

GEOMET, INC.

EXECUTIVE COMMITTEE CHARTER

This Executive Committee Charter adopted by the Board of Directors of GeoMet, Inc. (the "Company") shall be effective March 12, 2009 and may be amended from time to time at the discretion of the Board.

Purpose

To address matters that require immediate attention during the intervals between scheduled meetings of the Board of Directors and in instances where special meetings of the Board of Directors cannot be convened timely, via teleconference or otherwise, the Executive Committee shall possess and may exercise all the powers of the Board of Directors in the management of the business and affairs of the Company, including the power to authorize the seal of the Company to be affixed to all papers which may require it.

The Executive Committee shall have, and may exercise, all the powers of the Board of Directors, except as set forth below, whenever a quorum of the Board of Directors shall fail to be present at any meeting of the Board of Directors.

The Executive Committee shall not have the power or authority of the Board of Directors with respect to:

- amending the Certificate of Incorporation of the Company;
- adopting an agreement of merger or consolidation;
- making decisions with regard to major litigation in which the Company is or could become involved;
- recommending to the stockholders of the Company the sale, lease or exchange of all or substantially all of the Company's property or assets;
- recommending to the stockholders the dissolution of the Company or a revocation of a dissolution of the Company;
- amending, altering or repealing the Company's bylaws or adopting new bylaws; or
- otherwise acting where action by the Board of Directors is specified by the Delaware General Company Law.

Committee Membership.

The Executive Committee of the Board of Directors shall consist of three members of the Board of Directors.

Meetings.

The Executive Committee shall meet as necessary and shall keep regular minutes of its meetings and report the same at the next Board of Directors meeting.

Limitation of Executive Committee's Role

The Executive Committee shall be free to adopt its own rules of operation and procedure, provided that such rules shall not be inconsistent with the Certificate of Incorporation of the

Company, the bylaws of the Company, the Delaware Business Law or the resolutions establishing the Committee. In the absence of the adoption of such rules, the same rules shall govern the Executive Committee that govern the Board of Directors.