

**COMPTON PETROLEUM CORPORATION
RESERVES, OPERATIONS AND ENVIRONMENT, HEALTH & SAFETY COMMITTEE**

CHARTER

MANDATE OF THE COMMITTEE

(A) Reserves and Operations:

The Reserves, Operations and Environment, Health & Safety Committee (the "**Committee**") of the Board of Directors (the "**Board**") of Compton Petroleum Corporation (the "**Company**") shall, as permitted by the *Business Corporations Act* (Alberta) (the "**ABCA**") and the Articles and By-laws of the Company, have oversight responsibilities for, the Company's overall policies and guidelines with respect to (a) engineering, reserves, operations, (b) the environment, and (c) health and safety, and in respect thereof has the responsibility to, without limitation:

1. review with management all necessary procedures and policies to comply with regulations, policies and guidelines applicable to the Company's reserves and enunciated by the applicable regulatory authorities, including, specifically, National Instrument 51-101 ("**NI 51-101**"), and/or standards established by the United States Financial Accounting Standards Board ("**FASB**");
2. review with management and make recommendations to the Board in respect of the annual appointment by the Company of one or more independent qualified reserves evaluators or auditors (the "**Independent Reserves Evaluator**") to report to the Board on the Company's reserves data and in particular, assess the independence of the evaluator and review and approve the expected fees of the evaluator;
3. review the Statement of Reserves Data and Other Oil & Gas Information on Form 51-101F1 (the "**Statement of Reserves**") and the Report of the Independent Qualified Reserves Evaluator or Auditor on Form 51-101F2 (the "**Evaluator's Report**"), as required by NI 51-101, as amended or replaced from time to time;
4. review with management and the Board the Report of Management and directors on Form 51-101F3 (the "**Management Report**"), as amended or replaced from time to time;
5. if delegated to the Committee by the Board:
 - (a) review, at least annually, the Company's procedures related to the disclosure of information with respect to oil and gas activities, including the Company's procedures for complying with the disclosure requirements and restrictions of NI 51-101 and/or FASB,
 - (b) review each appointment of the Independent Reserves Evaluator and, in the case of any proposed change in such appointments, determine the reasons for

- the proposal and whether there have been any disputes between the Independent Reserves Evaluator and management,
- (c) review the scope of the annual review of reserves by the Independent Reserves Evaluator having regard to industry practices and regulatory requirements,
 - (d) review, at least annually, the Company's procedures for providing information to the Independent Reserves Evaluator who report on reserves data for the purpose of NI 51-101 and/or FASB, and
 - (e) before approving the filing of the Statement of Reserves and Evaluator's Report, meet with management and the Independent Reserves Evaluator to:
 - (i) determine whether any restrictions affect the ability of the Independent Reserves Evaluator to report on the reserves data without reservation,
 - (ii) review the reserves data and the Evaluator's Report, and
 - (iii) review the Independent Reserves Evaluator's scope of work, findings and any disputes with management;
6. review and recommend to the Board for approval the content and filing of the Statements of Reserves, Evaluator's Report, and Management Report;
 7. after approval by the Board, authorize management to file the Statement of Reserves, the Evaluator's Report and the Management Report concurrently with the filing of the year-end financial statements;
 8. after approval by the Board, authorize management to issue a press release concurrently with the filing of the Statement of Reserves, the Evaluator's Report and the Management Report announcing the filings and indicating where the copies of the filings can be viewed electronically;
 9. meet at least annually with the Company's Vice President, Operations & Development, other senior reserves personnel, as required, and the Independent Reserves Evaluator of the Company, jointly and separately, to review and consider the Company's petroleum and natural gas reserves;
 10. instruct or cause management to provide periodic reports, at least quarterly, to the Board in respect of operational matters including, but not limited to, wells drilled and tied in, status of construction of pipelines and facilities, production levels, acquisitions and dispositions of producing and undeveloped properties, capital expenditures and comparison thereof to budget;
 11. review and consider operational matters as part of the periodic budgeting process;

12. coordinate meetings with the Company's Audit, Finance & Risk Committee, senior reserve personnel, independent consultants, if any, independent reserve evaluators, and auditors as required to address matters of mutual interest or concern in respect of the Company's petroleum and natural gas reserves and operations; and
13. consider and recommend to the Board the sufficiency of labour and capital resources available to the Company for carrying out the actions and activities required.

(B) Environment, Health & Safety:

1. generally, have oversight responsibilities regarding all necessary procedures and policies to comply with regulations and guidelines applicable to the Company as enunciated by the applicable regulatory authorities. These include policies, guidelines, practices and procedures designed to manage risk and assure compliance with all environmental, workplace, health and safety laws and regulations applicable in the jurisdictions in which the Company has facilities and operations;
2. review and monitor the policies, procedures and practices relating to the documentation and reporting of environmental, health and safety regulatory approvals, compliance, and incidents with respect to the Company's facilities and operations and ensure these policies, procedures and practices are being effectively implemented;
3. review with management the methods of communicating environmental, health and safety policies, procedures and practices;
4. review, approve or make recommendations to the Board with respect to the insurable risks related to environmental, health and safety issues (with respect to insurance, the Committee shall, as necessary, consult with and review the recommendations of the Audit, Finance & Risk Committee);
5. monitor current, pending or threatened legal action by or against the Company, related to the environment, health or safety;
6. review and monitor the impact of proposed or enacted laws, regulations and international treaties related to the environment, health or safety;
7. develop, and review with management, strategies and practices applicable to the Company's assessment, management, and mitigation of environmental, health and safety risks (including insurance coverages and financial strategies);
8. review, with management, the Company's loss prevention policies and emergency response and recovery programs;
9. review reports of the Company's performance related to the environment, health or safety prepared by the Company or an external party;

