amortized cost using the effective interest method, less any impairment losses.

The Company has the following non-derivative financial liabilities:

(a) Non-derivative financial liabilities

Trade payables, accruals, provisions, and obligation under put option are held within the non-derivative financial liabilities category. Such financial liabilities are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortized cost using the effective interest method.

Cash and cash equivalents

Cash is comprised of cash on deposit, cash held in trust, bank indebtedness, and investments with maturities of 90 days or less at the date of investment. Bank overdrafts that are repayable on demand are included as a component of cash for the purpose of the statement of cash flows.

Share capital

Common shares are classified as equity.

Property, plant, and equipment

(a) Recognition and measurement

Items of property, plant, and equipment are measured at cost less accumulated depreciation and accumulated impairment losses.

Property, plant, and equipment include parts and raw materials awaiting assembly. These assets are recorded at cost and no depreciation is taken.

Cost includes expenditures that are directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and any other costs directly attributable to bringing the assets to a working condition for their intended use and the costs of dismantling and removing the items.

When parts of an item of property, plant, and equipment have different useful lives, they are accounted for as separate items of property, plant, and equipment.

Proprietary software that is integral to the functionality of the related equipment is capitalized as part of that equipment.

Gains and losses on disposal of an item of property, plant, and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognized net within depreciation and amortization.

(b) Subsequent costs

The cost of replacing a part of an item of property, plant, and equipment is recognized in the carrying amount of the item only when it is probable that the future economic benefits will flow to the Company, the economic life is greater than one year, and its cost can be measured reliably. All other replacement costs, as well as the repair and maintenance of property, plant, and equipment, are recognized in profit or loss as incurred.

(c) Depreciation

Depreciation is calculated over the depreciable amount, which is the cost of an asset less residual value which the Company has determined to be nominal.

Depreciation is recognized in profit or loss either on a straight-line or declining balance basis over the estimated useful lives of each part of an item of property, plant, and equipment. Land is not depreciated.

The estimated useful lives for the current and comparative year are as follows:

	Straight-Line	Declining Balance Rate
Rental equipment	—	20%
Other	3 years	—

Depreciation methods, useful lives, and residual values are reviewed at each financial year-end and adjusted if appropriate.

Materials and supplies awaiting assembly are recorded at cost in property, plant, and equipment and no depreciation is taken.

Intangible assets

(a) Goodwill

Goodwill represents the excess of purchase price for business combinations over the fair value of the acquired net assets. Goodwill is allocated as of the date of the business combination. Goodwill is measured at cost less accumulated impairment losses.

(b) Research and development

Expenditure on research activities, undertaken with the prospect of gaining new scientific or technical knowledge and understanding, is recognized in profit or loss as incurred.

Development activities involve a plan or design for the production of new or substantially improved products and processes. Development expenditures are capitalized only if development costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Company intends to and has sufficient resources to complete development and to use the asset. The expenditure capitalized includes the cost of materials and direct labour costs that are directly attributable to preparing the asset for its intended use. Other development expenditures are recognized in profit or loss as incurred.

Capitalized development expenditures are measured at cost less accumulated amortization and accumulated impairment losses.

Capitalized development expenditures are amortized in the year in which the new products begin generating revenue. However, if at any time a product is deemed no longer commercially viable, the balance of the related deferred costs is expensed in profit or loss.

Investment tax credits are recorded only when received, as the timing and amounts are dependent upon the acceptance of the claim by the respective tax authorities, and are netted against the related development costs.

(c) Other intangible assets

Other intangible assets that are acquired by the Company have finite useful lives and are measured at cost less accumulated amortization and accumulated impairment losses.

Intangible assets are amortized when they are available for use on a straight-line basis over their estimated economic lives.

(d) Subsequent expenditures

Subsequent expenditures are capitalized only when they increase the future economic benefits embodied in the specific asset to which they relate. All other expenditures, including expenditures on internally generated goodwill and brands, are recognized in profit or loss as incurred.

(e) Amortization

Amortization is calculated over the cost of the asset less residual value which the Company has determined to be nominal.

The estimated useful lives for intangible assets are as follows:

Customer relationships and technology	6 years
Non-compete agreements	5 years
Trademarks and software	3 years
Patents and research and development costs	3 years

Amortization methods, useful lives, and residual values are reviewed at each financial year-end and adjusted if appropriate.

Impairment

(a) Financial assets (including trade and other receivables)

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be reliably estimated.

Objective evidence that financial assets are impaired includes default or delinquency by a debtor, restructuring of an amount due to the Company on terms that the Company would not consider otherwise, indications that a debtor or issuer will enter bankruptcy, or the disappearance of an active market for a security. The Company considers evidence of impairment for receivables at both a specific asset and collective level. All individually significant receivables are assessed for specific impairment. All individually significant receivables found not to be specifically impaired are then collectively assessed for any impairment that has been incurred but not yet identified. Receivables that are not individually significant are collectively assessed for impairment by grouping together receivables with similar risk characteristics.

In assessing collective impairment, the Company uses historical trends of the probability of default, timing of recoveries and the amount of loss incurred, adjusted for management's judgment as to whether current economic and credit conditions are such that the actual losses are likely to be greater or less than suggested by historical trends.

Losses are recognized in profit or loss and reflected in an allowance account against receivables. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

(b) Non-financial assets

The carrying amounts of the Company's non-financial assets, other than deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. Judgments and assessments are made to determine whether an event has occurred that indicates a possible impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill and intangible assets that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated at least annually.

Assets that cannot be tested for impairment individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets, referred to as the CGU. The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

For goodwill impairment testing, goodwill acquired in a business combination is allocated to the group of CGUs that is expected to benefit from the synergies of the combination. This allocation is subject to an operating segment ceiling test and reflects the lowest level at which that goodwill is monitored for internal reporting purposes.

The Company's corporate assets do not generate separate cash inflows. If there is an indication that a corporate asset may be impaired, then the recoverable amount is determined for the CGU to which the corporate asset belongs.

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in profit or loss as incurred. Impairment losses recognized in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro-rata basis.

An impairment loss in respect of goodwill cannot be reversed. In respect of other assets, impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not

exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

Share based compensation

Equity-settled share based compensation

(a) Stock option plan

The fair value of stock options granted is estimated at the grant date using the Black-Scholes option pricing model, which includes underlying assumptions related to the risk-free interest rate, average expected option life, estimated forfeitures, estimated volatility of the Company's shares and anticipated dividends.

Compensation expense associated with the option plan is recognized on a graded basis as stock-based compensation expense over the vesting period of the stock options with a corresponding increase in share based benefits reserve. Any consideration received on the exercise of stock options for common shares is credited to share capital.

Cash-settled share based compensation

(b) Restricted share unit (RSU) plan and Phantom stock full value (PSFV) plan

The Company has a RSU and a PSFV plan for qualified employees whereby holders receive a cash settlement based upon the number of outstanding units multiplied by the prevailing market price of the Company's common shares on the vesting date. A liability is accrued and adjusted each quarter based upon the number of vested units and the current market price of the Company's common shares.

Compensation expense for the plans is accrued on a graded basis over the respective three-year vesting period. Any changes in the fair value of the liability are recognized in profit or loss.

(c) Deferred share unit (DSU) plan

The Company has a DSU plan for directors of the Company. The DSUs are granted annually and represent rights to share values based on the number of DSUs issued. When a DSU holder ceases to be a member of the Board, the holder is entitled to receive a cash settlement based upon the number of outstanding DSUs multiplied by the prevailing market price of the Company's common shares on the redemption date. A DSU liability is accrued and adjusted each quarter on outstanding DSUs based upon the current market price of the Company's common shares.

Compensation expense for the DSU plan is accrued evenly over a one year period following grant. Any changes in the fair value of the liability are recognized in profit or loss.

(d) Performance share unit (PSU) plan

The Company has a PSU plan for Executive Officers of the Company. PSUs are a notional unit that entitle the holder to receive payment in cash upon vesting based upon the number of vested PSUs and a multiplier calculated based upon the achievement of certain performance measures and objectives specified by the Board of Directors. A PSU liability is accrued and adjusted each reporting period on vested PSUs based upon the expected fair value of the future obligation, with changes in fair value recognized in profit or loss.

Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be reliably estimated, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Revenue

The Company applies the five-step model to arrangements that meet the definition of a contract, including when it is probable that the entity will collect the consideration it is entitled to in exchange for the goods or services it provides to the customer.

- (a) identifies the contract(s) with a customer,
- (b) identifies the performance obligations in the contract,
- (c) determines the transaction price,
- (d) allocate the transaction price to the performance obligations in the contract, and
- (e) recognizes revenue when (or as) the entity satisfies a performance obligation.

Products and services for the Company are primarily comprised of specialized data management systems provided on a rental basis. The Company satisfies its performance obligations and recognizes rental revenue during the reporting period based on completion of each rental day.

Leases

The Company assesses whether a contract is or contains a lease, at inception of the contract. The company recognizes a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets (such as tablets and personal computers, small items of office furniture, and telephones). For these leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the lessee uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability are comprised of:

- (a) Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable;
- (b) Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- (c) The amount expected to be payable by the lessee under residual value guarantees; The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- (d) Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

Both the current and non-current portion of the lease liability is presented as a separate line in the Consolidated Balance Sheets. The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Company remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- (a) The lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.

(b) The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which case the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).

(c) A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Company did not make any such adjustments during the periods presented.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Company expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease. The right-of-use assets are presented as a separate line in the Consolidated Balance Sheets. The Company applies IAS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the "Property, Plant, and Equipment" policy.

Variable rents that do not depend on an index or rate are not included in the measurement of the lease liability and the right-of-use asset. The related payments are recognized as an expense in the period in which the event or condition that triggers those payments occurs and are included in the segment and category with which the expense arises.

As a practical expedient, IFRS 16 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has not used this practical expedient. For contracts that contain a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

Finance income, finance costs, and foreign exchange

Finance income comprises interest income on excess funds invested. Interest income is recognized as it accrues in profit or loss.

Finance costs include interest expense on bank borrowing, lease obligations, and changes in the fair value of financial assets at fair value through profit or loss, and impairment losses recognized on financial assets.

Foreign currency gains and losses are reported on a net basis.

Income tax

Income tax expense is comprised of current and deferred tax. Current tax and deferred tax are recognized in profit or loss except to the extent that it relates to a business combination, or to items recognized directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss, and differences relating to investments in subsidiaries and jointly controlled entities to the extent that it is probable that they will not reverse in the foreseeable future. In addition, deferred tax is not recognized for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized for unused tax losses, tax credits, and deductible temporary differences, to the extent that it is probable that future taxable profits will be available to use unused tax losses and unused tax credits. Deferred tax assets are reviewed at each reporting date and the valuation allowance is reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Dividends

Dividends on common shares are recognized in the Company's Consolidated Financial Statements in the period in which the Board of Directors approves the dividend.

Income per share

The Company presents basic and diluted income per share data for its common shares. Basic income per share is calculated by dividing the net income or loss available to common shareholders of the Company by the weighted average number of common shares outstanding during the year. Diluted income per share is determined by adjusting the net income or loss available to common shareholders and the weighted average number of common shares outstanding, adjusted for the effects of all dilutive potential common shares, which comprise stock options outstanding.

Segment reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components. All operating segments' results are reviewed regularly by the Company's senior management to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

Segment results that are reported include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets, costs that benefit more than one operating unit which cannot be reasonably allocated, and amounts relating to current and deferred taxes as these amounts can be impacted by tax strategies implemented at the corporate level that benefit the Group as a whole.

Segment capital expenditures are the total cost incurred during the period to acquire property, plant, and equipment and intangible assets other than goodwill.

4. Changes in Accounting Standards

Standards and interpretations adopted in the year ended December 31, 2020

The Company has adopted the following amendments to IFRS effective January 1, 2020, and except as otherwise noted, none of which have had a material impact on the Company's Consolidated Financial Statements:

IFRS 3, Business combinations

Amendments to IFRS 3, Business Combinations, assist in determining whether a transaction should be accounted for as a business combination or an asset acquisition. It amends the definition of a business to include an input and a substantive process that together significantly contribute to the ability to create goods and services provided to customers, generating investment and other income, and it excludes returns in the form of lower costs and other economic benefits. The amendments are applied prospectively to new transactions.

IAS 28, Investments in associates and joint ventures

Indicates that long-term interests in an associate or joint venture, such as long-term loans, should be accounted for using IFRS 9, Financial instruments.

IAS 12 / IFRIC 23, Income taxes

Clarified that IAS 12 applies to accounting for uncertain tax positions. The IFRIC includes guidance to deal with uncertainty of tax treatments.

IFRS 16, Leases (effective for annual reporting periods beginning on or after June 1, 2020)

Amendment to IFRS 16, Leases allows lessees not to account for rent concessions as lease modifications if they arise as a direct consequence of COVID-19.

Future Accounting Policy Changes

The following amendments have been issued and are effective for financial years beginning on or after January 1, 2021. Amendments that are not applicable to the Company have been excluded. The Company does not anticipate that the adoption of any of these amendments will have a material impact on the financial statements.

IFRS 9, Financial Instruments, IAS 39, Financial Instruments: Recognition and Measurement, IFRS 7, Financial Instruments; Disclosures, IFRS 4, Insurance Contracts, and IFRS 16, Leases, collectively named 'Interest Rate Benchmark Reform – Phase 2' (effective January 1, 2021).

The amendments provide relief for modifications of financial contracts and leases and discontinuing hedge accounting required solely by Interest Rate Benchmark Reform. The amendments include a practical expedient to apply the change in the basis for determining the contractual cash flows prospectively by revising the effective interest rate. A similar practical expedient is also provided for modifications of the cash flows of lease liabilities. In relation to hedge accounting, the amendments introduce an exception to the existing requirements so that changes in the formal designation of a hedge accounting relationship that are needed to reflect the changes required by Interest Rate Benchmark Reform do not result in the discontinuation of hedge accounting or the designation of a new hedging relationship.

IAS 37, Provisions, Contingent Liabilities and Contingent Assets (effective January 1, 2022)

Clarifies that the 'costs of fulfilling a contract' when assessing whether a contract is onerous comprise both the incremental costs and an allocation of other costs that relate directly to

fulfilling contracts. The amendments apply to contracts existing at the date when the amendments are first applied.

IAS 1, Presentation of Financial Statements (effective January 1, 2023)

Clarifies the presentation of liabilities in the statement of financial position. The classification of liabilities as current or non-current is based on contractual rights that are in existence at the end of the reporting period and is unaffected by expectations about whether an entity will exercise its right to defer settlement. A liability not due over the next twelve months is classified as non-current even if management intends or expects to settle the liability within twelve months. The amendments also introduce a definition of 'settlement' to make clear that settlement refers to the transfer of cash, equity instruments, other assets, or services to the counterparty.

5. Cash and Cash Equivalents

As at December 31,	2020	2019
	(\$)	(\$)
Cash	41,124	56,539
Cash equivalents	108,158	104,477
Cash and cash equivalents	149,282	161,016

Cash equivalents are made up of cash invested in money market funds with interest rates of approximately 0.50% and maturities ranging from 1–90 days.

