CORPORATE DISCLOSURE, SOCIAL MEDIA AND TRADING POLICY

1. PURPOSE OF THIS POLICY

The purpose of this Corporate Disclosure, Social Media and Trading Policy (the "**Policy**") of Aris Mining Corporation (the "**Company**") is to set out certain policies to ensure that:

(a) the Company complies with its timely disclosure obligations as required under applicable exchange rules and Canadian and U.S. securities laws, including National Instrument 51-102 – *Continuous Disclosure Obligations,* National Policy 51-201 – *Disclosure Standards* and the policies of the Toronto Stock Exchange and New York Stock Exchange;

(b) the Company prevents the selective disclosure of material changes (as defined herein) to analysts, institutional investors, market professionals and others;

(c) documents released by the Company or public oral statements made by a person with actual, implied or apparent authority to speak on behalf of the Company that relates to the business and affairs of the Company do not contain a misrepresentation (as defined herein);

(d) all persons to whom this Policy applies understand their obligations to preserve the confidentiality of Undisclosed Material Information (as defined herein); and

(e) all appropriate parties who have Undisclosed Material Information are prohibited from trading in securities of the Company on such Undisclosed Material Information and Tipping (as defined herein) under applicable laws, stock exchange rules and this Policy.

All persons to whom this Policy applies will exercise their powers and discharge their duties and will act honestly and in good faith with a view to the best interests of the Company.

2. APPLICATION OF THIS POLICY

This Policy applies to the groups of persons set out in the attached Schedule "A" (Contractors, Directors, Employees, Insiders, Officers and Persons in a Special Relationship and their respective associates (each as defined in Schedule "A")). Each section of this Policy that imposes restrictions and obligations will describe which groups of persons are subject to that section. References in this Policy to "any person to whom this Policy applies" or similar references are intended to include persons in all of the groups set out in Schedule "A".

3. DISCLOSURE COMMITTEE

3.1 Structure of the Disclosure Committee

The Company has created a corporate disclosure committee (the "**Disclosure Committee**") which is responsible for implementing this Policy. The Disclosure Committee will consist of the Chief Executive Officer, Chief Financial Officer, President, Chief Legal Officer, Senior Vice President, Capital Markets, and such other persons as may be designated by the Chief Executive Officer from time to time. The composition of the Disclosure Committee may change from time to time. The Disclosure Committee may adopt disclosure controls and procedures in addition to those set out in this Policy.

3.2 Responsibilities of the Disclosure Committee

The Disclosure Committee will have the responsibility to:

(a) evaluate the necessity of making public disclosures;

(b) review and approve, before it is Generally Disclosed (as defined herein), each Document (as defined herein) to assess the quality of the disclosures made in the Document including, but not limited to, whether the Document is accurate and complete in all material respects;

(c) review and approve the guidelines and procedures to be distributed to appropriate management and other Company personnel designed to gather the information required to be disclosed in Core Documents (as defined herein);

(d) establish timelines for the preparation of Core Documents, which timelines will include sufficient time for review by the Disclosure Committee in advance of the applicable filing deadline;

(e) make determinations about whether:

  (i) a material change (as defined herein) has occurred;

  (ii) selective disclosure has been or might be made; or

  (iii) a misrepresentation has been made;

(f) oversee the design and implementation of this Policy and the Company's "disclosure controls and procedures," which are defined as controls and procedures that are designed to ensure that information required to be disclosed by the Company in its Core Documents is recorded, processed, summarized and reported within the specified time periods;

(g) periodically evaluate the effectiveness of the Company's disclosure controls and procedures, particularly prior to the filing of each Core Document;

(h) in its discretion, conduct interim evaluations of the Company's disclosure controls and procedures in the event of significant changes in securities regulatory requirements, IFRS/Canadian GAAP, legal or other regulatory policies,

or stock exchange requirements, or if it otherwise considers such evaluations appropriate;

(i) educate the Directors, Officers, Employees and Contractors (each as defined herein) about the matters contemplated by this Policy;

(j) monitor the effectiveness of, and compliance with, this Policy and report to the Audit Committee of the board of directors of the Company (the "**Board**") on the operation of this Policy and the Disclosure Committee's assessment of the quality of the disclosures made in Documents, and recommend any necessary changes to this Policy;

(k) annually review and reassess the adequacy of this Policy and, if necessary, recommend any changes to the Audit Committee for approval such that it complies with changing requirements and best practices; and

(l) accumulate information which may be required to be reported upon or disclosed and communicated to the executive officers of the Company to allow the Company to meet its disclosure obligations on a timely basis.

