

AKITA Drilling Ltd.

Health, Safety and Environment Committee Mandate

Purpose

The overall purpose of this Mandate is to establish the terms of reference of the Health, Safety and Environment Committee (the "**Committee**") of AKITA Drilling Ltd. (the "**Corporation**"). The Committee is appointed by the Board of Directors (the "Board") of the Corporation 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 the management of health, safety and environmental risks; and
- (c) ensure the Corporation complies with legal, industry and community obligations pertaining to the areas of health, safety and the environment.

Composition

The Board shall elect annually from among its members and from among management a committee to be known as the "HSE Committee" (the "Committee"). The Committee shall be composed of five members and shall include among its members a minimum of three directors of the Corporation. The Board will appoint one member of the Committee as Chair of The Committee.

Responsibilities

The Committee shall have responsibility for overseeing and making recommendations or determinations to the Board regarding the following:

- (a) to report 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;
- (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 proper 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 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
- (f) to review and approve annual disclosure of the Corporation regarding health, safety and environmental matters including any specific ESG (Environmental, Social, Governance) reports or documents.

Administrative Matters

The following general provisions shall have application to the Committee:

- (a) a quorum of the Committee shall be the attendance of three (3) members thereof. No business may be transacted by the Committee except at a meeting of its members at which a quorum of the Committee is present or by a resolution in writing signed by all the members of the Committee;
- (b) any member of the Committee may be removed or replaced at any time by resolution of the directors of the Corporation. If and whenever a vacancy shall exist on the Committee, the remaining members may exercise all its powers so long as a quorum remains. Subject to the foregoing, each member of the Committee shall hold such office until the close of the annual meeting of shareholders next following the date of appointment as a member of the Committee or until a successor is duly appointed;
- (c) the Committee may invite such officers, directors and employees of the Corporation or affiliates as it may see fit from time to time to attend at meetings of the Committee and to assist thereat in the discussion of matters being considered by the Committee;
- (d) the Committee, having regard to the by-laws of the Corporation, shall determine the time and place for Committee meetings, the calling and the procedure at such meetings, and shall meet at least (2) two times annually. Members shall be provided a minimum of 48 hours prior written notice (or such shorter period as the members may permit) prior to each meeting;
- (e) minutes of the Committee meetings shall be recorded and maintained. The Committee will report to the Board on the activities of the Committee or the minutes of the Committee meetings will be circulated to the directors or otherwise made available at the next Board meeting; and
- (f) the Committee shall have the authority to:
 - (i) engage independent counsel and other advisors or consultants as it determines necessary to carry out its duties;
 - (ii) set and pay the compensation for any advisors employed by the Committee; and
 - (iii) communicate directly with the internal (if any) and external auditors.

Review of Mandate

On an annual basis, the Committee shall review its objectives and responsibilities and implement any changes it deems are necessary to this Mandate prior to presenting the Committee Mandate to the Corporate Governance, Nomination, Compensation and Succession Committee for it to recommend to the Board for Board Approval.