6. Trade and Other Receivables

As at December 31,	2020	2019
	(\$)	(\$)
Trade receivables, net of allowances for doubtful accounts	24,303	57,572
Other receivables	1,444	2,144
	25,747	59,716

7. Property, Plant, and Equipment

	Materials and supplies	Rental equipment	Right of use assets	Other	Total
	(\$)	(\$)	(\$)	(\$)	(\$)
Property, plant and equipment					
Balance at January 1, 2019	7,631	468,508	—	54,659	530,798
Additions	9,439	10,062	10,848	2,952	33,301
Derecognition of assets	—	(3,850)	(263)	—	(4,113)
Disposals and scrap	—	(11,451)	—	(1,630)	(13,081)
Parts consumed	(10,745)	10,745	—	—	—
Hyperinflation	—	5,108	—	—	5,108
Effects of exchange rate changes	(135)	(17,298)	—	(103)	(17,536)
Balance at December 31, 2019	6,190	461,824	10,585	55,878	534,477
Additions	2,015	2,304	286	349	4,954
Derecognition of assets	—	(5,666)	(309)	—	(5,975)
Disposals and scrap	—	(17,943)	—	—	(17,943)
Parts consumed	(849)	849	—	—	—
Hyperinflation	—	912	—	—	912
Effects of exchange rate changes	(26)	(8,070)	(81)	(97)	(8,274)
Balance at December 31, 2020	7,330	434,210	10,481	56,130	508,151
Accumulated Depreciation					
Balance at January 1, 2019	—	369,599	—	40,782	410,381
Depreciation	—	23,920	2,579	3,768	30,267
Derecognition of assets	—	(3,850)	(263)	—	(4,113)
Disposals and scrap	—	(9,362)	—	(633)	(9,995)
Hyperinflation	—	2,623	—	—	2,623
Effects of exchange rate changes	—	(12,701)	—	(507)	(13,208)
Balance at December 31, 2019	—	370,229	2,316	43,410	415,955
Depreciation	—	20,968	2,581	4,735	28,284
Derecognition of assets	—	(5,666)	(309)	—	(5,975)
Disposals and scrap	—	(17,943)	—	—	(17,943)
Hyperinflation	—	485	—	—	485
Effects of exchange rate changes	—	(7,527)	(66)	(48)	(7,641)
Balance at December 31, 2020	—	360,546	4,522	48,097	413,165
Carrying Amounts					
At December 31, 2019	6,190	91,595	8,269	12,468	118,522
At December 31, 2020	7,330	73,664	5,959	8,033	94,986

Other property, plant, and equipment includes computer equipment, leasehold improvements, and vehicles.

Derecognition of Assets

Included in the amounts recorded as derecognition of assets in the above table are the costs and accumulated depreciation of fully depreciated assets that have been removed from the Company's books. In 2020, these amounts were \$5,975 (2019: \$4,113).

Included in depreciation and amortization expense are losses on the derecognition of assets and spare parts obsolescence reserves in the amount of \$746 (2019: \$2,132) for the year ended December 31, 2020.

8. Investments

Investments are comprised of the Company's investment in Intelligent Wellhead Systems Inc. (IWS) and Rawabi Pason Company.

In 2019, the Company entered into an agreement to invest \$25,000 for a fixed price to acquire a minority interest in IWS. IWS is a privately-owned oil and gas technology and service company that provides proprietary and unique surface control systems for various markets globally. The investment consists of an initial cash payment of \$10,000, which was made in the fourth quarter of 2019, and three put options, exercisable at the discretion of IWS, of \$5,000 each for a period of up to three years, with any remaining unexercised put option automatically triggered on expiry. One of the put options was exercised in 2020, while the two remaining put options, totaling \$10,000, are presented as a current liability as at December 31, 2020. IWS may include one or more tranches in any single exercise of the put option. Based on the minority interest ownership before and after exercise of the put options and powers to participate in the financial and operating decisions of IWS, the Company uses the equity method to account for this investment.

As part of the investment, the Company entered into a Shareholder's Agreement with the existing shareholder's of IWS, which includes a Company call option to purchase all of the issued and outstanding shares not held by the Company at the time the option is exercised. The call option period begins in 2022 and expires in 2025. The call option exercise price is calculated based upon the total equity value of IWS, as defined in the agreement, and the fair value was immaterial.

9. Business Combination

In 2019, a US subsidiary of the Company, Pason US Holdings Corp. (Holdco) entered into an agreement with Energy Toolbase LLC (ETB LLC), whereby Holdco and ETB LLC formed Energy Toolbase Software Inc. (ETB Inc). Holdco contributed 100% of the shares it held in Pason Power Inc.(Power) and \$26,664 in return for an 80% interest in ETB Inc. ETB LLC owners contributed all of the ETB LLC partnership units in return for 20% of ETB Inc and \$26,664 in cash. On December 31, 2019, both ETB LLC and Power were amalgamated into ETB Inc.

ETB LLC was a private, US-based software-as-a-service (SaaS) company in the software development of a platform that specializes in modeling and proposing the economics of solar and energy storage projects.

The acquisition was accounted for as a business combination using the acquisition method whereby the net assets acquired and liabilities assumed are recorded at fair value. The Company elected to recognize the non-controlling interest of ETB Inc. at its proportionate share of the acquired net identifiable assets.

The purchase agreement includes various put and call provisions which provide a certain amount of liquidity to both parties, including a put option for the non-controlling shareholders to exercise for cash their shareholdings of ETB Inc. starting in 2022 with reference to the fair value of ETB Inc. shares at the date the put option can be exercised (the Put Option).

Since the Put Option is a contractual obligation, it gives rise to a financial liability calculated with reference to the agreement and is discounted to its present value at each reporting date using the discounted cash flow model. The initial obligation under put option was recorded as a non-current liability with the offset recorded as equity reserve on the Consolidated Balance Sheets, shown net of the initial fair value assigned to the put option of \$1,323.

The significant unobservable inputs to determine the fair value of the obligation under put option as at December 31, 2020, include the assumption of exercise in 2022, along with the weighted average growth rate, terminal value, and pre-tax discount rate as disclosed in Note 11.

A summary of the obligation under put option is as follows:

As at December 31,	2020	2019
	(\$)	
Balance, beginning of year	9,540	—
Initial recognition at acquisition	—	9,717
Put option revaluation	1,812	—
Foreign exchange	(199)	(177)
Balance, end of year	11,153	9,540

The purchase agreement contains other various put and call options, and rights, which provide a certain amount of liquidity to both parties, customary to these types of agreements. The fair value of these provisions are immaterial.

The final allocation of the purchase price was as follows:

Net Assets Acquired	
	(\$)
Net identifiable assets (liabilities)	(101)
Customer relationships	1,503
Trademarks and brand name	1,298
Technology	2,491
Goodwill	22,424
Net assets acquired	27,615
Non-controlling interest	62
Consideration net of cash received ⁽¹⁾	27,677

(1) Cash of \$310 was acquired as part of the acquisition.

Consideration	
	(\$)
Cash consideration paid	26,664
Fair value of put option	1,323
Total consideration	27,987

Of the cash consideration paid, \$23,660 was paid at close in 2019, while the balance of \$2,560 was paid in December of 2020 in accordance with the terms of the holdback provisions contained in the purchase agreement.

The goodwill balance is attributable to the acquisition of an existing operating business with access to an assembled workforce and operating synergies anticipated from the integration of the operations of ETB LLC and the Company. The goodwill is deductible for tax purposes.

The purchase price allocation was based upon management's best estimate of fair values as of the acquisition date. All transaction costs have been expensed and recorded in other expenses.

The amount of revenue and net income the acquired Company contributed from September 10 to December 31, 2019, is approximately \$610 and \$(107) respectively. If the acquisition had occurred on January 1, 2019, revenue and net income in 2019 would have increased approximately \$2,950 and \$(7) respectively.

10. Intangible Assets and Goodwill

	Goodwill	Research & Development	Technology	Customer Relationships	Other	Total
	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)
Intangible assets						
Balance at January 1, 2019	12,293	20,187	2,842	11,414	3,788	50,524
Internally developed	—	2,447	—	—	—	2,447
Investment tax credits received	—	(721)	—	—	—	(721)
Acquisition	22,424	—	2,491	1,503	1,298	27,716
Effects of exchange rate	(595)	—	(44)	(127)	(51)	(817)
Balance at December 31, 2019	34,122	21,913	5,289	12,790	5,035	79,149
Internally developed	—	1,488	—	—	—	1,488
Investment tax credits received	—	(997)	—	—	—	(997)
Derecognition of investment tax credit	—	2,986	—	—	—	2,986
Derecognition of assets	—	—	—	—	(906)	(906)
Effects of exchange rate	(792)	—	(51)	(643)	(147)	(1,633)
Balance at December 31, 2020	33,330	25,390	5,238	12,147	3,982	80,087
Amortization						
Balance at January 1, 2019	650	6,598	948	8,264	3,309	19,769
Amortization	—	6,484	612	871	578	8,545
Effects of exchange rate	(38)	—	—	(142)	—	(180)
Balance at December 31, 2019	612	13,082	1,560	8,993	3,887	28,134
Amortization	—	3,490	899	1,044	700	6,133
Derecognition of investment tax credit	—	2,986	—	—	—	2,986
Derecognition of assets	—	—	—	—	(906)	(906)
Effects of exchange rate	(5)	—	(32)	(590)	(549)	(1,176)
Balance at December 31, 2020	607	19,558	2,427	9,447	3,132	35,171
Carrying amounts						
At December 31, 2019	33,510	8,831	3,729	3,797	1,148	51,015
At December 31, 2020	32,723	5,832	2,811	2,700	850	44,916

Derecognition of assets

Included in the amounts recorded as derecognition of investment tax credits and derecognition of assets in the above table are the costs and accumulated amortization of fully amortized assets that have been removed from the Company's books.

