

# Technical Committee Charter

## 1. Role of the Committee

a. The board of PZE Limited (**PZE**) is responsible for the oversight of PZE's technical policies and practices.

b. The Board has the authority and power to exercise the role and responsibilities set out in this Charter and granted to it under any separate resolutions of the Board from time to time including the establishment of a Technical Committee (**Committee**).

c. A Committee will ideally: (1) have at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director.

## 2. Meetings

a. The Committee will ideally meet at least annually or as frequently as is required to undertake its role effectively.

b. Any member of the Committee may, and the company secretary must upon request from any member, convene a Technical Committee meeting.

c. The Committee may invite any executive director, executive or other staff member to attend all or part of a Technical Committee meeting.

d. The Committee may seek independent advice from external consultants to enable it to properly carry out its functions and meet its objectives.

e. The proceedings of all Technical Committee meetings will be minuted by the company secretary. All minutes are available for inspection by any director of the Committee.

f. A quorum for any meeting will be at least two Committee members.

g. The Committee may request management to provide information or carry out any task that may be necessary to enable it to properly to carry out its role and meet its objectives.

## 3. Duties and responsibilities

The key responsibilities and functions of the Committee in discharging its responsibilities in relation to PZE's Technical Committee objectives include:

- Resource 'auditing' – includes Resource estimation and Tenement acquisition, disposal and any rehabilitation.
- Decarbonisation
- Educational and any other ventures concerning Tenements
- Technical matters generally



#### **4. Reporting**

- a. The Committee will:
  - i. prepare regular reports on all matters relevant to its role and responsibilities under this Charter;
  - ii. report on and make recommendations after each Technical Committee meeting on matters dealt with at that meeting; and
  - iii. as and when appropriate, seek direction and guidance from external experts on Technical management and compliance matters.
- b. Minutes of Technical Committee meetings will be included in the papers for the next full Committee meeting.

#### **5. Committee performance**

- a. The Committee will ideally review this Charter annually or as often as it considers necessary.
- b. The Committee ideally shall make an evaluation of its performance at least once every two years to determine whether it is functioning effectively by reference to current best practice.
- c. This Charter maybe changed from time to time by resolution of the Board.

The implementation and effectiveness of this Charter is the responsibility of the Committee. PZE's senior leadership are accountable for ensuring this Charter is reviewed at least every two years and implemented accordingly.

This Charter is authorised by the Board of PZE Limited.

Date: 7 October 2022