

ALACER GOLD CORP.

DIVERSITY POLICY

January 27, 2015

I. STATEMENT OF PRINCIPLE

Alacer Gold Corp. and its subsidiaries (the “Corporation”) have a workforce made up of many individuals with diverse skills, values, backgrounds and experiences. The Corporation values this diversity and recognises the organisational strength, deeper problem solving ability and opportunity for innovation that this diversity brings. In order to attract and retain a diverse workforce, the Corporation is committed to providing an environment in which all employees are treated with fairness and respect, and have equal access to opportunities available at work.

The Corporation believes diversity makes good sense for the business, not merely because of any legal obligations. Diversity contributes to the achievement of the Corporation’s corporate objectives. It enables the Corporation to attract people with the best skills and attributes, and to develop a workforce whose diversity reflects that of the communities in which it operates.

II. DIVERSITY OBJECTIVES AT THE CORPORATION

Diversity at the Corporation refers to all the characteristics that make individuals different from each other. It includes characteristics or factors such as religion, race, ethnicity, language, gender, sexual orientation, disability, tenure, age or any other area of potential difference. Diversity at the Corporation is about the commitment to equality and the treating of all individuals with respect. This is facilitated by the Corporation’s practice of making decisions based on merit for internal promotion, leadership development and flexible work arrangements

The Board of Directors (the “Board”) is responsible for establishing measurable objectives for achieving diversity and assessing on an annual basis the achievement against diversity objectives, including the representation of women at all levels of the organization.

III. MEASURING DIVERSITY POLICY OBJECTIVES

This Policy requires the Corporation to establish specific diversity initiatives and targets with the aim of progressing towards achieving such initiatives and targets. The Board’s Corporate Governance and Nominations Committee oversees such initiatives which include, but are not limited to the following:

- Conducting periodic evaluations and assessments of the individual Board members, the Board committees and the Board as a whole to identify strengths and areas for improvement;

- Developing and maintaining a skills matrix that identifies the skills, tenure and expertise required for the Board and identifies how those requirements are currently satisfied along with potential areas for growth and improvement;
- Ensuring that the recruitment and identification processes for both new directors and executives are appropriate in terms of depth and scope to foster identification and progression of diverse candidates and engaging third parties as appropriate to assist in this process;
- Maintaining an evergreen list of potential candidates, to the extent feasible, that addresses the needs identified through the processes undertaken by the Board; and
- Implementing a succession plan for the Board and senior management, with both short and long term goals that is informed by the foregoing principles.