Impairment assessment

During the second quarter of 2020, as industry conditions worsened with impacts of the COVID-19 pandemic, the Company concluded that indicators of impairment existed. Therefore, the Company performed an impairment test on its goodwill as at June 30, 2020, and concluded that there was no impairment.

Further, the Company assessed goodwill for impairment at December 31, 2020 as part of its annual reporting process. In doing so, the Company compared the aggregate recoverable amount of the assets included in the respective CGUs to their carrying amounts. The Company completed its annual assessment for goodwill impairment and determined that the recoverable amount for the Company's CGUs exceeded the carrying amounts, respectively.

For the December 31, 2020 goodwill impairment assessment, the Company's goodwill was allocated to the North America, International and Solar and Energy Storage CGUs. Goodwill acquired through the ETB acquisition was allocated to the Solar and Energy Storage CGU.

The recoverable amount has been determined based on the value in use of the CGUs using cash flow budgets approved by management. There is a degree of uncertainty with respect to the estimates of the recoverable amounts of the CGUs' assets due in part to the necessity of making key assumptions about the future economic environment that the company will operate in. The value in use calculations use discounted cash flow projections, which require key assumptions, including future cash flows, projected growth, and pre-tax discount rates. The Company considers a range of reasonable possibilities to use for these key assumptions and decides upon the amounts to use that represent management's best estimates.

Key assumptions are as follows:

	North America	International	Solar and Energy Storage
	(%)	(%)	(%)
Weighted average growth rate	10	8	nmf
Terminal growth rate	2.0	2.0	2.0
Pre-tax discount rate	13	15	25

The weighted average growth rate for the Solar and Energy Storage CGU is not meaningful given the early stages of associated cash flows.

For all operating segments, reasonable possible changes in key assumptions would not cause the recoverable amount of goodwill to fall below the carrying value. If future events cause a significant change in the operating environment of these business units, resulting in key operating metrics differing from management's estimates, the Company could potentially experience future material impairment charges against goodwill.

11. Trade Payables, Accruals and Provisions

As at December 31,	Note	2020	2019
		(\$)	(\$)
Trade payables		3,620	8,546
Non-trade payables and accrued expenses		10,415	20,874
Liability for automatic purchase plan (APP) commitment pursuant to NCIB	12	—	5,000
		14,035	34,420

The Group's exposure to currency and liquidity risk related to trade and other payables is disclosed in Note 19.

12. Share Capital and Stock Based Compensation

Common shares

Years Ended December 31,		2020	2019
	(\$)	(#)	(\$)
Balance, beginning of year	166,701	84,538	164,723
Exercise of stock options	—	—	3,990
Previous business acquisition	—	—	1,250
Shares repurchased and cancelled under NCIB	(2,865)	(1,449)	(2,953)
Reversal of prior period liability for APP commitment pursuant to NCIB	732	—	423
Liability for APP commitment pursuant to NCIB	—	—	(732)
Balance, end of year	164,568	83,089	166,701

At December 31, 2020, the Company was authorized to issue an unlimited number of common shares and an unlimited number of preferred shares, issuable in series.

The holders of common shares are entitled to receive dividends, as declared at the discretion of the Board of Directors, and are entitled to one vote per share at meetings of the Company. All shares rank equally with regard to the Company's residual assets.

Stock option plan

The Group has a stock option plan that entitles qualified employees to purchase shares in the Company. Options, which are issued at market price, vest over three years and expire after five years.

The outstanding stock options can be summarized as follows:

	Year Ended December 31, 2020		Year Ended December 31, 2019	
	Share Options	Weighted Average Exercise Price	Share Options	Weighted Average Exercise Price
	(#)	(\$)	(#)	(\$)
Outstanding, beginning of year	5,111	17.87	5,534	20.00
Granted	636	7.33	842	13.18
Equity settled	—	—	(198)	16.98
Expired or forfeited	(1,469)	18.88	(1,067)	25.39
Outstanding, end of year	4,278	15.96	5,111	17.87
Exercisable, end of year	2,990	17.74	3,007	18.46
Available for grant, end of year	1,538		807	

The following table summarizes information about the stock options outstanding at December 31, 2020:

Options Outstanding				Options Exercisable	
Range of Exercise Prices	Options Outstanding	Weighted Average Remaining Contractual Life	Weighted Average Exercise Price	Exercisable (Vested)	Weighted Average Exercise Price
(\$)	(#)	(Years)	(\$)	(#)	(\$)
7.33 - 7.48	636	4.90	7.33	—	—
7.49 - 12.90	605	3.92	12.90	252	12.90
12.91 – 20.22	3,037	1.98	18.37	2,738	18.19
	4,278	2.70	15.96	2,990	17.74

All stock options are valued using the Black-Scholes option pricing model. Weighted average assumptions for options granted in the year are as follows:

Years Ended December 31,	2020	2019
Fair value of stock options (\$)	1.75	1.61
Forfeiture rate (%)	11.15	11.17
Risk-free interest rate (%)	0.33	1.54
Expected option life (years)	3.46	3.43
Expected volatility (%)	40.99	28.54
Expected annual dividends per share (%)	2.78	5.89

Restricted share units plan

All RSUs vest over three years and upon vesting will entitle the holder to a cash payment based upon the corresponding market value of the Company's common shares.

The outstanding RSUs can be summarized as follows:

Years Ended December 31,	2020	2019
	(#)	(#)
RSUs, beginning of year	650	319
Granted	807	502
Vested and paid	(220)	(140)
Forfeited	(126)	(31)
RSUs, end of year	1,111	650

Deferred share units plan

DSUs are awarded annually to members of the Board of Directors and represent cash settled rights to share values based on the number of DSUs issued. DSUs are credited evenly following the year in which they are awarded. DSUs vest and are paid upon the retirement of the Director.

The Company's outstanding DSUs can be summarized as follows:

Years Ended December 31,	2020	2019
	(#)	(#)
DSUs, beginning of year	170	129
Credited	82	41
DSUs, end of year	252	170

Performance share units plan

The Company has a PSU plan for Executive Officers of the Company. PSUs are awarded annually and the number of PSUs awarded shall be equal to one PSU for each \$1.00 of grant value determined by the Board of Directors on such date. PSUs granted before 2020 vest equally over three years while PSUs awarded in 2020 vest at the end the third anniversary date. Upon vesting, PSUs entitle the holder to receive a cash payment calculated based upon the number of PSUs vested and a multiplier which is based on the achievement of certain performance measures and objectives specified by the Board of Directors. The applicable multiplier can range from zero percent to 200 percent.

The Company's outstanding PSUs can be summarized as follows:

Years Ended December 31,	2020	2019
	(#)	(#)
PSUs, beginning of year	4,561	4,571
Granted	1,085	2,363
Vested and paid	(2,237)	(2,253)
Forfeited	(1,077)	(120)
PSUs, end of year	2,332	4,561

Stock-based compensation expense and liability

The stock option, restricted share unit (RSU), deferred share unit (DSU), and performance share unit (PSU) plans expense can be summarized as follows:

Expense (Recovery)

Years Ended December 31,	2020	2019
	(\$)	(\$)
Stock options	2,307	4,200
RSUs	2,476	1,927
DSUs	(239)	(127)
PSUs	296	4,548
Deferred compensation	—	292
Stock-based compensation expense	4,840	10,840

Liability

As at December 31,	2020	2019
	(\$)	(\$)
RSUs	981	739
PSUs	445	1,703
Current portion of stock-based compensation liability	1,426	2,442
RSUs	1,310	710
DSUs	1,989	2,228
PSUs	85	541
Non-current portion of stock-based compensation liability	3,384	3,479
Total stock-based compensation liability	4,810	5,921

Common share dividends

During 2020, the Company declared and paid dividends of \$40,420 (2019: \$63,100) or \$0.48 per common share (2019: \$0.74).

