



Position Description for Committee Chairs

Introduction:

Committees of the Board of Directors (the “**Board**”) of Nano One Materials Corp. (the “**Company**”), as appointed from time to time, operate according to board-approved mandates which set out, amongst other things, their purpose, responsibilities and duties. The committee chair fulfills an important leadership role in facilitating the effective operation and management of the committees, keeps the organization's purpose, mission and strategic direction in mind as the committees pursue their objectives.

Each committee of the Board will be chaired by a director who is appointed by the Board after consultation with the chief executive officer and corporate secretary. Each committee is responsible for oversight of specific key areas that may require in-depth scrutiny, and: (a) operates within applicable laws and applicable rules of each stock exchange on which the Company's securities are listed for trading; and (b) reviews its mandate annually and reviews its performance against the mandate.

To fulfil his or her responsibilities and duties, the chair of a committee shall:

- set the agenda for each meeting of the committee in consultation with the corporate secretary, and otherwise bring forward for consideration matters within the mandate of the committee;
- oversee the flow of information to the committee to keep the committee informed of material matters relevant to the committee's mandate and monitor the adequacy and timeliness of materials provided to the committee by management;
- chair meetings of the committee;
- encourage a candid discussion in an atmosphere of openness and trust of all key matters which come before the committee;
- facilitate the committee's interaction with management, the Board and other committees of the Board; act as a resource and mentor for other members of the committee;
- present to the Board on findings and recommendations considered by the committee, its activities and compliance with the committee's charter;
- perform such other duties and responsibilities as may be delegated to the chair by the committee from time to time; and
- act as a liaison between management of the Corporation and the Corporation's external consultants and advisors.

Finally, committee chairs may call a special meeting to address urgent matters as necessary. Throughout the committee's work, the chair should review the functioning and development of the committee to ensure that the work is still needed and is aligned with the organization's mission and strategic direction. As the committee chair steps down or rotates off the chair position, it's prudent for the outgoing chair to support the incoming chair by debriefing the new chair and offering advice.