



## **SAFETY, HEALTH, ENVIRONMENT AND COMMUNITY RELATIONS COMMITTEE MANDATE**

**(as approved by the Board of Directors on January 31, 2012 and amended on March 20, 2014 and  
March 18, 2020)**

### **1. PURPOSE**

- 1.1. The purpose of the Safety, Health, Environment and Community Relations (“SHECR”) Committee (the “Committee”) is to assist the Board of Directors (the “Board”) of Lucara Diamond Corp. (the “Company”) in its oversight of the Company’s operations (including the operations of its active subsidiaries):
  - a) Health, safety, environment and community risks;
  - b) compliance with applicable legal and regulatory requirements associated with health, safety, environmental and community matters;
  - c) performance in relation to health, safety, environmental and community matters;
  - d) performance and leadership of the health, safety, environment and community function; and
  - e) external annual reporting in relation to health, safety, environmental and community matters.

### **2. COMPOSITION, PROCEDURES AND ORGANIZATION**

- 2.1. The Committee shall consist of at least three members of the Board, two of whom shall be independent non-management directors.
- 2.2. The Board shall appoint the members of the Committee annually. The Board may at any time remove or replace any member of the Committee and may fill any vacancy in the Committee.
- 2.3. Unless the Board shall have appointed a chair of the Committee, the members of the Committee shall elect a chair from among the independent non-management members.
- 2.4. The Committee shall meet regularly on such dates and at such locations as the Chair of the Committee shall determine and may also meet at any other time or times on the call of the chair of the Committee, any two of the other members, or the senior officer of the Company responsible for SHECR matters. The Committee shall endeavour to meet at least quarterly during a year.
- 2.5. The quorum for meetings shall be a majority of the members of the Committee, present in person or by telephone or other telecommunication device that permits all persons participating in the meeting to speak and to hear each other.
- 2.6. A senior officer of the Company, appointed by the CEO and the Managing Director of Lucara Botswana (Pty) Ltd. shall act as advisors to the Committee. In addition, the Committee shall have access to such other officers and employees of the Company and to such information respecting the Company as it may require and may engage independent environmental consultants, advisors and legal counsel at the expense of the Company, as it considers necessary or advisable in order to perform its duties and responsibilities.



### 3. DUTIES AND RESPONSIBILITIES

3.1. The Committee will act within the scope of its authority under this mandate and shall also deal with such matters as the Board may refer to it from time to time. The Committee is authorized to carry out the following duties and responsibilities:

**a) Safety, health, environment and community risks**

The Committee will review the effectiveness of the Company's policies and the SHECR management system for identifying and managing the safety, health, environmental and community risks.

**b) Compliance with applicable legal and regulatory requirements**

The Committee will review the Company's policies and SHECR management system for ensuring compliance with applicable safety, health, environmental and community legal and regulatory requirements.

**c) Performance in relation to safety, health, environmental and community matters**

The Committee will receive reports from management and review the Company's SHECR performance (including its operating subsidiaries performance) having regard to the safety, health, environmental and community consequences of decisions and actions, including the impacts on employees and third parties and on the reputation of the Company.

**d) The performance and leadership of the safety, health, environment and community function.**

The Committee will review the annual and longer-term SHECR plans to gain assurance on progress toward the achievement of the SHECR policies.

The Committee will review the adequacy of resources available for the SHECR function.

**e) External annual reporting in relation to safety, health, environmental and community matters**

The Committee will review and recommend to the Board approval of any external reports, including any sustainability reports, make recommendations on specific actions or decisions the Board should consider.

**f) Reporting to the Board**

The Committee will report to the Board the results of its reviews and make recommendations on specific actions or decisions the Board should consider, including the adequacy of, and any changes to, these terms of reference.