

**PRAIRIE STORM RESOURCES CORP.**  
**(the "Corporation")**

**ENVIRONMENT, HEALTH AND SAFETY COMMITTEE CHARTER**

**Effective Date:** April 6<sup>th</sup> , 2021

**1. Purpose and Scope**

The environment, health and safety committee (the "**Committee**") of the Corporation is a committee of the Board of Directors (the "**Board**"). As delegated by the Board, the Committee shall attend to the responsibilities set out in this Charter.

**2. Composition of Committee**

***Number of Members***

The Committee shall be composed of two or more members of the Board. The Board may fill vacancies in the Committee by appointment, and if and whenever a vacancy shall exist in the Committee, the remaining members may exercise all of its powers so long as a quorum remains in office.

***Independence of Members***

At least one member of the Committee shall be "independent", as such term is defined in National Instrument 58-101 – *Disclosure of Corporate Governance Practices*, provided that, the Chief Executive Officer is permitted to attend and participate at each of the meetings of the Committee.

***Term of Members***

The members of the Committee shall be appointed from time to time at the discretion of the Board. Each member of the Committee shall serve at the pleasure of the Board until the member resigns, is removed, or ceases to be a member of the Board.

***Committee Chair***

The Board may appoint a member of the Committee to be the chair of the Committee ("**Committee Chair**"). If a Committee Chair is not appointed by the Board, the members of the Committee shall designate a Committee Chair by majority vote of the full Committee membership. In the absence of the Committee Chair at a meeting of the Committee, the members of the Committee present may appoint a chair from their number for such meeting.

***Delegation***

The Committee may designate a sub-committee or any member to review any matter within this Charter as the Committee deems appropriate.

### ***Access to Management and Books and Records***

The Committee shall have unrestricted access to the Corporation's management and employees and the books and records of the Corporation.

### **3. Meetings**

#### ***Frequency of Meetings***

The Committee shall meet in person, or by telephone conference call, as often as the Committee considers appropriate to fulfill its responsibilities, but in any event shall meet at least twice per year.

#### ***Quorum***

No business may be transacted by the Committee at a meeting unless a quorum of the Committee is present. A majority of members of the Committee, present in person or by telephonic, electronic or other communication facilities that permit all persons participating in the meeting to communicate adequately with each other, shall constitute a quorum.

#### ***Voting***

The affirmative vote of a majority of the members of the Committee participating in any meeting of the Committee is necessary for the adoption of any resolution of the Committee. In case of an equality of votes, the Committee Chair shall not be entitled to a second or casting vote.

#### ***Calling of Meetings & Meeting Procedure***

Any member of the Committee, the chair of the Board or any executive officer of the Corporation may call a meeting of the Committee. The procedures for calling, holding, conducting and adjourning meetings of the Committee will be the same as those applicable to meetings of the Board, unless otherwise determined by the Committee or the Board.

#### ***Minutes; Reporting to the Board***

The Committee shall maintain minutes or other records of meetings and activities of the Committee in sufficient detail to convey the substance of all discussions held. Upon approval of the minutes by the Committee, the minutes shall be circulated to the members of the Board. However, the Committee Chair may report orally to the Board on any matter in his or her view requiring the immediate attention of the Board.

#### ***Attendance of Non-Members***

The Committee may invite to a Committee meeting any directors, officers or employees of the Corporation, legal counsel, advisors and other persons whose attendance it considers necessary or desirable in order to carry out its responsibilities.

#### ***Meetings Without Management***

As part of each meeting of the Committee, in circumstances where the Committee is comprised of two or more independent directors, the Committee shall hold an *in camera* session, at which

management and non-independent directors of the Board are not present, and the agenda for each Committee meeting will afford an opportunity for such a session.

#### **4. Responsibilities**

The Committee shall have the responsibilities set out below as well as any other responsibilities that are specifically delegated to the Committee by the Board which the Board is authorized to delegate by applicable laws and regulations.

In addition to these responsibilities, the Committee shall perform the functions and responsibilities required of an environment, health or safety committee by the Corporation's governing corporate statute, applicable Canadian securities laws, any exchange upon which securities of the Corporation are listed, or any governmental or regulatory body exercising authority over the Corporation, as are in effect from time to time (collectively, the "**Applicable Requirements**") or as the Board otherwise deems necessary or appropriate.

#### ***Oversight and General Review of Environment, Health and Safety Matters***

To fulfil its responsibilities with respect to environmental, health and safety matters, the Committee shall:

- (a) review compliance by the Corporation with legal and regulatory requirements relating to environmental, health and safety matters;
- (b) periodically review and make recommendations regarding the strategies and methods used to improve the environmental, health and safety performance of the Corporation;
- (c) review the effectiveness of the Corporation's response to, and management of, significant environmental, safety and occupational health issues, as the case may be;
- (d) review the insurable risks related to environment, health and safety issues and evaluate cost/insurance benefits associated with those risks;
- (e) review and make recommendations regarding the methods of communicating the Corporation's environmental, health and safety policies and procedures throughout the organization;
- (f) oversee the Corporation's approach to appropriately addressing potential risks relating to environmental, health and safety matters; and
- (g) review portions of any disclosure document containing significant information relating to matters within the Committee's mandate before it is publicly disclosed.

#### ***Annual Review of Environment, Health and Safety Matters***

The Committee shall receive and review an annual performance report (the "**Annual Performance Report**") from management regarding environment, health and safety matters relating to the Corporation's environment, health and safety performance and shall review the Corporation's environment, health and safety activities, including:

- (a) performance summaries for the previous year, and any outstanding performance issues;
- (b) periodically review and make recommendations regarding the strategies and methods used to improve the environmental, health and safety performance of the Corporation;
- (c) status of environment, health and safety management system implementation, and any outstanding implementation issues;
- (d) legal and regulatory developments respecting environment, health and safety matters which may have a significant impact on any of the Corporation's operations, remediation projects or environmental provisions;
- (e) enforcement actions or litigation brought or threatened against the Corporation relating to environment, health and safety matters; and
- (f) any significant event or potential event that would, in the opinion of management or the Committee, constitute a significant environment, health or safety occurrence.

The Annual Performance Report shall be put before the Board each year.

#### **5. Independent Advisors**

The Committee shall have the authority to retain and terminate independent legal counsel, consultants or other advisors to assist it in fulfilling its responsibilities and to set and pay the respective compensation for these advisors. The Corporation shall provide appropriate funding, as determined by the Committee, for the services of these advisors.

#### **6. No Rights Created**

This Charter is a statement of broad policies and is intended as a component of the flexible governance framework within which the committees of the Board assist the Board in directing the affairs of the Corporation. While it should be interpreted in the context of the Applicable Requirements, as well as in the context of the constating documents of the Corporation, it is not intended to establish any legally binding obligations.

#### **7. Charter Review**

The Committee shall review and update this Charter annually and, in conjunction with the review and recommendations of the Corporation's corporate governance, compensation and nominating committee regarding same, present the updated Charter to the Board for approval.