



Employee Handbook

SHALEPRO ENERGY SERVICES EMPLOYEE HANDBOOK

Welcome to the ShalePro Energy Services team!! On behalf of the company, I welcome you and wish you every success here.

At ShalePro Energy, we believe that each employee contributes directly to the growth and success of the company, and we hope you will take pride in being a member of our team. The handbook was developed to describe expectations for our employees and to outline the policies, programs, and benefits available to eligible employees.

ShalePro Energy Services was formed in mid-2014 with the acquisition of ProActive Services. Since then we have added Starett Energy Services, in December 2016 we merged with Appalachian Production Services and in November 2017 we added Katko LTD. Our legacy goes back 23 years to 1994 when Appalachian Production Services was originally founded. Through our combination of best in class companies, ShalePro Energy is well positioned to capitalize on the tremendous opportunities related to the growth of the shale gas revolution in Appalachia.

As a service company, our existence and growth is directly related to the level of service that we provide our customers. We must earn our contracts every day and constantly find ways to improve our performance. Here at ShalePro Energy Services you will be relied upon to maintain open lines of communication to continuously improve processes and working conditions. Your contributions and ideas towards improving the company are welcomed, expected and appreciated.

Safety is a top priority in all that we do at the company. We want every employee to go home uninjured at the end of their day. It is important to understand and adhere to all Safety policies.

Please use this handbook as a guide to ShalePro Energy Services policies and procedures. If you should have any questions the management team will be happy to assist you.

Please take the time to read the handbook in its entirety and return the attached form which indicates that you have received, understand and agree to abide by all employee handbook policies and procedures.

Our company is well positioned to continue on a path of growth and success and we expect you to help us achieve that success. Best wishes for a long and rewarding career with ShalePro Energy Services.

Sincerely

Bill Johnson
President & CEO

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SAFETY

Safety Policy

ShalePro Energy Services is responsible for providing a safe work environment for all employees and, as a result, has compiled an additional Employee Safety Manual for employee reference and daily use. Employees must comply with all company safety rules and policies (and rules and policies of clients when on client premises) and all requirements of OSHA- the Occupational Safety and Health Act.

In accordance with applicable law, ShalePro Energy Services has established a safety committee to constitute and have such duties as defined by applicable state law. Employee members of the safety committee will be paid for their time while attending committee meetings or while otherwise engaged in committee duties. Employees must comply with the injury prevention program adopted by the safety committee.

Please observe the company safety rules in every phase of your work, with particular emphasis on proper lifting techniques when handling heavy objects. You are required to participate in the safety effort of ShalePro Energy Services by working safely and attending safety sessions when offered. Incidents involving personnel are reviewed on a regular basis to identify safety hazards. If you should have an incident or injury or observe an unsafe condition, report it to your supervisor immediately, no matter how insignificant it may seem. Your particular job requirements may include additional specific safety guidelines, which you are required to observe and practice with no exceptions. You will not be subject to reprisal or retaliation for reporting unsafe conditions to management or outside enforcement authorities.

The following guidelines have been established as a part of ShalePro Energy Services safety policy:

- The safe way is the right way to do each job. Shortcuts are not the way.
- Know your job procedures. If in doubt, ask your manager.
- Operate equipment only as authorized and with all safety guards in place.
- Report unsafe acts to your supervisor before someone is injured.
- Report unsafe conditions immediately to your manager.
- Report unsafe equipment to your manager right away. Do not attempt repairs no matter how skilled you feel you are.
- Report any incident right away (**even if no injury**) to your manager.

- At the scene of an incident, be helpful, courteous, and avoid argument or discussion of the situation. Notify your manager immediately.
- Get medical aid even for small injuries. Delay can make it worse.
- Arrive at work rested, clean, and in good health. Be able to give full attention to your job.
- Report infections to your manager (which can be evidenced by conditions such as: skin eruption, boil, sore throat, vomiting, fever, etc.).
- If you feel ill at work, report to your manager. Get medical aid to protect yourself and others. Keep health tests up to date.
- Follow guidelines for health in the prevention of communicable diseases. These guidelines are for your health and safety and those with whom you work.
- Warning signs help you prevent incidents. Obey them! Remind others, too.
- If using chemicals, read labels carefully to follow safety warnings, mixing instructions, etc. Always follow MSDS guidelines.
- Horseplay is NOT allowed. Practical jokes can cause serious injury.
- You are required to observe all safety notices posted and any specific safety requirements for your particular job.
- Violent acts in the workplace, including threats and intimidation are NOT allowed. This includes all threats, verbal or physical. Any such occurrences should be immediately reported to management.

Reporting Injuries

To ensure that proper attention is given and appropriate action taken when an injury occurs within the workplace, please follow these procedures:

- Report the injury to your on-site manager immediately. If your manager is not immediately available, report to the manager or other authorized person. Seek or obtain medical attention if required.
- Report the injury to your manager and/or HR within 24 hours, or as soon as practical. Worker's Compensation laws require the processing of claims within reasonable time frames. All injuries/accidents MUST be reported promptly for claim submission.
- If you are involved in or are a witness to an incident, you should provide information in order for the appropriate report to be completed. Please be aware of the importance of immediate action in recording all details of the incident.

Incident Reports

An incident report must be filled out by a member of management and signed by any employees who are involved in or witness an incident or injury immediately following the occurrence. Failure to do so may result in disciplinary action. This policy is important to the safety and well-being of all our employees.

During Work Activities

You must observe and comply with the following:

- Use CAUTION when lifting any item. A two-person team must handle packaged or heavy items. Lifting heavy items requires a two-person lift. Remember, lift with your legs, not your back! Use assistive equipment, such as a dolly, when transporting heavy objects. If in doubt, consult your manager.
- Do not use any existing or new equipment that you have not been trained to use.
- Observe all safety precautions and/or manufacturer's specifications prescribed for use of equipment. Always consult your supervisor if in doubt.
- All material handling will be in accordance with manufacturer's specifications for loading, unloading, and moving. Materials stacking shall not exceed authorized heights as prescribed by management, and no unbanned or non-interlocking materials may be stacked higher than can be safely reached while standing on the ground.
- No off-duty employee may perform any activities, of any nature, on the employer's premises or with the employer's equipment or goods without prior written consent from your manager or CEO.
- ShalePro Energy Services requires of its employees a "no hero's policy!" Do not place yourself in any situation that would compromise your safety or in any way would endanger you, your co-workers, or others.

INTRODUCTION

Mission Statement

The mission of ShalePro Energy Services is to safely provide the highest level of quality contract services for the natural gas and oil industry by employing professional, well trained and dedicated employees focused on safety and working together as a unified team who will provide our clients with exceptional quality services.

Positioned in the heart of the Appalachian Basin and the Marcellus and Utica Shale Plays, our long-term strategies and short-term actions are driven by a set of core values that start with superior customer service and a safety oriented work environment where hard work and dedication will lead to rewarding careers for our employees.

Introductory Statement

This handbook is designed to acquaint you with the working conditions, employee benefits, and some of the policies affecting your employment. You should read, understand, and comply with all provisions of the handbook. It describes many of your responsibilities as an employee and outlines the programs developed by ShalePro Energy Services to benefit employees.

ShalePro Energy Services reserves the right to revise, supplement, or rescind any policies or sections of the handbook that it deems necessary at any time. Employees will be notified of such changes to the handbook as they occur.

Categories of Employees

It is the intent of ShalePro Energy Services to clarify the definitions of employment classifications so that employees understand their employment status and benefit eligibility.

Each position is designated as either NON-EXEMPT or EXEMPT from federal and provincial wage and hour laws. NON-EXEMPT positions are entitled to overtime pay under the specific provisions of federal and provincial laws. EXEMPT positions are excluded from specific provisions of federal and provincial wage and hour laws. An employee's NON-EXEMPT or EXEMPT classification may be changed only upon written notification by management.

In addition to the above categories, each employee will belong to one other employment category:

REGULAR FULL-TIME employees are those who are not in a temporary or probation status and who are regularly scheduled to work a full-time schedule, 40 hours or more. Generally, they are eligible for the benefit package, subject to the terms, conditions, and limitations of each benefit program.

REGULAR PART-TIME employees are those who are not assigned to a temporary or probation status and who are regularly scheduled to work less than 30 hours per week. While they do receive all legally mandated benefits (such as Social Security and unemployment insurance), they are ineligible for all of the other ShalePro Energy Services benefit programs.

INTRODUCTORY is those whose performance is being evaluated to determine whether further employment in a specific position or with ShalePro Energy Services is appropriate. Employees who satisfactorily complete the introductory period will be notified of their new employment classification. All new employees are on probation for 90 days

CONTRACTUAL employees are those who are hired as interim replacements, to temporarily supplement the work force, or to assist in the completion of a specific project. Employment assignments in this category are of a limited duration. Employment beyond any initially stated period does not in any way imply a change in employment status. Temporary employees retain that status unless and until notified of a change. While temporary employees receive all legally mandated benefits (such as CSST and unemployment insurance), they are ineligible for all of the other ShalePro Energy Services benefit programs.

CASUAL employees are those who have established an employment relationship with ShalePro Energy Services but who are assigned to work on an intermittent and/or unpredictable basis. While they receive all legally mandated benefits (such as CSST and unemployment insurance), they are ineligible for all of the other ShalePro Energy Services benefit programs.

