

RAINY RIVER RESOURCES LTD. HEALTH, SAFETY, ENVIRONMENT AND SUSTAINABILITY POLICY

Rainy River Resources Ltd. (the “Company”) is committed to excellence in the management of health, safety, the environment and sustainability in the conduct of its operations. The Company’s objectives are to:

- (a) ensure the health and safety of employees, contractors and visitors in the workplace;
- (b) responsibly manage the impact that its mineral exploration and development operations may cause to the environment; and
- (c) demonstrate its commitment to fostering sustainable development in the communities in which it operates.

To achieve these objectives the Company will:

- (a) apply a proactive risk management approach using best practices appropriate to local conditions and needs that will meet the Company’s legal obligations as a minimum;
- (b) identify and engage with the local communities and the Company’s other stakeholders and work to take their views, customs and culture into account throughout the life cycle of the Company’s operations;
- (c) prior to entering into mining operations, develop a responsible mine closure plan that considers the future needs of the local communities;
- (d) continuously strive to improve the Company’s health, safety, environmental and sustainability practices, by establishing and reviewing its objectives and targets, through evaluation, auditing and development of performance improvement plans;
- (e) educate and train the Company’s employees and contractors, and inform surrounding communities to promote the application of health, safety, environment and sustainability principles and practices;
- (f) seek and adopt sustainable practices in the use of natural resources, taking into consideration the protection of the local and regional biodiversity where the Company operates;
- (g) strive to maximize the reuse of materials and recycling of waste and to minimize the use of consumables and raw materials; and
- (h) strive to promote economic prosperity in surrounding communities by fostering local entrepreneurship.

The Company will report openly to its stakeholders on its progress to achieve the objectives of this policy.

Approved by the Board of Directors on May 10, 2011.