

JOB DESCRIPTION

Company	Sprott Resource Lending Corp
Job Title	Corporate Secretary
Location	Royal Bank Plaza – Toronto, Ontario
Department	Corporate
Job Level	Managerial – Contract 20 hours/week
Reports To	CFO
Effective Date	November 2010

Job Purpose & Summary:

- Reporting to the CFO, the Corporate Secretary is responsible for the recording of board of director minutes, ensuring all corporate public disclosure is made on a timely basis with US and Canadian regulatory authorities and assisting in the preparation of certain reports.

Key Areas of Responsibility:

- Act as recording secretary at various meetings by recording minutes, drafting resolutions; circulate minutes of meetings and/or consent resolutions, as the case may be
- Organize Board and Committee meetings including canvassing availability; preparing notices and agendas; compiling and distributing meeting materials;
- Maintain a schedule of board and committee attendance and directors' fees (liaising with accounting for payment of fees);
- Ensure all materials are provided to legal counsel to maintain original minute book and maintaining shadow minute books and certain subsidiaries at the office;
- Circulating blackout notices, as required;
- Maintaining the Corporation's corporate governance materials, including all mandates, charters policies and job descriptions;
- Maintain corporate filing system for the company;
- Manage the relationship with the Corporation's transfer agent, including the preparation of treasury orders and issuance of shares;
- Manage the Corporation's outstanding stock options in collaboration with the accounting department, maintain records required in respect of option grants, exercises and cancellations. Process exercises of options including preparing treasury orders;
- Coordination of all aspects of the annual general meeting, including the preparation (with legal counsel), printing and mailing of annual meeting materials, annual board assessment questionnaires, annual meetings of committees to ensure that responsibilities set out in the charters for the various committees are completed;
- Preparing or assisting in the preparation of all continuous disclosure filings, including the review of the Corporation's annual information form, and ensuring that such filings are made in a timely manner as prescribed by applicable securities and corporate legislation and stock exchange policies
- Co-ordinate and arrange with news wire service for the dissemination of press releases;

- Communication with Regulatory bodies as required to maintain the Company's listing status on the Exchanges;
- EDGAR/SEDAR (including filings of all financial statements, MD&A, press releases etc.)
- Provide various monthly reports (share capital, options) to accounting department;
- Perform other related duties as required.

Relationships:

- Board of directors
- Corporate legal counsel
- Regulatory agencies
- Internal & External Auditors

Qualifications:

Education/Professional Designation:

- Chartered Secretary
- University graduate or background in law

Work Experience/Knowledge, Skills & Abilities:

- Minimum of 5 years of work experience as a corporate secretary
- Intermediate with Microsoft Office applications
- Ability to maintain a high level of accuracy in a dynamic environment
- Lending industry experience would be an asset

Personal Characteristics:

- Possess strong communication and organizational skills
- Proactive, self-starter and a willingness to learn and take on new challenges.
- Strong work ethic and ability to manage change.

Please submit resumes to lvaleri@sprottconsulting.com or contact Kent Williams at 416-943-4994