HUMAN RESOURCES POLICIES

At-Will Employment

Employment with ShalePro Energy Services is voluntarily entered into, and the employee is free to resign at any time, with or without cause. Similarly, ShalePro Energy Services may terminate the employment relationship at will at any time, with or without notice or cause, so long as there is no violation of applicable federal or state law.

Policies set forth in this handbook are not intended to create a contract, nor are they to be construed to constitute contractual obligations of any kind or a contract of employment between ShalePro Energy Services and any of its employees. The provisions of the handbook have been developed at the discretion of management and, except for its policy of employment-at-will, may be amended or cancelled at any time, at ShalePro Energy Service's sole discretion.

These provisions supersede all existing policies and practices and may not be amended or added to without the express written approval of the President/CEO.

Equal Employment Opportunity

ShalePro Energy Services does not discriminate in employment opportunities or practices based on race, color, religion, sex, national origin, age, or any other characteristic protected by law.

This policy governs all aspects of employment, including selection, job assignment, compensation, discipline, termination, and access to benefits and training.

Any employees with questions or concerns about any type of discrimination in the workplace are encouraged to bring these issues to the attention of their immediate supervisor. Employees can identify concerns without fear of reprisal. Anyone found to be engaging in any type of unlawful discrimination will be subject to disciplinary action, up to and including termination of employment.

Discrimination and Harassment

ShalePro Energy Services disapproves of and strictly prohibits comments or actions by anyone that may create an offensive or hostile work environment for any employee because of the employee's race, creed, color, religion, gender, sexual orientation, national origin, age, disability, marital status, amnesty or status as a covered veteran. This policy extends not only to prohibiting unwelcome sexual advances and offensive sexual jokes, innuendos, or behaviors, but also prohibits offensive conduct related to or based upon factors other than sex.

To ensure that the work environment at the company is free from prohibited harassment, any person who is subjected to such harassment, or any person who has knowledge that

another employee is being subjected to such harassment, must report this immediately to the Management team.

ShalePro Energy Services will promptly investigate complaints or reports of harassment. The investigation will be conducted, and complaints will be handled in a confidential manner to the extent realistically feasible. When warranted by the investigation, ShalePro Energy Services will take immediate and appropriate corrective action. Such action may include disciplinary action against the offender(s), which may range up to and include termination depending on the severity of the conduct as assessed by ShalePro Energy Services.

No retaliation will be permitted against any employee who registers a complaint or reports a harassment incident, or against any employee who provides testimony as witness or who otherwise provides assistance to any complaining or reporting employee, or to who provides assistance to ShalePro Energy Services during the investigation. Claims found to be intentionally filed that are false will be treated like defamation of character and dealt with such disciplinary action up to and including termination.

This policy formally notifies all employees of their right to expect that the company shall maintain a place of employment that is free of any conduct that can reasonably be considered harassing, abusive, disorderly or disruptive. The company's management fully intends to abide by the law and take firm disciplinary and correction action in accordance with this policy. All employees are encouraged to work to create an atmosphere in which sexual harassment as well as other discriminatory conduct is nonexistent and rejected.

Accommodation of Individuals with Disabilities

ShalePro Energy Services complies with the Americans with Disabilities Act (ADA), the Americans with Disabilities Act Amendments Act (ADAAA) and applicable state and local laws providing for nondiscrimination in employment against qualified individuals with disabilities. We are committed to providing equal employment opportunities to all individuals, including those with disabilities. The Company is committed to engaging in an interactive process to determine the availability of a reasonable accommodation to any qualified individual who:

- Requests an accommodation during the application process;
- Requests an accommodation to enable him or her to perform essential job functions or gain access to company facilities; or
- Asks for an accommodation to enjoy equal benefits and privileges of employment.

It is ShalePro Energy Service's policy to, without limitation:

Ensure that qualified individuals with disabilities are treated in a nondiscriminatory manner in the pre-employment process and that employees with disabilities are treated in a nondiscriminatory manner in all terms, conditions, and privileges of employment.

Keep all medical-related information confidential in accordance with the requirements of the ADA and the ADAAA and retain such information in separate confidential files.

Engage in an interactive process with applicants and employees with disabilities to determine if a reasonable accommodation exists that would allow him/her to perform the essential functions of the position, and would not create an undue hardship on the Company.

Notify individuals with disabilities that the Company provides reasonable accommodation to qualified individuals with disabilities, by including this policy in the Company's employee handbook.

ShalePro Energy Services will process requests for reasonable accommodations in a timely manner and, as appropriate, provide accommodations promptly. To enact this policy, the Company has designated the HR department with the administrative responsibility for the program. Employees needing an accommodation should contact their immediate supervisor or the HR department for assistance.

Background Checks

ShalePro Energy Services believes that having qualified individuals fill positions contributes to the overall strategic success of the company, the company reserves the right to conduct a background check on any employee. All prospective employees, as well as, former employees being considered for re-hire in excess of 30 days from last date of employment with ShalePro Energy Services must give authorization to request certain reports for verification of background and personal character.

All information collected by ShalePro Energy Services will be kept confidential and will not be provided to any parties other than ShalePro Energy Services or its legal representatives. ShalePro Energy Services will conduct a criminal background check upon employment and in three (3) year intervals.

Application of Employment

Candidate seeking employment with ShalePro Energy Services must fully complete, date and sign the company's standard employment application or complete the online application process. The company may investigate any portion of the requested information and may deny or later terminate the employment of anyone giving false, misleading or incomplete information. The completed employment application form will be made part of the personnel file of those applicants accepted for employment. An employment application form completed by an applicant not selected for available openings may be maintained in an active file in the Human Resources Department for a minimum of twelve (12) months and may be reviewed as suitable openings occur.

References

Requests for performance references on former or current employees are to be referred to the HR department for response. No other employee has the authority to respond to any request. HR will provide only the position held by the employee and the dates of their employment.

Employment Authorization Verification

ShalePro Energy Services is required by federal immigration laws to verify the identity and work authorization of all new employees. In keeping with the obligation, documentation that shows each person's identity and legal authority to work must be inspected. Each new employee must also attest to his/her identity and legal authority to work on an I-9 Form provided by the federal government. This verification must be completed as soon as possible after an offer of employment is made and in no event more than three (3) business days after an individual is hired and before the individual begins work. All offers of employment with ShalePro Energy Services are conditioned upon furnishing evidence of identity and legal authority to work in the United States in compliance with the federal law. Providing falsified documents of identity and eligibility to work in the United States will result in cancellation of your consideration for employment or dismissal if employed. Every rehired employee must also satisfy this requirement. It is the employee's responsibility to ensure that the work authorization on file is current. The Department of Homeland Security recommendation is to apply for renewed authorization a minimum of 90 days in advance of expiration. Inability to provide renewed authorization on or prior to the expiration date of the original document will result in the employee's immediate termination.

ShalePro Energy Services verifies employment eligibility through E-Verify.

Drug-Free Workplace

ShalePro Energy Services is committed to providing a work environment that is free from alcohol, illegal drugs and prescription or over the counter drugs that impair the performance of essential job functions or increase risk of injury, death or property loss. All employees of ShalePro Energy Services are subject to a pre-employment drug test as well as random drug testing, post-accident or reasonable suspicion throughout their duration of employment. The cost of alcohol and drug abuse are staggering and are manifested by accidents, tardiness, absenteeism, property damage, increased occupational injury costs, increased health insurance costs, decreased productivity, the cost of replacing and retraining new employees and employee theft. In an effort to minimize the effects of alcohol and drugs in the workplace, ShalePro Energy Services has adopted the following policy:

A. The following are prohibited

- Purchase, use, possession, distribution or being under the influence of alcohol on ShalePro Energy Services or client property during working hours or at any time while on ShalePro Energy Services business.
- Purchase, sale, possession, use, manufacture, distribution or being under the influence of any illegal drug at any time during your employment by ShalePro Energy Services.
- Use or being under the influence of any prescription or non-prescription (over the counter) drug that may adversely affect your performance of the essential functions of your job or increase the risk of injury, death or any property loss. If you are using a prescription drug, a copy of your prescription must be carried at all times.
- Purchase, sale, use, distribution or possession during working hours or while on company business of any drug paraphernalia, including, but not limited to any tools, equipment, supplies or materials used, designed or intended for the illegal or improper use of any drug.
- Reporting to or being at work with a measurable quantity of alcohol, drug, intoxicant or narcotic in the blood or urine (except for any prescribed or over the counter drug) of the type and at a level determined in the sole opinion of ShalePro Energy Services or its designee as neither interfering with performance of essential job functions nor increasing the risk of injury, death or property loss of your or others.

B. Any employee of ShalePro Energy Services who at any time during his or her employment with ShalePro Energy Services is charged with or convicted of violating any law, the basis of which violation in any way involves the use of being under the influence of alcohol or any drug shall immediately report the charge or conviction to his or her immediate supervisor or any company official and in all cases, no later than the beginning of the next work day.

C. Violation of any part of this policy (or any charge or conviction described in “B” may result in disciplinary action up to and including termination of employment.

Drug and Alcohol Testing

All prospective employees, as well as, former employees being considered for re-hire will be required to submit to a Pre-Employment drug and alcohol test. Candidates who fail the drug screen will not be accepted for employment. In addition, current employees are subject to random drug and alcohol testing. Ongoing drug screens could consist of DOT (Department of Transportation), random, post-accident customer required reasonable suspicion, etc. Refusal of any individual to submit to this testing at any time will result in immediate termination.

