DOMAN BUILDING MATERIALS GROUP LTD.

ENVIRONMENTAL, HEALTH AND SAFETY COMMITTEE CHARTER

1. PURPOSE OF THE COMMITTEE

1.1 Responsibilities

1. The Committee is appointed by the Board and shall advise and assist the Board of Directors on Environmental, Health & Safety ("EHS") matters, as well as matters relating to corporate social responsibility ("CSR"), including, without limiting the generality of the foregoing, the following:

a) EHS and occupational health and safety management system and policies;

b) Public, policy and regulatory requirements on EHS matters as they relate to compliance, capital investments, operations and products of the Corporation and its subsidiaries;

c) Evaluating environmental risks and mitigation strategies associated with business acquisitions, dispositions and related operations;

d) EHS and occupational health and safety performance at the Corporation's sites, including termination and clean-up obligations;

e) Management plans and long-term objectives for CSR matters, as well as compliance with EHS and occupational health and safety performance matters;

f) Corporate resources for effective EHS, occupational health and safety and CSR management;

g) Reporting system with respect to Environmental, Health & Safety risk, emergency or non-compliance events;

h) Consideration, assistance or oversight in the preparation of any Environmental, Social and Governance report prior to submission to the Board for approval and publication;

i) on a regular basis, follow the process established by the Board and overseen by the Nominating and Corporate Governance Committee for assessing the performance and effectiveness of the Committee;

j) review and assess the adequacy of this Charter annually and recommend any changes it deems appropriate to the Board; and

k) responsibility for such other matters as are set out in this Charter or as may otherwise be assigned to the Committee by the Board.

1.2 General

The Committee's purpose includes responsibility for such other matters as are set out in this Charter or as may otherwise be assigned to the Committee by the Board.

2. DEFINITIONS AND INTERPRETATION

2.1 Definitions

In this Charter:

(a) "**Applicable Laws**" means all applicable provisions of law, domestic or foreign, including, without limitation, the *Securities Act* (British Columbia) as amended, together with all regulations, rules, policy statements, rulings, notices, orders or other instruments promulgated thereunder and the applicable rules and policies of any stock exchange on which the Corporation is listed and of the Corporation;

(b) "**Board**" means the Board of Directors of the Corporation;

(c) "**CEO**" means the Chief Executive Officer of the Corporation;

(d) "**CFO**" means the Chief Financial Officer of the Corporation;

(e) "**Chair**" means the chair of the Committee;

(f) "**Committee**" means the Environmental, Health and Safety Committee of the Corporation;

(g) "**Corporation**" means Doman Building Materials Group Ltd.;

(h) "**Directors**" means the members of the Board of the Corporation;

(i) "**Senior Management**" means the CEO, CFO, and other senior management as may be applicable; and

(j) "**Shareholder**" means a shareholder of the Corporation.

2.2 Interpretation

The provisions of this Charter are subject to the provisions of the Articles of Incorporation and the By-Laws of Corporation and Applicable Laws. All terms used and not otherwise defined herein shall have the meanings ascribed thereto in the Mandate of the Board of Directors, as amended.

CONSTITUTION AND FUNCTIONING OF THE COMMITTEE

3. ESTABLISHMENT AND COMPOSITION OF COMMITTEE

3.1 Establishment of the Committee

The Committee is hereby established with the constitution, function and responsibilities herein set forth.

3.2 Appointment and Removal of Members of the Committee

(a) Board Appoints Members. The members of the Committee shall be appointed by the Board or Nominating and Corporate Governance Committee of the Corporation.

(b) Annual Appointments. The appointment of members of the Committee shall take place annually at the first meeting of the Board after a meeting of the Shareholders at which Directors are elected, provided that if the appointment of members of the Committee is not so made, the Directors who are then serving as members of the Committee shall continue as members of the Committee until their successors are appointed.

(c) Vacancies. The Board may appoint a member to fill a vacancy that occurs in the Committee between annual elections of Directors.

(d) Removal of Member. Any member of the Committee may be removed from the Committee by a resolution of the Board.

3.3 Number of Members

The Committee shall consist of three or more Directors.

3.4 Qualification and Independence of Members

Each member of the Committee shall be independent as defined under Applicable Laws and have or develop an understanding of environmental, health and safety principles and practices. At least one member of the Committee shall have significant experience with such matters.

4. COMMITTEE CHAIR

4.1 Board to Appoint Chair

The Board shall appoint the Chair from the members of the Committee (or if it fails to do so, the members of the Committee shall appoint the Chair of the Committee from among its members).

4.2 Chair to be Appointed Annually

The designation of the Committee's Chair shall take place annually at the first meeting of the Board after a meeting of the members at which Directors are elected, provided that if the designation of Chair is not so made, the Director who is then serving as Chair shall continue as Chair until his or her successor is appointed.

5. COMMITTEE MEETINGS

5.1 Quorum

A quorum of the Committee shall be a majority of its members present in person. Any Director may participate in a meeting of the Committee by means of teleconference and a Director so participating shall be considered present in person at that meeting.

5.2 Secretary

The Chair shall designate from time to time a person who may, but need not, be a member of the Committee, to be Secretary of the Committee.

5.3 Time and Place of Meetings

The time and place of the meetings of the Committee and the calling of meetings and the procedure in all things at such meetings shall be determined by the Committee.

5.4 Right to Vote

Each member of the Committee shall have the right to vote on matters that come before the Committee.

5.5 Invitees

The Committee may invite Directors, officers, employees, advisors or consultants of the Corporation or any other person to attend meetings of the Committee to assist in the discussion and examination of the matters under consideration by the Committee.

5.6 Regular Reporting

The Committee shall report to the Board at the Board's next meeting the proceedings at the meetings of the Committee and all recommendations made by the Committee at such meetings. The Committee shall oversee the preparation and shall approve and recommend annually the Committee's report, if any, for any public disclosure of information relating to EHS matters of the Corporation, including in the Corporation's management information circular.

6. AUTHORITY OF COMMITTEE

6.1 Retaining and Compensating Advisors

The Committee shall have the authority to retain and terminate:

(a) any firm engaged to assist in the evaluation of EHS matters; and

(b) outside counsel and any other advisors as the Committee may deem appropriate in its sole discretion.

Prior to retaining any outside advisor, the Committee shall consider such factors as it considers necessary or desirable, including the expertise, skill set and experience of the proposed advisor together with the advisor's independence from the Corporation (as such term is defined in applicable securities laws). The Committee shall have sole authority to approve related fees and retention terms of any such firm and other advisors.

6.2 Subcommittees

The Committee may form and delegate authority to subcommittees if deemed appropriate by the Committee.

6.3 Recommendations to the Board

The Committee shall have the authority to make recommendations to the Board, but shall have no decision-making authority other than as specifically contemplated in this Charter.

7. REMUNERATION OF COMMITTEE MEMBERS

Members of the Committee and the Chair shall receive such remuneration for their service on the Committee as the Board may determine from time to time.

SPECIFIC DUTIES AND RESPONSIBILITIES – COMMITTEE ADMINISTRATION

8. REGULAR PERFORMANCE EVALUATION

On a regular basis, the Committee shall follow the process established by the Board and overseen by the Nominating and Governance Committee for assessing the performance and effectiveness of the Committee.

9. CHARTER REVIEW

The Committee shall review and assess the adequacy of this Charter annually and recommend to the Board any changes it deems appropriate.