
Shareholder Engagement Policy

Introduction

The board of directors (the "**Board**") of Enerflex Ltd. ("**Enerflex**") believes in the importance of engaging in constructive communication with Enerflex's shareholders. Constructive engagement with shareholders can provide valuable insight that will assist the Board in maintaining the high standards of governance to which the Board is committed. The Board, acting on the recommendation of the Nominating and Corporate Governance Committee of the Board (the "**NCG Committee**"), has adopted this Shareholder Engagement Policy to promote open and sustained dialogue with Enerflex's shareholders.

Enerflex seeks to communicate with its shareholders in a wide variety of ways, including through its website, news releases, annual and quarterly reports, management information circulars, annual information forms, investor presentations and industry conferences, annual meetings of shareholders, and one-on-one meetings with shareholders. On a quarterly basis, shareholders, analysts, members of the media, and other interested parties are invited to participate in a conference call and audio webcast to discuss Enerflex's financial and operating highlights for the quarter, replays of which are available on Enerflex's website. Details of the time, place and method of accessing any such call are broadly disseminated.

Enerflex describes the structure and composition of the Board and its committees on its website and in its annual management information circular. In addition, Enerflex's corporate governance practices and a discussion and analysis of executive and director compensation are communicated annually in Enerflex's management information circular. Shareholders are encouraged to attend Enerflex's annual meetings of shareholders, as they provide a valuable opportunity to discuss Enerflex's performance, strategy, corporate governance practices, executive and director compensation, and other important matters with management and the Board Chair, as appropriate.

Engagement with Shareholders

Management is principally responsible for shareholder communications and engagement. Shareholders may communicate their views to management by contacting:

Enerflex Ltd.
Attention: Investor Relations
904 – 1331 MacLeod Trail SE
Calgary, Alberta T2G 0K3
Email: ir@enerflex.com

In addition, the Board wishes to ensure that, when appropriate, there is the opportunity for direct dialogue between the Board Chair, on behalf of directors, and shareholders. Shareholders may communicate their questions or concerns to the independent directors through the Chair of the Board by delivering a sealed envelope or email, in each case marked "*Confidential*", to:

Enerflex Ltd.
Attention: Chair of Board
904 – 1331 MacLeod Trail SE
Calgary, Alberta T2G 0K3

Email: chair@enerflex.com

Purely for administrative purposes, correspondence to the Board Chair may be opened or viewed by the Corporate Secretary and members of the Investor Relations group.

The Board Chair, on behalf of the Board, may also reach out to key shareholders periodically, either directly or with the assistance of Enerflex's executive officers, and offer to meet with them to discuss any matters of interest.

Appropriate topics for the Board Chair to discuss with shareholders include:

- Board structure and composition;
- Board oversight of strategy;
- Board performance;
- Executive compensation;
- Board and CEO succession planning;
- Board oversight of risk, including environmental and social risks;
- Board oversight of accounting, auditing and internal controls;
- Corporate governance practices and disclosure; and
- Board decision-making process.

Among the topics that are more appropriate for management to discuss with shareholders are:

- Corporate strategy;
- Financial performance;
- Mergers, acquisitions or dispositions;
- Changes in management; and
- Dividends, financings and other events regarding Enerflex's securities.

A request for a meeting with the Board Chair should: (i) identify whether the person requesting the meeting is an Enerflex shareholder (and the level of such shareholdings); (ii) include a list of the individuals who would accompany the shareholder at the meeting; (iii) provide an overview of the topics sought to be discussed (which will subsequently be formalized in an agenda); and (iv) describe any intention to communicate the nature and results of the meeting to other persons. The Board Chair may decline a request for a meeting due to scheduling considerations (including to avoid creating too many demands on the directors' time), if the proposed discussion topics are not considered suitable, or for any other reason deemed appropriate in their sole discretion.

Any meeting by the Board Chair with shareholders, shareholder organizations or governance groups will be focused on the pre-determined topics identified and will be subject to applicable laws, including Enerflex's Corporate Disclosure Policy. The President & Chief Executive Officer or other members of management may be invited to attend such meetings but may be asked to leave for certain portions of the discussion. However, shareholders should be aware that the Board Chair reserves the right to review all matters discussed with Enerflex's management.

The NCG Committee will ensure that shareholder engagement is considered annually and discussed in the Committee's annual report to the Board. In addition, Enerflex's President & Chief Executive Officer reports regularly on any significant feedback received from shareholders on corporate governance, executive compensation and other relevant matters.

This Shareholder Engagement Policy will be reviewed annually and will be made publicly available on Enerflex's website.

