



AURA MINERALS INC.

POSITION DESCRIPTION FOR COMMITTEE CHAIR

Pursuant to the Company's Mandate for the Board of Directors, the Board may establish committees of the Board and delegate certain responsibilities to those committees.

Where the Board establishes a committee, the Board will appoint a member of that committee to serve as chair or, in the event of its failure to do so, the members of the committee shall appoint a committee Chair (the "Chair").

This position description describes the appointment, role and responsibilities of the Chair. It should be read together with the Company's Corporate Governance Guidelines.

The designation of the Chair shall take place annually at the first meeting of the Board of Directors after a meeting of the shareholders at which directors are elected, provided that if the designation is not so made, the director who is then serving as Chair shall continue as Chair until his or her successor is appointed.

The performance of the Chair shall be evaluated annually by the Board. The Chair may be removed or replaced at any time if the Chair's performance does not meet the expectations of the Board.

The Committee Chair's responsibilities include:

1. providing effective committee leadership, overseeing all aspects of its direction and administration in accordance with its charter;
2. overseeing the charter, structure, composition, membership and activities delegated to the committee;
3. reporting the results of each committee meeting at the next Board meeting and ensuring that committee minutes are available to each director;
4. setting the agenda for committee meetings in consultation with other committee members, the President and CEO, the CFO and/or appropriate members of Management;
5. chairing all committee meetings and allotting sufficient time during meetings to fully discuss agenda items of relevance;
6. communicating with appropriate members of Management to ensure that committee members are receiving written information and presentations from Management consistent with fulfilling the committee's charter; and



7. overseeing the annual assessment of the committee's performance.

Approved by the Board on November 12, 2014.