



## **Charter of the Health, Safety, Environment and Community Committee**

### **GENERAL**

#### **1. Purpose and Responsibilities of the Committee**

The purpose of the Health, Safety, Environment and Community Committee (the “HSEC Committee”) is to assist the Board of Directors (the “Board”) of C3 Metals In. (the “Company”) in its oversight of:

- ( ) health, safety, environment and community risks;
- (a) The Company’s compliance with applicable legal and regulatory requirements associated with health, safety, environmental and community matters;
- (b) The Company’s performance in relation to health, safety, environmental and community matters;
- (c) The performance and leadership of the health, safety, environment and community function; and
- (d) The Company’s external annual reporting in relation to health, safety, environmental and community matters.

### **COMPOSITION, PROCEDURES AND ORGANIZATION**

1. The Committee shall consist of at least three members, all of whom shall be directors of the Company.
2. The Board, at its annual 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.
4. The Committee shall, from time to time, designate a secretary which may be one of the members of the Committee, the Corporate Secretary of the Company, or other designate of the Committee.
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 Company



responsible for HSEC matters. The Committee shall endeavour to meet at least four times per year.

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 Company and to such information respecting the Company as they may require and may engage independent environmental consultants, advisors and legal counsel at the expense of the Company, as it considers necessary or advisable in order to perform its duties and responsibilities.

### **DUTIES AND RESPONSIBILITIES**

The Committee will act within the scope of its authority under this mandate and shall also deal with such matters as the Board may refer to it from time to time. The Committee is authorized to carry out the following duties and responsibilities:

1. Health, safety, environment and community risks including:
  - (a) Review with management the following as they relate to health safety, environment and community matters:
    - (i) the effectiveness of the Company's policies with respect to risk identification, assessment and management;
    - (ii) the Company's major risk exposures;
    - (iii) the steps management has taken to monitor and control such exposures; and
    - (iv) the effect of relevant regulatory initiatives and trends; and
  - (b) Coordinate the Committee's risk management work with the Audit Committee, in relation to reporting to the Board.
2. Compliance with applicable legal and regulatory requirements including:
  - (a) review with management the policies and HSEC management system for ensuring compliance with applicable health, safety, environmental and community legal and regulatory requirements.
3. Performance in relation to health, safety, environmental and community matters including:
  - (a) Review with management the HSEC performance having regard to the health, safety, environmental and community consequences of decisions and actions, including the impacts on communities, employees and other third parties and on the reputation of the Company;



- (b) Discuss with the CEO the performance of members of management with respect to HSEC matters and the adequacy of resources provided; and
- (c) Review the annual and longer-term HSEC plans to gain assurance on progress toward the achievement of the HSEC Policy.

#### **REPORTING TO THE BOARD**

In accordance with the terms of this mandate, the Committee will report to the Board the results of its reviews and make recommendations on specific actions or decisions the Board should consider, including the adequacy of, and any changes to, the Committee's mandate.

**Approved and adopted by the Board of Directors on July 29, 2021.**