## <u>Occidental Petroleum Corporation</u> Environmental, Health and Safety Committee Charter

The Environmental, Health and Safety Committee (the "EHS Committee") of the Board of Directors (the "Board") of Occidental Petroleum Corporation (the "Corporation") will have the composition, responsibilities, powers and authority specified in this Charter.

## I. Responsibilities.

The EHS Committee's responsibilities are to:

- a. Review and discuss with management the status of health, environment and safety ("HES") issues, including compliance with applicable HES laws and regulations, results of internal compliance reviews and remediation projects, and other environmental, health and safety performance matters affecting the Corporation and its subsidiaries; and
- b. Act in such other matters as the Board of Directors of the Corporation may direct.

## II. Composition, Appointment and Procedures.

- a. The EHS Committee shall consist of not less than three members of the Board.
- b. The members of the EHS Committee will be appointed by the Board and will continue to act until their successors are appointed. In deciding whom to appoint, the Board will take into consideration each potential member's experience and background, including familiarity with environmental issues. Members will be subject to removal at any time by the Board.
- c. The EHS Committee will meet as often as necessary to carry out its responsibilities.
- d. The EHS Committee may delegate any of its duties to a subcommittee comprising one or more members of the EHS Committee.
- e. The EHS Committee Chairman will be designated by the Board of Directors. The EHS Committee Chairman will preside at each meeting. In the event the EHS Committee Chairman is not present at a meeting, the EHS Committee members present at that meeting will designate one of its members as the acting chair of the meeting.

## **III. Additional Authority and Operation.**

The EHS Committee will:

a. As the EHS Committee may deem appropriate, retain and terminate any legal or other consultants, who will report directly to the EHS Committee, on such terms and conditions, including fees, as the EHS Committee in its sole discretion will approve;

- b. Request that any of the Corporation's officers, employees, outside counsel or other consultants attend a meeting of the EHS Committee or meet with any of the EHS Committee's members or consultants;
- c. Annually review the EHS Committee's performance and Charter; and
- d. Report to the Board with respect to the foregoing.