



SCIENTIFIC COMMITTEE CHARTER

1.0 MISSION

The Scientific Committee gives its opinion and makes recommendations on research and development programs, from compatibility to ozone, to materials and certain related activities which may have an impact on the value of the Company and its development in the long-term, such as patent applications and regulations.

2.0 COMPOSITION

- The Scientific Committee is mainly composed of outside scientific members, selected for their scientific expertise and their ability to contribute to the Committee's work.
- The Committee comprises a minimum of four (4) members. The R&D director, or a person appointed by the Board of Directors, will coordinate the Committee.
- Members of senior management may attend Committee meetings.

3.0 RESPONSIBILITIES AND FUNCTIONS

- The Scientific Committee evaluates the Company's R&D policies, the formulation of objectives and how these objectives are met. It also reviews the planning of R&D work to ensure that it corresponds to the objectives stated.
- Annually or as needed, the Committee will analyze all the research projects against their strategy, protocol and development plan, evaluate the progress of the R&D program, point out the major discrepancies and advise the Board of Directors on how to manage the R&D program.
- The R&D department and its team will prepare and submit the final reports on the research projects to the Scientific Committee, who in turn will evaluate their content and recommendations.
- Scientific Committee members may also be called on as outside consultants for specific projects to complement the expertise of TSO3's scientific and technical staff.



4.0 MEETINGS

- The Committee meetings are held on call (by the CEO) at least once a year.
- The notice of convocation and agenda for each meeting are given to each member, the CEO and the Chairman of the Board of Directors.
- Members of senior management and Company personnel may attend the Scientific Committee meetings.
- The R&D director is responsible for keeping the minutes of all the Committee meetings and deliberations. These minutes must be signed by all members who attended the meeting and distributed to all Board members.

5.0 INTELLECTUAL PROPERTY

Scientific advisors have no right to the products developed by TSO₃, and all Committee members independent of advisors are bound to the Company by confidentiality agreements.

6.0 REMUNERATION

Advisors will be paid to attend Committee meetings and for any other work or consultations that the Company's scientific team may require of them, according to the current average rates for their profession and respective country.

Adopted by a resolution of the Board of Directors on February 22, 2005

A handwritten signature in black ink, appearing to read 'G. Carrière', is written over a horizontal line.

Germain Carrière
Chair, Board of Directors