OMICO CORPORATION

Nomination Committee Charter

This Charter establishes the purpose, composition, authority, responsibilities and operations of the Nomination Committee (the "Committee").

1. Purpose

The Nomination Committee (the "Committee") shall assist the Board of Directors (the "BOD") of Omico Corporation (the "Corporation") to screen, review and evaluate the qualifications of individuals nominated for membership to the BOD and those nominated to other positions requiring BOD approval and provide assessment on the BOD's effectiveness in directing the process of renewing and replacing BOD members.

2. Composition and qualification of members

Membership of the Committee consists of at least three (3) Directors in good standing, one of whom shall be an Independent Director. Each member of the Committee shall meet the independence and expertise requirements established by the BOD and the applicable laws and regulations.

3. Term of Office

Committee members and the Chairperson shall be appointed for a one (1) year term. Any member may be removed or replaced and any vacancies on the Committee shall be filled by the BOD.

4. Meetings

The Committee shall meet as often as it considers necessary. It shall be governed by the same rules regarding meetings (including meetings by telephone conference, videoconference or other similar communication equipment), notice, waiver of notice, quorum and voting requirements as are applicable to the BOD.

The Corporate Secretary or Assistant Corporate Secretary shall be the Committee Secretary unless otherwise determined by the Committee. Adequate minutes of the Committee proceedings will be kept and the Committee will report on its actions and activities at the board meeting of the BOD.

5. Authority

The Committee shall have the resources and power necessary to discharge its duties and responsibilities as enumerated herein. It may form and delegate authority to one or more designated members of the Committee or to one or more executive officers to perform specific duties on its behalf.

6. Duties and Responsibilities

The Committee shall have the following duties and responsibilities:

a) Review and evaluate the qualifications of all persons nominated to the Board and other appointments that require Board approval in accordance with the qualifications and disqualifications provided under the Company's Manual of Corporate Governance, the Corporation Code, Securities Regulation Code and other relevant laws;

b) Assess the effectiveness of the Board's processes and procedures in the election or replacement of directors;

c) In consultation with the executive or management committee/s, re-define the role, duties and responsibilities of the CEO by integrating the dynamic requirements of the business as a going concern and future expansionary prospects within the realm of good corporate governance at all times.

d) The Committee shall review annually the adequacy of this charter and recommend any proposed changes or modifications for approval by the BOD.