Personnel Data Changes

It is the responsibility of each employee to promptly notify ShalePro Energy Services of any changes in personnel data. Personal mailing addresses, telephone numbers, number and names of dependents, individuals to be contacted in the event of emergency, educational accomplishments, and other such status reports should be accurate and current at all times. If any personnel data has changed, notify HR.

Access To Personnel Files

ShalePro Energy Services maintains a personnel file on each employee. The personnel file includes such information as the employee's job application, resume, records of training, documentation of performance appraisals and salary increases, and other employment records.

Personnel files are the property of ShalePro Energy Services, and access to the information they contain is restricted. Generally, only management personnel of ShalePro Energy Services who have a legitimate reason to review information in a file are allowed to do so.

Employees who wish to review their own file should contact the Human Resources representative. With reasonable advance notice, employees may review their own personnel files in ShalePro Energy Services offices and in the presence of an individual appointed by ShalePro Energy Services to maintain the files.

CODE OF CONDUCT

Conduct

The maintenance of extremely high standards of honesty, integrity, performance and conduct is essential to the proper performance of our business, the satisfaction of our clients and the maintenance of our clients' trust. ShalePro Energy Services expects its employees to have careful regard for our standards and avoid even the appearance of dishonesty or misconduct. Our employees are expected to conduct themselves at all times in a professional and courteous manner, to exercise good judgment in the discharge of their responsibilities, and to conduct themselves in a manner that can be supported by management.

Any misconduct or violation of the policies in this handbook or otherwise of ShalePro Energy Services may result in disciplinary action up to and including termination of employment. Following are examples of conduct that may result in such disciplinary action:

- Unsatisfactory or careless performance or neglect of duties.
- Failure to use or maintain ShalePro Energy Services or client property in a proper manner.
- Altering, removing or destroying ShalePro Energy Services or client records and/or property.
- Deliberate or careless damage to ShalePro Energy Services or client property.
- Inappropriate, malicious, disparaging or derogatory oral or written statements concerning ShalePro Energy Services, or any of its clients, employees or representatives.
- Falsifying personal, client or ShalePro Energy Services records, including any employment application or other employment information, or any other records or documents related to the ShalePro Energy Services, its business or any of its clients, employees or representatives.
- Dishonesty of any kind, including theft or misappropriation of property of ShalePro Energy Services, its employees, or past, current or prospective clients or representatives.
- Any conduct endangering, or any verbal or nonverbal threat to endanger, property, life, safety or health.
- Disrespect for management, or any supervisor or employee or client of ShalePro Energy Services, including insubordination, failure to perform any reasonable assignment, or obscene or abusive language or behavior.
- Willful violation of HIPAA privacy laws.
- Disregard of Safety policies or working in an unsafe manner.

These examples are not all-inclusive, but merely illustrate the kind of conduct that may be detrimental to ShalePro Energy Services, its clients or employees. Employees may

be discharged or disciplined for conduct not specifically mentioned in this handbook, as determined at the sole discretion of the ShalePro Energy Services Management.

Nothing within this policy is intended to violate any portion of an employee's rights under the National Labor Relations Act.

Conflict of Interest

During your employment with ShalePro Energy Services, you are prohibited from directly or indirectly competing with ShalePro Energy Services, including, but not limited to, providing, owning an interest in, or assisting any other person or entity that is in competition with us or that provides any product, service or offering of a type that is the same or similar to that provided by ShalePro Energy Services from time to time. Additionally, during your employment with this company, you are prohibited from at any time directly or indirectly working for, assisting or owning an interest in any business or venture that constitutes a conflict of interest. ShalePro Energy Services will determine in its sole discretion whether any work or interest constitutes a violation of this policy. Before you begin to directly or indirectly work for, assist or own an interest in any other business or venture other than ShalePro Energy Services, you must notify your manager.

Confidentiality of Information

The protection of confidential business information and trade secrets is vital to the interests and the success of ShalePro Energy Services. Such confidential information includes, but is not limited to, the following examples:

- * Compensation data
- * Computer processes
- * Computer programs and codes
- * Customer lists
- * Customer preferences
- * Financial information
- * Labor relations strategies
- * Marketing strategies
- * New materials research
- * Pending projects and proposals
- * Proprietary production processes
- * Research and development strategies
- * Scientific data
- * Scientific formula
- * Scientific prototypes
- * Technological data
- * Technological prototypes

Employees who improperly use or disclose trade secrets or confidential business information will be subject to disciplinary action, up to and including termination of employment and legal action, even if they do not actually benefit from the disclosed information.

In addition, idle gossip or dissemination of confidential information within the company,

such as personal information or financial information could subject the employee to disciplinary action up to and including termination.

Customer Relations

Every employee represents ShalePro Energy Services. The way we do our jobs is a reflection of our entire organization. Nothing is more important than being courteous, friendly, helpful, and prompt in the attention you give to customers.

ShalePro Energy Services is dedicated to earning our contracts every day and we strive to provide the highest level of quality service for our customers. We fully realize that our company can only be successful if our customers are successful and profitable. Our ability to independently manage field operations for our customers 24/7/365 eliminates the problems associated with supervising employees, maintaining trucks and equipment, maintaining supplies, etc.... Our service allows the customer to focus on other business activities.

Complaint Handling

Complaints received should be immediately forwarded to Division Operations Manager and HR. An investigation will be conducted and a resolution developed.

Outside Employment

Employees may hold outside jobs as long as they meet the performance standards of their job with ShalePro Energy Services. All employees will be judged by the same performance standards and will be subject to ShalePro Energy Services scheduling demands, regardless of any existing outside work requirements. Employee must notify ShalePro Energy Services if they have outside employment.

If ShalePro Energy Services determines that an employee's outside work interferes with performance or the ability to meet the requirements of ShalePro Energy Services as they are modified from time to time, the employee may be asked to terminate the outside employment if he or she wishes to remain with ShalePro Energy Services.

Outside employment that constitutes a conflict of interest is prohibited. Employees may not receive any income or material gain from individuals outside ShalePro Energy Services for materials produced or services rendered while performing their jobs. See policy of Conflict of Interest.

Dress Code

A neat professional appearance is a requirement at ShalePro Energy Services. It is expected that all employees will exercise good judgment and dress appropriately for their jobs. These are the factors you should consider:

- Maintaining the highest standards relating to personal hygiene, including regular bathing and use of deodorant, brushing of teeth and using mouthwash as necessary, maintaining clean hands and fingernails at all times and the moderate use of cosmetics.
- Safety considerations, such as necessary precautions when working near machinery.
- The nature of the employee's public contact, if any, and the normal expectations of outside parties with whom the employee will work.
- The prevailing practices of other workers in similar jobs.
- The requirement of the Company's management that all employees are expected to exercise good judgment and dress appropriately for their jobs.
- Any bandage worn must be kept clean and changed as often as necessary or appropriate.
- Due to safety concerns, jewelry is restricted for some positions. Please see your manager for more details.

Your particular job may include specific requirements, which will be provided by your supervisor.

Work Area

ShalePro Energy Services strives to make your working conditions as pleasant as possible. We ask your cooperation in keeping your work area neat and company equipment in good working order. The need for repairs or adjustments to mechanical equipment should be reported immediately to your supervisor. Secure confidential work papers and computer files away before leaving your office or work area for the day.

Company Property

ShalePro Energy Services or its clients may from time to time provide office space, desks, computers or file cabinets for employee use in the performance of employment responsibilities, or locker space for employee use while at work. ShalePro Energy Services is not responsible for any article or item placed in any office space, desk, file cabinet or computer, or otherwise brought on company or client premises or on company business, which is lost, damaged, stolen or destroyed. Weapons, explosives, alcohol and drugs are prohibited on company premises, client premises or company business and may not be placed in any office space, locker, desk, file cabinet or vehicle. ShalePro Energy Services reserves the right to inspect any such office space, vehicle, desk, file cabinet, computer, and their contents, and any other place or item on company or client property, with or without advance notice or consent of any employee. Any person designated by ShalePro Energy Services or client may conduct such an inspection. Any employee who, upon request, fails or refuses to cooperate with any such inspection may be subject to disciplinary action, up to and including termination.

Use of Company Equipment

Equipment and resources such as vehicles, copier, fax, computers, postage machines, e-mail, internet access, telephone, pagers, and voice mail systems are in place to facilitate effective day-to-day business operations. Employees may not use company equipment or resources for personal use or benefit without prior supervisor approval.

Use of some company equipment requires employees to sign a contract of responsibility.

Company Vehicle Responsibility

For positions in which it is necessary, ShalePro Energy Services provides our employees with access to company vehicles. All employees with the potential of driving a company vehicle are required to sign a Vehicle Responsibility Contract and will be subject to a pre-employment driving record check.

Company vehicles are to be used during scheduled work hours and for conducting company business only.

Some vehicles that you will be driving are leased. This means that at any point in time our leasing agency can request a trade or return. While some positions within the company involve outdoor work, we expect that a level of common sense and decorum be used in regards to keeping your company vehicle clean. Mud must be wiped out at the end of each shift and towels be disposed of in the designated trash area. The company is assessed a cleaning fee upon the return of each vehicle. We reserve the right to charge our employees that fee if vehicles are not properly maintained. All trash must be removed from company vehicles after each shift. If the oncoming crew reports trash in a vehicle, this could result in possibly disciplinary action up to and including termination.

