



**STORM RESOURCES LTD.  
Executive Officer and Non-Executive Director  
Share Ownership Guidelines**

**Effective as and from March 2, 2021 (the "Effective Date")**

The Compensation, Governance and Nomination Committee (the "**Committee**") of the Board of Directors (the "**Board**") of Storm Resources Ltd. (the "**Corporation**") has determined that, to further align the long-term interests of the Corporation's shareholders and its executive officers and non-executive directors, it is in the best interest of the Corporation to require its executive officers and non-executive directors to maintain significant direct ownership in the Corporation's common shares and other equity-based securities. As a result, the Committee has adopted these Executive Officer and Non-Executive Director Share Ownership Guidelines (these "**Guidelines**") to provide for an appropriate level of equity ownership.

**Definitions**

In addition to terms defined elsewhere in these Guidelines, the following terms shall have the meanings set forth below.

**"Commencement Date"** means the later of: (a) the subject individual's Election/Hire Date; and (b) the Effective Date.

**"Common Shares"** means common shares in the capital of the Corporation.

**"Election/Hire Date"** means: (a) for a non-executive director, the date of his or her first election to the Board; and (b) for an executive officer of the Corporation, his or her date of hire as, or promotion to, an executive officer of the Corporation.

**"Guideline Securities"** means Common Shares and Common Share equivalents, such as vested and unvested performance awards and director share awards, in each case which are:

- (a) owned directly by an executive officer/director or his or her immediate family members residing in the same household;
- (b) held in trust for the benefit of an executive officer/director or his or her immediate family members residing in the same household; or
- (c) owned by a partnership, corporation or other entity to the extent of an executive officer/director's interest therein (or the interest therein of his or her immediate family members residing in the same household), but only if the executive officer/director has or shares power to vote and dispose of the subject securities.

**Executive Officer Share Ownership Guidelines**

Each of the executive officers of the Corporation is required, within five years following his or her Commencement Date, to have Guideline Securities having an aggregate value at least equal to two

times his or her annual base salary as an executive officer of the Corporation with the exception of the CEO who will be required to have Guideline Securities having an aggregate value at least equal to three times his or her annual base salary.

### **Non-Executive Director Share Ownership Guidelines**

Each non-executive director is required, within five years following his or her Commencement Date, to have Guideline Securities having an aggregate value at least equal to three times the amount of the annual Board retainer that the Corporation then provides to such director for service on the Board (the “**Annual Retainer Amount**”). Non-executive directors are subject to these Guidelines for as long as they continue to serve on the Board.

### **Determination Date**

For purposes of determining compliance with these Guidelines, the aggregate value of the Guideline Securities required for each applicable year shall be determined as of January 2nd of such year (or if such date is not a trading date, the next trading date) (the “**Determination Date**”) based on the closing price of the Common Shares as reported on the Toronto Stock Exchange for the fiscal year ended immediately prior to such Determination Date.

For the purposes of these Guidelines, the value of performance awards and director share awards shall be equal to the value of the Common Share(s) or cash, as applicable, payable upon the vesting and redemption thereof as if such vesting and redemption occurred on the Determination Date and, in the case of performance awards, shall be calculated using a payout multiplier equal to the greater of: (a) 1.0; and (b) the actual payout multiplier(s) applied to such performance awards.

### **Hardship Exceptions**

There may be rare instances in which compliance with these Guidelines would place a severe hardship on an individual or would prevent an individual from complying with a court order, such as in the case of a divorce or settlement. In these instances, the Committee will evaluate whether exceptions to these Guidelines should be made. If an exception is granted in whole or in part, the Committee will, in consultation with the individual, develop an alternative share ownership plan that reflects both the intention of these Guidelines and the individual’s particular circumstances. Any such granted exception and alternative stock ownership plan shall be deemed to be consistent with these Guidelines and shall not be deemed a waiver.

### **Failure to Meet Ownership Requirement**

Failure to meet or show sustained progress toward meeting the ownership requirements set forth in these Guidelines may result in a reduction in future short and long term incentive grants. Such failure may also result in the Board determining that the subject individual’s continuation in his or her position with the Corporation is inappropriate.

### **Reduction in Share Valuation**

Should there be a reduction in share value caused by market fluctuations that results in a previously met ownership criteria dropping below the ownership guideline, the subject executive officer/director will be considered to be in compliance as long as the adjusted cost base of his or her Guideline Securities exceeds the ownership guideline.

### **Amendment**

The Committee may amend these Guidelines at any time and from time to time in its sole discretion.