

AURA MINERALS INC.

POSITION DESCRIPTION FOR LEAD DIRECTOR

In the event that the chairman of the Board (the “Chairman”) declares a potential conflict of interest, is deemed an executive officer or is unable to perform his or her duties, the Lead Director shall assist the Company and the Board to function effectively, cohesively and independently of Management. The Lead Director shall be an outside, independent director, appointed or confirmed by the Board annually and hold office at the pleasure of the Board.

The Lead Director:

1. shall chair Board meetings when the Chairman declares a potential conflict of interest, is deemed an executive officer or is unable to perform his or her duties;
2. is responsible, along with the Chairman and President & CEO, for setting agendas for meetings of the Board and for the quality of information sent to the directors;
3. shall chair sessions of the independent directors, without Management present, following each Board meeting;
4. is responsible, along with the Chairman, for the public disclosure regarding the responsibilities of the Lead Director and the Chairman;
5. shall, as considered advisable or as instructed by the independent directors, act as a liaison between the independent directors and Management;
6. shall, as considered advisable or as instructed by the independent directors, act as a liaison between the independent directors and the Chairman;
7. shall assume other responsibilities as are designated by the independent directors from time to time and are consistent with the objectives of the Lead Director;