While driving a company vehicle, you are responsible for all company property in the vehicle. If these items are missing or non-functional when shift change occurs, ShalePro Energy Services reserves the right to charge you for the cost of repair or replacement. Please report any equipment failures or incidents to management immediately. The proper functionality of your equipment is not only an issue for violation; it is an issue of your safety.

Each vehicle is equipped with a fuel card and each employee is given his or her own unique pin number. These cards are to be used properly, respectfully, and efficiently during your shift for fueling of company owned or leased vehicles.

- **Any misuse of Fuel cards will result in disciplinary action up to and including termination.**

Seat Belts *must* be properly utilized and worn at all times in all types of vehicles – Trucks, Cars, UTV's etc.

In keeping with ShalePro Energy Service's intent to provide a safe and healthful work environment, smoking is prohibited throughout the corporate workplace, in company vehicles and is only allowed in designated areas.

Employees must NOT use a cellular device for texting or making/receiving calls while operating a company vehicle unless they are using a hands free device. Employee's found to not be in compliance with this policy will result in disciplinary action up to and including termination. All applicable state moving vehicle laws must be adhered to.

Personal use of a company vehicle must be authorized by immediate Supervisor.

Some vehicles may be equipped with a GPS device. While driving a company vehicle all employees are required to abide by the applicable local and state traffic laws.

Company Issued Cell Phones and other Electronic Devices

Computers, tablets, smart phones, computer files, the email system, and software furnished to employees are ShalePro Energy Services property intended for business use. Employees should not use a password, access a file, or retrieve any stored communication without authorization. To ensure compliance with this policy, computer and email usage may be monitored.

ShalePro Energy Services strives to maintain a workplace free of harassment and sensitive to the diversity of its employees. Therefore, ShalePro Energy Services prohibits the use of computers and the email system in ways that are disruptive, offensive to others, or harmful to morale.

For example, the display or transmission of sexually explicit images, messages, and cartoons is not allowed. Other such misuse includes, but is not limited to, ethnic slurs, racial comments, off-color jokes, or anything that may be construed as harassment or showing disrespect for others.

Email may not be used to solicit others for commercial ventures, religious or political causes, outside organizations, or other non-business matters.

Internet access to global electronic information resources on the World Wide Web is provided by ShalePro Energy Services to assist employees in obtaining work-related data and technology. The following guidelines have been established to help ensure responsible and productive Internet usage. While Internet usage is intended for job-related activities, incidental and occasional brief personal use is permitted within reasonable limits.

All Internet data that is composed, transmitted, or received via our computer communications systems is considered to be part of the official records of ShalePro

Energy Services and, as such, is subject to disclosure to law enforcement or other third parties. Consequently, employees should always ensure that the business information contained in Internet email messages and other transmissions is accurate, appropriate, ethical, and lawful.

The equipment, services, and technology provided to access the Internet remain at all times the property of ShalePro Energy Services. As such, ShalePro Energy Services reserves the right to monitor Internet traffic, and retrieve and read any data composed, sent, or received through our online connections and stored in our computer systems.

Data that is composed, transmitted, accessed, or received via the Internet must not contain content that could be considered discriminatory, offensive, obscene, threatening, harassing, intimidating, or disruptive to any employee or other person. Examples of unacceptable content may include, but are not limited to, sexual comments or images, racial slurs, gender-specific comments, or any other comments or images that could reasonably offend someone on the basis of race, age, sex, religious or political beliefs, national origin, disability, sexual orientation, or any other characteristic protected by law.

The unauthorized use, installation, copying, or distribution of copyrighted, trademarked, or patented material on the Internet is expressly prohibited. As a rule, if an employee did not create the material, does not own the rights to it, or has not gotten authorization for its use, it should not be put on the Internet. Employees are also responsible for ensuring that the person sending any material over the Internet has the appropriate distribution rights.

Internet users should take the necessary anti-virus precautions before downloading or copying any file from the Internet. All downloaded files are to be checked for viruses; all compressed files are to be checked before and after decompression.

Abuse of the Internet access provided by ShalePro Energy Services in violation of law or ShalePro Energy Services policies will result in disciplinary action, up to and including termination of employment. Employees may also be held personally liable for any violations of this policy. The following behaviors are examples of previously stated or additional actions and activities that are prohibited and can result in disciplinary action:

- Sending or posting discriminatory, harassing, or threatening messages or images
- Using the organization's time and resources for personal gain
- Stealing, using, or disclosing someone else's code or password without authorization
- Copying, pirating, or downloading software and electronic files without permission
- Sending or posting confidential material, trade secrets, or proprietary information outside of the organization
- Violating copyright law
- Failing to observe licensing agreements
- Engaging in unauthorized transactions that may incur a cost to the organization or initiate unwanted Internet services and transmissions

- Sending or posting messages or material that could damage the organization's image or reputation
- Participating in the viewing or exchange of pornography or obscene materials
- Sending or posting messages that defame or slander other individuals
- Attempting to break into the computer system of another organization or person
- Refusing to cooperate with a security investigation
- Using the Internet for political causes or activities, religious activities, or any sort of gambling
- Jeopardizing the security of the organization's electronic communications systems
- Sending or posting messages that disparage another organization's products or services
- Passing off personal views as representing those of the organization
- Sending anonymous email messages
- Engaging in any other illegal activities
- Tampering or disarming fleet GPS systems
- Upon employee termination, voluntary or involuntary all pass codes will be provided to ShalePro Energy Services.

Company Issued Credit Cards

Some employees of ShalePro Energy Services are issued one or more credit cards. It is a privilege to be issued a company credit card and ShalePro Energy Services expects that the employee's will respect this privilege and abide by the credit card use policy below:

1. **ShalePro Energy Services Credit Cards** are to be used for company business only.
2. **Proper Use:** It is important that the proper card is used when purchasing an item. Example: Only use the vehicle fuel card to purchase vehicle fuel. Each truck is assigned a specific fuel card. Only use the fuel card for this truck. Do not use the VISA or MasterCard card to purchase fuel (Except when there is a problem with the Fuel Card).
3. **Truck Fuel Receipts:** All truck fuel receipts must have the mileage properly recorded. When making a fuel purchase, take the time to enter the correct mileage and make sure that it is on the receipt. We use this information to track fuel mileage and maintenance.
4. **Equipment fuel cards** are to be used to purchase fuel for heavy equipment (dozer, backhoe, excavator, etc.), weed-eaters, ATV's, snowmobiles, pumps, light plants, customer use (equipment, gas motors, to dissolve paraffin, wipe down equipment, etc....). Make sure that you write down the exact use (ATV# or snowmobile#, mileage, hour meter, equipment #, etc....) and keep the receipt. If the fuel is purchased for customer use- record the well #, project, light plant #, etc.... so that we can properly invoice the customer.
5. **Receipts:** It is extremely important that the employee keep all receipts organized for future submission

- A. Monthly Credit Card statements will be provided to each employee. Upon receipt, the employee shall organize all of their receipts in chronological order and match them (check off or highlight) to the statement. Staple the receipts to the statement and return to your supervisor within two (2) weeks.
- B. If receipts are not submitted within two (2) weeks, an email reminder will be sent to the employee stating that the receipts must be submitted within one week.
- C. If receipts are not received within the time specified in A & B above (three weeks total), the employee will lose their credit card privileges for thirty (30) days. During this Credit Card suspension period, the employee will need to make all gas and other purchases on their personal Credit Card and submit receipts for reimbursement.
- D. If a Credit Card is suspended more than two (2) times, the employee will permanently lose their company Credit Card privileges and will be required to make all purchases with their personal Credit Card and submit receipts for reimbursement.

It is understood that an occasional Credit Card receipt may be left at the gas pump, misplaced or lost. If you are missing a receipt, write down an explanation on the credit card statement. If an employee misplaces or loses Credit Card receipts on a regular basis, the employee will lose their company Credit Card(s) and will be required to make all purchases with their personal Credit Card and submit receipts for reimbursement.

It is expected that every employee who is issued company Credit Cards will use the cards for their intended purpose. Personal use of a company Credit Card will be considered a violation of company policy and grounds for disciplinary action up to and including termination.

EMPLOYEE RELATIONS AND COMMUNICATIONS

Employee Relations

ShalePro Energy Services believes that the work conditions, wages, and benefits it offers to its employees are competitive with those offered by other employers in this region and in this industry. If employees have concerns about work conditions or compensation, they are strongly encouraged to voice these concerns, **directly to their supervisors**.

Our experience has shown that when employees deal openly and directly with supervisors, the work environment can be excellent, communications can be clear, and attitudes can be positive. We believe that ShalePro Energy Services demonstrates its commitment to employees by responding effectively to employee concerns.

Each employee must follow the directions of his/her manager (Unless they are being asked to place themselves in or perform any unsafe directives or unethical practices). Your manager is responsible for directing your work throughout your shift; evaluating your performance, providing instruction and guidance in your job, and taking any disciplinary action that may be necessary; though others at ShalePro Energy Services from time to time may also exercise one or more of these responsibilities. Disrespect of management or disregard of the authority, will not be tolerated and may result in disciplinary action, up to and including termination.

Attitude

A positive attitude brings positive results. A negative attitude is destructive to both the employee and the company. If you are unhappy with your job - **Go directly to your supervisor to voice your concerns**. We are willing to talk with you to resolve any problem at any time.