3.3 Consulting Outside Advisors

The Disclosure Committee may consult with the Company's legal counsel and other appropriate expert advisors as it considers necessary in connection with this Policy.

4. INDIVIDUALS WHO ARE AUTHORIZED TO SPEAK ON BEHALF OF THE COMPANY

4.1 Unless otherwise authorized by the Disclosure Committee, only the following individuals ("**Spokespersons**") are authorized to make public oral statements or initiate contacts with analysts, the media and investors. As well, only the Spokespersons are authorized to respond to analysts, the media and investors on behalf of the Company and only with respect to the areas noted opposite their names. The list may be changed by the Disclosure Committee from time to time.

Spokesperson	Area
Chief Executive Officer	All Areas
President	All Areas
Chief Financial Officer	All Areas
Chief Legal Officer	All Areas
Senior Vice President, Capital Markets	All Areas

4.2 If you are not a Spokesperson and are approached by the media, an analyst, investor or any other member of the public to comment on the business and affairs of the Company, you must refer all inquiries to the Chief Executive Officer and immediately notify the Chief Executive Officer that the approach was made.

4.3 The Disclosure Committee may, from time to time, designate other Directors, Officers, Employees or Contractors, or any other person, to speak on behalf of the Company as back-ups or to respond to specific inquiries. Spokespersons shall be limited to providing information from previously disseminated publicly available information or as otherwise expressly authorized by the Disclosure Committee. If any questions cannot be answered in this manner by such personnel, the enquiry shall be referred to the Chief Executive Officer.

5. PROCEDURES REGARDING THE PREPARATION AND RELEASE OF DOCUMENTS

5.1 The procedures in this section apply to all Directors, Officers, Employees and Contractors.

5.2 A "**Document**" means any public written communication, including a communication prepared and transmitted in electronic form:

(a) that is required to be filed with securities regulatory authorities on the SEDAR+ and/or EDGAR websites;

(b) that is not required to be filed with a securities regulatory authority or on the SEDAR+ and/or EDGAR websites, but is so filed;

(c) that is filed or required to be filed with a government or an agency of a government under applicable law or with any stock exchange or similar institution under its bylaws, rules or regulations; or

(d) the content of which would reasonably be expected to affect the market price or value of the securities of the Company.

5.3 A "**misrepresentation**" means:

(a) an untrue statement of a material fact (as defined herein); or

(b) an omission to state a material fact that is required to be stated or that is necessary to make a statement not misleading in the circumstances in which it is made.

5.4 For the purpose of this Policy, the following documents are "**Core Documents**":

(a) prospectuses;

(b) take-over bid circulars;

(c) issuer bid circulars;

(d) directors' circulars;

(e) rights offering circulars;

(f) management's discussion and analysis ("**MD&A**");

(g) annual information forms;

(h) information circulars;

(i) annual financial statements;

(j) interim financial statements;

(k) material change reports; and

(l) annual reports on Form 40-F.

5.5 Prior to the time that any Document is to be released to the public, filed with a securities regulatory authority or filed on SEDAR+ and/or EDGAR, the following procedures must be observed:

(a) the Document must be prepared in consultation with, and be reviewed by, personnel in all applicable internal departments of the Company, and input from external experts and advisors should be obtained as necessary;

(b) any Core Document must be reviewed and approved by the Disclosure Committee;

(c) any press release must be reviewed and approved by the Disclosure Committee;

(d) in the event a report, statement or opinion of any expert is included or summarized in a Document, the written consent of the expert to the use of the report, statement or opinion or extract thereof and the specific form of disclosure will be obtained. In addition, the Disclosure Committee must be satisfied that there are no reasonable grounds to believe that:

(i) there is a misrepresentation in the part of the Document made on the authority of the expert; and

(ii) the part of the Document made on the authority of the expert fairly represents the expert report, statement or opinion;

(e) in the case of interim financial statements, annual financial statements, interim and annual MD&A, and financial results and earnings guidance press releases, such documents must be reviewed and approved by the Audit Committee of the Board in accordance with the Audit Committee Charter following approval of the Disclosure Committee and prior to submission to the Board as a whole; and

(f) the Company must comply with National Instrument 43-101 - *Standards of Disclosure for Mineral Projects* as well as relevant stock exchange standards.

5.6 In the event that a Document contains any Forward-Looking Information (as defined below) this information must be specifically identified as such and include reasonable cautionary language.