Normal Course Issuer Bid (NCIB)

In 2019, the Company had an NCIB in place which expired on December 17, 2020, and allowed the Company to repurchase for cancellation, from time to time, as the Company considered advisable, up to a maximum of 6,777 common shares, which represented 10% of the applicable public float. On December 15, 2020, the Company announced the renewal of its previous NCIB commencing December 18, 2020, and expiring on December 17, 2021. Under the current NCIB, the Company may purchase for cancellation, from time to time, as the Company considers advisable, up to a maximum of 4,149 common shares, which represents 10% of the applicable public float.

Under the renewed NCIB program, the actual number of common shares that may be purchased for cancellation and the timing of any such purchases will be determined by the Company, subject to a maximum daily purchase limitation of 83 common shares. The Company may make one block purchase per calendar week which exceeds the daily purchase restriction.

For the year ended December 31, 2020, the Company purchased 1,449 common shares for cancellation (2019: 1,538), for a total cash consideration of \$9,478 (2019: \$24,040) at an average price per share of \$6.54 (2019: \$15.63). The total consideration is allocated between share capital and retained earnings.

At December 31, 2019, the Company entered into an automatic purchase plan with an independent broker (APP). At December 31, 2019, the Company recorded a liability of \$5,000 for share repurchases that could take place during its internal blackout period. The total accrual was included

in the Consolidated Balance Sheets under trade payables and accruals. The Company did not have an APP in place at December 31, 2020.

As at December 31,	2020	2019
	(\$)	(\$)
Amounts charged to		
Share capital	—	732
Retained earnings	—	4,268
Liability for automatic share purchase plan commitment	—	5,000

13. Operating Segments

Prior to the third quarter of 2020, the Company presented three operating segments, based upon the geographic segments of the Company's core business servicing the oil and gas industry, consisting of Canada, the United States, and International. The United States segment included Energy Toolbase Software Inc, which is the operating entity of the Company's solar and energy storage business.

In 2020, the Company streamlined its structure and operations by consolidating its core US and Canadian operations. Furthermore, the Solar and Energy Storage business is distinct from the Company's core business and anticipated future operating results are expected to be significant, warranting a distinct segment. Given these factors, management realigned the Company's operating segments to better reflect how management makes decisions for the Company.

As a result of the change in reportable segments the Company reports on three strategic business units: The North American (Canada and the United States) and International (Latin America, including Mexico, Offshore, the Eastern Hemisphere, and the Middle East) business units, all of which offer services to the oil and gas industry, and the Solar and Energy Storage business unit, which provides services to solar and energy storage developers. All comparative figures have been reclassified to conform to the new presentation.

Performance is measured based on gross profit as included in the internal management reports. Segment gross profit is used to measure performance, as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Inter-segment pricing is determined on an arm's length basis and intra-company balances and transactions are eliminated.

Results in 2020 for the Solar and Energy Storage segment reflect results generated from Energy Toolbase Inc. the Company formed through the amalgamation of the former Pason Power entity and Energy Toolbase LLC (ETB), which was acquired on September 10, 2019. Comparatively, results in 2019 only reflect activity from the amalgamated ETB from September 10, 2019 onwards.

The following table represents a disaggregation of revenue from contracts with customers along with the reportable segment for each category:

Year Ended December 31, 2020	North America	International	Solar and Energy Storage	Total
	(\$)	(\$)	(\$)	(\$)
Revenue				
Drilling Data	69,861	12,220	—	82,081
Mud Management and Safety	38,848	6,177	—	45,025
Communications	8,083	756	—	8,839
Drilling Intelligence	9,263	502	—	9,765
Analytics and Other	5,324	2,248	3,354	10,926
Total Revenue	131,379	21,903	3,354	156,636
Rental services and local administration	57,132	14,626	6,058	77,816
Depreciation and amortization	30,037	4,357	23	34,417
Segment gross profit (loss)	44,210	2,920	(2,727)	44,403
Research and development				26,977
Corporate services				11,275
Stock-based compensation				4,840
Other (income)				(8,687)
Income tax provision				4,864
Net income				5,134
Net income attributable to Pason				6,568
Capital expenditures	5,159	—	—	5,159
As at December 31, 2020				
Property plant and equipment	83,829	11,046	111	94,986
Intangible assets	8,262	—	3,931	12,193
Goodwill	8,524	2,600	21,599	32,723
Segment assets	314,434	46,012	970	361,416
Segment liabilities	50,771	4,165	1,197	56,133

Year Ended December 31, 2019 (restated)	North America	International	Solar and Energy Storage	Total
	(\$)	(\$)	(\$)	(\$)
Revenue				
Drilling Data	132,590	23,618	—	156,208
Mud Management and Safety	78,260	7,567	—	85,827
Communications	18,146	1,614	—	19,760
Drilling Intelligence	18,986	1,335	—	20,321
Analytics and Other	8,721	3,600	1,205	13,526
Total Revenue	256,703	37,734	1,205	295,642
Rental services and local administration	96,238	21,313	2,441	119,992
Depreciation and amortization	36,421	4,384	25	40,830
Segment gross profit (loss)	124,044	12,037	(1,261)	134,820
Research and development				30,439
Corporate services				15,653
Stock-based compensation				10,840
Other expenses				3,892
Income tax provision				20,193
Net income				53,803
Net income attributable to Pason				54,112
Capital expenditures	20,949	3,229	—	24,178
As at December 31, 2019				
Property plant and equipment	104,022	14,313	187	118,522
Intangible assets	12,670	—	5,060	17,730
Goodwill	8,671	2,600	22,014	33,285
Segment assets	383,640	52,844	1,357	437,841
Segment liabilities	84,953	5,487	947	91,387

14. Other (Income) Expenses

Years Ended December 31,	2020	2019
	(\$)	(\$)
Government wage assistance	(9,941)	—
Derecognition of onerous lease	(5,757)	4,289
Net monetary gain	(1,874)	(2,887)
Interest income	(1,219)	(1,481)
Net interest expense - lease liability	352	578
Equity loss (income) (Note 8)	1,028	(86)
Foreign exchange loss	1,113	2,199
Put option revaluation (Note 9)	1,812	—
Reorganization costs	5,554	—
Other	245	1,280
Other (income) expenses	(8,687)	3,892

During 2020, the Company was eligible to participate in the Canada Emergency Wage Subsidy (CEWS) program. As a result, \$9,941 of CEWS benefit was recorded as government wage assistance within Other (income) expenses.

During 2019, the Company was notified that the tenant leasing the Company's previous office space in Colorado, USA, filed for Chapter 7 bankruptcy. As a result, the Company derecognized the lease receivable and reported \$4,289 in other expenses. During the second quarter of 2020, the Company entered into an agreement to terminate the lease. As a result, a recovery of \$5,757 was recorded as other income which represents the derecognition of the previously outstanding lease liability, offset by a termination payment.

The net monetary gain of \$1,874 (2019: \$2,887) is as a result of applying hyperinflation accounting to the Company's Argentinian subsidiary.

During the second quarter of 2020, the Company initiated cost reduction initiatives to address the anticipated downturn in oil and gas drilling activity in all of its end markets. Accordingly, the Company recorded reorganization expenses of \$5,554, which is comprised of termination benefits and other staff related costs.

15. Income Tax

The major components of income tax expense are as follows:

Years Ended December 31,	2020	2019
	(\$)	(\$)
Current tax expense	5,331	18,008
Deferred tax expense	(467)	2,185
Total tax provision	4,864	20,193

The provision for income taxes, including deferred taxes, reflects an effective income tax rate that differs from the actual combined Canadian federal and provincial statutory rates of 24% for 2020 and 26.5% for 2019. The statutory rate for 2020 decreased due to the reduction in Alberta provincial rates as of July 1, 2020.

The Company's US subsidiaries (US Consolidated Group) were subject to federal and state statutory tax rates of approximately 25% for both 2020 and 2019.