We are a team orientated company and expect our employees to help each other be effective for the customer. We invite any suggestions or ideas that will improve our company and each job position. Continuous improvement keeps our company at the forefront of the industry.

For any company to succeed it must ask its employees to:

- Be Honest.
- Accept personal responsibility and accountability for his/her job.
- Perform quality work.
- Take pride in both personal and company accomplishments.
- Work together as a team to achieve the company goals.

The success of the company is directly related to the quality and competitive pricing of services offered to our clients. **The quality of service is directly related to the performance of our employees.**

As a contract service company, our success is limited by our ability to secure and maintain our contracts. Simply stated; without a contract to perform services, we will not have jobs. It is therefore essential that each and every employee is committed to putting forth his/her best effort, both individually and as a team player. All of us must do our part; helping each other to succeed allows us to succeed as a whole. **As a company we must earn our contracts and pay checks every day.** Dedication to quality work and controlling expenses will lead to long term financial success for the company and its employees

Telephone Courtesy and Usage

A large portion of company business is conducted over the telephone. All telephone calls, whether from customers, fellow employees, or outside business associates should be handled promptly and courteously.

You may make necessary personal telephone calls during the workday as long as they do not interfere with daily business or your performance of your work. Personal calls must be kept infrequent and brief.

Social Media Policy

ShalePro Energy Services respects the right of employees to use social media as a medium of self-expression and public conversation. While social networking can be useful, if improperly used, it can result in a variety of adverse consequences, contrary positions advocated against ShalePro Energy Services or one of its clients, disclosure of sensitive or confidential information, copyright violations, and potential damage to ShalePro Energy Services reputation. Therefore, special obligations arise when using ShalePro Energy Services provided technology and/or when directly or indirectly identifying your affiliation with the company.

Nothing within this policy is intended to violate any portion of an employee's rights under the National Labor Relations Act.

What is Social Media?

Social media includes all web-based technologies designed to promote the exchange of shared conversation and ideas. Although there are hundreds of social networking sites, and this policy applies to all of them, among the more popular are Facebook, Twitter, LinkedIn, and personal blogs and web sites.

Statement of Policy

At ShalePro Energy Services, we understand that social media can be a fun and rewarding way to share your life and opinions with family, friends, and co-workers around the world. However, use of social media also presents certain risks and carries with it

certain responsibilities. To assist you in making responsible decisions about your use of social media, we have established these guidelines for appropriate use of social media.

This policy applies to all employees who work for ShalePro Energy Services.

Guidelines

In the rapidly expanding world of electronic communication, social media can mean many things. **Social media** includes all means of communicating or posting information or content of any sort on the Internet, including to your own or someone else's web log or blog, journal or diary, personal website, social networking or affinity website, web bulletin board or a chat room, whether or not associated or affiliated with ShalePro Energy Services, as well as any other form of electronic communication.

The same principles and guidelines found in Company policies and these basic beliefs apply to your activities online. Ultimately, you are solely responsible for what you post online. You may be personally responsible for any litigation that may arise should you make unlawful defamatory, slanderous, or libelous statements against any customer, manager, owner, or employee of the company. Before creating online content, you may want to consider some of the risks and rewards that are involved.

Know and Follow the Rules

Carefully read these guidelines, the Company Ethics Code, Standards of Conduct, and EEO Statement and Non-harassment Policy, and ensure your postings are consistent with these policies. Postings that include unlawful discriminatory remarks, harassment (as defined by our EEO policy), and threats of violence or other unlawful conduct will not be tolerated and may subject you to disciplinary action up to and including termination.

You Are Encouraged to Show Respect

The Company cannot force or mandate respectful and courteous activity by employees on social media during nonworking time. However, everyone should be aware of the negative impact comments of this nature can have on the workplace and relationships with others. In addition, please keep in mind that you may be more likely to resolve work-related disputes by speaking directly with your co-workers or by utilizing our Open Door Policy than by posting complaints to a social media outlet. Nevertheless, if you decide to post complaints or criticism, avoid using statements, photographs, video, or audio that reasonably could be viewed as unlawful, slanderous, threatening, or that might constitute unlawful harassment (as defined by our EEO policies). Examples of such conduct might include defamatory or slanderous posts meant to harm someone's reputation or posts that could contribute to a hostile work environment on the basis of race, sex, disability, age, national origin, religion, veteran status, or any other status or class protected by law or company policy.

Honesty and Accuracy

You should understand that honesty and accuracy are important when posting information or news, and that it is good practice to correct a mistake quickly. You may want to be open about any previous posts you have altered. Remember that the Internet archives almost everything; therefore, even deleted postings often can be searched.

Posting Information

When posting information:

- Maintain the confidentiality of Company trade secrets and confidential Company-related commercially-sensitive information (i.e. financial or sales records/reports, marketing or business strategies/plans, product development, customer lists, patents, trademarks, etc.).
- Do not create a link from your blog, website, or other social networking site to a Company website that identifies you as speaking on behalf of ShalePro Energy Services.
- Never represent yourself as a spokesperson for ShalePro Energy Services. If the Company is a subject of the content you are creating, do not represent yourself as speaking on the Company's behalf.
- Respect copyright, trademark, and similar laws and use such protected information in compliance with applicable legal standards.
- Never post pictures of client sites, signs or logo's.

Using Social Media at Work

Refrain from using social media while on your work time, unless it is work related as authorized by your manager or consistent with the Company Equipment Policy.

Retaliation Is Prohibited

Company prohibits taking negative action against any employee for reporting a possible deviation from this policy or for cooperating in an investigation. Any employee who retaliates against another employee for reporting a possible deviation from this policy or for cooperating in an investigation will be subject to disciplinary action, up to and including termination.

Media Contacts

Employees should not speak to the media on the Company's behalf without contacting the Human Resources Department. All media inquiries for official Company responses should be directed to them.

- If contacted directly by a journalist regarding issues of concern to ShalePro Energy Services or our clients, direct the matter in the first instance to your supervisor or manager who must then contact Bill Johnson or Dani DeVito.

- All interface with any outside media will be directed to Bill Johnson or Dani DeVito.

For More Information

If you have questions or need further guidance, please contact your HR representative.

Nothing in this policy is designed to interfere with, restrain, or prevent employee communications regarding wages, hours, or other terms and conditions of employment, or to restrain employees in exercising any other right protected by law. Employees have the right to engage in or refrain from such activities.”

All communications through ShalePro Energy Services equipment, including the messages transmitted and stored by them, are the sole property of ShalePro Energy Services. This includes desk top computers, laptop computer, tablets, and smart phones. You do not have any privacy right in content transmitted through or stored in our company’s systems. The company may access or monitor employee communications as it considers appropriate. Thus, employees should have no expectation of privacy concerning use of social media applications when using ShalePro Energy Services’ equipment, or when using technology services funded by ShalePro Energy Services.

Violations of this policy may result in disciplinary action up to and including termination. If you have questions about this policy, please ask your manager.

EMPLOYEE DEVELOPMENT AND ADVANCEMENT

Introductory Period

The introductory period is intended to give new employees the opportunity to demonstrate their ability to achieve a satisfactory level of performance and to determine whether the new position meets their expectations. ShalePro Energy Services uses this period to evaluate employee capabilities, work habits, and overall performance.

All new and rehired employees work on an introductory basis for the first 90 calendar days after their date of hire. Any significant absence will automatically extend the introductory period by the length of the absence. If ShalePro Energy Services determines that the designated introductory period does not allow sufficient time to thoroughly evaluate the employee's performance, the introductory period may be extended for a specified period.

Only upon satisfactory completion of the introductory period, employees enter the "regular" full-time employment classification. At the end of the 90 day introductory period, if the employee's job performance is deemed unsatisfactory, job reassignment or termination will apply.

During the introductory period, new employees are eligible for those benefits that are required by law, such as unemployment insurance and Social Security. After becoming regular employees, they may also be eligible for other ShalePro Energy Services-provided benefits, subject to the terms and conditions of each benefits program. Employees should read the information for each specific benefits program for the details on eligibility requirements.

Performance Evaluation

Supervisors and employees are strongly encouraged to discuss job performance and goals on an informal, regular basis. Additional formal performance evaluations are conducted to provide both supervisors and employees the opportunity to discuss job tasks, identify and correct weaknesses, encourage and recognize strengths, and discuss positive, purposeful approaches for meeting goals.

After the employee has completed his probation period of 90 days, the immediate supervisor evaluates the performance of the employee and makes suggestions for improvement.

The annual review of all employees is based on performance and is evaluated annually by during the end of the fourth quarter.

