



ENVIRONMENT, HEALTH & SAFETY AND RESERVES COMMITTEE CHAIR

TERMS OF REFERENCE

The following sets forth the terms of reference of the chairperson ("**Chair**") of the Environment, Health & Safety and Reserves Committee (the "**Committee**") of the board of directors (the "**Board**") of Sinopec Canada and its Canadian affiliates (Sinopec Canada Energy Ltd., Sinopec Daylight Energy Ltd., SinoCanada Petroleum Corporation and 1527203 Alberta Ltd.) (collectively, "**Sinopec Canada**" or the "**Company**"):

I. INTRODUCTION

1. The Chair is appointed by and reports to the Board;
2. The Chair's primary role is managing the affairs of the Committee, including ensuring the Committee is organized properly, functions effectively and meets its obligations and responsibilities, including those matters set forth in the mandate of the Committee;
3. The Chair maintains on-going communications with the Chairman of the Board, the Chief Executive Officer ("**CEO**"), the President and with such other officers and employees of the Company as the Chair determines appropriate; and
4. The Chair, in conjunction with the Committee, maintains ongoing communications with Sinopec Canada's petroleum engineers responsible for reserves reporting.

II. DUTIES AND RESPONSIBILITIES - ENVIRONMENT, HEALTH AND SAFETY

1. Working With the Board, the Chair has the responsibility to:
 - a) lead the Committee in overseeing the health, safety and environment programs and practices of Sinopec Canada; and
 - b) report to the Board after each Committee meeting at the Board's next meeting.

III. DUTIES AND RESPONSIBILITIES - RESERVES

1. Working with Sinopec Canada's engineering firm(s) and the Board, the Chair has the responsibility to:
 - a) lead the Committee in overseeing the work of the Company's management team and Sinopec Canada's petroleum consultants in the assessment and reporting of the Company's reserves data; and
 - b) lead the Committee in overseeing the integrity of Sinopec Canada's reserves data and reserves data reporting process, including Sinopec Canada's internal reserves data preparation controls and procedures, the preparation of the report prepared by Sinopec

Canada's petroleum engineers in respect of the Sinopec Canada's reserves data, and compliance with related legal and regulatory requirements, including National Instrument NI 51-101 - *Standards of Disclosure for Oil and Gas Activities*.

IV. MANAGING THE COMMITTEE

The Chair has the responsibility to:

- a) assist the Committee in understanding its obligations to the Board;
- b) chair Committee meetings;
- c) act as the spokesman of the Committee in dealing with outside consultants;
- d) ensure the proper co-ordination of the agenda, information packages and related events for Committee meetings in conjunction with the CEO;
- e) maintain a liaison and communication with Committee members, other directors and the Chairman of the Board to co-ordinate input from Committee members and directors, and optimize the effectiveness of the Committee; and
- f) in collaboration with the CEO, ensure information requested by Committee members is provided and meets their needs.