

**ELEMENT NUTRITIONAL SCIENCES INC.
(THE “COMPANY”)**

EXECUTIVE DESCRIPTIONS

Chief Executive Officer (“CEO”)

The CEO is the most senior executive decision making authority on matters of governance, finance, operations and regulatory compliance for the Company, excluding those decisions which are reserved for the Company’s board of directors (the “**Board**”). The CEO is accountable and responsible for the following:

- (a) providing leadership, general supervision, management and control of the operations of the Company on a day-to-day basis in accordance with the strategic plans and policies approved by the Board;
- (b) managing the Company to ensure strategic and business plans are effectively implemented, the results are monitored and reported to the Board, and financial and operational objectives are attained;
- (c) keeping the Board fully informed of all significant operational, financial and other matters relevant to the Company;
- (d) managing and overseeing the required interfaces between the Company and the stakeholders and acting as the principal spokesperson for the Company;
- (e) fostering a high performance corporate culture that promotes ethical practices, encourages individual integrity, accountability and social responsibility;
- (f) ensuring all Company operations and activities are conducted in accordance with laws, regulations, the Company’s Code of Conduct and Business Ethics, sound business practice and the policies and practices approved by the Board;
- (g) developing and recommending strategic plans, including measurable goals and objectives, to the Board that ensure the Company’s profitable growth and overall success; this includes updating and making changes as required, and involving the Board in the early stages of developing strategy;
- (h) reviewing and reporting regularly to the Board on the overall progress and results against operating and financial objectives and initiating courses of action for improvement;
- (i) authorizing the commitment of funds against capital and operating plans;
- (j) authorizing commitment of corporate resources and entering into agreements, contracts, leases, etc. in the ordinary course of business provided however, that major commitments, exposures, and risks shall be reported to the Board in a regular and timely basis;
- (k) identifying the principal risks of the Company’s business, reviewing these risks with the Board regularly and implementing appropriate systems to manage these risks;
- (l) establishing effective control and co-ordination mechanisms for all operations and activities; ensuring the integrity of the internal control and management systems;

- (m) developing and maintaining a sound, effective organization structure, and ensuring capable management succession, progressive employee training and development programs;
- (n) annually establishing and maintaining a Board approved plan for senior management development and succession;
- (o) maintaining or causing to be maintained such industry, government, public or other external relationships as are deemed advisable and in the interests of the Company;
- (p) ensuring that all reporting requirements are met in a timely and appropriate manner;
- (q) keeping the Board fully informed of all significant operational, financial and other matters relevant to the Company;
- (r) raising any matter, which in the CEO's view is of such significance as warrants discussion by the Board;
- (s) providing leadership and oversight for investor relations and corporate information dissemination, and ensuring the Company is in compliance with all laws, regulations and rules of the stock exchange(s) that the Company is or may become listed on; and
- (t) reviewing the Company's broad compensation strategy and philosophy with the Board.

Chief Financial Officer (“CFO”)

The CFO is accountable for the administrative, financial, and risk management operations of the Company, including the development of a financial and operational strategy, metrics tied to that strategy, the ongoing development and monitoring of control systems designed to preserve the Company's assets and to report accurate financial results. The CFO is accountable and responsible for the following:

- (a) developing operating forecasts of revenue, expenditures, operational results, and financial performance (these forecasts serve as operating and financial guidelines and do not require Board approval, except for those components specifically used in setting objectives for compensation purposes);
- (b) Assisting in formulating the Company's future direction and supporting tactical initiatives;
- (c) Monitoring and directing the implementation of strategic business plans;
- (d) Developing financial and tax strategies;
- (e) Ensuring that the Company complies with all legal and regulatory requirements;
- (f) Ensuring that record keeping meets the requirements of auditors, government agencies and regulatory authorities, including any stock exchange(s) on which the Company's securities are listed;

- (g) Reporting to the audit committee of the Company in relation to the Company's financial position, risks and uncertainties;
- (h) Maintaining relations with external auditors and reviewing their findings and recommendations;
- (i) Overseeing and preparing the issuance of financial information;
- (j) Reporting financial results to the Board;
- (k) Participating in key decisions as a member of the Company's executive management team;
- (l) Managing the capital request and budgeting processes;
- (m) Developing performance measures in support of the Company's strategic direction;
- (n) Monitoring and mitigating key elements of the Company's risk profile;
- (o) Managing any third parties to which functions have been outsourced;
- (p) Overseeing the Company's transaction processing systems; and
- (q) Maintaining appropriate insurance coverage.

Chairman

The Chairman is the presiding Board member and is responsible for promoting the effective, efficient and harmonious functioning of the Board. The Chairman promotes the relationships between the Board, management, shareholders and other stakeholders. The Chairman is accountable and responsible for the following:

- (a) Ensuring that the Board consists of highly qualified and competent members with the highest integrity;
- (b) Ensuring that the Board has full oversight of the Company's business and affairs, and that the Board is aware of its obligations to the Company, shareholders, management and other stakeholders;
- (c) Providing leadership to the Board, and arranging for it to review and monitor the goals, strategies and direction of the Company and achievement of its objectives;
- (d) Setting the frequency of Board meetings and coordinating the agenda, information packages and related documents for Board meetings with the CEO and other executives of the Company;
- (e) Managing and chairing Board meetings;
- (f) Facilitating candid and full discussion of all key matters that come before the Board;
- (g) Ensuring that new directors are fully informed of the Company's business and affairs;
- (h) Liaising and communicating with all directors and committees of the Company to optimize effectiveness of the Board and its committees;

- (i) Reviewing and approving the minutes of Board meetings;
- (j) Reviewing and assessing director attendance, performance and compensation on an annual basis, as well as the size and composition of the Board and management's performance in interacting with the Board and its committees, all in conjunction with the relevant committees of the Board;
- (k) Ensuring that all matters requiring Board approval are brought to the Board in a timely and appropriate matters;
- (l) Reviewing any change in circumstances of individual directors and determining whether a director's other commitments conflict with his or her duties as a director of the Company;
- (m) Chairing all meetings of shareholders and ensuring that all items set out in the notice of meeting are properly discussed, considered and resolved; and
- (n) Reviewing and approving the minutes of shareholder meetings.

Approved by the Board of Directors on June _____, 2021.