

GREENLANE RENEWABLES INC.
(the “Company”)

CORPORATE DEVELOPMENT COMMITTEE CHARTER

(Adopted by the Board effective April 1, 2021)

Objectives

The Corporate Development Committee will assist the Board of Directors (the “Board”) in fulfilling its oversight responsibilities to review and advise on the development and implementation of the Company’s strategic growth initiatives, including market development, technology licensing, strategic alliances or partnerships, investments and acquisitions, and to make recommendations to the Board with respect to such initiatives for which the Board’s approval is required.

Membership

The Board shall appoint annually from among its members a Corporate Development Committee to hold office for the ensuing year or until their successors are elected or appointed. The Corporate Development Committee shall be composed of at least three directors and not more than four directors. The Board may from time to time designate one of the members of the Corporate Development Committee to be the Chair and, unless otherwise determined by the Board, the Secretary of the Company shall be the Secretary of the Corporate Development Committee.

Meetings and Participation

The Corporate Development Committee shall meet from time to time as circumstances dictate, but no less than once per quarter. The Chair or any two members of the Corporate Development Committee may call a meeting of the Corporate Development Committee. Meeting agendas will be prepared and provided in advance to members, along with appropriate briefing materials. The agenda will be set by the Corporate Development Committee Chair.

The Corporate Development Committee may invite such officers, directors, employees and advisors of the Company as it may see fit from time to time to attend meetings of the Corporate Development Committee and assist in the discussion of the Corporate Development Committee.

No business may be transacted by the Corporate Development Committee except at a meeting of its members at which a quorum of the Corporate Development Committee is present. A quorum for meetings of the Corporate Development Committee is a majority of its members.

The Corporate Development Committee shall keep minutes of its meetings in which shall be recorded all action taken by it, which minutes shall be approved by Corporate Development Committee members and available as soon as possible to the Board.

Duties, Powers, and Responsibilities

In discharging its responsibilities, the Corporate Development Committee shall:

- Review with management the Company's corporate development plans and goals in the context of the Company's Strategic Plan, as approved by the Board and periodically review with management the progress toward such corporate development plans and goals, including any contemplated transactions that would, in the normal course of business, require Board approval ("Potential Transactions").
- Review with management the progress of negotiations, strategic rationale and management's integration strategies associated with the Potential Transactions.
- Report, through the Chair of the Corporate Development Committee, to the Board following meetings of the Corporate Development Committee.
- Consider such other matters related to corporate development and make such recommendations to the Board as the Corporate Development Committee may deem appropriate.
- Review annually the adequacy of this Charter and confirm that all responsibilities have been carried out.
- Evaluate the Corporate Development Committee's and individual member's performance on a regular basis and report annually to the Board the result of its annual self-assessment.
- Fulfill any other duties or responsibilities delegated to the Corporate Development Committee by the Board from time to time.

Authority

The Corporate Development Committee has the authority to engage independent counsel and other advisors as it determines necessary to carry out its duties and to set and pay the compensation for any advisors employed by the Corporate Development Committee at the cost of the Company without obtaining Board approval, based on its sole judgment and discretion. In discharging its responsibilities, the Corporate Development Committee shall have full access to any relevant records of the Company.