5.7 "**Forward-Looking Information**" means all disclosure regarding possible events, conditions or results (including future-oriented financial information with respect to

prospective results of operations, a prospective financial position or prospective changes in financial position that is based on assumptions about future economic conditions and courses of action) that is presented as either a forecast or a projection. An example would be the discussion of trends and prospects for the Company in its MD&A.

6. PROCEDURES REGARDING PUBLIC ORAL STATEMENTS

6.1 The procedures in this section apply to all Directors, Officers, Employees, Contractors, Spokespersons and any other person with actual or implied authority to make a public oral statement (as defined below).

6.2 A "**public oral statement**" is any oral statement made in circumstances in which a reasonable person would believe that information contained in the statement will become Generally Disclosed. Examples include speeches, presentations, news conferences, interviews and discussions with analysts where the Company's business and affairs, prospects or financial condition is discussed. The following procedures should be observed in respect of any public oral statements made by or on behalf of the Company:

(a) such public oral statements should be made only by the Spokespersons authorized by this Policy to make public oral statements on behalf of the Company; and

(b) the Spokespersons must ensure that any public oral statements made on behalf of the Company do not contain any misrepresentation and comply with this Policy.

6.3 Where a public oral statement contains Forward-Looking Information, the Spokesperson must, prior to making such a public oral statement make a cautionary statement indicating that the public oral statement contains Forward-Looking Information.

7. TIMELY DISCLOSURE OF MATERIAL INFORMATION

7.1 "**Material Information**" is any information relating to the business and affairs of a company that results in or would reasonably be expected to result in a significant change in the market price or value of any of the Company's securities including, but not limited to (i) the Company's property, business, financial condition and prospects; (ii) mergers or acquisitions, a takeover bid involving the Company or the possible initiation of a proxy fight; and (iii) dealings with employees, suppliers, customers or others. Information is also "material" if there is a substantial likelihood that a reasonable investor would consider the information important to a decision about how to vote or whether to buy, hold or sell the Company's securities or would consider it important in making an investment decision. Material Information includes both "material facts" and "material changes".

A "**material fact**" includes a fact that significantly affects, or would reasonably be expected to have a significant effect on, the market price or value of the securities of the Company. A "**material change**" includes a change in the business, operations or capital of the Company that would reasonably be expected to have a significant effect on the market price or value of any of the securities of the Company and includes a decision to implement such a change if such a decision is made by the Board or by senior management of the Company who believe that confirmation of the decision by the Board is probable.

7.2 Any person to whom this Policy applies who becomes aware of information that has the possibility of being Material Information must immediately disclose that information to the Disclosure Committee. Schedule "B" attached lists examples of Material Information.

7.3 Upon the occurrence of any change that may constitute a material change in respect of the Company, the Disclosure Committee, in consultation with such other advisors as it may consider necessary, will:

(a) consider whether the event constitutes a material change;

(b) if it does constitute a material change, prepare a press release and a material change report describing the material change as required under applicable securities laws;

(c) determine whether a reasonable basis exists for filing the material change report on a confidential basis; and

(d) provide, where required, prior notice to the Canadian Investment Regulatory Organization and any applicable stock exchanges, and issue the news release and make the applicable filings.

7.4 The substance and importance of the Material Information being disclosed must be clear, factual and balanced. The use of unnecessary details, exaggerations and promotional commentary is to be avoided. Disclosure is to include any information the omission of which would make the rest of the disclosure misleading (half-truths are misleading). Disclosures should avoid overly promotional language regarding the Company that exceeds the level necessary to enable an investor to make an informed investment decision. Unfavourable Material Information is to be disclosed as promptly and completely as favourable information. Disclosure is to be consistent among all audiences, including securities professionals such as analysts, institutional or other investors and the media.

8. CONFERENCE CALLS

8.1 Conference calls may be held for quarterly earnings and major corporate developments, accessible simultaneously to all interested parties, some as participants by telephone, and others in a listen only mode by telephone or via a webcast over the internet. At the

beginning of the call, a Spokesperson will provide appropriate cautionary language regarding any Forward-Looking Information and direct participants to publicly available documents containing the assumptions, sensitivities and a full discussion of the risks and uncertainties applicable to the news.

8.2 The Company will provide advance notice of the conference call and webcast by issuing a news release announcing the date, time and topic and providing information and how interested parties may access the call and webcast. These details will be provided on the Company's website. In addition, the Company may send invitations to analysts, institutional investors, the media and others. Any non-material supplemental information provided to participants will also be posted to the website for others to view.

