

NORTH AMERICAN PALLADIUM LTD.

(the "Company")

CERTIFICATE OF OFFICER

TO: The Canadian Securities Regulatory Authorities in the Provinces of Canada

RE: Abridgement of Time Pursuant to National Instrument 54-101 - *Communication with Beneficial Owners of Securities of a Reporting Issuer* ("NI 54-101")

The undersigned, Tess Lofsky, duly appointed Vice President, General Counsel & Corporate Secretary of the Company, hereby certifies for and on behalf of the Company and not in her personal capacity and without personal liability, intending that the same may be relied upon by you without further inquiry, that the Company is relying on section 2.20 of NI 54-101 pertaining to the abridgement of time prescribed by subsection 2.2(1) of NI 54-101 and the requirements set forth in section 2.20 have been complied with. Specifically:

- (a) the Company has arranged to have proxy-related materials for the annual and special meeting of the shareholders of the Company to be held on July 30, 2015 sent in compliance with the applicable timing requirements in sections 2.9 and 2.12 of NI 54-101;
- (b) the Company has arranged to have proxy-related materials for the meeting of holders of 6.15% convertible debentures due September 30, 2017, 7.5% convertible debentures due January 31, 2019 and 7.5% convertible debentures due April 11, 2019 of the Company to be held on July 30, 2015 sent in compliance with the applicable timing requirements in sections 2.9 and 2.12 of NI 54-101;
- (c) the Company has arranged to have carried out all the requirements of NI 54-101 in addition to those described in paragraph (a) and (b) above; and
- (d) the Company is relying upon section 2.20 of NI 54-101.

DATED as of July 7, 2015

By: /s/ Tess Lofsky

Name: Tess Lofsky

Title: Vice President, General Counsel
& Corporate Secretary