10. review and confirm with management that long range preventative programs are in place to limit potential for future liability;
11. review with management regulatory matters associated with the environment, health and safety;
12. determine, with management, the qualifications of environmental, health or safety consultants;
13. review and consult, as requested either by management or the Committee, in respect of material contracts relating to environmental, health or safety matters; and
14. review and consult, as requested either by management or the Committee, in respect of the suitability of facilities proposed to be constructed or acquired or operations proposed to be conducted.

(C) General:

The Committee also has the responsibility to:

1. retain and compensate independent advisors (including legal counsel), as deemed necessary by the Committee;
2. meet separately with senior management, employees or independent advisors in respect of engineering, reserves, operations, environment, health and safety matters, as deemed necessary by the Committee;
3. review and assess annually the adequacy of this Charter and recommend any approved changes to the Corporate Governance, Human Resources & Compensation Committee and the Board;
4. annually evaluate the performance of the Committee and Committee Chair;
5. prepare the Committee's report or reports for publication in applicable disclosure documents;
6. report regularly to the Board through the Chair of the Committee or through such other person appointed by the Committee the conclusions reached and the issues considered by the Committee;
7. consider and make recommendations to the Board with respect to any other matters properly referred to the Committee by the Board;
8. perform any other activities consistent with this Charter as the Committee deems necessary or appropriate in order to carry out its mandate; and
9. the Committee may, at the request of the Board or of its own initiative, investigate such other matters as it considers necessary or appropriate in the circumstances,

including, without limitation, matters relating to the Company's reserves, operations or environmental, health and safety matters.

COMPOSITION OF THE COMMITTEE

1. The Committee shall be comprised of at least three directors.
2. Each member of the Committee shall be "independent" as affirmatively determined by the Board, and as defined in the Company's Standards of Independence attached to the Charter of the Board of Directors.
3. At least half of the members of the Committee must be resident Canadians, as that term is defined in the ABCA.
4. The Board shall appoint the members of the Committee at the first meeting of the Board following each annual meeting (an "**Annual Meeting**") of the shareholders of the Company.
5. The Board shall appoint one member of the Committee to be the Chair of the Committee.
6. A director appointed by the Board shall be a member of the Committee until the next Annual Meeting or until his or her earlier resignation or removal by the Board. A member shall cease to be a member of the Committee upon ceasing to be a director of the Company.
7. The Board may remove or replace any member of the Committee at any time.
8. The Company's Corporate Secretary, or in his or her absence, one of the members chosen by the Committee shall be the Secretary of the Committee.
9. Each member of the Committee shall have a working familiarity with the estimation of petroleum and natural gas reserves.

MEETINGS OF THE COMMITTEE

1. The Committee shall convene at such times and places designated by the Chair of the Committee, at least on a quarterly basis, and, whenever a meeting is requested by the Board, by a member of the Committee or a senior officer of the Company.
2. Notice of each meeting of the Committee shall be given to each member of the Committee.
3. Notice of a meeting of the Committee shall:
 - (a) be in writing (which may be communicated by electronic, facsimile or other communication facilities);

- (b) state the nature of the business to be transacted at the meeting in reasonable detail;
 - (c) to the extent practicable, be accompanied by copies of documentation to be considered at the meeting; and
 - (d) be given at least 24 hours preceding the time stipulated for the meeting; however, this may be waived by agreement of all members of the Committee in writing.
4. A quorum for the transaction of the business at the meeting of the Committee shall consist of a majority of the members of the Committee.
 5. A member of the Committee may participate in a meeting of the Committee by means of such telephonic, electronic or other communication facilities as permit all persons participating in the meeting to communicate adequately with each other. A member participating in such a meeting by any such means is deemed to be present at that meeting.
 6. In the absence of the Chair of the Committee, the members of the Committee shall choose one of the members present to be Chair of the meeting and, in the absence of the Secretary of the Committee; the members shall choose one of the persons present to be the Secretary of the meeting.
 7. Management of the Company may attend meetings of the Committee, as deemed appropriate by the Committee, and shall attend meetings of the Committee when requested to do so by the Committee.
 8. Minutes shall be kept of all meetings of the Committee, and shall be signed by the Chairman and Secretary of the meeting. The minutes shall be maintained with the Company's records, shall include copies of all resolutions passed at each meeting and shall be available for review by members of the Committee, the Board and management.

ROLE OF THE CHAIR

1. The Board shall appoint a Chair of the Committee who shall:
 - (a) review and approve the agenda for each meeting of the Committee and as appropriate, consult with members of management;
 - (b) preside over meetings of the Committee;
 - (c) make suggestions and provide feedback from the Committee to management regarding information that is or should be provided to the Committee; and
 - (d) report to the Board on the activities of the Committee relative to its recommendations, resolutions, actions and concerns.