8.3 The Disclosure Committee will hold a debriefing meeting immediately following the conference call and if such debriefing uncovers a selective disclosure of previously undisclosed Material Information, the Company will immediately disclose such information broadly by a news release.

9. SOCIAL MEDIA

9.1 The procedures in this section apply to all Directors, Officers, Employees, Contractors, Spokespersons and any other person with actual or implied authority to make a public oral statement. The term "**social media**" includes, but is not limited to, platforms such as Facebook, Instagram, X (formerly Twitter), LinkedIn, YouTube, blogs, discussion forums, wikis, virtual worlds, online communities and any other similar platform. By its very nature, social media is constantly evolving and as such, all forms of collaborative, online communication are within the scope of this Policy and may be amended from time to time.

9.2 In order to help ensure that no Undisclosed Material Information is inadvertently disclosed, only Spokespersons shall participate in any social media on matters relating to the corporate matters or securities of the Company, unless otherwise approved by the Disclosure Committee. No other Directors, Officers, Employees and Contractors shall discuss or post any information relating to the Company or any of its subsidiaries or trading in securities of the Company in any such forums. Notwithstanding anything to the contrary in this Policy, Directors, Officers, Employees and Contractors may post previously filed press releases on their social media platforms provided that any additional commentary that is included is disclosed in compliance with this Policy.

9.3 Directors, Officers, Employees and Contractors must advise the Chief Executive Officer if they are aware of any discussion of information regarding the Company on social media not authorized by this Policy.

9.4 The Company respects the right of its employees to use social media as a means of personal expression. However, subject to applicable laws, one's freedom of expression

does not allow him or her to cause prejudice to the Company, its clients, suppliers, business partners, products, and employees, or to publicly challenge their decisions. Directors, Officers, Employees, Contractors, Spokespersons and any other person must act responsibly when using social media.

9.5 All employees are personally responsible for the content they publish on social media. It is important to remember that what is published on social media becomes public and can be accessible for a long time, notably by the Company's management, co-workers and business partners, and the use of social media must respect the privacy and protection of the confidential information of the Company, its employees, clients, suppliers and its business partners, is an integral part of this Policy.

9.6 The use of social media for personal reasons is prohibited during working hours, except during breaks or meal periods. Such use must not, at any time, interfere with work performance.

9.7 Outside working hours or during breaks or meal periods, the use of social media must be done with discretion, courtesy and respect for others. For example, but not limited to, any action, comment, statement, articles, situation updates, photos and videos that may discredit the Company or its subsidiaries, affiliates, or any of their respective employees, officers, shareholders, directors, customers, suppliers or business partners that may harm their respective reputations or that may lead to a contravention or a breach by the Company of any of its obligations, will not be tolerated.

9.8 At all times, racist, hateful, vulgar, threatening, harassing, unsightly, abusive or otherwise offending language whether oral, written or online is strictly prohibited.

9.9 All Company email addresses are the Company's corporate property, and all correspondence sent or received via such email addresses, is considered corporate correspondence on behalf of the Company and is subject to the provisions of this Policy. At no time shall the Company's email address be used to create a personal profile or account on social media.

10. RUMOURS AND UNUSUAL MARKET ACTIVITY

The Company's general policy is not to comment, affirmatively or negatively, on rumours or third-party reports. This also applies to rumours or third-party reports on the Internet. Generally, Spokespersons will respond consistently to those rumours or third-party reports, saying "It is our policy not to comment on market rumours or speculation." However, if a relevant stock exchange or a securities regulatory authority requests that the Company make a statement in response to a market rumour or third-party report, the Disclosure Committee will consider the matter and make a recommendation to the Chief Executive Officer as to the nature and context of any response.

When attempting to determine the source of the unusual market activity, the Company should consider (i) whether any information about its affairs which would account for such action has recently been publicly disclosed; (ii) whether there is any information of this type that has not been publicly disclosed (indicating a leak); or (iii) whether the Company is subject to a rumour or third-party report.

11. WEBSITE

11.1 The Senior Vice President, Capital Markets of the Company is responsible for creating and maintaining the Company's website. The Company's website must be maintained in accordance with this Policy.

11.2 The Disclosure Committee will review or designate appropriate management personnel to review the disclosure on the Company's website periodically to ensure that it remains accurate and consistent with this Policy.

11.3 Timely disclosure documents will be posted as soon as possible, but only after they have been Generally Disclosed. Disclosure on the Company's website or other online networks alone will not satisfy the Company's obligation to generally disclose Material Information. The Company generally discloses Material Information by press release in a manner designed to obtain the widest level of public dissemination. Any disclosure of Material Information on the Company's website or other online networks must be preceded by the issuance of a press release in accordance with this Policy.

