Helus Pharma Inc.

ROLE AND MANDATE OF THE CHIEF EXECUTIVE OFFICER

November 2020
Amended February 2026

HELUS PHARMA INC.

(the "Corporation")

ROLE AND MANDATE OF THE CHIEF EXECUTIVE OFFICER

The Chief Executive Officer (the "**CEO**") is specifically charged with the responsibility for managing the strategic and operational agenda of the Corporation and for the execution of the directives and policies of the board of directors of the Corporation (the "**Board**"). The roles and responsibilities of the CEO include, among other things:

(a) developing, together with the Board, the Corporation's strategic direction and executing and monitoring same;

(b) directing the overall business operations of the Corporation;

(c) overseeing the Corporation's research and development department;

(d) ensuring that the Board is kept appropriately informed of the overall business operations of the Corporation and major issues facing the Corporation;

(e) having ultimate accountability for the development and execution of the strategy and policies of the Corporation and communicating them to the Board and shareholders of the Corporation;

(f) having responsibility for the day-to-day operations of the Corporation, including the annual planning process, capital management, financial management, acquisitions, divestitures, etc., all of which must be accomplished within the strategic framework of the Corporation established by the Board;

(g) having responsibility for the employment, compensation, job descriptions, performance assessment, leadership development and succession planning of human resources;

(h) representing the Corporation to its major shareholders, including investment and financial communities, governments, customers and the public;

(i) bringing the following material decisions to the Board for their review and approval:

  (i) acquisition or initiation of new properties or undertakings or the assumption of any commitment, obligation or liability other than in the ordinary and normal course of business;

  (ii) issuance or sale of securities of the Corporation and/ or rights, options or warrants to acquire securities of the Corporation;

  (iii) declaration or payment of a dividend or other distribution in respect of any securities of the Corporation;

  (iv) any transaction, contract, agreement, undertaking or arrangement with a person with whom the Corporation and/or members of management do not act at arm's

length or who is otherwise a "related party" as such term is defined under applicable legislation;

(v) disposition of assets or cancellation of debt other than in the ordinary and normal course of business; and

(vi) any other transaction, contract, agreement, undertaking, commitment or arrangement, not in the ordinary and normal course of business or which is or would be material in relation to the Corporation;

(j) presenting to the Board any material business issues resulting from communications with shareholders; and

(k) working with the Chair in representing the Corporation to external third parties.