Some of the evaluation process in part, will utilize the following:

ShalePro Energy Services, LLC. Employee Evaluation Scale

Tier 1

- Introductory level position
- Little or no experience in industry or job position
- Able to perform basic job duties and work safely
- Average reliability, commitment and performance
- Average following of company policy and care of assigned equipment
- Supervision required

Tier 2

- Good understanding of job duties and responsibilities
- Experience level and safe work habits contributes to successful implementation of job
- Average to above average reliability, motivation, work habits, commitment and performance
- Follows company policies and respects assigned equipment
- Team player, works well with co-workers and customers
- Limited supervision required

Tier 3

- Complete understanding and efficient performance of all job duties and responsibilities
- Highest experience level consistently contributes to successful implementation of job
- Above average to outstanding reliability, self-motivation, work habits, commitment and performance
- Leads by example, role model for company policy, safety and care of assigned equipment
- Outstanding people skills relative to co-workers and customer relations
- Effective use of time management skills directly affects company efficiency and profitability

Appraisal Questions

- Safety Attitude / Safety Performance
- Quality of Work
- Quantity of Work
- Organizational Skills / Ability to Meet Deadlines
- Team Player / Interaction With Co-Workers
- Communication Skills
- Leadership Ability
- Attendance
- Most important things you do in your job
- Most enjoyable aspects of your job
- Least enjoyable aspects of your job
- Was the job accurately described during the hiring process
- What improvements can be made in the company's hiring process so that we can hire better employees
- How can the company improve the orientation process
- What can the company do to provide you with skills training
- Is anything unclear about wage or hour issues
- Are you unclear about company policies or procedures
- Productivity
- Knowledge of Job
- Reliability and Dependability
- Initiative
- Creativity
- Adherence to Company Policies

Disciplinary Procedures

ShalePro Energy Services in its sole discretion will determine when to warn, reprimand, place on probation, terminate or otherwise discipline employees in the manner and degree the company deems appropriate.

Generally, the following progressive steps to be administered by management will apply to discipline cases, although the company reserves the right to begin the discipline at any step including immediate termination after any step of the process.

- Verbal Warning
- Written Warning
- Termination

ATTENDANCE / LEAVES OF ABSENCES

Hours of Operation/Work Schedule

Due to the nature of the work at ShalePro Energy Services and the characteristics of the oil and gas industry the hours of your scheduled work shift will largely be determined by the operational needs of the department in which you are assigned. Some departments will have regular work schedules while other departments will have schedules that vary to meet the needs of the department or company. Every attempt will be made to meet an employee's specific schedule request taking into account the operational needs of the department or company. However, in all events, work schedule and schedule changes are determined at the sole discretion of ShalePro Energy Services.

Each employee is responsible for knowing and following his/her work schedule, including but not limited to, reading the schedule and schedule updates or changes, knowing start and end times or workdays, shifts, complying with such times and knowing when meetings are and attending such meetings on time. It is your responsibility to clock in/out at the designated time on your schedule. Any desired schedule changes must receive prior approval from your manager.

Once on the clock, employees are to remain in their designated work area and not permitted to leave the premises, unless under an emergency situation. Employees violating this policy are subject to disciplinary action up to and including termination.

Office based personnel will follow a standard work schedule Monday – Friday 8:00 a.m. to 4:30 p.m. with ½ hour unpaid for lunch. Two 10-minute breaks will be provided with one at 10 a.m. and one at 3 p.m.

Attendance and Punctuality

When accepting a position with ShalePro Energy Services you are expected to be punctual and keep absenteeism to a minimum. Failure to report or excessive absenteeism may result in discipline up to and including termination. Punctuality and attendance are factors that may be taken into account when determining promotions or wage increases.

Absenteeism: Any time that you are scheduled to work and you fail to be present at the designated work location for any or all of the scheduled time or shift. This includes time off for sickness that does not qualify for FMLA. This does not include approved vacation or leave of absence.

Reporting Procedure: In case of an absence, you must first notify your manager. Notification must be given each day you do not report to work. Notification must be made two (2) hours prior to the start of your scheduled shift. If you must be absent after you

report to work, notification must be given when you first determine that you must leave work. It is your responsibility to personally make the contact unless you are physically unable to do so, in which case, you should have someone make the contact for you.

- Unreported absences or failure to contact your supervisor may be deemed as your voluntarily resignation without notice.
- If employee arrives to work but is not needed a minimum of 2 hours show up time will be paid to the employee.

Note: If you can provide an acceptable explanation, this policy may not apply. Such explanation may require substantiation and/or verification from outside sources. Ex: Doctor's Note, Police Report etc.....

Clock in Procedure: The time clock will post employees time in fifteen (15) minute increments. Therefore, if an employee clocks in between one (1) and seven (7) minutes past a quarter hour their time will register as the previous quarter hour. If an employee clocks in eight (8) and fourteen (14) minutes past the quarter hour their time will register the subsequent quarter hour.

Regular and on-time attendance is an essential function of the overwhelming majority of jobs, and is expected for efficient operations of ShalePro Energy Services. While it is recognized that an occasional absence may be necessary, regular on-time attendance is required for continued employment.

Time Off During Normal Work Hours

We ask that employees do not conduct personal business on company premises, on company time, or use company equipment without prior approval from your supervisor. If an employee needs to take off time during normal work hours for personal reasons, please make arrangements in advance with your supervisor.

Field Tickets/Work Orders

All employees are required to record their time on a daily basis on a field ticket.

Daily Planner

At the discretion of the company each employee may be issued a Daily Planner at the beginning of each year. Please use this to record your work hours, overtime, wells visited and maintenance performed each day, supplies needed, and to plan out future work every day. This planner will serve as a back up to electronic data submitted via your tablet or smart phone.

Also, use the planner for recording information given at both company and client meetings. As this planner contains confidential client information any employee who leaves the company will be required to return the planner.

Accurately recording time worked is the responsibility of every nonexempt employee. Federal and state/provincial laws require ShalePro Energy Services to keep an accurate record of time worked in order to calculate employee pay and benefits. Time worked is all the time actually spent on the job performing assigned duties.

Altering, falsifying, tampering with time records, or recording time on another employee's time record may result in disciplinary action, up to and including termination of employment.

Both the employee and the supervisor must verify the accuracy of the changes by initialing the time record.

Holidays

Full-time employees are eligible for holiday pay after 30 consecutive days of employment. Employees working on the holidays listed below will be eligible for 8 hours holiday pay and time and a half their normal hourly wage. If an employee is scheduled to work on a recognized holiday the hours worked will be counted as hours worked for the purpose of determining overtime.

The following holidays are observed by ShalePro Energy Services and our offices will be closed:

- New Year's Day (January 1)
- Memorial Day (Last Monday in May)
- Independence Day (July 4)
- Labor Day (First Monday in September)
- Thanksgiving (Fourth Thursday in November)
- Christmas Day (December 25)

ShalePro Energy Services is a 7 day a week operation. Employees scheduled off on a recognized holiday will receive holiday pay at their regular hourly rate of pay. The paid holiday hours will **NOT** be counted as hours worked for the purpose of determining overtime.

If a recognized holiday falls on a Saturday ShalePro Energy Services offices will be closed on Friday prior to the holiday. If a recognized holiday falls on a Sunday ShalePro Energy Services offices will be closed on Monday following the holiday.

Vacation - Paid Time Off

Paid annual vacation is available to eligible employees to provide opportunities for rest, relaxation, and personal pursuits. All employees are eligible to earn and use vacation time as described in this policy:

The amount of paid vacation time employees receive each year increases with the length of their employment as shown in the following schedule:

- After the completion of 1 year of eligible service, the employee is entitled to 56 vacation hours.
- After the completion of 2 years to the completion of 8 years of eligible service, the employee is entitled to 80 vacation hours each year.
- After the completion of 8 years to the completion of 15 years of eligible service, the employee is entitled to 120 vacation hours each year.
- After the completion of 15 years of eligible service, the employee is entitled to 160 vacation hours each year.

Paid vacation time can be used in minimum increments of one half day (4hrs). To take vacation, employees should request advance approval from their supervisors. Requests will be reviewed based on a number of factors, including business needs and staffing requirements.

Vacation time off is paid at the employee's pay rate at the time of vacation.

Scheduling vacations ahead will ensure that we are prepared to cover your job responsibilities when you are off. Vacation **MUST** be requested at a minimum of 24 hours in advance.

- A maximum of 2 Well Tenders per district off at the same time.
- This includes hunting season – a lottery will be used to award vacation during hunting season.

As stated above, employees are encouraged to use available paid vacation time for rest, relaxation, and personal pursuits. In the event that available vacation is not used by the end of the reference period, the balance of unused vacation will be rolled over into the employee's **Sick/Personal Time Account**. This time can be "banked", up to a maximum of 80 hours, for future sick/personal time use.

Upon termination of employment, employees will be paid for unused vacation and sick/personal time that has been earned through the last day of work, if a two-week notice is received and worked and the employee has been employed with ShalePro Energy Services for 1 year.

NOTE: Vacation hours cannot exceed a 40-hour work week.

Sick / Personal Leave Benefits

As stated above, employees are encouraged to use available paid vacation time for rest, relaxation, and personal pursuits. In the event that available vacation is not used by the end of the reference period, the balance of unused vacation will be rolled over into the employee's **Sick/Personal Time Account**. This time can be "banked", up to a maximum of 80 hours, for future sick/personal time use.

If an employee elects to leave the company voluntarily, they must provide a two week written notice to be eligible for payment of earned vacation time. The two-week notice period must be worked and cannot include vacation or sick/personal and the employee has been employed with ShalePro Energy Services for 1 year.

If an employee is terminated with cause, they will not be eligible to receive payment for vacation time or banked sick/personal time.

Banked sick/personal time will be paid to the employee upon leaving the company with a written two week notice.

Bereavement

If a death occurs in an employee's immediate family, all regular full time employees will be entitled to take three (3) full days off to make funeral arrangements and/or attend the funeral. It may be necessary to provide verification illustrating the need for leave.

The following are considered immediate family member for the purpose of this policy:

- Parents
- Grandparents
- Spouse
- Sibling
- Children
- Grandchildren

In the event of a death of a family member not listed above, time off without pay can be requested and must be approved by management.