11.4 All information posted on the Investors page of the Company's website will be dated as of the date it is prepared and, if applicable, modified. Information will be updated or corrected as required (it is not sufficient that information is corrected or updated elsewhere). Out-of-date information will be deleted and archived. Information that is incorrect or that becomes inaccurate over time will also be deleted and archived, and a correction posted.

11.5 The Company's website will include a cautionary statement that information posted on the Company's website was accurate at the time of posting, but may be superseded by later information.

12. CONFIDENTIALITY OF UNDISCLOSED MATERIAL INFORMATION

12.1 "**Undisclosed Material Information**" of the Company is Material Information about the Company that has not been "**Generally Disclosed**", that is, disseminated to the public by way of a press release or Core Document together with the passage of a reasonable amount of time (one full trading day, unless otherwise advised that the period is longer or shorter, depending on the circumstances) for the public to analyze the information.

12.2 Any person to whom this Policy applies and who has knowledge of Undisclosed Material Information must treat the Material Information as confidential until the Material Information has been Generally Disclosed.

12.3 Undisclosed Material Information will not be disclosed to anyone except in the necessary course of business. If Undisclosed Material Information has been disclosed in the necessary course of business, anyone so informed must clearly understand that it is to be kept confidential, that they cannot trade, or assist others to trade, in the Company's securities until the Undisclosed Material Information is Generally Disclosed and, in appropriate circumstances, execute a confidentiality agreement. Schedule "C" attached lists circumstances where disclosure may be in the necessary course of business. When in doubt if this Policy applies, consult with the Chief Executive Officer to determine whether disclosure in a particular circumstance is in the necessary course of business. For greater certainty, disclosure to analysts, institutional investors, other market professionals and members of the press and other media will not be considered to be in the necessary course of business. "**Tipping**", which refers to the disclosure of Undisclosed Material Information to third parties outside the necessary course of business, is prohibited.

12.4 In order to prevent the misuse of inadvertent disclosure of Undisclosed Material Information, the procedures set forth below should be observed at all times:

- documents and files containing confidential information should be kept in a safe place to which access is restricted to individuals who "need to know" that information in the necessary course of business and code names should be used if necessary;
- confidential matters should not be discussed in places where the discussion may be overheard;
- transmission of documents containing Undisclosed Material Information by electronic means will be made only where it is reasonable to believe that the transmission can be made and received under secure conditions; and
- unnecessary copying of documents containing Undisclosed Material Information must be avoided and extra copies of documents must be removed from meeting rooms and work areas at the conclusion of the meeting and must be destroyed if no longer required.

12.5 From time to time, the Company may be involved in transactions or proposed transactions with another company that may result in Directors, Officers, Employees or Contractors of the Company having confidential information about that other company. This information must be treated as Undisclosed Material Information in accordance with this Policy, as if it were Undisclosed Material Information about the Company. No one may trade in securities of the other company with knowledge of Undisclosed Material Information about the other company.

13. QUIET PERIOD

13.1 Each period (1) beginning on the first day following the end of each fiscal quarter and each fiscal year, and (2) ending on the date on which preliminary production, operating and financial results for the preceding fiscal quarter or fiscal year are Generally Disclosed by way of a press release, will be a "**Quiet Period**". During a Quiet Period, Spokespersons must not provide any Forward-Looking Information relating to the business and affairs of the Company or any of its subsidiaries, including information relating to expected revenues, net income or profit, earnings per share, expenditure levels and other information commonly referred to as earnings guidance ("**Earnings Guidance**") or comments with respect to the financial results for the current fiscal quarter or current fiscal year.

13.2 Notwithstanding these restrictions, the Company may Generally Disclose Forward-Looking Information during the Quiet Period when the Forward-Looking Information constitutes Undisclosed Material Information. During a Quiet Period, Spokespersons may respond to unsolicited inquiries about information either that is not Material Information or that has been Generally Disclosed.

14. AVOIDING SELECTIVE DISCLOSURE

14.1 The Company will not make disclosure of Undisclosed Material Information to selected individuals (such as securities professionals (including analysts), institutional or other investors and the media) if it has not been Generally Disclosed. When participating in shareholder meetings, news conferences, analysts' conferences and private meetings with analysts or institutional investors, Spokespersons must only disclose information that either (1) is not Material Information or (2) is Material Information but has previously been Generally Disclosed. Any selective disclosure of Undisclosed Material Information, including Earnings Guidance, is not permitted. The Disclosure Committee may approve limited exceptions to this prohibition where disclosure is made to the Company's auditors, legal counsel, underwriters or other professional advisors or under executed confidentiality agreements, in the necessary course of business.

