

## HSS CHARTER

**Effective Date:** 28 Feb. 2021

### **Introduction:**

This document delineates the process to address complaints and submissions related to ethical conduct, bullying, harassment, and accounting matters at Silveroc Mines Limited (referred to as "the Corporation"). All directors, officers, employees, and key consultants (those engaged similarly to employees) are expected to uphold the Code of Business Conduct and Ethics (referred to as "the Code"), pre-empt potential violations, and seek guidance when needed.

The purpose of these procedures is to establish a safe platform for reporting compliance issues and encourage Personnel to disclose actual or potential violations without fear of retaliation.

### **Reporting Obligation:**

Personnel who identify actual or potential breaches of the Code or relevant laws (including securities regulations) must promptly report them according to these procedures and cooperate in any ensuing Corporation investigation. Concerns about questionable accounting, internal financial controls, or auditing matters should also be reported in line with these procedures. Schedule "A" provides examples of reportable issues.

### **Non-Retaliation and Good Faith:**

The Corporation strictly forbids retaliation against those who, in good faith, report or address misconduct. Any retaliation could result in disciplinary action, including termination. Individuals subjected to retaliation should report to designated parties.

Anyone reporting suspected violations must act in good faith, based on reasonable grounds. False allegations, made knowingly or maliciously, will be treated as a serious offense.

### **Reporting Process**

Personnel needing help with compliance or reporting procedures should contact the Corporation's Chief Financial Officer.

### **General Compliance Matters**

Personnel can submit written reports of suspected Code violations confidentially to the Chair of the Corporate Governance and Nominating Committee (the "Governance Committee"). The envelope should be marked as confidential and labelled "To be opened by the Corporate Governance and Nominating Committee only, submitted under the Code of Business Conduct and Ethics." The report can be submitted directly or through any

Corporation officer. Officers receiving such reports must forward them promptly to the Governance Committee Chair.

## **Compliance for Financial and Accounting**

If Personnel identify Code violations concerning accounting, internal controls, or auditing, they can submit reports to the Complaints Officer designated by the Audit Committee. If the Complaints Officer isn't designated, reports can be submitted to the Chair of the Audit Committee. Reports can be submitted confidentially in similarly labelled envelopes or through Corporation officers.

## **Reporting**

Officers and directors discovering Code violations should report them to the Chair of the Governance Committee or the Complaints Officer/Chair of the Audit Committee.

Supporting documents like emails, notes, photos, or evidence should be provided when reporting violations.

- a. Reports should include:
- b. Names of involved parties.
- c. Witness details.
- d. Incident date, location, and time.
- e. Incident specifics, including actions and words.
- f. Additional details for investigation.

Reports can be submitted anonymously, with acknowledgments sent within five business days if not anonymous.

## **Complaints Officer**

The Complaints Officer's name will be communicated annually to Personnel via email. They must maintain complaint confidentiality, report to the Audit Committee regularly (at least quarterly), and keep complainant identities confidential. A record of complaints will be maintained for six years.

## **Handing and Investigating Reported Violations**

The relevant Board committee will review reports and take suitable actions, including initiating investigations if necessary. The committee may advise the subject and review processes to prevent future violations. Confidentiality will be maintained during investigations.

Prompt, thorough investigations will be conducted for all complaints in accordance with the Code. Recommendations for corrective actions, including termination, will be made to the Board if warranted. Investigations will be impartial, treating complainants and respondents equally. The process will respect confidentiality and incorporate complainant/respondent requests. Factual evidence will be sought through interviews and other means.

**Examples of Reportable Matters**

- Fraud and theft
- Accounting irregularities and financial disclosure issues
- Non-compliance with internal controls
- Discrimination, bullying, and harassment
- Falsification of company records
- Release of proprietary information
- Safety and security violations
- Securities law violations, including insider trading
- Breaches of applicable laws, including environmental and employment laws
- Ethical violations.



Mr. Ralph Knight  
*Communications Director*