



WHISTLEBLOWER POLICY

EFFECTIVE: DECEMBER 9, 2019

LAST UPDATED: APRIL 28, 2026

General Overview

Sun Peak Metals Corp. and its subsidiaries (collectively known as “**the Company**”), requires that its officers and employees (together known as “**Employees**”) uphold a high level of professionalism and standard of personal and business ethics in the conduct of their duties and responsibilities. All Employees of the Company are also required to act in accordance with the Company’s *Code of Conduct*. The Company has implemented this *Whistleblower Policy* in order to provide all Employees a means to communicate internally all serious concerns of illegal or fraudulent behavior, or a breach in the Company’s policies.

Purpose

The *Whistleblower Policy* provides a channel for Employees to communicate, in an anonymous and confidential way, any serious concerns, complaints, or questions (a “**violation**”) they may have relating to:

- *Accounting and Control Matters*: concerns relating to the accuracy, fairness, and appropriateness of the Company’s financial records, accounting policies, financial reports, internal accounting controls, or auditing matters.
- *Breach of the Law or Company Policy*: concerns relating to a breach in the law or *Employee Manual* or other Company policies by an Employee or a director of the Company; including but not limited to a conflict of interest, unethical or fraudulent behavior.

Good Faith and Responsibility of the Reporting Employee

An Employee who files an official case through the *Whistleblower Policy* must be doing so in good faith and based on reasonable grounds and facts. Anyone who makes a report under malicious pretenses or based on knowingly false information may be subject to serious disciplinary action, including but not limited to termination of employment or contract status.

It is not the Employee reporting the violation (“**Reporting Employee**”) who is responsible for proving the truth of his/her case. However, there needs to be reasonable grounds based on facts when the case is filed in order for him/her to demonstrate that it is a valid violation.

Reporting Process

The Company maintains an open-door policy and all Employees are able to directly report any complaints, questions, or concerns they may have to their direct supervisor, Chief Executive Officer or Chief Financial Officer. The Reporting Employee may also submit their case to the following departments, depending on the nature of the violation.

1) Accounting and Control Matters

CONTACT NAME	Private and Confidential to be opened by addressee only Chair of Audit and Risk Committee
ADDRESS (send by mail or courier)	Sun Peak Metals Corp. 1 – 15782 Marine Drive White Rock, BC V4B 1E6
<i>OR</i>	
EMAIL	doris@gocs.ca

2) Breach of the Law or Company Policy

CONTACT NAME	Private and Confidential to be opened by addressee only Chair of Audit and Risk Committee
ADDRESS (send by mail or courier)	Sun Peak Metals Corp. 1 – 15782 Marine Drive White Rock, BC V4B 1E6
<i>OR</i>	
EMAIL	doris@gocs.ca

3) External Third Party (All Cases)

If the Reporting Employee does not feel comfortable to report their case internally and prefers to notify an external third party, he/she may send their case to the Company's outside legal counsel

CONTACT NAME	Private and Confidential to be opened by Addressee only Brett Kagetsu
ADDRESS (send by mail or courier)	Gowling WLG (Canada) LLP Suite 2300 – Bentall 5 550 Burrard Street, Vancouver, BC V6C 2B5

<i>OR</i>	
EMAIL	brett.kagetsu@gowlingwlg.com

After the Reporting Process: The Investigation

There are two committees (the “**Committees**”) who will be in charge of analyzing and investigating, if necessary, all violations that are reported:

- 1) Accounting and Control Matters → The Company’s Audit and Risk Committee
- 2) Breach of the Law or Company Policy → The Company’s Governance, Environmental and Social Committee

Each committee will determine the appropriate treatment for each violation that is filed, for their respective divisions. The Chair of each committee will notify the Reporting Employee to formally acknowledge receipt of the notice of violation. All cases will be addressed in a timely manner to the best of the Committees’ ability.

If needed, the Committees may request for additional information from the Reporting Employee or other Employees in order to facilitate a further investigation. All submissions will be kept confidential to the extent that it is possible to carry out a proper investigation. All Employees of the Company are required to be fully cooperative in order to assist in the investigation to ensure it is completed in a timely and efficient manner.

During the investigation, at the Company’s expense, the Committees may utilize independent legal counsel, accountants, or other experts deemed necessary to assist with the case.

Based on the results of the Committees’ investigations, appropriate corrective action will be taken when deemed necessary by the Committee. This will be communicated to the Reporting Employee at the end of the investigation in general terms, in order not to disclose any sensitive or confidential information regarding the case.

Files and Records

The Chair of the Audit Committee and the Chair of Corporate Governance Committee will keep all record files relating to each case for a minimum period of seven years, including but not limited to:

- The original case submitted by the Reporting Employee
- Record of corrective action taken, if any
- Investigation notes and results

No Tolerance for Retaliation

The Company will not tolerate any harassment, discrimination, victimization, or adverse employment consequence against:

- A Reporting Employee, who has made the notice of violation in good faith.
- An Employee who provides information (or causes information to be provided) to assist in an investigation
- An Employee who files, testifies, or participates in a proceeding relating to Accounting and Control Matters or Breach of the Law or Company Policy

Any Employee, who retaliates against another Employee for any or all of the above-mentioned circumstances, may be subject to serious disciplinary action, including but not limited to termination of employment or contract status.