14.2 If Undisclosed Material Information is inadvertently disclosed, other than in the necessary course of business, the Disclosure Committee will take immediate steps to ensure that the information is Generally Disclosed and the Company will contact the parties to whom the Material Information was disclosed and inform them: (a) that the information is Undisclosed Material Information, and (b) of their legal obligations with respect to the Material Information.

15. ANALYST REPORTS AND FINANCIAL MODELS

15.1 Upon request, the Company may review analysts' draft research reports and financial models. When reviewing such documents, comments of Directors, Officers, Employees and Contractors must be limited to identifying and or pointing out inaccuracies of

factual information that has been Generally Disclosed. No comfort or guidance will be expressed on the analysts' earnings models or earnings estimates and no attempt will be made to influence an analyst's opinion or conclusion.

15.2 In order to avoid appearing to "endorse" an analyst's report or model, the Company will provide its comments orally or will attach a disclaimer to written comments to indicate the report was reviewed only for factual accuracy.

15.3 Analyst reports are proprietary products from the analyst's firm and re-circulating a report may be viewed as an endorsement by the Company of the report. As such, the Company will not directly distribute analyst's research reports to any person outside the Company or to its employees but, if requested, will advise which analysts follow the Company, accompanied by an appropriate disclaimer that the view expressed in any reports, including all forward-looking information, are the views of the analysts and not of the Company. Analysts' reports will not be posted on or linked from the Company's website.

16. TRADING OF SECURITIES OF THE COMPANY

16.1 No Person in a Special Relationship (as defined herein) with the Company, or any of their associates, will purchase or sell or otherwise monetize securities of the Company while in possession of Undisclosed Material Information. This restriction shall also apply to the securities of any other company or entity with which the Company or any of its Directors, Officers, Employees and Contractors has a Special Relationship (as defined herein), if such Directors, Officers, Employees and Contractors are in possession of Undisclosed Material Information about that counterparty due to such Special Relationship (as defined herein).

16.2 All Directors, Officers, Employees and Contractors are prohibited from purchasing or selling securities of the Company for the period of time beginning twenty-one days prior to the disclosure of financial results for a fiscal quarter or fiscal year by way of press release until the second day on which the relevant exchange is open for trading following such press release (the "**General Blackout**").

16.3 All Directors, Officers, Employees and Contractors who are so advised by the Disclosure Committee will be prohibited from purchasing or selling securities of the Company during any other period designated by the Disclosure Committee (the "**Specific Blackout**").

16.4 Notwithstanding Sections 16.2 and 16.3, a Director, Officer, Employee or Contractor may purchase or sell securities during any blackout period (a General Blackout or a Specific Blackout, as may be applicable) with the prior written consent of the Chief Executive Officer.

The Chief Executive Officer will grant permission to purchase or sell during a blackout period only in the case of unusual, exceptional circumstances. Unusual, exceptional circumstances may include the sale of securities in the case of severe financial hardship or where the timing of the sale is critical for significant tax planning purposes.

16.5 The trading prohibitions in Sections 16.1, 16.2 and 16.3 do not apply to the acquisition of securities through the exercise of share options but do apply to the sale of the securities acquired through the exercise of share options.

16.6 Directors, Officers and Employees are prohibited from purchasing financial instruments that are designed to hedge or offset a decrease in the market value of the Company's equity securities (including convertible equity securities such as stock options) that are granted as compensation or held directly, or indirectly, by a Director, Officer or Employee. Because a margin sale or foreclosure sale may occur at a time when the pledgor is in possession of Undisclosed Material Information or otherwise is not permitted to trade in Company securities, Directors, Officers and Employees may not hold Company securities in a margin account or otherwise pledge Company securities as collateral for a loan.

16.7 To protect the reputation of the Company and avoid the appearance of impropriety, it is recommended that all Insiders, Officers and Directors of the Company pre-clear all proposed trades in the Company's securities (including the exercise of stock options) with the Chief Executive Officer. The Board or the Disclosure Committee may from time to time require other employees of the Company who have access to Undisclosed Material Information to pre-clear proposed trades in the Company's securities with the Chief Executive Officer. Even if the Company is not currently in a General Blackout or Specific Blackout, following the release of non-public, Material Information, all persons to whom this Policy applies should wait an appropriate amount of time for public dissemination and public evaluation of the information before engaging in transactions involving the Company's securities.

