



CHARTER OF THE ENVIRONMENTAL, HEALTH, SAFETY AND SUSTAINABILITY COMMITTEE

(Adopted by the Board of Directors, July 9, 2013)

I. PURPOSE

The Board of Directors (the "Board") of Noront Resources Ltd. ("Noront") has established an Environmental, Health, Safety and Sustainability Committee (the "Committee") to which the Board delegates responsibility relating to compliance with applicable environmental, health, safety and human rights legislation, rules and regulations, and adherence to sustainable development standards consistent with corporate objectives and accepted stakeholder expectations (sustainable development being broadly defined as the balancing of environmental, social, and economic interests).

The Committee will oversee the development and implementation by management of Noront of policies, programs and systems relating to environmental, health, safety and sustainable issues and performance, and monitoring of current and future legal and regulatory issues to ensure compliance with applicable legislation, rules and regulations and best management practices with a commitment to sustainable development.

II. COMPOSITION

The Committee will be comprised of such number of the directors as the Board may from time to time determine. Its members will be appointed annually at the first meeting of the Board following the annual general meeting of shareholders.

The Board may remove a member of the Committee at any time in its sole discretion by resolution of the Board. Unless a Chair for the Committee is appointed by the Board, the members of the Committee may designate a Chair by majority vote of the full membership of the Committee.

III. RESPONSIBILITIES AND POWERS

Responsibilities and powers of the Committee include:

- Reviewing with management Noront's strategies and goals with respect to health, safety, environmental affairs, sustainable development, human rights and social impact.
- Ensuring communication throughout Noront's organization the importance of developing a culture of environmental and community responsibility and an awareness of the importance of health and safety

- Reviewing with senior management Noront's goals and policies in respect of the environment and employee health and safety, and provide oversight on the development and implementation of management systems relating to environmental, health, safety and sustainability matters.
- Ensuring adequate resources are available and systems are in place for senior management to implement appropriate environmental, health, safety, human rights and social impact policies, programs and systems (which should include defined standards and objectives), monitoring their effectiveness and requiring regular, periodic reports on such programs.
- Utilizing an environmental, health, safety and sustainability performance measurement system to monitor compliance with legal requirements and internal targets, as well as communicating a demonstrated commitment to the environment, communities and employee health and safety to shareholders and stakeholders, including all members of Noront's organization.
- Ensuring that senior management has implemented an environmental, health and safety and sustainability compliance audit program (which should provide an indication of Noront's risk exposures), taking steps to monitor and control such exposures, considering the effect of relevant regulatory initiatives and trends and material claims, and requesting from senior management, periodic status reports on such program and provide feedback on necessary improvements to the program.
- Receiving quarterly environmental, health, safety and sustainability reports from management that include any environmental, health, safety and sustainability issues of a material nature, including details of incident reports.
- Ensuring that, with respect to matters under Noront's control, Noront operates in a climate that fosters the improvement of socio-economic conditions in the communities where it operates.
- Reviewing and recommending to the Board for approval Noront's annual Corporate Social Responsibility Report.

IV. MEETINGS

Proceedings and meetings of the Committee will be governed by the provisions of General by-law relating to the regulation of the meetings and proceedings of the Board insofar as they are applicable and not inconsistent with this Charter and other provisions adopted by the Board in regards to committee composition and organization.