

Resolute Forest Products

Sustainability Committee Charter

1. Purpose

The overall responsibility for Resolute Forest Products' (the "company" or "Resolute") sustainability performance resides with its president and chief executive officer. Resolute's sustainability committee is tasked with developing and driving the company's sustainability strategy and performance based on shared priority issues, which reflect the company's significant environmental, social and economic impacts, and the assessments and interests of key stakeholders. The committee is a cross-functional group of senior managers and subject-matter experts that is accountable to the executive team.

2. Key Responsibilities

The committee drives the company's sustainability strategy and performance by identifying and proposing for adoption key sustainability commitments and developing and monitoring related plans and performance. In particular, the committee shall:

- identify risks and opportunities related to sustainability;
- assess, discuss and integrate shared priority issues (also known as material sustainability issues or impacts) as well as other sustainability factors and market forces;
- recommend sustainability initiatives and goals, and measure results;
- oversee sustainability reporting, disclosures and communications, and evaluate annual performance;
- review the company's sustainability commitments on an annual basis;
- provide project oversight on the company's key sustainability commitments; and
- ensure continuous improvement.

The board of directors of Resolute and its board committee responsible for sustainability matters shall be kept apprised of the work performed by the committee, at a minimum on an annual basis, as part of its oversight of the sustainability performance of the company, more specifically, the identification and management of risks and opportunities relating to environmental, health, safety and social matters.

Sustainability decision-making remains ultimately with the president and chief executive officer in consultation with the executive team.

3. Chair and Committee Membership

The committee shall be chaired by the vice president, Corporate Communications, Sustainability and Government Affairs or such other person appointed by the chief executive officer. The chair shall appoint certain senior managers and subject-matter experts as members of the committee as appropriate, taking into account expertise in relevant and varied disciplines. Such expertise may include, among others, environment, engineering, forest management, health and safety, sales, procurement, operations, legal affairs, government affairs, corporate governance, finance, human resources and communications.

The chair shall maintain a current list of the members of the sustainability committee. The chair shall have discretion as to the number of members.

4. Secretary and Quorum

The chair shall preside over each meeting of the committee and appoint a secretary to take minutes of meetings. In the event of unavailability of the chair to preside over a meeting, the chair shall appoint another member of the committee to preside over such meeting. Quorum for committee meetings shall be at least half of the appointed members.

5. Number of Meetings per Year

The committee shall meet as often as necessary to carry out its responsibilities, but no less than four times a year, using quarters and schedules of the meetings of the board of directors as guidelines for meeting dates. Meetings may be called by the chair, by the president and chief executive officer, or by a majority of committee members. Meetings may be held virtually.

6. Resources

The committee shall be provided the support of the team of the vice president, Corporate Communications, Sustainability and Government Affairs, and as needed other functions across the company.