

## **TERMS OF REFERENCE FOR THE SAFETY & RELIABILITY COMMITTEE**

### **I. CONSTITUTION**

There shall be a committee, to be known as the Safety & Reliability Committee (the “Committee”), of the Board of Directors (the “Board”) of Enbridge Inc. (the “Corporation”).

### **II. MEMBERSHIP**

Following each annual meeting of shareholders of the Corporation, the Board shall elect from its members, not less than three (3) Directors to serve on the Committee (the “Members”). The Members and the Chair of the Committee are elected by the Board after the Board has received the Governance Committee’s recommendations. Any Member may be removed or replaced at any time by the Board and shall cease to be a Member upon ceasing to be a Director of the Corporation. Each Member shall hold office until the close of the next annual meeting of shareholders of the Corporation or until the Member ceases to be a Director, resigns or is replaced, whichever first occurs.

### **III. MEETINGS**

The procedures for Committee meetings shall be as specified in the Terms of Reference for the Board.

### **IV. PURPOSE**

The purpose of the Committee is to provide oversight of operational matters and carry out the responsibilities delegated by the Board related to safety and reliability (“S&R”).

### **V. DUTIES AND RESPONSIBILITIES OF THE CHAIR**

The Chair is responsible for:

- A. providing leadership to the Committee, assisting the Committee in reviewing and monitoring its responsibilities and reporting to the Board on the recommendations and decisions of the Committee;
- B. designating the times and places of Committee meetings, ensuring Committee meetings are duly convened and that quorum is present when required;
- C. working with management on the development of agendas and related materials for the Committee meetings and ensuring the Committee has sufficient information to permit it to properly make decisions when decisions are required; and
- D. ensuring Committee meetings are conducted in an efficient, effective and focused manner.

### **VI. DUTIES AND RESPONSIBILITIES OF THE COMMITTEE**

The Committee is responsible for oversight of operational matters related to S&R and shall as permitted by and in accordance with the requirements of the Corporation’s articles, by-laws and applicable law:

- A. Review, amend, approve and make recommendations to the Board or the board(s) of the Corporation's subsidiaries and affiliates in respect of operational matters related to S&R including, but not limited to, environment, health, safety, pipeline and facility integrity management, security, emergency response preparedness, and other operational risks.

The Committee's primary duties and responsibilities for the oversight of the S&R area are as follows:

- (i) receive reports on the safety culture of the Corporation and related assessments;
- (ii) at least annually, receive a report on the risk management guidelines applicable to S&R matters and other operational risks;
- (iii) review the policies followed by management in the conduct of operations, and which are directed to prevent injury or to minimize adverse environment, health or safety impacts;
- (iv) review the policies followed by management relating to the documentation and reporting of S&R approvals, compliance and incidents;
- (v) receive reports from management regarding S&R performance and compliance with operational regulations;
- (vi) receive reports from management, including the Corporate Risk Assessment, and provide oversight with respect to risk management in S&R and other operational risk areas;
- (vii) receive quarterly security reports from management and provide oversight of physical security
- (viii) receive updates from management, as deemed necessary, on cybersecurity issues related to S&R and operations;
- (ix) review management's response to significant S&R incidents and provide oversight;
- (x) review management's methods of communicating S&R policies;
- (xi) receive the results of operational compliance audits including S&R assurance verifications;
- (xii) receive reports on the identified and potential impacts of proposed legislation and other emerging issues in S&R matters and recommend, where significant, appropriate responses to the Board;
- (xiii) determine, if necessary, further Directors' and officers' duties and responsibilities relating to S&R matters;
- (xiv) consider any other matter properly referred to the Committee by the Chair of the Board, the Board, a Director, the Chief Executive Officer, or the management of the Corporation, for review, recommendation or decision; and
- (xv) in conjunction with the Governance Committee, conduct an annual performance

evaluation of the Committee;

- B. have the right, as deemed necessary by the Committee, from time to time, to:
- (i) request reports and examine such records as it deems necessary to ensure that reasonable measures are in place to prevent environmental or safety mishaps or non-compliance with applicable corporate policies and legal or regulatory requirements regarding health, safety and the environment, and to address matters that fall within the Committee's mandate;
  - (ii) utilize internal audit as required and approved by the Chair of the Audit, Finance & Risk Committee;
  - (iii) furnish such recommendations to the boards of directors of the Corporation's subsidiaries or affiliates as the Committee deems appropriate with respect to S&R matters;
  - (iv) engage independent advisors and approve terms of their engagement including fees; and
  - (v) meet separately with management, employees or independent advisors in respect of S&R matters.

## **VII. REVIEW OF TERMS OF REFERENCE**

The Committee shall review and reassess the adequacy of its Terms of Reference at least annually.

## **VIII. DELEGATION TO SUBCOMMITTEE**

The Committee may, in its discretion, delegate to a subcommittee of the Committee all or a portion of its duties and responsibilities that may be lawfully delegated.

## **IX. NO RIGHTS CREATED**

These Terms of Reference are a broad policy statement and are intended to be part of the Committee's flexible governance framework. While these Terms of Reference should comply with applicable laws, regulations and stock exchange requirements, and the Corporation's articles and by-laws, these Terms of Reference do not create any legally binding obligations on the Committee, the Board or the Corporation.