



POLARIS MINERALS CORPORATION

POSITION DESCRIPTION FOR THE CHIEF EXECUTIVE OFFICER (CEO)

The Chief Executive Officer ("CEO") of Polaris Minerals Corporation (the "Company") provides the leadership of the Company and, subject to approved policies and direction by the Board of Directors, manages the business and affairs of the Company. The CEO is accountable to the Board of the Company for the achievement of corporate objectives, within specified executive limitations and in accordance with company and governance policies and procedures.

The CEO is responsible for:

- Formulating the Company's strategic plans and long term goals and objectives for the approval of the Board. Such plans should include strategies for each entity in which the Company has a significant ownership interest, and the identification and assessment of risks and provisions to manage and mitigate these risks. These plans should include specific steps and performance indicators which will enable the Board to evaluate progress on implementing such strategies;
- Proposing to the Board for approval annual capital and operating plans and budgets to implement the Company's business strategies, together with key financial and other performance goals for the Company's activities. The CEO reports regularly to the Board on the progress against these goals and is governed by the *Budget and Expenditure Approval Policy* as set out by the Board;
- Keeping the Board fully informed of the Company's progress towards the achievement of the Company's goals and objectives, and of all material deviations from the goals or objectives, and policies established by the Board, in a timely and candid manner;
- Managing the operations of the business in accordance with the strategic direction set by the Board and within operational policies as determined by the Board, in relation to the conduct of the business;
- Ensuring that the Board is aware of relevant trends, anticipated adverse media and analyst coverage, material external or internal changes, and any changes in the assumptions upon which any Board decision or approval has previously been made. The CEO must report to the Board, in a timely and candid manner, any actual or anticipated non-compliance with any Board approved policy or decision;
- Providing the Board with information, both internal and external, that the Board may require in order to make fully informed decisions regarding the operation of the Company;
- Making him/herself available to participate in Board Committee meetings and activities;
- Executive leadership and overall day to day management of the Company. The CEO is responsible for the implementation of policies, directives and resolutions adopted by the Board and senior management from time to time;

- Together with the Company's Chief Financial Officer, establishing and maintaining disclosure controls and procedures, and internal controls and procedures, for financial reporting appropriate to ensure the accuracy and integrity of the Company's financial reporting and public disclosures in accordance with all regulatory, statutory, and legal requirements;
- Effectively articulating management's vision to the Board, as management's representative on the Board and, conversely, effectively articulating the Board's vision and decisions to management and employees;
- Advising the Board if, in the CEO's opinion, the Board, or one of its directors, is not in compliance with its own policies, or legal and/or regulatory requirements;
- Communicating effectively with managers and employees and promoting a sense of participation in, and commitment to, the organization. The CEO is expected to be accessible and collaborative;
- Setting goals for, and in conjunction with, the members of the management team, and ensuring accountability for those goals;
- Presenting to the Board an annual assessment of the Company's senior management, together with recommendations regarding a succession plan that provides for the orderly succession of senior management, including the recruitment, training and development required. The CEO recommends to the Board the appointment or termination of any officer of the Company;
- Fostering, understanding, and reflecting the culture and goals of the Company;
- Effectively and accurately representing the Company to its shareholders and stakeholders, including investment and financial communities, local community groups, First Nations, governments, organizations, customers, suppliers, and the public.