

# BEAR CREEK MINING CORPORATION (the "Company")

## WHISTLEBLOWER POLICY

As part of our commitment to responsible mineral exploration and mining, Bear Creek Mining Corporation and its subsidiaries (collectively, the "**Company**" or "**we**") strives to operate with integrity, accountability and in accordance with all applicable laws and regulations. This commitment is reflected in our Code of Business Conduct and Ethics (the "**Code**") which sets out the standards of conduct and ethics that we expect each of our directors, officers, employees, consultants and third parties working or acting on our behalf (each, a "**Responsible Person**") to meet.

The audit committee ("**Audit Committee**") of the board of directors (the "**Board**") of the Company is responsible for ensuring that a process is available for the receipt, retention and treatment of complaints or concerns regarding: (a) accounting, internal accounting controls or auditing matters, and for the confidential, anonymous submission by employees of the Company of concerns regarding questionable accounting or auditing matters ("**Accounting Concerns**"); and (b) potential or actual violations of the Code or any other ethical concerns (collectively, "**Ethical Concerns**").

This policy describes how to report any Accounting Concerns or Ethical Concerns as well as any other known or suspected conduct relating to the Company that may be improper, illegal or unethical or any safety concerns (collectively, "**Concerns**"). While the Code contains details regarding how persons may report potential or actual violations of the Code, persons should also feel free to use the reporting mechanisms in this Policy to report any Ethical Concerns under the Code. It is the goal of the Company that all Concerns be reported internally in an appropriate manner, whether reported under the provisions of the Code or this Policy.

### 1 When to Report

Any person acting in good faith who has a Concern (a "**Concerned Person**") should report it as described in this Whistleblower Policy. Examples of Concerns that should be reported, include but are not limited to:

- accounting and auditing irregularities, including any fraud or deliberate error in any financial statements of the Company;
- non-compliance with internal auditing controls;
- falsification of company records;
- violation of any applicable law, rule or regulation, including those relating to corporate reporting and disclosure;
- fraud, money laundering, bribery or corruption, misappropriation of funds or other dishonest behaviour;
- practice or behaviour that poses a serious risk to the health and safety of any individual, public health and safety, or to the environment;
- insider trading, tipping or any unauthorized disclosure of confidential or proprietary information;
- discrimination, bullying or harassment of any description and including retaliation against whistleblowers;
- violation of the Code or other policy of the Company, including the Anti-Bribery and Anti-Corruption Policy;
- conflict of interest; or

- illegal conduct, including theft, dealing in or using illicit drugs, violence or threatened violence and criminal damage against property.

## **2 How to Report a Concern**

Concerns can be reported using one of the following methods. You may choose to provide your name and contact details with your report, or you can report anonymously.

- 2.1 It is the responsibility of all directors, officers and employees to report all suspected Concerns in accordance with this Whistleblower Policy. The Company maintains an open-door policy and suggests that Concerned Persons share their questions, concerns, suggestions or complaints with someone who can address them properly. In most cases, if the Concerned Person is an employee of the Company, the Concerned Person's supervisor is in the best position to address a Concern. An employee's supervisor may be more knowledgeable about the issue and will appreciate being brought into the process. It is the supervisor's responsibility to help solve the problem.
- 2.2 However, if a Concerned Person is not comfortable speaking with their supervisor or is not satisfied with the supervisor's response, the Concerned Person is encouraged to speak with the Chair of the Audit Committee or anyone in management whom the Concerned Person is comfortable in approaching. A Concerned Person may contact the Chair of the Audit Committee in writing, by telephone or email as follows:

In Writing:

Bear Creek Mining Corporation  
Attention: Chair of the Audit Committee  
#1400 – 400 Burrard Street  
Vancouver, BC V6C 3A6 Canada

By Telephone: +1-604-628-1109

By E-mail: [acchair@bearcreekmining.com](mailto:acchair@bearcreekmining.com)

- 2.3 Supervisors and managers are required to report suspected Concerns to the Chair of the Audit Committee, which has specific and exclusive responsibility to investigate all reported Concerns.
- 2.4 For suspected fraud or securities law violations, or when an employee is not satisfied or is uncomfortable with following the Company's open-door policy, the Concerned Person should contact the Chair of the Audit Committee or any other member of the Audit Committee directly.
- 2.5 If you wish to discuss any Accounting Concerns with the Chair of the Audit Committee, please indicate this preference in your report. You can report an Accounting Concern directly to the Chair of the Audit Committee, by email at: [acchair@bearcreekmining.com](mailto:acchair@bearcreekmining.com) or by telephone at: +1-604-628-1109.

