

Ascent Resources PLC

HSE Committee

Terms of Reference

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Ascent Resources plc

HSE Committee

Terms of Reference

1. Constitution

- 1.1 The HSE Committee (the “Committee”) is constituted as a committee of the Board of Ascent Resources plc (the “Board”).
- 1.2 The Committee’s terms of reference may be amended at any time by the Board.
- 1.3 The Committee may from time to time investigate, discuss or review matters outside its terms of reference if required to do so by the Board.

2. Membership

- 2.1 Members of the Committee shall be appointed by the Board on the recommendation of the other members of the Committee if appropriate.
- 2.2 The Committee must comprise of a minimum of one member from the Directors of the Company.
- 2.3 Appointments to the committee shall be for a period of up to three years, which may be extended for further three-year periods, provided the member still meets the criteria for membership of the committee.

3. Chairman

- 3.1 The Board shall appoint the Chairman of the Committee.

4. Secretary

- 4.1 The Company Secretary shall be the secretary of the Committee. The secretary of the Committee shall attend meetings of the Committee to take minutes.

5. Notices of Meetings

- 5.1 Meetings of the Committee shall be summoned by the secretary of the Committee at the request of any of its members.
- 5.2 Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed, shall be forwarded to each member of the Committee, and to any other person required to attend within a reasonable time prior to the date of the meeting. Any member of the Committee shall be entitled, by notice to the secretary of the Committee, to include other matters relevant to the functions of the Committee in the agenda of a Committee meeting.

6. **Quorum**

- 6.1 The quorum necessary for the transaction of business of the Committee shall be two members.

7. **Frequency of Meetings**

- 7.1 The Committee shall meet as and when deemed necessary. Any member of the Committee may request a meeting if he/she considers that one is necessary.

8. **Attendance at Meetings**

- 8.1 Members of the Committee may attend meetings of the Committee either in person or through other electronic means of communication.
- 8.2 Apart from the members of the Committee, other members of the Board, employees and external advisers may be invited to attend for all or part of any meeting as and when appropriate.

9. **Minutes of Meetings**

- 9.1 The secretary of the Committee in attendance at the meetings of the Committee shall minute in sufficient detail the proceedings and resolutions of all such meetings, including the names of those present and in attendance.
- 9.2 Draft minutes of Committee meetings shall be agreed with the Committee chairman and then circulated promptly to all members of the Committee.

10. **Duties**

- 10.1 The Committee shall be responsible for ensuring that the Company achieves its objectives of safeguarding the health of its employees, contractors and the public. Conducting its operations without incident and maintaining safety as its goal. At all times maintaining respect for the environment.
- 10.2 The Committee will ensure that the objectives are met by:
- Ensuring that the standards and procedures adopted for its operations will meet the requirements of both the laws of local jurisdictions and international standards of best oilfield practice.
 - Managing our activities to prevent pollution and to minimise adverse effects on the world around us.
 - Ensuring that in designing our operations, health and safety hazards and environmental impacts have been fully assessed and appropriately mitigated.
 - Ensuring that all personnel, including contractors employed by us, are fully aware of their HSE responsibilities and have been properly trained. The commitment to, and ability to adhere to, the above objectives will be a key factor in selecting and awarding contracts to third parties.

- Undertaking regular monitoring, audit and reporting of its operational activity to identify the necessary compliance with its HSE policy and objectives and adopting targets to achieve continuous improvement in HSE performances.