The main differences are as follows:

Years Ended December 31,	2020	2019
	(\$)	(\$)
Income before income taxes	9,998	73,996
Expected income tax at statutory rate	2,400	19,609
Increase (decrease) resulting from:		
Tax rates in other jurisdictions and impact of not recognizing deferred tax assets on previous net operating losses	183	(1,437)
Non-deductible portion of stock-based compensation	553	1,134
Withholding and other taxes	1,488	1,453
Put option revaluation	474	—
Difference in deferred tax rates	(343)	(74)
Prior years reassessments and adjustments	(240)	(949)
Non-taxable items not deductible for tax purposes and other items	349	457
Income tax expense	4,864	20,193

Deferred tax assets and liabilities are comprised of the following:

As at December 31,	2020	2019
	(\$)	(\$)
Inter-company transactions	5,015	4,267
Share-based payments	916	1,308
Other	597	2,501
Property, plant and equipment	(9,697)	(10,756)
Intangible assets	(4,758)	(5,886)
	(7,927)	(8,566)
Deferred tax asset	—	—
Deferred tax liability	(7,927)	(8,566)
	(7,927)	(8,566)

Inter-company transactions represent amounts owing to Canada from the US Consolidated Group that are not deductible for US tax purposes until paid.

In 2020, the Company derecognized a previously recorded onerous lease, resulting in the derecognition of the corresponding deferred tax asset. In 2019, the Company refinanced an inter-company financing which expired. The Company replaced the internal structure and as a result of the restructuring a previously recorded deferred tax liability of \$9,690 was derecognized through the Statement of Other Comprehensive Income.

The movement in deferred tax assets and liabilities is as follows:

As at	Inter-company transactions	Share-based payments	Other	Property, plant and equipment	Intangible assets	Total
	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)
January 1, 2019	11,037	1,597	(8,799)	(13,060)	(7,835)	(17,060)
Recognized in income	(6,648)	(289)	1,614	1,189	1,949	(2,185)
Recognized in Other Comprehensive Income	—	—	9,690	—	—	9,690
Foreign exchange differences	(122)	—	(4)	1,115	—	989
December 31, 2019	4,267	1,308	2,501	(10,756)	(5,886)	(8,566)
Recognized in income	877	(392)	(1,797)	903	876	467
Foreign exchange differences	(129)	—	(107)	156	252	172
December 31, 2020	5,015	916	597	(9,697)	(4,758)	(7,927)

Foreign exchange differences are recognized through foreign currency translation adjustment in the Statement of Other Comprehensive Income.

All deferred taxes are classified as non-current, irrespective of the classification of the underlying assets or liabilities to which they relate, or the expected reversal of the temporary difference. In addition, deferred tax assets and liabilities have been offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity.

Tax loss carry-forwards

The Company has net-operating losses in its International business segment for which no deferred tax asset has been recognized. Deferred tax assets are only recognized to the extent that it is probable that future taxable profits will be available to use unused tax losses.

Income Taxes Recoverable- Other

During the first quarter of 2019, the Company paid withholding tax owing to the Canada Revenue Agency (CRA) of \$15,304 as part of the Bilateral Advanced Pricing Arrangement (APA) entered into with the CRA and the Internal Revenue Service (IRS). The Company has recorded an amount under current income taxes recoverable - other on the Consolidated Balance Sheets, which represents a corresponding amount owing from the IRS. During the third quarter of 2020, the IRS informed the Company that the revised tax returns have been selected for audit. The Company is confident that the amount remains collectible as the amended US tax returns were completed in accordance with the final terms of the APA. A portion of the refund was received in the first quarter of 2021.

16. Income Per Share

Basic income per share

The calculation of basic income per share is based on the following weighted average number of common shares:

Years Ended December 31,	2020	2019
	(#)	(#)
Issued common shares outstanding, beginning of year	84,538	85,783
Effect of NCIB and exercised options	(582)	(374)
Weighted average number of common shares (basic)	83,956	85,409

Diluted income per share

The calculation of diluted income per share is based on a weighted average number of common shares outstanding after adjustment for the effects of all potential dilutive common shares calculated as follows:

Years Ended December 31,	2020	2019
	(#)	(#)
Weighted average number of common shares (basic)	83,956	85,409
Effect of share options	12	244
Weighted average number of common shares (diluted)	83,968	85,653

For the year ended December 31, 2020, 3,642 (2019 - 3,368) options are excluded from the above calculation as their effect would have been anti-dilutive. The average market value of the Company's shares for purposes of calculating the dilutive effect of share options was based on quoted market prices during the period.

17. Financial Instruments

The carrying values of the financial assets and liabilities approximate their fair value due to the short-term nature of these items. The Company's financial instruments include cash and cash equivalents, trade and other receivables, trade payables and accruals, and stock-based compensation liability.

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values.

The three levels of the fair value hierarchy are as follows:

- Level 1 - Quoted prices in active markets for identical assets or liabilities.
- Level 2 - Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly.
- Level 3 - Inputs that are not based on observable market data.

Financial Assets and Liabilities at Fair Value				
As at December 31, 2020	Level 1	Level 2	Level 3	Total
	(\$)	(\$)	(\$)	(\$)
Cash and cash equivalents	149,282	—	—	149,282

18. Credit Facility

The Company has an undrawn \$5,000 demand revolving credit facility. Interest is payable monthly on amounts drawn and is based on either the lender's prime rate, US base rate loans, Bankers' Acceptance rates, or the London Inter-Bank Offered Rate (LIBOR), plus applicable margins.

The credit facility is used by the Company for working capital purposes, and accordingly, amounts drawn against it are recorded as bank indebtedness offset by any excess cash balances. The Company can repay, without penalty, advances under the facility. The facility is secured by a general security agreement on all of the assets of the Company, Pason Systems Corp. and Pason Systems USA Corp.

Throughout the year and as at December 31, 2020, no amounts were drawn on this facility.

The Company is subject to the following financial covenants:

- To maintain, on a consolidated basis, to be measured as at the end of each fiscal quarter, a ratio of debt to income before interest, taxes, depreciation and amortization, and impairment losses (EBITDA), calculated on a rolling four quarters basis for the fiscal quarter then ended and the immediately preceding three fiscal quarters of not greater than 1.50:1.
- To maintain an EBITDA for Pason Systems Corp. plus Pason Systems USA of not less than 80% of consolidated EBITDA.

Both covenants have been met throughout the reporting periods.

19. Financial Risk Management and Financial Instruments Overview

The Group has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market and foreign exchange risk

This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing risk, and the Group's approach to managing capital.

Risk management framework

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The Group's risk management policies are established to identify and analyze the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities.

Credit risk

(a) Trade and other receivables

Credit risk refers to the possibility that a customer will fail to meet its contractual obligations. Credit risk arises from the Company's accounts receivable balances, which are predominantly with customers who explore for and develop oil and natural gas reserves. The Company has a process in place which assesses the creditworthiness of its customers as well as monitoring the age and balances outstanding on an ongoing basis. In addition, the Company's services are a minor component when looking at the overall cost of drilling a well, reducing credit risk accordingly. Payment terms with customers are 30 days from invoice date; however, industry practice can extend these terms.

The Group does not require collateral in respect of trade and other receivables.

The Group establishes an allowance for doubtful accounts that represents its estimate of expected losses in respect of trade receivables. The main components of this allowance are a specific loss component that relates to individually significant exposures, and a collective loss component established for groups of similar assets in respect of losses that have been incurred but not yet identified. The collective doubtful accounts allowance is determined based on historical data of payment statistics for similar financial assets.

(b) Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

As at December 31,	2020	2019
	(\$)	(\$)
Trade and other receivables, net of allowance for doubtful accounts	25,747	59,716

The maximum exposure to credit risk for trade and other receivables at the reporting date by geographic region was:

As at December 31,	2020	2019
	(\$)	(\$)
North America	17,878	47,229
International	7,703	12,450
Solar and Energy Storage	166	37
	25,747	59,716

The Company does not have any customers that comprised greater than 10% of total revenue.