Military Leave

ShalePro Energy Services will grant a leave of absence without pay to employees who participate in the U.S. Armed Forces, Reserve or National Guard training programs in accordance with the provision of the University Military Training and Service Act. If you

are called up to active duty or if you volunteer for the same you should must notify management and submit copies of all Military Orders.

Jury Duty

Time off taken for jury duty is treated as a paid absence. Employees are paid up to 80 hours for the time they are absent for jury duty, less the amount they receive for performing jury duty service. Any hours served over 80 hours will receive payment amount only awarded for performing the jury duty service from the court.

Employees must give advance notice of the need for time off for jury duty. A copy of the summons should accompany the request.

If employees are dismissed from jury duty before the end of the workday, they must report to work or call their immediate Supervisor for instructions on whether to return for work for the rest of the workday.

Family Medical Leave Act (FMLA)

FMLA requires covered employers to provide up to 12 weeks of unpaid, job protected leave to “eligible” employees for certain family and medical reasons. Employees are eligible if they have worked for a covered employer for at least one year and for 1,250 hours over the previous 12 month period. In addition, the employee must be employed at a job site where at least 50 employees are employed within a 75 mile radius.

Reasons for taking leave:

- Within twelve (12) months of the birth of a child or the placement of a child with the employee in order to care for the child.
- A serious health condition of the employee’s spouse, son, daughter or parent (does not include in-laws) who has a serious health condition.
- A serious health condition of the employee that makes the employee unable to perform one or more of the essential functions of the employee’s job.
- Qualifying exigency leave for families of members of the National Guard or Reserves or of a regular component of the Armed Forces when the covered military member is on covered active duty or is called to covered active duty.
- Military caregiver leave (Employees may take up to 26 weeks of military caregiver leave)

Except for Military caregiver leave, federal law does not require the company to grant more than a total of twelve (12) weeks of unpaid leave in any consecutive twelve (12) month period.

Serious Health Condition is an illness, injury, impairment, physical or mental condition that involves either an overnight stay in a medical care facility or continuing treatment by a health care provider for a condition that either prevents the employee from performing the functions of the employee's job or prevents the qualified family member from participating in school or other daily activities. Subject to certain conditions, the continuing treatment requirement may be met by a period of incapacity of more than 3 consecutive calendar days combined with at least two visits to a health care provider or one visit and a regimen of continuing treatment, incapacity due to pregnancy or incapacity due to a chronic condition. Other conditions may meet the definition of continuing treatment. Qualifying exigencies may include attending certain military events, arranging for alternative childcare or parental care for the parent of a covered service member, addressing certain financial and legal arrangements, attending certain counseling sessions and attending post-deployment reintegration briefings.

Intermittent Leave and Reduced Leave Schedules

Any leave granted to an eligible employee under this law because of a serious health condition of a family member may be taken consecutively or intermittently depending on the needs of the employee.

Protection of Group Health Insurance Benefits

During FMLA leave, eligible employees are entitled to receive group health plan coverage on the same terms and conditions as if they had continued to work. The employee is responsible for their portion of the health premiums while utilizing FMLA and the premium will be deducted from their paycheck.

Restoration of Employment and Benefits

At the end of FMLA leave, subject to some exceptions including situations where job restoration of "Key Employees" will cause the company substantial and grievous economic injury, employees generally have a right to return to the same or equivalent positions with equivalent pay, benefits and other employment terms. The company will notify employees if they qualify as "Key Employees", if it intends to deny reinstatement and of their rights in such instances. Use of FMLA leave will not result in the loss and any employment benefit that accrued prior to the start of an eligible employees FMLA leave.

Notice of Eligibility for, and Designation of, FMLA leave

Employees requesting FMLA leave are entitled to receive written notice from ShalePro Energy Services telling them whether they are entitled for FMLA leave and, if not eligible, the reasons why they are not eligible. When eligible for FMLA leave, employees are entitled to receive written notice of:

- Their rights and responsibilities in connection with such leave
- The Company's designation of leave as FMLA qualifying or non-qualifying, if not FMLA qualifying the reasons why
- The amount of leave, if known, that will be counted against the employees leave entitlement

The Company may retroactively designate leave as FMLA leave with appropriate written notice to employees provided the Company's failure to designate leave as FMLA qualifying at an earlier date did not cause harm or injury to the employee. In all cases where leaves qualify for FMLA protection, the Company and employee can mutually agree that leave be retroactively designated as FMLA leave.

Advance Notice and Medical Certification

The employee may be required to provide advance leave notice and medical certification. A failure to comply with the notice requirements may affect request for leave.

- The employee ordinarily must provide 30 days advance notice when the leave is "foreseeable"
- An employer may require medical certification to support a request for leave because of a serious health condition, and may require second or third opinions (at the employer's expense) and a fitness for duty report to return to work

FMLA leave is unpaid however if an employee has vacation hours available to them they must use any available hours concurrently with the approved FMLA leave.

Severe/Inclement Weather

At times, emergencies such as severe weather, fires or power failures, can disrupt company operations. In extreme cases, these circumstances may require the closing of a work facility.

When operations are officially closed due to emergency conditions, the time off from scheduled work will be unpaid. However, with supervisory approval, employees may use available paid leave time, such as unused vacation benefits.

In the event of Severe/Inclement weather stay alert and stay in contact with your direct manager.

In cases where an emergency closing is not authorized, employees who fail to report for work will not be paid for the time off. Employees in essential operations may be asked to work on a day when operations are officially closed. In these circumstances, employees who work will receive regular pay.

In the event of a call out or rain out there will be a minimum of 2 hours or client requirement paid.

COMPENSATION AND BENEFITS

Payday

Employees will be paid every two weeks by direct deposit or pay check. Direct deposits will be processed Friday morning. Pay checks will be sent by general mail to your home address. Please contact your manager, if you find an error in your pay check or payroll deductions.

Payroll Deductions

Certain deductions are required by law to be taken from everyone's pay while others are employee authorized. Deductions required by law include federal withholding tax, social security and Medicare contributions, and in most states, state withholding tax. Deductions from pay also will be made in accordance with any legally binding order or garnishment. Employees also may voluntarily elect to make certain deductions from pay for certain employee benefits offered from time to time by ShalePro Energy Services. Employee authorized deductions are those which may include premium payments for benefits.

Benefits

NOTE: Any benefits or benefit plans described in these policies are convenient summaries only. An employee's eligibility for or rights to any benefits will be subject to and governed by the governing benefit plan documents and applicable law, as either may be amended from time to time. ShalePro Energy Services reserves to itself and to any administrator or fiduciary of any benefit or benefit plan described or referred to in this handbook (or any other benefit or benefit plan of the company), the discretionary authority to determine eligibility of any employee or claimant for or under any such benefit or plan, pursuant to the terms of the relevant plan document and applicable law, as either may be amended from time to time, and to interpret and construe the terms of any such benefit or plan. The company further reserves the right to, at any time, add, amend, modify, supplement or terminate any benefit, benefit plan or employee benefit. For answers to any questions you may have regarding any benefit or benefit plan, first refer to the applicable plan documents. For additional assistance, you may contact the plan administrator listed in the plan documents.

Medical Insurance

All full-time employees become eligible to participate in ShalePro Energy Services health plan on the first day of the month following thirty (30) days of consecutive employment and satisfaction of any eligibility or other requirements of the group health insurance policy in effect at the time. ShalePro Energy Services pays a portion of the premium for health insurance coverage. You can elect to pay your portion of the premium amount pre-tax through payroll deduction under the Section 125 Plan described below. You will be provided additional information. ShalePro Energy Services offers a Section 125 Salary Reduction Plan to all full-time employees who participate in the medical insurance coverage available through ShalePro Energy Services. This benefit allows the employee to reduce his/her taxable income in an amount equal to his/her portion of the cost of insurance coverage. Through this benefit, the employee does not pay income tax on these pre-tax premium dollars. Participation will be automatic unless the employee informs ShalePro Energy Services differently in writing. You will be provided additional information.

Should the employee waive coverage under the health, vision and dental insurance plans for any reason, the employee is eligible to exchange such insurance benefits for 40 hours of vacation following ninety (90) days of continuous employment with ShalePro Energy Services.

New Hire Uniform Policy

This policy is effective January 1, 2021 and replaces any and all policies prior to this date.

This policy is designed to meet the OSHA requirement of providing FR required clothing for all field employees working in the oil & gas industry for ShalePro Energy.

All employees are required to wear the proper FR (Fire Resistive/Fire Retardant) clothing while performing field work, shop work or any other related hazardous duties that may involve flammable or combustible gas or any other hazardous condition that could potentially cause an injury. ShalePro employees are required to wear clean, in good condition (no rips in the fabric), adequate, proper FR clothing while at work at all times. Office employees are exempt from this requirement when not in the above-mentioned conditions or hazardous environment. As a professional in the oil/gas industry, employees are expected to have proper FR clothing and while ShalePro will be providing some of the basic allotment of such, it is the employees responsibility to show up to work with the proper clothing and boots. We expect the employee will have personal costs in addition to what ShalePro is subsidizing to meet these requirements.

New Hire Employees

New employees will receive a \$300 voucher to obtain an initial supply of FR uniforms from the Oil & Gas Safety Supply store located in either Washington PA. or St Clairsville Ohio locations. Each location will be able to ship uniforms to your desired location.

