

KINROSS

KINROSS GOLD CORPORATION
(“Kinross” or the “Company”)
CHARTER OF THE
CORPORATE RESPONSIBILITY AND TECHNICAL COMMITTEE
(CRTC or the “Committee”)

I. Purpose

The Committee’s primary purpose is to assist the Board of Directors in fulfilling its oversight and due diligence responsibilities with respect to corporate responsibility, technical and operational matters. The CRTC shall review and oversee:

- (i) the Company’s overall approach to corporate responsibility and sustainability including the development and implementation of related strategies, policies and management systems;
- (ii) the Company’s activities related to the permitting of its operations, development projects and exploration activities and monitoring key legislation, regulations and government policies that may impact the Company’s business strategy and activities;
- (iii) the Company’s overall process relating to reporting on the quantity and quality of its mineral reserves and resources, including its process for identifying and managing technical risks, in conjunction with the Audit and Risk Committee (ARC);
- (iv) the Company’s material exploration, operating, development and technical activities;
- (v) the Company’s material activities related to new projects, project development, and the closures of mine/exploration sites.

II. Composition

The CRTC will be composed of at least three directors, a majority of whom shall be “independent directors” in accordance with applicable legal requirements, including currently the requirements published by the Canadian Securities Administrators and the Corporate Governance Rules of the New York Stock Exchange reproduced in Schedule “A” to the Charter of the Board of Directors.

The CRTC members will be appointed by the Board of Directors annually at the meeting of the Board of Directors held closest to the annual shareholders’ meeting.

The Board of Directors may remove a member of the CRTC at any time in its sole discretion by resolution of the Board of Directors. Unless a Chair is elected by the full Board of Directors, the members of the CRTC may designate a Chair by majority vote of the full membership of the CRTC.

III. Responsibilities

The responsibilities of the CRTC include:

A. Corporate Responsibility:

- Oversee the Company's corporate responsibility strategy, including a corporate responsibility policy framework and initiatives to promote health, safety and responsible environmental stewardship, while maintaining and developing positive relationships with communities in which the Company operates;
- Review key policies, management systems and programs relating to corporate responsibility, including a performance measurement systems to monitor health, safety, environmental and social performance, and compliance with related legal requirements and internal targets; and
- Review the adequacy of resources and systems for management to implement appropriate health, safety, environmental, community and permitting programs.

B. Sustainability

- Review and discuss with management the Company's implementation of procedures for identifying, assessing, monitoring and managing sustainability risks and opportunities related to the company's business;
- Review and discuss with management the company's integration of sustainability policies, practices and goals into its business strategy and decision making, including management's strategy for reducing the Company's carbon footprint; and
- Oversee management's plans with respect to the identification and measurement of short- and long-term sustainability objectives for the Company, including any related controls or assurance on measurement, and review management's performance against such objectives.

C. Risk Oversight

- Review key policies, management systems, work plans, goals, policies and programs relating to the CRTC's mandate, with particular focus on the assessment and mitigation of health, safety, environmental, climate change, social, geological, mining, metallurgical and other technical risks;

- Review procedures for receipt by management of notification pertaining to actual, alleged or suspected violations of corporate health, safety, and environmental programs or the Company's standards of corporate and operational conduct;
- Review the implementation of redressal procedures for non-compliance with applicable health, safety, environmental and any other laws and regulations applicable to the Company's technical, exploration, development and operating activities and review reporting by management to the Board of the resolution thereof on a timely basis;
- Review emergency planning and procedures relating to health, safety and the environment;
- Review crisis management plans and recovery programs;
- In consultation with the ARC Chair, monitor relevant regulatory changes, initiatives and trends that may affect the Company's exploration, development or operating activities, or the Company's mineral reserves or resources;
- On an annual basis, obtain "comfort" from senior management respecting legal title to the Company's material mining properties; and
- Receive annual update on issues relating to security at the Company's exploration, development and operating sites; and
- Liaise as necessary with the ARC with respect to risk management related oversight to ensure appropriate coverage of corporate responsibility and technical areas; avoid unnecessary overlap; and identify gaps. Review/oversee measures taken towards management and disclosure of such risks.

