

HUBBAY MINERALS INC.
(the “Company”)

ENVIRONMENTAL, HEALTH AND SAFETY COMMITTEE CHARTER

PURPOSE

The Environmental, Health and Safety Committee is appointed by the Board of Directors to discharge the Board of Directors’ responsibilities relating to compliance with applicable environmental, health and safety legislation, rules and regulations. The purpose of the Environmental, Health and Safety Committee is to assist the Board of Directors in its oversight of the development and implementation by management of the Company of policies, programs and systems relating to environmental and health and safety issues, environmental, safety and health performance and monitoring of current and future legal and regulatory issues to ensure compliance with applicable legislation, rules and regulations and best management practices.

REPORTS

The Environmental, Health and Safety Committee shall report to the Board of Directors on a regular basis. The Environmental, Health and Safety Committee shall report to the Audit Committee on a periodic basis, or as matters evolve, regarding financial risks or potential accruals for contingent liabilities or disclosure issues relating to environmental, health and safety matters.

COMPOSITION

The members of the Environmental, Health and Safety Committee shall be three or more individuals who are appointed (and may be replaced) by the Board of Directors on the recommendation of the Company’s Corporate Governance and Nominating Committee. The appointment of members of the Environmental, Health and Safety Committee shall take place annually at the first meeting of the Board of Directors after a meeting of shareholders at which directors are elected, provided that if the appointment of members of the Environmental, Health and Safety Committee is not so made, the directors who are then serving as members of the Environmental, Health and Safety Committee shall continue as members of the Environmental, Health and Safety Committee until their successors are appointed. The Board of Directors may appoint a member to fill a vacancy that occurs in the Environmental, Health and Safety Committee between annual elections of directors. Any member of the Environmental, Health and Safety Committee may be removed from the Environmental, Health and Safety Committee by a resolution of the Board of Directors. Unless the Chair is appointed by the Board of Directors, the members of the Environmental, Health and Safety Committee may designate a Chair by majority vote of the members of the Environmental, Health and Safety Committee.

Each member of the Environmental, Health and Safety Committee shall have or develop an understanding of environmental, health and safety matters and best practices.

A majority of the members of the Environmental, Health and Safety Committee shall be “resident Canadians”, as contemplated by the *Canada Business Corporations Act*.

RESPONSIBILITIES

The Environmental, Health and Safety Committee shall:

- Ensure communication throughout the Company's organization the importance of developing a culture of environmental responsibility and an awareness of the importance of health and safety.
- Review with senior management the Company'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 and safety matters.
- Ensure adequate resources are available and systems are in place for senior management to implement appropriate environmental, health and safety policies, programs and systems (which should include defined standards and objectives), monitor their effectiveness and request regular, periodic reports on such programs.
- Ensure that senior management has implemented an environmental, health and safety performance measurement system that can be used to provide an ongoing measure of the environmental and health and safety performance and continuous improvement regarding such matters.
- Utilize the environmental, health and safety performance measurement system to monitor compliance with legal requirements and internal targets, as well as communicate a demonstrated commitment to the environment and employee health and safety to shareholders and stakeholders, including all members of the Company's organization.
- Ensure that senior management has implemented an environmental and health and safety compliance audit program, which should provide an indication of the Company's risk exposures, steps taken to monitor and control such exposures, the effect of relevant regulatory initiatives and trends and material claims, and request from senior management, periodic status reports on such program and provide feedback on necessary improvements to the program.
- Receive quarterly environmental, health and safety reports from management that include any environmental, health and safety issues of a material nature, including details of incidents reports.

MEETINGS

The Environmental, Health and Safety Committee shall meet at least four times per year and more frequently as circumstances require. All members of the Environmental, Health and Safety Committee should strive to be at all meetings. The Environmental, Health and Safety Committee may request any member of the Company's senior management or the Company's outside advisors to attend meetings of the Environmental, Health and Safety Committee or with any members of, or other advisors to, the Environmental, Health and Safety Committee.

Quorum for the transaction of business at any meeting of the Environmental, Health and Safety Committee shall be a majority of the number of members of the Environmental, Health and Safety Committee or such greater number as the Environmental, Health and Safety Committee shall by resolution determine. The powers of the Environmental, Health and Safety Committee may be exercised at a meeting at which a quorum of the Environmental, Health and Safety Committee is present in person or by telephone or other electronic means or by a resolution signed by all members entitled to vote on that resolution at a meeting of the Environmental, Health and Safety Committee. Each member (including the Chair) is entitled to one (but only one) vote in Environmental, Health and Safety Committee proceedings.

Meetings of the Environmental, Health and Safety Committee shall be held from time to time and at such place as a member of the Environmental, Health and Safety Committee may request upon 48 hours prior notice. The notice period may be waived by a quorum of the Environmental, Health and Safety Committee.

The Environmental, Health and Safety Committee may delegate authority to individual members and subcommittees of its members where the Committee determines it is appropriate to do so.

INDEPENDENT ADVICE

In discharging its mandate, the Environmental, Health and Safety Committee shall have the authority to retain (and authorize the payment by the Company of) and receive advice from special legal or other advisors as the Environmental, Health and Safety Committee determines to be necessary to permit it to carry out its duties.

ANNUAL EVALUATION

Annually, or more frequently at the request of the Senior Vice President and General Counsel as a result of legislative or regulatory changes, the Environmental, Health and Safety Committee shall, in a manner it determines to be appropriate:

- Conduct a review and evaluation of the performance of the Environmental, Health and Safety Committee and its members, including the compliance of the Environmental, Health and Safety Committee with this Charter.
- Review and assess the adequacy of its Charter and the position description for its Chair and recommend to the Board of Directors any improvements to this Charter or the position description that the Environmental, Health and Safety Committee determines to be appropriate, except for minor technical amendments to this Charter, authority for which is delegated to the Senior Vice President and General Counsel, who will report any such amendments to the Board of Directors at its next regular meeting.