16.8 No person to whom this Policy applies may use Undisclosed Material Information or any other confidential or non-public information obtained in connection with their work for the Company for personal gain or benefit, or for the benefit of others. Such persons are also prohibited from participating in prediction markets or similar activities, including event contracts, betting or wagering, where the outcome relates to the Company or where participation is based on, informed by or influenced by Undisclosed Material Information or any other confidential or non-public information obtained in connection with their work for the Company.

17. WRITTEN RECORD

The Company will maintain a five (5) year record of all continuous disclosure filings and news releases.

18. COMMITMENT

This Policy will be circulated or made available to all Company personnel periodically and whenever changes are made. New Company personnel will be provided with a copy of this Policy and will be advised of its importance.

Any person to whom this Policy applies and who violates this Policy may face disciplinary action up to and including termination of his or her employment with the Company without notice. The violation of this Policy may also violate certain securities laws. If it appears that any Company personnel may have violated such securities laws, the Company may refer the matter to the appropriate regulatory authorities, which could lead to penalties, fines or imprisonment.

Approved by the Board of Directors on November 4, 2026

Schedule "A"

Individuals and Entities that this Policy Applies to

"**Contractors**" means independent contractors (who are engaged in an employee-like capacity) of the Company or any of its subsidiaries;

"**Directors**" means directors of the Company or any of its subsidiaries;

"**Employees**" means full-time, part-time, contract or secondment employees of the Company or any of its subsidiaries;

"**Insiders**" means:

(a) Directors or Officers of the Company;

(b) persons who beneficially own, directly or indirectly, voting securities of the Company or who exercise control or direction over voting securities of the Company or a combination of both carrying more than 10% of the voting rights attached to all voting securities of the Company ("**10% Shareholders**");

(c) Directors or Officers of a subsidiary of the Company; or

(d) directors or officers of 10% Shareholders;

"**Officers**" means officers of the Company or any of its subsidiaries, as determined by the *Business Corporations Act* (British Columbia);

"**Persons in a Special Relationship with the Company**" means a person who:

(a) is an insider, affiliate or associate of,

(i) the Company;

(ii) a person that is proposing to make a take-over bid, as defined under applicable securities laws, for the securities of the Company; or

(iii) a person that is proposing (A) to become a party to a reorganization, amalgamation, merger or arrangement or similar business combination with the Company or (B) to acquire a substantial portion of its property;

(b) is engaging in or proposes to engage in any business or professional activity with or on behalf of the Company or with or on behalf of a person described in subclause (a) (ii) or (iii);

(c) is a director, officer or employee of the Company or of a person described in subclause (a) (ii) or (iii) or clause (b);

(d) knows of a material fact or material change with respect to the Company, having acquired the knowledge while in a relationship described in clause (a), (b) or (c); or

(e) knows of a material fact or material change with respect to the Company from any other person described above, including a person described in this clause, and knows or ought reasonably to have known that the other person is a person in such a relationship.

DEFINITIONS

A company is considered to be an "affiliate" of another company if one of them is the subsidiary of the other or if both are subsidiaries of the same company or if each of them is controlled by the same person or company; and, if two companies are affiliated with the same company at the same time, they are deemed to be affiliated with each other.

Where used to indicate a relationship with any person or company, "associate" means:

(a) any company of which such person or company beneficially owns, directly or indirectly, voting securities carrying more than 10% of the voting rights attached to all voting securities of the company for the time being outstanding;

(b) any partner of that person or company;

(c) any trust or estate in which such person or company has a substantial beneficial interest or as to which such person or company serves as trustee or in a similar capacity;

(d) any relative of that person who resides in the same home as that person;

(e) any person who resides in the same home as that person and to whom that person is married, or any person who resides in the same home as that person and with whom that person is living in a conjugal relationship outside marriage; or

(f) any relative of a person mentioned in clause (e) who has the same home as that person.

Each of the following persons is an "insider" of a company:

(a) every director or officer of the company;

(b) every director or officer of a company that is itself an insider or subsidiary of the company;

(c) any person or company who beneficially owns, directly or indirectly, voting securities of a company or who exercises control or direction over voting securities of a company or a combination of both carrying more than 10% of the voting rights attached to all voting securities of the company other than voting securities held by the person or company as underwriter in the course of a distribution; and

(d) the company where it has purchased, redeemed or otherwise acquired any of its securities, for so long as it holds any of its securities.

