

COELACANTH ENERGY INC.
HEALTH, SAFETY & ENVIRONMENT COMMITTEE CHARTER
(Adopted by the Board of Directors in November of 2022)

A. PURPOSE

The overall purpose of the Health, Safety and Environmental Committee (the "**Committee**") is to review and monitor the health, safety and environmental policies, management systems, activities, and performance of the Corporation, on behalf of the Board of Directors (the "**Board**").

B. COMPOSITION, PROCEDURES AND ORGANIZATION

1. The Committee shall consist of at least two members of the Board, at least one of whom shall be "independent", as such term is defined in National Instrument 58-101 *Disclosure of Corporate Governance Practices*.
2. The Board, at its annual organizational meeting held in conjunction with each annual general meeting of the shareholders, shall appoint the members of the Committee for the ensuing year. The Board may at any time remove or replace any member of the Committee and may fill any vacancy in the Committee.
3. Unless the Board shall have appointed a chair of the Committee, the members of the Committee shall elect a chair from among their number. If the chair of the Committee is absent from any meeting, the Committee shall select one of the other members of the Committee to preside at the meeting.
4. The chair of the Committee shall appoint the secretary of the Committee, unless otherwise determined by the Committee. Minutes of meetings of the Committee shall be recorded and maintained by the secretary of the Committee. Copies of the minutes shall be provided to the Board.
5. The Committee shall meet regularly on such dates and at such locations as the chair of the Committee shall determine and may also meet at any other time or times on the call of the chair of the Committee, any two of the other members, or the senior officer of the Corporation responsible for environmental matters.
6. The quorum for meetings shall be a majority of the members of the Committee, present in person or by telephone or other telecommunication device that permits all persons participating in the meeting to speak and to hear each other.
7. The Committee shall have access to such officers and employees of the Corporation and to such information respecting the Corporation, and may engage independent environmental consultants and advisors at the expense of the Corporation, all as it considers to be necessary or advisable in order to perform its duties and responsibilities.

C. **DUTIES AND RESPONSIBILITIES**

The duties and responsibilities of the Committee shall be as follows:

1. **Environmental Matters**

- (a) review and monitor the environmental policies, management systems, activities, and performance of the Corporation on behalf of the Board to ensure that the Corporation is in compliance with environmental laws and legislation;
- (b) review environmental compliance issues and environmentally sensitive incidents to determine, on behalf of the Board, that the Corporation is taking all necessary action in respect of those matters and that the Corporation has been duly diligent in carrying out its responsibilities and activities in that regard;
- (c) review and report to the Board on the sufficiency of resources available for carrying out the actions and activities recommended;
- (d) report regularly and on a timely basis to the Board on matters coming before the Committee relating to environmental policies and activities of the Corporation for consideration and the manner of disposition; and
- (e) develop a calendar of activities to be undertaken by the Committee for each ensuing year related to environmental matters and to submit the calendar to the Board within a reasonable period of time following each annual meeting of shareholders.

2. **Workers' Health and Safety**

- (a) review and monitor the health and safety policies and activities of the Corporation on behalf of the Board to ensure compliance with applicable laws, legislation and policies as they relate to the Corporation's employees in the workplace;
- (b) recommend actions for developing policies, programs and procedures to ensure that the principles set out in the Corporation's policies related to the health and safety of its employees, contractors and subcontractors in the workplace are being adhered to and achieved;
- (c) review health and safety incidents and incident frequency to determine, on behalf of the Board of Directors, that the Corporation is taking all necessary action in respect of those matters and that the Corporation has been duly diligent in carrying out its responsibilities and activities in that regard;
- (d) review and report to the Board on the sufficiency of resources available for carrying out the actions and activities recommended;
- (e) report on a timely basis and at least annually to the Board on health and safety issues and on the state of compliance with applicable laws and legislation and adherence to the policies of the Corporation; and

develop a calendar of activities to be undertaken by the Committee for each ensuing year related to workers' health and safety and to submit the calendar to the Board within a reasonable period of time following each annual meeting of shareholders.