

POSITION DESCRIPTION DOMINION DIAMOND CORPORATION

Position: Chief Executive Officer

Appointment:

The Board of Directors shall appoint the Chief Executive Officer on terms and conditions it considers appropriate. The Chief Executive Officer shall report to the Board of Directors on a regular, periodic basis and otherwise as the Board of Directors may request.

Duties and Responsibilities:

A. General Duties and Responsibilities

The Chief Executive Officer will provide strategic leadership and vision to the Corporation by working with the Board of Directors and the senior management team to establish, implement and oversee the long range goals, strategies, plans and policies of the Corporation, subject to the direction and oversight of the Board of Directors.

The Chief Executive Officer will be responsible to create value for the Corporation's shareholders over the long term, while ensuring that the Corporation's short term performance goals are met and are met in a manner that optimizes the Corporation's ability to create value over the long term and with an appropriate level of risk taking.

The Chief Executive Officer is the primary spokesman for the Corporation.

B. Detailed Duties and Responsibilities

Strategic Planning

- Lead the strategic planning process for the Corporation and, with the senior management team, develop an annual strategic plan for the Corporation. Present the plan to the Board of Directors for review and adoption.
- Oversee the implementation and administration of the approved strategic plan, as well as any related operational and profit plans, and report to the Board of Directors in a timely manner any major events associated with the administration of the approved strategic plan.
- Plan and direct all investigations and negotiations pertaining to the acquisition or disposition of mineral properties, mergers, joint ventures, the acquisition of businesses, the acquisition or sale of major assets or other material transactions with the approval of the Board of Directors.

Leadership and Governance

- Provide overall leadership to manage the Corporation in the best interests of its shareholders.
- Provide leadership, in conjunction with the Board of Directors, in establishing the Corporation's annual business plans and budgets.
- Communicate regularly with the Chairman of the Board and other Directors to ensure that all Directors are provided with timely and relevant information necessary to allow them to discharge their duties and responsibilities.

- Ensure that matters requiring decisions or approval of the Board of Directors are brought to the Board's attention in a timely manner.
- Hire, motivate, lead and mentor a high-performance senior management team, including attracting and retaining individuals with the requisite skills and expertise. Establish a top level organizational structure and management team
- Oversee a talent development and succession planning process and regularly communicate to the Board of Directors on the talent development and succession plan.
- Ensure that managers at all levels have clearly defined roles that are aligned with the strategic vision of the Corporation and that senior management possesses the requisite skills to anticipate and address any requirements necessary to deliver upon strategic objectives.
- In conjunction with the Human Resources & Compensation Committee, establish and maintain a comprehensive compensation strategy, including competitive industry positioning, weighting of compensation elements, a system of performance appraisals and an appropriate relationship between compensation and performance.

Corporate Social Responsibility / License to Operate

- Ensure the implementation of appropriate standards and systems to make certain that there is full compliance with all applicable regulations and safety standards.
- Provide overall leadership to management in support of the Corporation's commitment to corporate social responsibility and sustainability of the business.
- Ensure that the Corporation's employees, consultants and contractors address, in a respectful and transparent fashion, issues and concerns of indigenous peoples, including First Nations.
- Set the ethical tone for the Corporation and its management by overseeing the administration, implementation of and compliance with all policies and procedures adopted by the Corporation.

Business Management

- Ensure the development and implementation of an annual business plan and budget that supports the strategic plan and recommend the plans and budgets to the Board of Directors for consideration and approval.
- Manage the Corporation's day-to-day business and affairs in accordance with the annual business plans and budgets approved by the Board of Directors.
- Ensure the implementation of the annual business plan and budget within the delegations of authority and general approval guidelines for management established by the Board of Directors.
- Identify, develop and maintain all shareholder business, political and stakeholder contacts and relationships necessary to facilitate the implementation of the strategic plan.
- Implement all policies adopted by the Board of Directors to ensure maintenance of the highest standards of business conduct and ethics, as well as full compliance with all applicable laws, rules and regulations.
- Manage relations with the Corporation's stakeholders including bankers, analysts, fund managers, institutional investors, individual shareholders, government officials and all other interested parties.

- Oversee the adequacy and soundness of the Corporation's strategies regarding the environment, health, safety and community engagement.

Risk Management and Disclosures

- Identify and review with the Board of Directors on an annual basis, or more frequently if required, the principal business risks associated with the Corporation's business and design and implement appropriate systems and procedures to effectively monitor, manage and mitigate such risks.
- Establish and maintain the Corporation's disclosure controls and procedures in consultation with the Chief Financial Officer and other members of the senior management team.
- Ensure that the Corporation complies with all regulatory requirements for financial information, reporting, disclosure requirements and internal controls over financial reporting.
- Provide required regulatory CEO certifications regarding the business and affairs of the Corporation
- Ensure that the disclosure of material information is both appropriate and timely.
- Develop and implement an effective communications policy and program designed to facilitate the implementation of the Corporation's strategic plan.

Other Duties

- Carry out such other duties and responsibilities as may be assigned by the Board of Directors from time-to-time.

APPROVED by the Board of Directors of Dominion Diamond Corporation on the 20th day of January, 2016.