



Position Description for Director

The Board of Directors (the “Board”) of Imperial Metals Corporation (the “Company”) is responsible for supervising the management of the business and affairs of the Company. The position of director on the Board (“Director”) is to act in accordance with the Board Mandate.

Statement of Director Qualifications:

1. Proven track record of sound business judgement and good business decisions.
2. Demonstrated integrity and high ethical standards.
3. Appropriate knowledge of business and industry issues.
4. Specific knowledge and experience to support the development and/or implementation of business strategy.
5. Communication skills.
6. Ability to contribute to the board’s effectiveness and performance.
7. Availability for board and committee work.

Statement of Director Expectations:

1. Term of office is for one year.
2. Each Director will be encouraged to hold shares of the Company.
3. In the event of a conflict of interest, the Director must disclose the conflict, abstain from discussion and voting.
4. Directors are expected to attend all meetings in person or by phone.
5. All external communication is carried out through the President or his/her designate.