A company is considered to be a "subsidiary" of another company if it is controlled by (1) that other company, (2) that other and one or more companies, each of which is controlled by that other, or (3) two or more companies, each of which is controlled by that other; or it is a subsidiary of a company that is that other's subsidiary. In general, a company will control another company when the first company owns more than 50% of the outstanding voting securities of that other company.

Schedule "B"

Examples of Information that May Be Material

The Timely Disclosure Policy of the Toronto Stock Exchange and National Policy 51-201 – *Disclosure Standards* of the Canadian Securities Administrators give examples of types of events or information that may be material. The list is not exhaustive and is not a substitute for companies exercising their own judgment in making materiality determinations.

Changes in corporate structure

- changes in share ownership that may affect control of the Company
- changes in corporate structure such as capital reorganizations, amalgamations or mergers
- a change of name
- take-over bids, issuer bids or insider bids

Changes in capital structure

- the public or private sale of additional securities
- planned repurchases or redemptions of securities
- planned splits of common shares or offerings of warrants or rights to buy shares
- any share consolidation, share exchange or stock dividend
- changes in the Company's dividend payments or policies
- the possible initiation of a proxy fight
- material modifications to the rights of security holders
- any acquisitions or disposition of the Company's own securities

Financial results

- quarterly and annual earnings results
- a significant increase or decrease in near-term earnings prospects
- unexpected changes in the financial results for any period
- shifts in financial circumstances, such as cash flow reductions, major asset write-offs or write-downs
- changes in the value or composition of the Company's assets
- any material change in the Company's accounting policies

Changes in business and operations

- any development that affects the Company's resources, technology, products or markets
- a significant change in capital investment plans or corporate objectives
- major labour disputes or disputes with major contractors or suppliers
- significant new contracts, products, patents, or services or significant losses of contracts or business
- significant discoveries
- changes to the board of directors or executive management, including the departure of the Company's Chair, CEO or CFO (or persons in equivalent positions)
- the commencement of, or developments in, material legal proceedings or regulatory matters
- waivers of corporate ethics and conduct rules for officers, directors and other key employees
- any notice that reliance on a prior audit is no longer permissible
- the de-listing of the Company's securities or their movement from one quotation system or exchange to another
- the movement of the Company's securities from one quotation system or exchange to another
- a change in auditors or disagreements with auditors
- any oral or written agreement to enter into any management contract, investor relations agreement, service agreement not in the normal course of business, or related party transaction, including a transaction involving non-arms length parties

Acquisitions and dispositions

- significant acquisitions or dispositions of assets, property or joint venture interests
- acquisitions of other companies, including a take-over bid for, or merger with, another company
- a reverse take-over, change of business or other material information relating to the business, operations or assets of the Company

Changes in credit arrangements

- the borrowing or lending of a significant amount of money
- any mortgaging or encumbering of the Company's assets

- defaults under debt obligations, agreements to restructure debt, or planned enforcement procedures by a bank or any other creditors
- changes in rating agency decisions
- significant new credit arrangements

External political, economic, social or regulatory developments

- significant regulatory decisions or changes
- external political, economic or social developments that will have or have had a direct effect on the business and affairs of the Company that is both material and uncharacteristic of the effect generally experienced by other companies engaged in the same business or industry

Other

- any other development relating to the business and affairs of the Company that would reasonably be expected to significantly affect the market price or value of the Company's securities or have a significant effect on a reasonable investor's investment decision regarding the Company.

Schedule "C"

Examples of Disclosures that May Be Necessary in the Course of Business

Examples of communications in the necessary course of business would generally cover communications with:

- vendors, suppliers, or strategic partners on issues such as research and development, sales and marketing, and supply contracts
- employees, officers and directors
- lenders, legal counsel, auditors, underwriters, and financial and other professional advisors to the Company
- parties to negotiations
- labour unions and industry associations
- government agencies and non-governmental regulators
- credit rating agencies (provided that the information is disclosed for the purpose of assisting the agency to formulate a credit rating and the agency's ratings generally are or will be publicly available)

The communication of confidential Material Information may be in the necessary course of business if made:

- to private placees in connection with a private placement financing for the Company, and
- to controlling shareholders of the Company.

In either situation, the Company will generally disclose the material information provided to the private placee or the controlling shareholder at the earliest opportunity, and in any event in compliance with applicable laws.

Securities laws prohibit any person that is proposing to make a take-over bid, become a party to a reorganization, amalgamation, merger, arrangement or similar business combination or acquire a substantial portion of a company's property from informing anyone of Material Information that has not been Generally Disclosed. The only exception is where the disclosure is in the necessary course of business to effect the take-over bid, business combination or acquisition.