

NOVO RESOURCES CORP.

HEALTH, SAFETY, ENVIRONMENT AND CORPORATE SOCIAL RESPONSIBILITY COMMITTEE OF THE BOARD OF DIRECTORS

CHARTER

The Board of Novo Resources Corp. (the “**Company**”) has established a Health, Safety, Environment and Corporate Social Responsibility Committee (the “**Committee**”) in furtherance of its commitment to corporate social responsibility, environmentally sound and responsible resource development, and a healthy and safe work environment. The Committee’s primary function is to assist the Board of Directors of the Company (the “**Board**”) in fulfilling its oversight responsibilities including with respect to:

- The health, safety and environmental issues relating to the Company;
- Sustainable development and community development issues;
- The Company’s compliance with corporate policies that provide processes, procedures and standards to follow in accomplishing the Company’s goals and objectives relating to health, safety, environment and corporate social responsibility issues;
- Management of risk related to health, safety and environmental issues; and
- Evaluating and assessing the Company’s policies and its performance with respect to health, safety, environmental and corporate social responsibility issues with a view to identifying areas of opportunities and suggesting improvements where appropriate.

Constitution & Authority

The Committee will be comprised of at least three directors appointed by the Board. In selecting members to serve on the Committee, the Board will consider breadth of industry or relevant country experience and knowledge regarding health, safety, community, and environmental issues relating to the Company’s operations. The authority, structure, operations, purpose, responsibilities and specific duties of the Committee are described below.

The members of the Committee shall be elected by the Board at the annual organizational meeting of the Board and such Committee members shall serve until the following organizational meeting of the Board or until their successors are duly elected and qualified. The Board may remove a member of the Committee at any time in its sole discretion by resolution of the Board. The Chairperson of the Committee shall be designated by the Board from among the Committee members.

The Committee shall have access to such officers and employees of the Company, its external auditor and legal counsel, and to such information respecting the Company, and may engage separate independent counsel and advisers at the expense of the Company, all as it considers to be necessary or advisable in order to perform its duties and responsibilities.

Mandate

The Committee shall meet at least once per quarter or more frequently as circumstances require.

Quorum for the transaction of business at any meeting of the Committee shall be a majority of the number of members of the Committee. A Committee member who is unable to attend in person may attend a Committee meeting by telephone, video conference or other telecommunication device that permits all persons participating in the meeting to speak and hear each other. All directors are welcome to attend meetings of the Committee.

Meetings of the Committee shall be held from time to time as the Committee or the Chairperson shall determine upon 48 hours' notice to each of its members. The notice period may be waived by a quorum of the Committee.

The Chairperson will appoint a secretary of each meeting of the Committee who need not be a member of the Committee and who will maintain the minutes of the meeting and circulate copies of the minutes to each Committee member on a timely basis. The minutes of the Committee meetings will be made available for review by the Board.

Responsibilities

The responsibilities, duties and powers of the Committee shall include:

1. Creating an agenda for the ensuing year in order to fulfill the Committee's mandate.
2. Reviewing with management the Company's goals, policies and programs relative to health, safety, environment and corporate social responsibility issues.
3. Receiving regular reports from management, making inquiries of management and making recommendations to the Board concerning the Company's compliance with its goals, policies, and programs and with applicable laws, rules, regulations and standards of corporate conduct, as the Committee determines appropriate.
4. Overseeing management's reporting and disclosure with respect to health, safety, environment and corporate social responsibility matters made in compliance with securities laws.
5. Confirming that management has in place compliance procedures that: (i) allow the Company to respond to health, safety, environment and corporate social responsibility violations and incidents in a timely and effective manner; (ii) allow the Committee and the Board to receive adequate notification of such violations and incidents and (iii) promote accountability, the avoidance of incidents and violations and improvements in the future.
6. Reviewing management's crisis management plans, including incident response, communications, media relations, and family relations.
7. Reviewing with management the following items as they relate to health, safety, environment or corporate social responsibility matters:
 - (i) the Company's policies with respect to risk assessment and risk management;
 - (ii) the Company's major financial risk exposures;
 - (iii) the steps management has taken to monitor and control such exposure; and
 - (iv) the effect of relevant regulatory initiatives and trends.
8. Reviewing with management the Company's record of performance on health, safety and environmental matters, along with any proposed actions based on the record of performance and corporate social responsibility.

9. Advising the Board regularly of significant developments in the course of performing the above duties, including reviewing with the full Board any issues that arise with respect to the Company's compliance with legal or regulatory requirements and ensuring that the Board is kept abreast of their duties and responsibilities related to health, safety, environmental and corporate social responsibility matters.
10. Performing such other duties and responsibilities as are consistent with the purpose of the Committee and as the Board or the Committee shall deem appropriate.
11. Reviewing and reassessing the adequacy of this charter on a regular basis and submit any proposed revisions to the Board for consideration and approval.
12. The Committee will record minutes of its meetings and report periodically to the Board.

Approval

Approved by the Board of Directors on March 31 2018.