(c) Allowance for doubtful accounts

The aging of trade and other receivables at the reporting date was:

As at December 31,	2020		2019	
	Gross	Allowance	Gross	Allowance
	(\$)	(\$)	(\$)	(\$)
Current	18,073	—	40,769	—
31–60 days	4,513	—	11,318	—
61–90 days	1,243	—	4,661	(34)
Greater than 90 days	3,831	(1,913)	4,642	(1,640)
	27,660	(1,913)	61,390	(1,674)

The movement in the allowance for doubtful accounts in respect of trade and other receivables during the year was as follows:

As at December 31,	2020	2019
	(\$)	(\$)
Opening balance	1,674	2,212
Additional expected credit losses	1,103	618
Accounts collected, previously allowed for	6	96
Write-off of uncollectible accounts	(795)	(1,187)
Effects of exchange rate changes	(75)	(65)
Ending balance	1,913	1,674

Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure that it will always have sufficient liquidity to meet its liabilities when due. This is achieved through strong cash and working capital management.

Cash flow forecasting is performed in the operating entities of the Company and aggregated in head office, which monitors rolling forecasts of the Company's liquidity requirements to ensure it has sufficient cash to meet operational needs at all times. Such forecasting takes into consideration the Company's capital allocation plans and compliance with internal balance sheet ratio targets.

The following are the contractual maturities of financial liabilities, including estimated interest payments and excluding the impact of netting agreements:

December 31, 2020

	Carrying amount	Contractual cash flows	6 months or less	6–12 months	1–2 years	3–5 years	More than 5 years
	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)
Non-derivative liabilities:							
Trade payables and accruals	14,035	14,035	14,035	—	—	—	—
Cash settled stock-based compensation	4,810	4,810	—	1,426	3,384	—	—
Obligations under put option	21,153	21,153	5,000	5,000	—	11,153	—
	39,998	39,998	19,035	6,426	3,384	11,153	—

For cash settled stock-based compensation liabilities, the timing and amounts could differ significantly as a result of changes in the Company's share price and other performance metrics for the PSU plan as determined by the Board of Directors.

Market and foreign exchange risk

The Company did not enter into any hedging arrangements during the years ended December 31, 2020 and 2019.

(a) Foreign currency risk

Foreign currency risk is the risk that the value of future cash flows will fluctuate as a result of changes in foreign currency exchange rates. The Company is exposed to foreign currency risk as it relates to working capital balances denominated in foreign currencies and on the translation of its foreign operations into the Canadian dollar reporting currency. The Company also has intercompany loans that are considered part of the net investment in foreign subsidiaries and foreign exchange gains and losses are recorded within the foreign currency translation reserve.

A strengthening of the Canadian dollar against the US dollar by 1% at December 31, 2020, would have decreased net income and equity for the year by \$35 and \$5,862, respectively. A weakening of the Canadian dollar at December 31, 2020 would have had the equal but opposite effect.

(b) Interest rate risk

The Company is exposed to changes in interest rates with respect to its credit facility. Management believes this risk to be minor given the small amounts historically drawn on the facility.

(c) Fair values versus carrying amounts

The carrying values of financial assets and liabilities approximate their fair value due to the short-term nature of these items.

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values.

The three levels of the fair value hierarchy are as follows:

- Level 1 - Quoted prices in active markets for identical assets or liabilities.
- Level 2 - Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly.
- Level 3 - Inputs that are not based on observable market data.

Financial Assets at Fair Value			
	Level 1	Level 2	Level 3
	(\$)	(\$)	(\$)
Cash and cash equivalents	149,282	—	—
Total financial assets at fair value	149,282	—	—

(d) Capital risk

The Company's strategy is to carry a flexible capital base to maintain investor, market, and creditor confidence and to sustain future business development opportunities. The Company manages its capital structure based on ongoing changes in economic conditions and related risk characteristics of its underlying assets.

The Company considers its capital structure to include equity and working capital. To maintain or adjust the capital structure, the Company may, from time to time, issue or repurchase shares, adjust its dividend rate, or adjust its capital spending to manage its cash.

The Company's share capital is not subject to external restrictions; however, the Company's committed revolving credit facility includes financial covenants, with which the Company is compliant.

There were no changes in the Company's approach to capital management during the year. The Company continues to maintain a conservative balance sheet with no interest bearing debt.

(e) Industry and seasonality risk

The major area of uncertainty for the Company is that the demand for its services is directly related to the strength of its customers' capital expenditure programs. The level of capital programs is strongly affected by the level and stability of commodity prices, which can be extremely difficult to predict and beyond the control of the Company and its customers. During periods of uncertainty, such as the unprecedented industry conditions experienced in 2020, oil and gas companies tend to bias their capital decisions on conservative outlooks for commodity prices.

In addition to the cyclical nature of its business, the Company is also subject to risks and uncertainties associated with weather and seasonality. The Company continues to react to unfavourable weather conditions and spring breakup, which limit well access in Canada, through diversification into geographic regions such as the United States and internationally, where these factors are less likely to influence activity.

(f) Commodity risk

Prices for crude oil and natural gas fluctuate in response to a number of factors beyond the Company's control. The factors that affect prices include, but are not limited to, the following: the actions of the Organization of Petroleum Exporting Countries, world economic conditions, government regulation, political stability in the Middle East and elsewhere, global supply and demand for crude oil and natural gas, the price of foreign imports, the availability of alternate fuel sources, and weather conditions. Any of these can reduce the profits of energy companies by reducing the amount of drilling activity.

20. Operating Commitments

Non-cancellable operating lease rentals and committed services are payable as follows:

As at December 31,	2020	2019
	(\$)	(\$)
Less than one year	4,293	6,847
Between one and three years	6,720	10,577
More than three years	2,336	4,653
	13,349	22,077

Contractual obligations relate to minimum future payments required primarily for leases of certain facilities. A portion of these future obligations have been recognized on the balance sheet as a leased asset and a corresponding liability, in accordance with IRFS 16, Leases.

During the second quarter of 2020, the Company entered into an agreement to terminate the lease at its previous US head office in Golden, Colorado.

21. Capital Commitments

At December 31, 2020, the Group has entered into contracts to purchase property, plant, and equipment for \$1,763 (2019: \$3,094), the majority of which relates to the purchase of assets in the normal course of business.

22. Related Party Transactions and Key Management Compensation

Transactions with key management personnel and directors

In addition to salaries and director fees, as applicable, the Group also provides compensation to executive officers and directors under the Group's long-term incentive plans (Note 12).

Executive management personnel and director compensation is comprised of:

Years Ended December 31,	2020	2019
	(\$)	(\$)
Compensation	3,548	3,634
Share-based payments	1,346	5,082
	4,894	8,716

The majority of these costs are included either in corporate services or stock-based compensation expense in the Consolidated Statements of Operations. The 2020 costs include retiring allowance benefits for certain members of key management.

Key management and directors of the Company control less than 1% of the voting shares of the Company. No balances are owing from any employees or directors as at December 31, 2020 or 2019.

23. Contingencies

The Company is involved in various claims and litigation arising in the normal course of business. While the outcome of these matters is uncertain and there can be no assurance that such matters will be resolved in Pason's favour, the Company does not currently believe that the outcome of any pending or threatened proceedings related to these or other matters, or the amounts which the Company may be required to pay by reason thereof, would individually or in the aggregate have a material adverse impact on its financial position, results of operations or liquidity.

