

## Remuneration Committee –Meeting Planner

This remuneration committee (“RC”) meeting planner is aligned to the RC’s Terms of Reference document for use to plan what gets addressed at each Remuneration Committee meeting.

Mandate from RC Terms of Reference	FREQUENCY			SCHEDULED MEETINGS			
	At Least Annually	Quarterly	When Necessary	Q1 May	Q2 Aug.	Q3 Nov.	Q4 Mar.
<b>(1) Constitution (2) Mandate (3) Membership (4) Secretary</b>							
Review RC’s Terms of Reference	X			Q1			
RC Chair approves meeting agenda and any conflicts of interest		X		Q1	Q2	Q3	Q4
4. and 8. RC Chair appoints member to act as secretary and record minutes		X		Q1	Q2	Q3	Q4
Review and approve minutes of prior meeting		X		Q1	Q2	Q3	Q4
3.1 confirm committee is made up of at least three members, all of whom are non-executive directors or four incl. chairman of board (acting independently)	X						Q4
3.4 confirm chair is non-exec director	X						Q4
<b>(10) Duties and (11) Responsibilities</b>							
<b>Director Remuneration</b>							
10.1 Review and provide recommendation to the Board for the annual remuneration of non-exec directors, considering both cash and DSU’s	X						Q4
10.1 Refer annual remuneration of exec directors to Chairman and Governance and Nominating Committee	X						Q4
<b>Bonuses</b>							
10.11 Review Executive Short Term Incentive (Bonus) Plan for the coming year	X						Q4
10.15 Review Employee Short Term Incentive (Bonus) Plan for the coming year	X						Q4
10.11 Review and recommend for approval payment of Executive Short Term Incentive (Bonus) for the prior year	X						Q4
10.15 Review and recommend for approval pay out of the bonus pool to employees participating in the Employee Short Term Incentive (Bonus) for the prior year	X						Q4
<b>Performance Share Unit’s</b>							
Three yearly review of PSU Plan, any required amendments to be put to the board for approval			May 2022				

	FREQUENCY			SCHEDULED MEETINGS			
	At Least Annually	Quarterly	When Necessary	Q1 May	Q2 Aug.	Q3 Nov.	Q4 Mar.
Mandate from RC Terms of Reference							
ahead of shareholder approval at subsequent AGM							
10.4 and 10.11 Set Annual KPI's for the CEO	X						Q4
10.4 and 10.11 Set Annual KPI's for Executives, Officers and Senior Management in consultation with CEO	X						Q4
10.4 and 10.5 Review performance against criteria for any Executive and senior management Share Unit Vestings, and recommend % of units to vest	X						Q4
10.4 and 10.5 and 10.11 Review and recommend grants to eligible participants under the PSU plan and any other applicable incentive plans	X		X		Q2		
<b>Stock Option Plan</b>							
Three yearly review of Stock Option Plan, any required amendments to be put to the board for approval ahead of shareholder approval at subsequent AGM			May 2022				
10.4 and 10.5 and 10.11 Review and recommend grants to eligible participants under the Stock Option Plan and any other applicable incentive plans	X		X		Q2		
<b>Deferred Share Unit's</b>							
Three yearly review of DSU Plan, any required amendments to be put to the board for approval ahead of shareholder approval at subsequent AGM			May 2022				
10.4 and 10.5 and 10.11 Review and recommend grants to eligible participants under the DSU plan and any other applicable incentive plans	X		X		Q2		
Mail out and confirm if Directors wish to receive their remuneration in DSU's		X		Q1	Q2	Q3	Q4
<b>Restricted Share Unit's</b>							
10.4 and 10.5 and 10.11 Review and recommend grants to eligible participants	X		X		Q2		
<b>Salaries</b>							
10.1 and 10.11 Review salary of CEO and recommendation adjustment as necessary	X						Q4
10.1 and 10.11 Review salary of executives, officers and senior management in consultation with CEO and recommendation adjustment as necessary	X						Q4
10.2 and 10.13 Review salary and wage increase for employees	X				Q2		
<b>Reporting</b>							
Review outstanding share based compensation awards (Stock Options, PSU's, DSU's, RSU's)	X			Q1			

Mandate from RC Terms of Reference	FREQUENCY			SCHEDULED MEETINGS			
	At Least Annually	Quarterly	When Necessary	Q1 May	Q2 Aug.	Q3 Nov.	Q4 Mar.
10.17 and 10.18 Review material for Committee reporting in the annual Management Information Circular and any other executive compensation disclosure	X			Q1			
<b>General</b>							
Review and recommend amendments to the position description for the CEO	X				Q2		
Review with the Chair and the CEO succession plans relating to the CEO and other members of senior management and make recommendations to the Board with respect to selection of individuals to occupy these positions	X				Q2		
Establish or confirm the process for expense claims of the CEO and Chairman	X						Q4
<b>Benefits</b>							
10.8 and 10.14 Recommend the approval of pension plans, including SERP, amendments thereto and administration thereof			X				
10.8 and 10.14 Recommend the implementation of or amendment to compensation and benefits policies			X				
<b>New Executives, Directors, Officers and Senior Managers</b>							
10.7 and 10.11 Review salary and Short Term Incentive Plan participation and approve offering to new executives of securities-based compensation arrangements			X				
10.5 and 10.7 and 10.11 Review and approve Long Term Incentive Plan awards and approve offering of securities-based compensation arrangements for new employees			X				
10.6 and 10.11 Review and refer to Governance and Nominating Committee all remuneration matters including Long Term Incentive Plan awards for any new directors			X				
10.10 Review and approve termination provisions in employment agreement for any new executives			X				
<b>Termination</b>							
10.9 Review and recommend for approval any termination and severance arrangements in respect of officers of the Corporation			X				

End of Planner