

# Schedule E — Mandate of the Environment, Safety and Sustainability Committee

## Overall Purpose / Objective

The Environment, Safety and Sustainability Committee (the “ESS Committee”) is appointed by the Board of Directors (the “Board”) of Parkland Corporation (the “Corporation”) to assist the Board in carrying out its governance and oversight responsibilities in relation to the Corporation’s management of health, safety, sustainability, and environmental matters including the Corporation’s compliance with applicable laws and regulations. The ESS Committee is also tasked with aligning the Corporation’s environmental, safety, and sustainability practices to support the Corporation’s strategy, improve resilience, and deliver long term shareholder value.

The following highlight the ESS Committee matters:

- **Environmental Policy & Regulation:** Including environmental laws and stewardship, low-carbon regulation, climate policies, emissions, spills, air quality regulation, and ecological protection;
- **Health & Safety:** Including worker safety, product and process safety, asset integrity, reliability, security, operational risk management, emergency response and business continuity; and
- **Social Capital:** Including community engagement and philanthropy, Indigenous engagement, reputation, human rights and customer privacy.

The committee matters do not include broad oversight of corporate governance (which is overseen by the Governance and Ethics Committee) or enterprise risk (which is overseen by the Audit Committee). However, components of both areas are relevant to the work of the ESS Committee and may be appropriate for review with the ESS Committee.

In performing its duties, the ESS Committee will maintain effective working relationships with the Board, management, and other committees of the Board. To perform his or her role effectively, each ESS Committee member (“Member”) will need to develop and maintain his or her skills and knowledge, including an understanding of the ESS Committee’s responsibilities and the Corporation’s business operations and risks.

The Terms of Reference for Board and Committees are incorporated by reference herein.

## Authority

The Board authorizes the ESS Committee, within the scope of its responsibilities, to:

- a) perform activities within the scope of this mandate;
- b) ensure the attendance of the Corporation’s officers at ESS Committee meetings, as appropriate;
- c) request and gain access to members of management, employees and relevant information;
- d) establish procedures for dealing with the various aspects of this mandate; and
- e) engage and compensate independent counsel and other advisors as it deems necessary to carry out its duties.

## Organization

### Membership

The ESS Committee shall consist of no fewer than three nor more than five Members. A majority of the Members shall be independent (within the meaning of NI 52-110 – *Audit Committees*), non-executive directors of the Corporation. Replacements are appointed by the Board in case of resignation or vacancy.

## Roles and Responsibilities

### Environment

The ESS Committee will:

- a) oversee and monitor the Corporation’s compliance with its legal, industry and community obligations pertaining to the environment;
- b) oversee and monitor the Corporation’s policies to ensure Parkland has established appropriate environment, health and safety management systems to implement to ensure compliance and the reduction of risk, to protect the health and safety of employees, customers, contractors, the public and the environment;
- c) review material climate and environment events or developments, and the Corporation’s progress in connection with climate change and spills with the goal of reducing the environmental impact of the Corporation and its business; and
- d) receive and review periodic reports from management on the Corporation’s preparedness for crisis response with respect to environmental incidents, investigations, or events.

## **Safety**

The ESS Committee will:

- a) oversee and monitor the Corporation's compliance with its legal, industry and community obligations pertaining to areas of public, personal and process safety;
- b) review and monitor health and safety compliance issues relevant to the Corporation to ensure the Corporation is taking appropriate steps to develop policies and management systems to address those issues;
- c) review, monitor and report to the Board on the findings of any significant examination or audit by regulatory agencies or external auditors related to health, safety, and environmental matters; and
- d) encourage and promote a "just culture" of shared accountability in which organizations are accountable for the systems they have designed and for managing the performance of their employees in a fair and consistent manner.

## **Sustainability**

The ESS Committee will:

- a) review the quality of the Corporation's procedures for identifying, assessing, monitoring and managing the principal environmental, climate risk and energy transition risks to the Corporation's business;
- b) oversee management activities related to setting strategy, establishing goals and integrating sustainability into strategic and tactical business activities across the corporation to create long term shareholder value;
- c) review, monitor and report to the Board on actions and initiatives undertaken by the Corporation in relation to climate change and energy transition matters;
- d) monitor climate change and energy transition related regulations that have the potential to impact the Corporation's business, operations, performance and reputation;
- e) review and validate the Corporation's sustainability targets, sustainability ratings and reporting frameworks;
- f) oversee management's plans to achieve the Corporation's sustainability targets and measure its progress towards achieving such targets;
- g) oversee public disclosure related to matters for which the ESS Committee is responsible including any the Corporation's Sustainability Report and any other significant environmental disclosures as may be required;
- h) review, monitor and report to the Board on the findings of any significant examination or audit by regulatory agencies or external auditors related to climate or energy transition matters;
- i) oversee the Corporation's policies on corporate and philanthropic activities; and
- j) oversee and ensure material compliance with the Corporation's Indigenous relations commitments and obligations, compliance with human rights and supply chain laws and regulations.

## **Reporting Responsibilities**

The ESS Committee will:

- a) update the Board about ESS Committee activities and make appropriate recommendations; and
- b) ensure the Board is aware of ESS Committee matters, or other matters, that may significantly impact the Corporation.

## **Other**

The ESS Committee will exercise such other powers and perform such other duties and responsibilities as are incident to the purposes, duties and responsibilities of the ESS Committee specified herein or as may from time to time be delegated by the Board.