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**NOVAGOLD RESOURCES INC.  
(the "Company")**

**BOARD SERVICE POLICY**

**PURPOSE**

The Board of Directors of the Company (the "Board") believes that it is in the best interests of the Company and its shareholders to ensure that each Board member is able to devote sufficient time and energy to Board responsibilities in order to be an effective representative of the Company's shareholders' interests. The Board acknowledges and values the knowledge, experience and diverse perspectives that directors who serve on multiple boards offer. The increasingly complex responsibilities of being a board member; however, require an increasingly significant time commitment. The Board must balance the insight gained from directors who serve on multiple boards with their ability to sufficiently prepare for, attend, and effectively participate in all of the Company's Board and committee meetings.

**COVERED DIRECTORS**

This Policy applies to the Company's current and future Board members.

**ADMINISTRATION**

The Board and the Corporate Governance & Nominations Committee shall administer this Policy as provided herein.

**LIMITATION ON BOARD SERVICE**

The Company's policy is that:

- 1) if a Board member is a Chief Executive Officer of a public company, the Board member shall serve on no more than one public company board other than the board of the company of which the Board member is the Chief Executive Officer; and
- 2) if a Board member is not a Chief Executive Officer of a public company, the Board member shall serve on no more than four public company boards in addition to the Company's Board.

**COMPLIANCE WITH THE POLICY**

If, during a Board member's term, a Board member becomes a Chief Executive Officer of a public company or is elected or appointed to the Board of a public company and as a result of either of those occurrences the Board member exceeds the limitations on board service established by this Policy, then that Board member shall promptly notify the Chair of the Corporate Governance & Nominations Committee (or in the event the Board member is the Chair of the Corporate Governance & Nominations Committee, the Chair of the Board) of the fact of and circumstances giving rise to the non-compliance with this Policy and the action the Board member will take to comply with the limitations on board service established by

this Policy or, if the Board member does not intend to comply with this Policy, offer to resign from the Company's Board.

If a Board member offers to resign from the Company's Board as provided in this Policy, the Corporate Governance & Nominations Committee shall consider the offer and make a recommendation to the Board as to whether to accept or to reject the resignation offer. In making its recommendation, the Corporate Governance & Nominations Committee shall consider the length of the Board member's remaining term, the Board member's ability to sufficiently prepare for, attend, and effectively participate in all of the Company's Board and committee meetings during that remaining term, whether there are important matters for Board consideration as to which the Board member has particular expertise, and such other factors as the Committee deems relevant. The Board, other than the Board member who has offered to resign, shall consider the Governance & Nominations Committee's recommendation and take such action with respect to the resignation as the Board in its discretion determines to be appropriate.

The Governance & Nominations Committee shall not nominate as a candidate for election to the Company's Board an individual who at the time of the nomination is not in compliance with this Policy.

*Adopted January 24, 2018, effective for incumbent directors as of 2019 Annual General Meeting*