

# BIRCHCLIFF

## ENERGY

### **CHIEF EXECUTIVE OFFICER – POSITION DESCRIPTION**

The principal role of the Chief Executive Officer (the “CEO”) of Birchcliff Energy Ltd. (the “Corporation”) is to provide overall leadership and direction for the Corporation in accordance with the corporate strategy and objectives approved by the Board of Directors of the Corporation (the “Board”). The CEO is ultimately responsible for all day-to-day management decisions and for implementing the Corporation’s current and long-term objectives.

Without limiting the general authority of the CEO described above, the duties and responsibilities of the CEO include the following:

#### **Corporate Direction, Strategies and Objectives**

- Provide overall leadership and direction for the Corporation.
- Together with the Corporation’s other executive officers, develop and execute, subject to Board approval, a corporate strategy that is designed to maximize shareholder value, taking into account, among other things, the opportunities and risks of the business.
- Together with the Corporation’s other executive officers, develop and execute, subject to Board approval, the Corporation’s annual capital budget.
- Monitor the Corporation’s progress as it relates to the Corporation’s strategies, plans and objectives and the Corporation’s capital budget and assess the need to revise or alter the same in light of changing circumstances.

#### **Finance and Controls**

- Together with the Corporation’s Chief Financial Officer:
  - establish and maintain effective disclosure controls, internal controls and management information systems to ensure the accuracy and integrity of the Corporation’s financial reporting and public disclosure;
  - oversee the implementation of key corporate policies, including in respect of corporate governance, risk management and financial reporting; and
  - exercise diligence in making the appropriate certifications required under governing legislation.
- Ensure that the Corporation’s financial results are reported to securityholders and regulators on a timely basis and in accordance with applicable laws.
- Ensure that the Corporation has the appropriate processes and systems in place to enable it to conduct its activities in accordance with applicable laws, regulations, industry standards and internal policies.

### **Board Communication**

- Ensure that the Board receives sufficient, timely information on all material aspects of the Corporation's operations and financial affairs, as well as other matters having material relevance to the Corporation such as external governmental or regulatory initiatives.
- Report to the Board on actual results compared to the Corporation's strategies, plans and objectives and the capital budget approved by the Board.
- Act as a liaison between management and the Board and ensure that the Board has the necessary access to management to enable it to fulfill its obligations and make decisions on material matters or those not otherwise delegated by the Board.

### **Stakeholder Engagement and Communication**

- Act as principal spokesperson for the Corporation, engaging in dialogue and maintaining relationships with key stakeholders, including shareholders, employees, industry organizations and Indigenous groups.
- Effectively communicate the Corporation's vision to the Corporation's stakeholders.
- Ensure that appropriate procedures are in place for external corporate communications.

### **Integrity and Ethical Conduct**

- Foster a corporate culture that promotes and encourages ethical practices and decision-making, safety, individual integrity and social responsibility.
- Respond to questions from officers, directors and employees regarding ethical conduct.

Approved and Adopted: March 28, 2022.