

4) APPENDIX II

HEALTH, SAFETY, ENVIRONMENT AND SUSTAINABLE DEVELOPMENT COMMITTEE CHARTER

Purpose Of The Health, Safety, Environment And Sustainable Development Committee

The HSESD Committee shall advise and make recommendations, in accordance with the Corporation's Sustainable Development Policy, to the Board of Directors in its oversight role with respect to the Corporation's health and safety, environmental and corporate social responsibility strategy, policies, programs and performance.

The purpose of the HSESD Committee is to assist the Board of Directors in regard to:

- Monitoring and reviewing health and safety, environmental and community risks;
- Ensuring the Corporation's compliance with applicable legal and regulatory requirements associated with health and safety, environmental and social matters; and
- Supporting the furtherance of the Corporation's commitment to adoption of best practices in mining operations, promotion of a healthy and safe work environment, and environmentally sound and socially responsible resource development.

The HSESD Committee shall have the authority to delegate to one or more of its members, responsibility for developing recommendations for consideration by the HSESD Committee with respect to any of the matters referred to in this Charter.

Composition

1. The Committee shall be composed of three or more directors as designated by the Board from time to time.
2. The Chair of the Committee (the "Chair") shall be designated by the Board or the Committee from among the members of the Committee.
3. The composition of the Committee shall comply with all applicable securities laws, instruments, rules and policies and regulatory requirements (collectively "Applicable Laws").
4. Each member of the Committee shall be appointed by, and serve at the pleasure of, the Board.
5. The Board may fill vacancies in the Committee by appointment from among the Board.

Meetings

1. The secretary of the committee shall be appointed by the Board.
2. A quorum of members of the committee shall be two.
3. The committee may have in attendance such members of management, including the CEO, and such other persons it considers necessary to provide appropriate information and explanations.
4. All directors shall be entitled to attend meetings of the committee.
5. Reasonable notice of meetings and the business to be conducted shall be given to the members of the committee, all other members of the Board and the CEO.
6. Meetings shall be held no less than four times during the financial year. Further meetings will be arranged on an as-needed basis.
7. Minutes of all meetings shall be kept.

8. The agenda and minutes of all committee meetings shall be circulated to members of the Board, the CEO, and to such other persons as the Board directs.

Responsibilities And Duties

The HSESD Committee's primary responsibilities are to:

1. Review and assess the adequacy of this Charter, at least annually and, where necessary or desirable recommend changes to the Board of Directors;
2. Review, on a quarterly and annual basis, reports by management on health and safety, environment and sustainability;
3. Encourage, assist, support and counsel management in developing short and long term policies and standards to ensure that the principles set out in any health and safety, environment, and sustainability policies are being adhered to and achieved;
4. Assure that management of the Corporation is monitoring trends and reviewing current and emerging issues in the health and safety, environmental and sustainability areas, as well as evaluating their impact on the Corporation;
5. Review results of operational, health and safety, environment and sustainability audits and management's activities to maintain appropriate internal and external operational, health and safety, environmental and sustainability audits;
6. Review and make recommendations in regard to health and safety, environmental and sustainability policies and procedures;
7. Keep the Board of Directors abreast of their duties and responsibilities related to the scope of the HSESD Committee;
8. Evaluate the effectiveness of the health and safety, environment and sustainability programs and make recommendations for improvement, if any;
9. Review and make recommendations in regard to any health and safety, environment and sustainability compliance issues;
10. Assess the health and safety, environment and sustainable development management procedures and recommend improvements, if any;
11. Determine if any health and safety, environmental or sustainability incidents are of significance to report to the Board of Directors;
12. Request investigation of any extraordinary negative health and safety, environment and sustainability incidents where appropriate;
13. Review the scope of potential health and safety, environmental and sustainability liabilities and the adequacy of the health and safety, environmental and sustainability management systems to manage these liabilities;
14. Receive reports from management on the Corporation's corporate social responsibility performance to assess the effectiveness of the corporate social responsibility programs;
15. Make periodic visits to corporate locations in order to become familiar with the nature of the operations, and to review relevant objectives, procedures and performance with respect to health and safety, environment and sustainability;
16. Monitor and review climate-change related risks and opportunities;
17. Monitor and review the management of the Corporation's diversity and inclusion initiatives;
18. Report to the Board of Directors following each meeting of the HSESD Committee and at such other times as the Board of Directors may consider appropriate; and

19. Exercise such other powers and perform such other duties and responsibilities as are incidental to the purposes, duties and responsibilities specified herein and as may from time to time be delegated to the HSESD Committee by the Board of Directors.

Approval

Approved by the Board of Directors on 20 March 2024.