

TECK RESOURCES LIMITED
COMPENSATION COMMITTEE CHARTER

1. Purpose

The Compensation Committee of the Corporation is established to assist the Board with its responsibility to oversee executive compensation. The Committee is responsible for evaluating and making recommendations to the Board regarding policies for determining the compensation of senior executives (for purposes of this policy being the Chief Executive Officer (CEO), Chief Operating Officer (COO), Senior Vice Presidents and those Vice Presidents reporting directly to the CEO) including the compensation of the Named Executive Officers (as defined in the Regulations of the *Ontario Securities Act*). The Compensation Committee also evaluates and makes recommendations concerning the Corporation's annual and long term incentive compensation plans and other compensation policies and programs within the Corporation.

2. Responsibilities

The Compensation Committee is responsible for:

- (a) recommending to the Board the CEO's performance evaluation which takes into consideration the CEO's annual objectives as established by the Board and input the Committee has received from other Board members with respect to the CEO's performance;
- (b) based on the CEO's performance evaluation, recommending to the Board the CEO's compensation including adjustment to base salary, the annual incentive award and long term incentive grant;
- (c) evaluating and recommending to the Board the recommendations of the CEO with respect to the annual objectives established for the other Named Executive Officers and senior executives, the evaluation of their performance relative to these objectives and based upon the evaluation of their performance, compensation including adjustments to base salaries, the annual incentive awards and long term incentive grants;
- (d) evaluating and recommending to the Board benefits and other perquisites that may apply to the senior executive group;
- (e) evaluating and recommending to the Board the Corporation's annual and long term incentive compensation plans and other compensation policies and programs within the Corporation, and any performance vesting criteria required to be established under any such plan;

- (f) evaluating and recommending to the Board for those directors who are not officers of the Corporation cash compensation including retainers and meeting fees and grants of deferred share units or restricted share units;
- (g) evaluating and recommending to the Board executive and director compensation disclosure before the Corporation publicly discloses that information to ensure it reflects the decisions of the Board and the rationale for those decisions;
- (h) performing the functions assigned to it under the 2001 Stock Option Plan and the 2010 Stock Option Plan, the Deferred Share Unit Plan, the Restricted Share Unit Plan, the 2014 Performance Share Unit Plan and the 2017 Deferred Share Unit Plan including evaluating and recommending to the Board the aggregate grant of stock options and deferred and restricted share units to directors, Named Executive Officers, executives, senior management and employees;
- (i) evaluating and recommending to the Board the appropriate group of companies with comparable revenues and market capitalization on which to assess the competitiveness of the Corporation's compensation policies and plans;
- (j) evaluating and recommending to the Board senior executive agreements (being for this purpose employment agreements for the CEO, COO, Senior Vice Presidents and all Vice Presidents reporting directly to the CEO), including initial offers of employment, and termination and change of control provisions in those agreements, to the extent that:
 - i. the non-financial terms of any such offer or change of control provision vary materially from those contained in a form of agreement previously approved by the Committee for senior executives of similar seniority; or
 - ii. the financial terms of any such offer vary materially from those in an agreement previously approved or ratified by the Committee pertaining to an incumbent in the same position, or to senior executives of comparable experience and responsibility generally;provided that the employment agreement of a CEO will require prior approval in any event;
- (k) administering the share holding requirements for the CEO and directors relative to the requirements established by the Corporate Governance Committee; and
- (l) reviewing on an annual basis a report on the Corporation's human resources policies and programs, including but not limited to union-

management relations at the Corporation's unionized operations and any collective agreement settlements at those operations.

- m) review annually the material compensation plans, including executive compensation programs, to confirm program design and payouts align with the Company's risk management principles and do not encourage inappropriate or excessive risk taking.

3. Member Qualifications

The Committee shall consist of no fewer than three members. All of the members of the Committee shall be independent directors for the purposes of any applicable corporate, securities or other legislation or any rule, regulation, instrument, policy, guideline or interpretation under such legislation. The members will have an understanding of the issues related to compensation policy, plan designs, best practices and emerging compensation trends relative to the industry.

4. Member Appointment and Removal

The members of the Committee shall be appointed by the Board annually at the time of each annual meeting of shareholders and shall hold office until the next annual meeting, or until they are removed by the Board or until they cease to be directors of the Corporation.

5. Quorum

A quorum for the Committee shall be a majority of the members.

6. Structure and Operations

The Board shall appoint a Chair of the Committee who, in consultation with the Committee members, shall determine the schedule and frequency of Committee meetings provided that the Committee shall meet at least twice per year. The Committee may invite any person to attend meetings to assist in the discussion of the matters under consideration by the Committee.

7. Manner of Reporting to the Board

The Committee shall fix its own procedures, keep records of its proceedings and report to the Board when the Committee may deem appropriate (but not later than the next meeting of the Board).

8. Engagement of Outside Advisors

The Committee when it considers necessary or advisable may retain, at the Corporation's expense, outside consultants or advisors to assist or advise the Committee independently on any matter within its mandate. The Committee shall have the sole authority to retain and terminate any such consultants or advisors.

9. Review of the Charter

The Committee shall annually assess the adequacy of this Charter and recommend any changes to the Board taking into account legislative and regulatory requirements, and best practice guidelines.

10. Annual Review and Assessment

The Committee shall conduct an annual review and assessment of its performance, including its compliance with the Charter.