## WESTERN ENERGY SERVICES CORP. (THE "CORPORATION")

### HEALTH, SAFETY AND ENVIRONMENT COMMITTEE CHARTER

### **Purpose**

- 1. The overall purpose of the Health, Safety and Environment Committee (the "Committee") is to:
  - (a) assist the Board in fulfilling its responsibilities in relation to, health, safety and environmental matters, including ensuring that employees are provided with a safe environment in which to perform their duties;
  - (b) monitor and oversee the Corporation's policies, procedures and systems with respect to management of health, safety and environmental risks; and
  - (c) ensure compliance by the Corporation with legal, industry and community obligations pertaining to the areas of health, safety and the environment.

# **Structure and Authority**

- 2. The Committee shall be composed of not less than three directors, selected annually by the Board from its members. A majority of members of the Committee shall be an "independent" within the standards of independence set out in section 1.4 of National Instrument 52-110 *Audit Committees*.
- 3. Each member of the Committee shall serve at the pleasure of the Board and, in any event, only so long as he or she shall continue to be a director. The Board may fill vacancies on the Committee by election from its membership, subject to new Committee members satisfying the above stated requirements. The Board shall appoint the chair of the Committee (the "Committee Chair") to serve in that capacity at the pleasure of the Board.
- 4. Each member will have, to the satisfaction of the Board, sufficient skills, knowledge and experience which are relevant to carrying out the mandate of the Committee.
- 5. The Committee shall have the authority to retain and terminate any advisors (health, safety and environmental consultants, advisors or otherwise) to be used to assist in carrying out the Committee's duties and responsibilities and shall have the sole authority to approve the consultant's fees and other retention terms.

### Meetings

- 6. The Committee is required to meet in person, or by telephone conference call, at least quarterly and as often thereafter as required to discharge the duties of the Committee.
- 7. The Committee shall have the power to fix its quorum at not less than a majority of its members present in person or by telephone call and to determine its own rules of procedure subject to any regulations imposed by the Board from time to time.
- 8. The Committee Chair appointed will, in consultation with management, establish the agenda for meetings.
- 9. Notice of the time and place of every meeting shall be given in writing, by email or facsimile to each member of the Committee at least 24 hours prior to the time fixed for such meeting, provided that a member may in any manner waive a notice of meeting.

- 10. The Corporate Secretary of the Corporation shall be the secretary of the Committee, unless otherwise determined by the Committee.
- 11. The Committee may consider meeting "in-camera", without management, after any Committee meeting.
- 12. Following each Committee meeting, the Committee Chair shall report to the Board on the activities, findings and recommendations of the Committee.

## Responsibilities

- 13. The duties and responsibilities of the Committee shall be as follows:
  - to report on a quarterly basis to the Board on matters coming before the Committee relating to health, safety and environmental policies, issues, compliance and activities of the Corporation for consideration;
  - (b) to 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 health and safety of the Corporation's employees in the workplace;
  - (c) to review and monitor the environmental policies and activities of the Corporation on behalf of the Board to ensure that the Corporation is in compliance with environmental laws and legislation and arrange for and review results of periodic health, safety and environmental audits;
  - (d) to review health, safety and environmental compliance issues and incidents of non-compliance 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;
  - (e) to monitor and report to the Board on, and if appropriate, discuss with management, any ongoing material administrative, civil or criminal proceedings and the findings of any material report or decision of regulatory authorities, external health and safety and environment consultants or auditors concerning the Corporation's performance in the areas of health, safety and the environment, together with management's proposed response in connection with such proceeding, report or decision;
  - (f) to review principal and emerging health, safety and environmental risks and impacts and management's recommendations as to the sufficiency of resources available for carrying out the actions and activities recommended to address such risks and impacts; and
  - (g) to review and approve annual disclosure of the Corporation regarding health, safety and environmental matters.

### **Annual Review of the Committee's Charter**

- 14. The Committee shall:
  - (a) conduct an annual review and assessment of its performance, including compliance with this Charter and its role, duties and responsibilities, and submit such report to the Board of Directors:
  - (b) review and reassess, at least annually, the adequacy of this Charter and recommend any proposed changes to the Board for approval; and

(c) review the Corporation's public disclosure regarding the Committee's Charter.

Approved by the Board of Directors August 8, 2012
Ratified by the Board of Directors October 30, 2013
Approved by the Board of Directors October 30, 2014
Ratified by the Board of Directors October 29, 2015
Ratified by the Board of Directors October 25, 2016
Ratified by the Board of Directors October 25, 2017
Approved by the Board of Directors, as amended, October 24, 2018