

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

Badger Daylighting Ltd. (“Badger”)
1000, 635 – 8th Avenue SW
Calgary, AB T2P 3M3

Item 2 Date of Material Change

August 11, 2017

Item 3 News Release

A press release was issued on August 14, 2017 via Filing Services Canada/FSCwire.

Item 4 Summary of Material Change

Badger announced that its wholly-owned subsidiaries Badger Daylighting Limited Partnership and Badger Daylighting Corp. have completed an extension of its syndicated revolving term credit facility (“Facility”), with Toronto-Dominion Bank as Lead Arranger, with a group of three lenders.

Item 5 Full Description of Material Change

A full description of the material change is contained in the press release attached hereto as Schedule “A”.

Item 6 Reliance on subsection 7.1(2) of National Instrument 51-102

Not Applicable.

Item 7 Omitted Information

Not Applicable.

Item 8 Executive Officer

Jerry Schiefelbein
Chief Financial Officer
Telephone: 403-264-8500

Item 9 Date of Report

August 16, 2017

SCHEDULE "A"



PRESS RELEASE

FOR IMMEDIATE DISTRIBUTION

TSX-BAD

August 14, 2017

BADGER DAYLIGHTING LTD. EXTENDS ITS SYNDICATED REVOLVING TERM CREDIT FACILITY

Calgary, AB, August 14, 2017 - Badger Daylighting Ltd. ("Badger" or "the Company") is pleased to announce that its wholly-owned subsidiaries Badger Daylighting Limited Partnership and Badger Daylighting Corp. have completed an extension of its syndicated revolving term credit facility ("Facility"), with Toronto-Dominion Bank as Lead Arranger, with a group of three lenders. The Facility, which is approximately \$145 million in aggregate Canadian dollars, consists of a \$50 million Canadian dollar tranche and a \$75 million U.S. dollar tranche, providing Badger with the administrative flexibility to borrow in both Canada and the United States. The previous \$125 million facility was denominated solely in Canadian dollars. Financial covenants and pricing of the Facility are unchanged. The Facility, which is a four year term, matures on August 11, 2021. Badger maintains the flexibility to expand the Facility by an additional \$100 million, previously an additional \$50 million. There are currently no amounts outstanding under the Facility.

"We are pleased to have completed the extension of our syndicated credit facility with strong support from our lenders. With the extension of the Facility, combined with Badger's strong cash flow generation and low debt and leverage levels, Badger is confident that it has the financial flexibility to execute on its long-term growth objectives," said Gerald Schiefelbein, Vice President Finance and Chief Financial Officer.

About Badger

Badger is North America's largest provider of non-destructive excavating services. Badger traditionally works for contractors and facility owners in a broad range of infrastructure industries. Badger's key technology is the Badger hydrovac, which is used primarily for safe digging in congested grounds and challenging conditions. The Badger hydrovac uses a pressurized water stream to liquefy the soil cover, which is then removed with a powerful vacuum system and deposited into a storage tank. Badger manufactures its truck-mounted hydrovac units.

The Toronto Stock Exchange has neither approved nor disapproved the information contained herein.

REQUIRED CAUTIONARY STATEMENTS REGARDING FORWARD-LOOKING INFORMATION

Certain statements contained in this news release, including statements related to Badger's cash flow generation, debt and leverage levels, long-term growth objectives and information that contain words such as "could", "should", "can", "anticipate", "expect", "believe", "will", "may" and similar expressions relating to matters that are not historical facts, constitute "forward-looking information" within the meaning of applicable Canadian securities

legislation. These statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. Badger believes the expectations reflected in such forward-looking statements are reasonable, but no assurance can be given that these expectations will prove to be correct. Such forward-looking statements and information included in this news release should not be unduly relied upon.

Risk factors and other uncertainties that could cause actual results to differ materially from those anticipated in such forward- looking statements include, but are not limited to: price fluctuations for oil and natural gas and related products and services; political and economic conditions; industry competition; Badger's ability to attract and retain key personnel; changes in laws or regulations, including taxation and environmental regulations; and extreme or unsettled weather patterns.

Readers are cautioned that the foregoing factors are not exhaustive. Additional information on these and other factors that could affect Badger's operations and financial results is included in our management's discussion and analysis of our financial results for the year ended December 31, 2016 which may be accessed through the SEDAR website (www.sedar.com) or at our website. The forward-looking statements contained in this news release are expressly qualified by this cautionary statement. These forward- looking statements and information speak only as of the date of this news release. Badger does not undertake any obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required by applicable securities laws.

For more information regarding this press release, please contact:

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President and CEO

Gerald Schiefelbein
Vice President Finance and CFO

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