



## **CHARTER OF THE ENVIRONMENTAL, HEALTH, SAFETY AND SUSTAINABILITY COMMITTEE**

(Adopted by the Board of Directors, July 9, 2013; revised and reapproved August 28, 2017)

### **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 assist the Board in overseeing matters relating to compliance with applicable environmental, health and safety 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).

### **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 senior management Noront's goals in respect of health, safety, environment and sustainable development.
- Providing oversight on the development and implementation of associated policies, programs and systems relating to environmental, health, safety and sustainable development matters (with defined standards and objectives), and to monitor their effectiveness, as appropriate in light of the size and scope of Noront's activities.
- Reviewing resources available and systems in place for management to implement environmental, health, safety, and sustainable development policies, programs and systems as appropriate in light of the size and scope of Noront's activities.
- Monitoring compliance with legal requirements and internal targets in respect of health, safety, environment and sustainable development.

- Receiving and discussing with management quarterly environmental, health, safety and sustainable development reports that include any environmental, health, safety and sustainability issues of a material nature, including details of incident reports.
- Reviewing and discussing with management Noront's government relations strategies and activities related to the Company's exploration, project development, and other business activities, including related infrastructure.
- Reviewing and discussing with management Noront's community relations strategies, programs, engagement processes, activities and available resources, including those related to economic development opportunities for First Nations and other communities in the area of Noront's projects and activities.
- Reviewing and discussing with management, permitting, regulatory and other developments relevant to environment, health, safety and sustainable development activities and Noront's business and relationships with governments and communities generally.
- 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.
- Ensuring that management demonstrates and communicates a commitment to the environment, employee health and safety, and sustainable development to shareholders and stakeholders, including all members of Noront's organization and creates a culture of responsibility with respect to such matters.

#### **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.