



# TECHNICAL, ENVIRONMENTAL, HEALTH AND SAFETY COMMITTEE CHARTER

*(Approved by the Board of Directors on September 27, 2016, last amended on November 30, 2017)*

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## TECHNICAL, ENVIRONMENTAL, HEALTH AND SAFETY COMMITTEE CHARTER

### 1. PURPOSE

The main purpose of the Technical, Environmental, Health and Safety Committee (the “**Committee**”) of the Board of Directors (the “**Board**”) of Nickel Creek Platinum Corp. (“**Nickel Creek**” or the “**Company**”) is to assist the Board members in fulfilling their obligations relating to reviewing technical, operational, environmental, health, safety and social responsibility matters concerning the Company’s mineral projects, including oversight responsibilities with respect to:

- (a) technical matters relating to exploration, development, permitting, construction and operation of the Company’s mineral resource properties;
- (b) resources and reserves on the Company’s mineral resource properties;
- (c) material technical commercial arrangements regarding engineering, procurement and construction management (“EPCM”) activities;
- (d) operating and production plans for proposed and existing operating mines;
- (e) development, implementation and monitoring of systems and programs for the management and compliance with applicable laws relating to environment, health and safety matters;
- (f) development, implementation and monitoring of social responsibility programs that take into consideration the interests of all stakeholders; and
- (g) ensuring that the Company implements best-in-class development and operating practices.

The Committee’s principal responsibility is one of oversight and, in carrying out its oversight responsibilities, the Committee is not providing any expert or special assurances or professional certifications as to the accuracy or completeness of the information and data it reviews.

### 2. COMPOSITION

The Committee shall be comprised of three directors. A majority of the members shall be “independent directors” in accordance with Section 2.1 of National Policy 58-201 *Corporate Governance Guidelines* (“**NP 58-201**”). For purposes of this Charter, the position of non- executive Chair of the Board is not considered to be an executive officer of the Company.

Each Committee member shall:

- (a) satisfy the laws governing the Company; and
- (b) have a general familiarity and understanding of one or more of technical, environmental, health and safety practices.

Committee members and the chair of the Committee (the “**Committee Chair**”) shall be appointed annually by the Board at the first Board meeting that is held after every annual general meeting of the

Company's shareholders. The Board may remove a Committee member at any time in its sole discretion by a resolution of the Board.

### **3. MEETINGS**

The Committee shall meet at least once per calendar quarter, and as many additional times as the Committee deems necessary to carry out its duties effectively.

A majority of the members of the Committee shall constitute a quorum for any Committee meeting. No business may be transacted by the Committee except at a meeting of its members at which a quorum of the Committee is present or by unanimous written consent of the Committee members.

The Committee Chair shall preside at each Committee meeting. In the event the Committee Chair is unable to attend or chair a Committee meeting, the Committee will appoint a chair for that meeting from the other Committee members.

The Corporate Secretary of the Company, or such individual as appointed by the Committee, shall act as secretary for a Committee meeting (the "**Committee Secretary**") and, upon receiving from any Committee member a request to convene a Committee meeting, shall arrange for such meeting to be held.

The Committee Chair, in consultation with the other Committee members, shall set the agenda of items to be addressed at each Committee meeting. The Committee Secretary shall ensure that the agenda and any supporting materials for each upcoming Committee meeting are circulated to each Committee member in advance of such meeting.

The Committee may invite such officers, directors and employees of the Company and other advisors as it may see fit from time to time to attend at one or more Committee meetings and assist in the discussion and consideration of any matter. For purposes of performing their duties, members of the Committee shall, upon request, have immediate and full access to all corporate information and shall be permitted to discuss such information and any other matters relating to the duties and responsibilities of the Committee with officers, directors and employees of the Company and with other advisors subject to appropriate confidentiality agreements being in place.

Unless otherwise provided herein or as directed by the Board, proceedings of the Committee shall be conducted in accordance with the rules applicable to meetings of the Board.

### **4. DUTIES AND RESPONSIBILITIES**

It is understood that, subject to Board oversight and approval, management is responsible for developing and implementing operating plans, policies and procedures. Subject to the powers and duties of the Board and the Articles of the Company, the duties and oversight responsibilities of the Committee, with input from management, shall be as follows:

- (a) assist the Board in establishing objectives relating to the Company's exploration, development, permitting, construction, and operational activities, including with respect to

- budget requirements, allocation of resources, steps to be implemented, and timing of completion;
- (b) review the technical aspects of the Company's exploration, development, permitting, construction and operational programs;
  - (c) monitor exploration, development and construction programs and activities and their execution to schedule and budget;
  - (d) review all resource and reserve estimates for the Company's mineral resource properties and management's procedures for the disclosure of resource and reserve information;
  - (e) recommend Board approval of technical reports and mineral resource/reserve estimates;
  - (f) review major commercial arrangements for EPCM activities planned for the development and operation of mineral resource properties;
  - (g) review all material proposals for mine construction;
  - (h) review annual operating and production plans, together with operating reports, for all proposed and existing mine operations;
  - (i) periodically review the adequacy of the Company's environmental, health and safety programs and policies and consider changes necessary to keep pace with environmental, health and safety responsibility trends and developments;
  - (j) review and monitor the practices and effectiveness of the Company's environmental, health and safety policies, programs and procedures and report to the Board on the sufficiency of resources devoted to environmental, health and safety compliance;
  - (k) review environmental, health and safety performance reports prepared by the Company;
  - (l) review environmental, health and safety incidents to determine that the Company has appropriate personnel and resources in place, is taking all necessary action, and is diligent in carrying out its responsibilities;
  - (m) periodically review with management the Company's major operational, environmental, health and safety risks, including a regular review of the top risks identified by management and the policies and procedures adopted by the Company to manage and mitigate those risks;
  - (n) periodically review the Company's social responsibility programs, policies and procedures and monitor the Company's practices relating to social responsibility to ensure that the Company engages and takes into consideration the impact of its activities on all stakeholders;
  - (o) consider and periodically report to the Board on the sufficiency of resources devoted to carrying out the Company's social responsibility programs, policies and procedures;

- (p) supervise the investigation into any matter brought to its attention that is within the scope of its duties;
- (q) make periodic visits to the Company's principal mineral resource properties to become familiar with the nature of the Company's operations and review relevant objectives, procedures and perform with respect to technical, operational, environmental, health safety and social responsibility matters;
- (r) perform such other duties as may be assigned to it by the Board from time to time;
- (s) in the Committee's discretion, make such recommendations to the Board as it sees fit in relation to any of the foregoing;
- (t) annually review and assess the adequacy of its charter and recommend any proposed changes to the Corporate Governance and Nominating Committee of the Company for recommendation to the Board for approval; and
- (u) review its own performance annually, and provide the results of such evaluation to the Board for its review.

## **5. AUTHORITY**

The Committee shall have the resources and authority appropriate to discharge its duties and responsibilities, including the authority to:

- (a) select, retain, terminate, set and approve the fees and other retention terms of special or independent counsel, accountants or other advisors, as it deems appropriate; and
- (b) obtain appropriate funding to pay, or approve the payment of, such approved fees, without seeking approval of the Board or Senior Management.

## **6. ACCOUNTABILITY**

The Committee Chair shall make periodic reports to the Board, as requested by the Board, on matters that are within the Committee's area of responsibility.

The Committee shall maintain minutes of its meetings with the Company's Corporate Secretary and shall provide an oral report to the Board at the next Board meeting that is held after a Committee meeting.