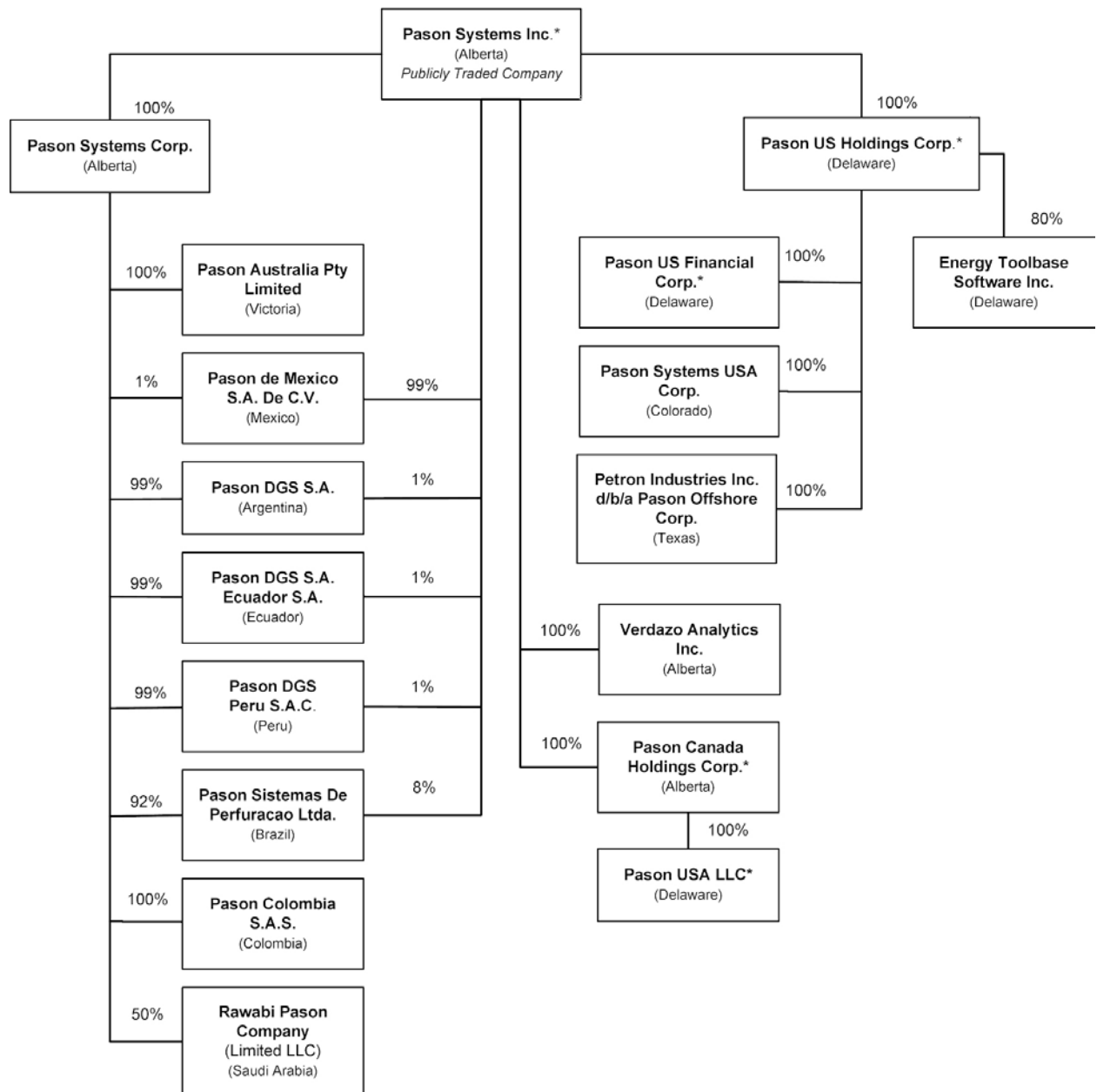
24. Events After the Reporting Period

On February 24, 2021, the Company announced a quarterly dividend of \$0.05 per share on the Company's common shares. The dividend will be paid on March 30, 2021, to shareholders of record at the close of business on March 16, 2021.

25. Organizational Structure

PASON SYSTEMS INC. - GLOBAL ORGANIZATIONAL CHART

(Majority owned entities and Joint Venture)



*Non-operating entity

Corporate Information

Directors

Marcel Kessler

Chairman of the Board
Pason Systems Inc.
Calgary, Alberta

T. Jay Collins⁽²⁾⁽³⁾

Director
Oceaneering International Inc.
Houston, Texas

Jon Faber

President & CEO
Pason Systems Inc.
Calgary, Alberta

Judi Hess⁽⁴⁾⁽⁵⁾

CEO & Director
Copperleaf Technologies Inc.
Vancouver, British Columbia

James B. Howe⁽¹⁾⁽⁶⁾⁽⁷⁾

President
Bragg Creek Financial
Consultants Ltd.
Calgary, Alberta

Laura Schwinn⁽²⁾⁽⁴⁾⁽⁶⁾

President Specialty Catalysts
W. R. Grace & Co.
Columbia, Maryland

- (1) Audit Committee Chair
- (2) Audit Committee Member
- (3) HR and Compensation Committee Chair
- (4) HR and Compensation Committee Member
- (5) Corporate Governance and Nominations Committee Chair
- (6) Corporate Governance and Nomination Committee Member
- (7) Lead Director

Officers & Key Personnel

Jon Faber

President
& Chief Executive Officer

Celine Boston

Chief Financial Officer

David Elliott

Vice President, Finance

Kevin Boston

Vice President, Commercial

Natalie Fenez

Vice President, Legal & Corporate
Secretary

Bryce McLean

Vice President, Operations

Fiona Mueller-Thode

President, Verdazo Analytics Inc.

Lars Olesen

Vice President, Product & Technology

Russell Smith

Vice President, International

Ryan Van Beurden

Vice President, Rig-site Research &
Development

Reid Wuntke

President, Energy Toolbase Software Inc.

Corporate Head Office

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InvestorRelations@pason.com
www.pason.com

Auditors

Deloitte LLP

Calgary, Alberta

Banker

Royal Bank of Canada

Calgary, Alberta

Registrar and Transfer Agent

Computershare Trust Company of Canada

Calgary, Alberta

Stock Trading

Toronto Stock Exchange

Trading Symbol: PSI.TO

Eligible Dividend Designation

Pursuant to the Canadian Income
Tax Act, dividends paid by the
Company to Canadian residents
are considered to be "eligible"
dividends.

Annual Meeting

Shareholders are invited to attend the Company's Annual General and Special Meeting on Thursday, April 29, 2021 at 3:30pm to be held virtually.

Historical Review

Selected Financial Data

Years Ended December 31,

	2020	2019	2018	2017	2016	2015	2014	2013	2012	2011
(CDN 000s, except per share data)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)
Operating Results										
Revenue	156,636	295,642	306,393	245,643	160,446	285,148	499,272	403,088	386,514	346,158
Expenses										
Rental services	66,695	105,496	104,398	95,912	80,115	120,445	153,151	134,874	125,269	113,568
Corporate services	11,275	15,653	15,905	15,141	16,758	20,040	22,243	17,373	15,723	12,975
Research and development	26,977	30,439	26,997	25,219	22,848	31,733	35,427	27,252	22,467	17,366
Stock-based compensation	4,840	10,840	12,313	11,762	6,195	7,398	19,471	32,511	23,792	1,309
Depreciation and amortization	34,417	40,830	34,588	45,681	55,384	81,381	69,201	62,171	68,213	58,565
Adjusted EBITDA ⁽¹⁾⁽²⁾	39,540	129,644	146,004	98,224	31,005	96,460	251,623	136,647	151,753	171,661
As a % of revenue	25.2	43.9	48.1	40.0	19.3	33.8	50.4	33.9	39.3	49.6
Funds flow from operations	40,560	111,718	128,544	87,121	26,815	94,263	224,204	134,930	158,948	145,358
Per share – basic	0.48	1.31	1.51	1.03	0.32	1.13	2.71	1.64	1.94	1.78
Net income (loss) attributable to Pason	6,568	54,112	62,944	25,190	(41,792)	(7,917)	114,637	25,458	39,895	86,223
Per share – basic	0.08	0.63	0.74	0.30	(0.49)	(0.09)	1.39	0.31	0.49	1.05
Capital expenditures	5,159	24,178	23,876	20,764	12,856	50,811	121,188	70,664	71,424	78,357
Financial Position										
Total assets	361,416	437,841	461,716	398,446	435,251	529,625	570,066	445,876	488,378	455,901
Working capital	167,366	183,769	256,153	193,692	198,419	244,972	206,571	127,933	163,371	126,605
Total equity	305,283	346,454	386,077	347,486	386,651	489,448	483,523	366,469	368,696	367,269
Common Share Data										
Common shares outstanding (#)										
At December 31	83,089	84,538	85,783	85,158	84,628	84,063	83,363	82,158	82,049	81,904
Weighted average	83,956	85,409	85,357	84,821	84,365	83,675	82,647	82,098	81,968	81,851
Dividends (\$)	0.48	0.74	0.70	0.68	0.68	0.68	0.64	0.53	0.46	0.38

(1) Non-IFRS financial measures are defined in the Management's Discussion and Analysis section.

(2) Prior to 2015, Adjusted EBITDA was defined as EBITDA.



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