



Liminal  
BioSciences



## CEO Position Description

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The Chief Executive Officer (“**CEO**”) is accountable to the Board of Directors (the “**Board**”) of Liminal BioSciences Inc. (the “**Company**”) for the effective overall management of the Company’s business, and for the execution of the Board’s strategic decisions and policies. In the fulfillment of his responsibilities, he has the duty to provide vision and leadership in the management of the Company, and act in what he reasonably believes are the best interests of the Company and its shareholders.

The approval of the Board (or appropriate Committee) shall be required for all significant decisions outside of the ordinary course of the Company's business, including major financings, acquisitions, dispositions, budgets and capital expenditures, the whole as stipulated in the Delegation of Authority. The primary responsibilities of the CEO are:

1. Fostering a corporate culture that promotes ethical practices and encourages individual integrity;
2. Recommending to the Board a vision and strategy for the Company that leads to the creation of shareholder value and, implementing the corresponding organizational structure and strategic, business and operational plans which will ensure the achievement of the Company’s strategic direction;
3. Participating in the development and the monitoring of an annual strategic and operating as well as the financial budget related thereto;
4. Managing the business and affairs of the Company and assuming responsibility for the Company’s day-to-day operations, including capital management and financial management, which must be accomplished within the Company’s strategic framework;

5. Overseeing the implementation of the Company's disclosure controls and procedures and internal controls over financial reporting to ensure the production of financial statements and other required disclosure in a timely manner that accurately present the Company's financial condition and that enables investors to understand the business and make investment decisions accordingly;
6. Providing the required regulatory certifications regarding the Company and its activities;
7. Ensuring that the Company is in compliance with all applicable laws and regulations;
8. Ensuring that appropriate policies and procedures are developed, maintained and disclosed in order to assure a high level of conduct and integrity by the Company's Management and employees;
9. Taking timely actions with respect to, and making all appropriate decisions required by, the Company's operations in accordance with all applicable legal, regulatory or other requirements and within the framework of the corporate policies in effect, with a view towards enhancing shareholder value;
10. Ensuring the development of corporate governance principles applicable to the Company;
11. Identifying, assessing and managing business opportunities and risks taken by the Company in the course of its business;
12. Ensuring that the risks taken are acceptable to the Company and are within the guidelines established by the Audit and Risk Committee, and Board;
13. Reporting to the Board in a complete, accurate and timely fashion, on the business and affairs of the Company generally, and on any individual matter that Management considers to be of material or significant consequence for the Company and its shareholders, in order to enable the Board to discuss potential issues, make decisions and fulfill its mandate and responsibilities;

14. Facilitating interaction between the Board and other key members of the Company's management team as appropriate;
15. Serving as the Company's key spokesperson on all major issues, and overseeing the Company's communications framework;
16. Developing and recommending to the Board the overall corporate organization, structure and staffing;
17. Assuming or diligently delegating responsibility for the hiring, compensation, performance assessment, leadership development and succession planning of management resources, subject to the approval of the Board as to executive management, as well as providing feedback and training as appropriate;
18. Ensuring that the Company recruits, develops and retains top-quality employees at all levels through appropriate people strategies and compensation systems;
19. Developing, with the HR & Corporate Governance Committee, annual corporate objectives, long term corporate objectives and CEO's individual objectives. Ensuring that there is clarity of objectives and focus for all employees, and ensuring that there are clear and appropriate standards and measures of performance;
20. Ensuring that an annual evaluation of the CEO's performance is conducted by the HR & Corporate Governance Committee and the Board, based on previously established objectives and other relevant criteria;
21. With the HR & Corporate Governance Committee and the Board, participating in the development and annual revision of the CEO Position Description;
22. Carrying out any other appropriate duties and responsibilities assigned by the Board;
23. Participating on the various Board Committees (HR & Corporate Governance Committee and Audit, Risk and Finance Committee);

24. Establish and maintain regular access to a network of premier scientific advisors who are leaders in fields relevant to the Company business priorities.