## **3 How We Protect Whistleblowers**

Provided you are acting in good faith, we will protect you in the following ways when you report a Concern:

### 3.1 Confidentiality and Anonymity

We will not identify you without your consent, or unless such disclosure is required or permitted by law. All files relating to your report will be kept secure and the information that you provide will be held in confidence. The persons who may be advised of a Concern and/or receive a report on the findings of an investigation are described below. We will only disclose information to persons not connected to the investigation if you have provided your consent, or if the disclosure is required or permitted by law.

You can submit your report anonymously by mail, telephone or email via the contact provided in Section 2.2 above. If you report anonymously, please ensure that your report contains enough information so that, if necessary, we can conduct a meaningful investigation.

### 3.2 No Retaliation

The Company will not tolerate any retaliation, or threat of retaliation, against you for reporting a Concern in good faith under this Whistleblower Policy. Retaliation includes discrimination, intimidation, harassment and reprisals. Retaliation against anyone who, in good faith, has reported a Concern is a serious disciplinary offence and should be reported in accordance with this Whistleblower Policy. Retaliation and threats of retaliation, against anyone who reports a Concern or participates or assists in an investigation of a suspected violation, are prohibited and disciplinary action, including dismissal of any officer or other employee where warranted, will be taken if the Company determines that any such retaliation or threat of retaliation has taken place.

### 3.3 Protection of Whistleblower Rights

For the avoidance of doubt, nothing in this Policy is to be interpreted or applied in any way that prohibits, restricts or interferes with an individual's: (a) exercise of rights provided under, or participation in, "whistleblower" programs of any applicable regulatory agency or governmental entity (each, a "**Government Body**"); or (b) good faith reporting of possible violations of applicable law to any Government Body, including cooperating with a Government Body in any governmental investigation regarding possible violations of applicable law.

## 4 Investigation Process

### 4.1 Review and Investigation of Reports

Promptly following the receipt of any Concerns submitted to it, the Audit Committee will promptly investigate each Concern and take appropriate actions. In respect of Accounting Concerns, the Chair of the Audit Committee must be notified immediately in cases where the Concern was reported to a supervisor or any other Responsible Person who is not a member of the Audit Committee.

In addition, appropriate Responsible Persons may also be notified of a Concern and a decision will then be made on whether to proceed with further investigation.

### 4.2 External Legal Counsel; Advisors

The Company or the Chair of the Audit Committee may engage external legal counsel and/or financial or other professional advisors to assist with the conduct of an investigation. Any external advisors will be subject to appropriate confidentiality obligations.

#### 4.3 Retention of Reports

All reports submitted under this Whistleblower Policy, along with documents evidencing any subsequent investigation and resolution, will be retained in compliance with applicable law.

#### 4.4 Reporting to Audit Committee & External Auditor

Each calendar quarter, the Company will provide a report to the Audit Committee that summarizes Concerns raised during the preceding period. In respect of Accounting Concerns, the summary may also be provided to the Company's external auditor but will be prepared on an anonymous basis and will not name any individuals.

### 5 Fair treatment

The Company is committed to treating everyone involved in a Concern fairly. All Concerns referred to an investigation will be investigated thoroughly and will be conducted on a timely and impartial basis.

### 6 False reporting

Provided you are acting in good faith, you will be protected as described in this Whistleblower Policy when you report a Concern. It is a serious disciplinary offence for any employee of the Company to submit a false report and appropriate disciplinary action may be taken if an investigation reveals that a report was made for improper motives or in bad faith.

### 7 Communication and training

This Whistleblower Policy will be available at: [www.bearcreekmining.com](http://www.bearcreekmining.com). In addition, copies of this Whistleblower Policy will be provided to new employees as part of their onboarding process. The Company will provide training to its directors, officers and employees about their rights and obligations under this Whistleblower Policy.

### 8 Annual review

The Board will review this Whistleblower Policy annually to ensure that it is effectively facilitating confidential and anonymous reporting of Concerns. Any recommended changes to the Whistleblower Policy will be considered by the Audit Committee and, if appropriate, submitted to the Board for approval.

### 9 Questions

Please direct any questions about this policy to the CFO of the Company, the Chair of the Audit Committee, or as appropriate, your supervisor.

Approved and adopted by the Board as of August 29, 2022.