Obtaining uniforms in person is preferred when possible due to availability and sizing. In addition to the initial \$300 voucher, company will provide 1 ShalePro logo FR vest and 1 FR coverall (if they need it). If employee feels they need more uniforms, they are expected to purchase them on their own. If new employee voluntarily resigns his/her position with the company within the first 12 months, company will withhold the \$300 amount from the employee's final paycheck to cover the cost of the initial supply of FR clothing.

Existing Employees

Existing employees will receive a \$150 voucher to obtain new uniforms every year beginning on their hire date anniversary if hired after 1/1/2021, other existing employees hired before that date will have their annual voucher date set as Jan 1 each year. If employee feels they need more uniforms (most will) or new boots, they are expected to purchase them on their own. Any unused voucher money will NOT roll over to the following year.

Permitted Uniforms

- FR Coverall with ShalePro logo.
- Denim FR jeans or similar FR work pants.
- Long sleeve FR work shirt with reflective striping, in the absence of reflective striping an FR reflective vest must be worn with ShalePro logo.
- The outermost layer of clothing needs to be FR
- No FR clothing with a logo or name other than ShalePro is permitted at any time. FR clothing that has no logo than an employee may have from previous experience may be used however in those instances, employee should wear their ShalePro logo vest as well to identify them as ShalePro branded employees.
- Hardhat, safety glasses and work gloves will continue to be provided to the employee through the safety department and is in addition to the voucher allotment.

Uniform replacement due to wear or damage will be evaluated on a case-by-case basis by the employees immediate Supervisor and Safety Representative.

At the end of employment all company provided uniforms will be returned to your immediate Supervisor or Safety department. If employee does not turn in company provided uniforms, an amount determined by the company, not to exceed the total of all voucher monies given to the employee, will be deducted from employee's final paycheck.

Prescription Safety Eyewear

As an addition to the ShalePro Energy Services safety policy, ShalePro Energy Services will begin providing reimbursement to employees for the purchase of prescription safety eyewear. Designated employees will be provided a Prescription Safety Eyewear reimbursement of half the eyewear cost up to \$100 per calendar year following employee hire date.

Employee is responsible for the following:

- Obtaining a detailed receipt, showing proof of purchase
- Obtaining immediate supervisor's approval of receipt
- Submitting receipt to Human Resources for reimbursement to be issued on a bi-weekly disbursement schedule

Continued Education

ShalePro Energy Services will provide reimbursement up to \$300.00 annually for actual job-related continuing education expenses incurred. To be eligible for reimbursement of any continuing education employees must:

- Completed ninety (90) consecutive days of employment
- Obtain Management approval before enrolling in any course or purchasing materials associated with the course
- Provide proof of the course completion, course passed and receipt showing cost of course.

Per Diem

Per Diem is paid if the company elects to pay the per diem. The company reserves the right to pay a per diem or pay all reimbursable expenses or client provided per diem.

HEALTH, SAFETY AND SECURITY

Workplace Violence

The company has a zero-tolerance policy concerning Workplace Violence. The following are prohibited and will not be tolerated of any employee on company property or while conducting company business:

- Any direct or indirect harassing, intimidating, abusive or threatening language, actions or behavior
- Any direct or indirect plan, threat or act of violence, injury, death, property damage (including, but not limited to fistfights, wrestling or other forms of physical fighting with or without weapons)

Employee's violating this policy will be subject to disciplinary action up to and including termination.

Any employee that feels they are being subjected to threats or threatening conduct by a coworker, contractor, client or the spouse of the employee must notify management immediately so that proper corrective and/or protective action can be taken.

Firearms

All firearms/weapons are prohibited from ShalePro Energy Services and customer property (vehicles, office, garage, well site, facility etc.) A violation most likely will result in immediate discharge.

Reporting Injuries

To ensure that proper attention is given and appropriate action taken when an injury occurs within the workplace, please follow these procedures:

- Report the injury to your on-site manager immediately. If your manager is not immediately available, report to the manager or other authorized person. Seek or obtain medical attention if required.
- Report the injury to your manager and/or HR within 24 hours, or as soon as practical. Worker's Compensation laws require the processing of claims within reasonable time frames. All injuries/accidents MUST be reported promptly for claim submission.
- If you are involved in or are a witness to an incident, you should provide information in order for the appropriate report to be completed. Please be aware of the importance of immediate action in recording all details of the incident.

Incident Reports

An incident report must be filled out by a member of management and signed by any employees who are involved in or witness an incident or injury immediately following the occurrence. Failure to do so may result in disciplinary action. This policy is important to the safety and well-being of all our employees.

Personal Property

All employees are cautioned not to bring valuables or large amounts of cash to work. Purses and wallets should be kept with you or stored in a locked place at all time. ShalePro Energy Services is not responsible for personal property that is lost, stolen, damaged, or destroyed; this includes your personal vehicle or other means of transportation.

Visitors in the Workplace

To provide for the safety and security of employees and the facilities at ShalePro Energy Services, only authorized visitors are allowed in the workplace. Restricting unauthorized visitors helps maintain safety standards, protects against theft, ensures security of equipment, protects confidential information, safeguards employee welfare, and avoids potential distractions and disturbances.

All visitors should enter ShalePro Energy Services at the main entrance. Authorized visitors will receive directions or be escorted to their destination. Employees are responsible for the conduct and safety of their visitors.

If an unauthorized individual is observed on ShalePro Energy Services premises, employees should immediately notify their supervisor or, if necessary, direct the individual to the main entrance. For those employees working in the field, visitors should be on an emergency basis only. Employees violating this policy are subject disciplinary actions up to and including termination.

SEPARATION FROM EMPLOYMENT

Termination of Employment

Resignations

- Employees may resign their position at any time. A written notice of resignation should be submitted to the immediate supervisor at least two (2) weeks prior to the effective termination date. Employees are encouraged to include the reasons for leaving in the letter of resignation but are not required to do so. Leaving without giving notice will result in losing all accumulated Vacation – Paid Time Off.

Dismissal

- Any ShalePro Energy Services employee can be dismissed from employment at any time for violating company policy, work ethic and/or job performance or any other legal reason. The employees of ShalePro Energy Services are “at will” employees. This means that ShalePro Energy Services may terminate employment of any employee at any time. Employment is for an indefinite period and is subject to change in conditions, benefits and operating policies.

Layoff

- Involuntary employment termination initiated by the organization for non-disciplinary reasons.

Exit Interview

Any employee leaving the company may be asked to participate in an exit interview, either in person or via telephone. Discussions concerning the reason for leaving will assist the company in evaluating the effectiveness of its personnel policies and procedures.

Pay at Time of Separation from Employment

ShalePro Energy Services will make final payment for all services rendered within the time prescribed by applicable state law. At time of termination the company will attempt to recover from the employee all company property, such as cell phones, keys, equipment, uniforms, etc. If the employee owes money for unrecovered property or other debts to the company, depending on the amount owed and all other relevant facts and circumstances, the company may seek the employee’s written consent to withhold the amount owed from the employee’s final paycheck. Any employee who resigns or is terminated will receive a check as their final pay.

DISCLAIMER

Client job site guidelines supersede these policies. ShalePro Energy Services employees must follow client specific guidelines while working on their job site.

Any questions or concerns to this policy please see your manager.

EMPLOYEE HANDBOOK ACKNOWLEDGEMENT FORM

By my signature below, I acknowledge that I have received and read the Employee Handbook for ShalePro Energy Services, that I have been given the adequate opportunity to ask questions and receive clarification, regarding the policies and procedures set forth in the Employee Handbook, and that I understand its contents.

I understand that I am required to abide by, and agree to abide by, ShalePro Energy Services policies as set forth in the Handbook or as otherwise adopted or implemented by “company” from time to time. I understand that there may be other policies or procedures in effect at ShalePro Energy Services from time to time that are not included in the Employee Handbook, and I agree to abide by those policies and procedures.

Unless otherwise agreed in writing by the CEO of ShalePro Energy Services (or a designee of any such Officer), I understand that I have no contract of employment with the company for any definite period of time, either oral or written, and that either I or ShalePro Energy Services may terminate my employment at any time with or without cause or notice. I understand that I am an “at will” employee of ShalePro Energy Services and that no agent or employee of the company, other than the officers listed in the preceding sentence has any authority to alter or make any agreement other than the “at will” relationship. I understand that neither this handbook nor any provision herein constitutes an employment contract, an offer to enter a contract of employment or part of an employment contract, or confers any contract rights.

I understand that ShalePro Energy Services may rescind, modify, change, or deviate from the Employee Handbook or any of its policies or procedures at any time, and any such rescission, modification, change, or deviation may become effective regardless whether the Employee Handbook has been revised or I have been notified.

I understand that this signed acknowledgement will be inserted in my personnel file.

Printed Employee Name

Date

Employee Signature

REFERENCES

Locations

Corporate Office

ShalePro Energy Services, LLC

201 S. Johnson Road Suite 200

Houston, PA 15342

Field Offices

17 Lane Drive

Clarksburg, WV 26301

2487 Rose Ridge

Clintwood, VA 24228

9561 Route 422 West

Shelocta, PA 15774

141 Carbon Road

St. Mary's, PA 15857

10 Olive Street

Caldwell, OH 43724

125 Industry Drive

Waynesburg, PA 15370

225 Technology Way

Steubenville, OH 43952