D. Communications and Reporting

- Review practices and procedures for communicating to employees the Company's corporate responsibility strategy, including efforts to create a culture of awareness in the areas of safety, health and environmental stewardship and the importance of taking corporate responsibility and sustainability into account in decision-making within the organization;
- Oversee the approach to communicating with shareholders and other stakeholders about the Company's performance in corporate responsibility, sustainability and technical matters;
- Review and recommend to the Board for approval the Company's voluntary environmental, social and governance (including sustainability) reporting
- Report on the CRTC's activities to the shareholders annually in the Management Information Circular prepared by the Company for the annual general meeting of shareholders or other disclosure documents or on the Company's website; and

- Review and, as appropriate, comment on any reserves and resources data and information relating to the Company's material properties to be publicly disclosed or included in its filings with securities regulatory authorities prior to making such disclosure or filing.

E. Exploration, Development, Operating and Technical Matters

- Review management's efforts to obtain any required permits in a timely manner and obtain from management regular reports on the progress of such permitting activities, as well as reports on key government legislation, regulations and policies that may have a material impact on the Company's activities in the countries where it operates;
- Review practices and procedures that account for reclamation and closure obligations in the Company's business plans according to applicable accounting standards;
- Review practices, procedures and performance of tailings storage facilities;
- At least annually, meet independently with a member of the external Tailings Review Panel;
- Review practices, procedures and performance of the Company's geotechnical programs;
- Review the qualifications of the person that management has selected or appointed to be the internal qualified person (QP) to report on reserves and resources and review the technical qualifications and the independence of any external independent reserves and resources auditor selected by management. Determine if there are any restrictions affecting the ability of either of the foregoing being able to give an unqualified report and assist with resolving any differences between the QP, external independent reserves and resources auditor and management, as appropriate;
- Review the scope of the Company's mineral reserves and resources assessments with regard to legal and regulatory matters, applicable securities legislation, industry practice and procedures relating to the disclosure of information on mining activities, and mineral reserves and resources, and benchmark relative to current industry practices;
- Consider and discuss with management, and independently with the internal QP, and, as appropriate, the external independent reserves and resources auditor, the material assumptions, operating parameters and methodologies used in creating the mineral reserve and resources estimate;
- If required, co-ordinate meetings with any of the ARC, the external independent reserves and resources auditor and/or management to address matters of mutual interest or concern in respect of the Company's evaluation of mineral reserves;

- Review and recommend the annual reserves and resources disclosure to the Board of Directors for approval;
- Review the Company's annual budget as it relates to planned exploration, development and operation of the Company's mineral properties;
- Review material proposals for mining capital programs, including major assumptions;
- Review, as appropriate, the technical aspects of the Company's material exploration, development, construction and mining projects as well as mine closure plans;
- As requested by management, review and comment on the work plan specific to each of the Company's material exploration, development and mining properties;
- Discuss with management any exploration, geological, mining, metallurgical or other technical issues of significant concern;
- Consider and as appropriate, request post investment reviews relating to operational, technical, development and exploration matters in consultation with senior management. Investment reviews should be requested when a capital project is significantly outside of budget;
- Review management's performance in the areas of corporate responsibility and technical matters, and receive quarterly reports from management which are to include any corporate responsibility and technical issues of a material nature that are within the overall mandate of the CRTC;
- Review management's performance for conformance with the Company's "Safety and Sustainability Policy" and approve any changes to such policy;
- Annually evaluate the performance of the CRTC;
- Annually review and recommend revisions to the Charter, as necessary, for consideration by the Board of Directors; and
- Engage and compensate (for which the Company will provide appropriate funding) any outside advisor that the CRTC determines to be necessary to carry out its duties;

IV. Meetings

The CRTC will meet regularly at times necessary to perform the duties described above in a timely manner, but not less than twice a year. Meetings may be held at any time deemed appropriate by the CRTC.

These meetings may be with appropriate representatives of management, all either individually or collectively as may be required by the Chair of the CRTC. The CRTC will also meet periodically without management present.

The Chair of the CRTC will report periodically to the Board of Directors.