

THE TECHNICAL COMMITTEE CHARTER

PARAMOUNT GOLD NEVADA CORP.

THE TECHNICAL COMMITTEE OF THE BOARD OF DIRECTORS

EFFECTIVE AS OF NOVEMBER 14, 2018

BACKGROUND AND PURPOSE

The Board of Directors (the “Board”) of Paramount Gold Nevada Corp. (the “Corporation”) has established a Technical Committee (the “Committee”) in furtherance of its commitments to adopt best practices.

The Board of Directors has granted the Committee the authority to investigate any activity of the Corporation and its subsidiaries relating to the Engineering, Environmental, Exploration, Permitting, Community and Health and Safety activities (the “Area of Focus”).

The Committee has been, and shall be, granted unrestricted access to all information and all employees have been, and shall be, directed to cooperate as requested by members of the Committee. The Committee has the authority to retain, at the Corporation’s expense, persons having special competencies to assist the Committee in fulfilling its responsibilities, including the sole authority to approve the fees and other terms of retention of such persons.

COMPOSITION AND OPERATIONS

1. The Committee shall consist of not fewer than two and not more than five non-management directors;
2. The Committee shall meet at least two times per year;
3. The Committee members shall serve until their successors have been duly designated and qualified. Any member may be removed at any time, with or without cause, by a majority of the Board then in office. Any vacancy in the Committee occurring for any cause may be filled by a majority of the Board then in office;
4. A majority of the members of the Committee shall constitute a quorum for the transaction of business and the act of a majority of those present at any meeting at which there is a quorum shall be the act of the Committee;
5. The Committee’s chair shall be designated by the Board. The chair of the Committee, in consultation with management and the other members of the Committee, shall set meeting agendas; and
6. The Committee may form and delegate authority to subcommittees when appropriate.

DUTIES AND RESPONSIBILITIES

The Committee shall:

1. Meet with management on a regular basis to discuss the Areas of Focus, and processes and programs, including those related to project development, and provide advice, counsel and recommendations, as appropriate;

2. Review and monitor the Area of Focus on behalf of the Board to ensure that management is taking appropriate measures to achieve compliance with appropriate laws, legislation and the Company's Policies;
3. Review and monitor management's activities to ensure that the principle risks and opportunities of the Company related to the Area of Focus are identified by management and that sufficient resources are allocated by management to address these risks and opportunities;
4. Periodically review environmental, corporate social responsibility, health and safety incidents to determine, on behalf of the Board, that management is taking appropriate action in respect of those matters and that management has been duly diligent in carrying out its responsibilities and activities in that regard;
5. Investigate, or cause to be investigated, any extraordinary negative sustainability, environment, corporate social responsibility, health and safety performance where appropriate;
6. Perform such other duties and responsibilities as are consistent with the purpose of the Committee and as the Board or the Committee shall deem appropriate; and
7. Ensure that the Company's directors are kept abreast of their duties and responsibilities related to the scope of this Committee.

ACCOUNTABILITY

1. The Committee Chair has the responsibility to make periodic reports to the Board, as requested, on the Area of Focus relative to the Company; and
2. The Committee shall report its discussions to the Board by maintaining minutes of its meetings and providing an oral report at the next Board meeting.