

DORÉ COPPER MINING CORP.

CHARTER OF THE HEALTH, SAFETY, ENVIRONMENT AND COMMUNITY COMMITTEE

Purpose

1. The Health, Safety, Environment and Community Committee (the "**Committee**") is a committee of the board of directors (the "**Board**") of Doré Copper Mining Corp. (the "**Corporation**"). The purpose of the Committee is to:
 - (a) monitor the Corporation's health and safety, environmental, community, sustainability and corporate social responsibility policies, principles, practices and processes;
 - (b) monitor and review current and future regulatory issues relating to health and safety, environmental, community, sustainable development and corporate social responsibility matters; and
 - (c) ensure that the Corporation makes all decisions with due consideration of environmental protection and sustainable development, and that it meets the standards of a good corporate citizen in all of the communities where it carries on business.
2. The Committee shall have the authority to delegate to one or more of its members (collectively, the "**Members**" and individually a "**Member**"), responsibility for developing recommendations for consideration by the Committee with respect to any of the matters referred to in this charter (the "**Charter**").

Composition and Meetings

3. The Committee shall be composed of three or more directors as designated by the Board from time to time. The Members of the Committee and its chairman (the "**Chairman**") shall be elected by the Board at the annual organizational meeting of the Board, and shall serve until:
 - (a) the next annual meeting of shareholders;
 - (b) they resign;
 - (c) their successors are duly appointed; or
 - (d) such Member is removed from the Committee by the Board.

If the Board fails to designate one Member as the Chairman, the Members of the Committee shall appoint one of their number as the Chairman.

4. The Committee shall meet as frequently as the Committee considers necessary. The Committee shall ask the Chief Executive Officer (the "**CEO**") to attend meetings, other than *in camera* sessions of meetings, and to provide information as necessary. The Committee has the authority to engage and compensate any outside advisor that it determines to be necessary to permit it to carry out its duties.
5. Quorum for the transaction of business at any meeting of the Committee shall be a majority of the number of Members of the Committee or such greater number as the Committee shall by resolution determine.

6. Meetings of the Committee shall be held from time to time as the Committee or the Chairman shall determine, upon notice to each of its Members in compliance with the Corporation's by-laws. The notice period may be waived by a quorum of the Committee.

Duties and Responsibilities

7. Subject to the powers and duties of the Board, the Committee's responsibilities shall include, but are not limited to:
 - (a) reviewing and assessing the adequacy of this Charter at least annually and, where necessary or desirable, recommending changes to the Board;
 - (b) evaluating the functioning and effectiveness of the Committee and its Members on an annual basis;
 - (c) reviewing exploration programs, mine plans, etc. as appropriate;
 - (d) reviewing mineral resources and reserves information for annual public disclosure prior to review by the Board;
 - (e) reviewing and approving annual disclosure relating to the health and safety, environmental, community, sustainability and corporate social responsibility policies and activities of the Corporation;
 - (f) reviewing and monitoring the health and safety, environmental, community, sustainability and corporate social responsibility policies and activities of the Corporation, on behalf of the Board, to ensure that the Corporation is in compliance with all applicable laws and regulations;
 - (g) monitoring the impact of the health and safety, environmental, community, sustainability and corporate social responsibility policies and activities of the Corporation, and their effect on local communities;
 - (h) reviewing quarterly reports on significant health and safety, environmental, community, sustainability and corporate social responsibility issues;
 - (i) encouraging, supporting, assisting and counselling management, through the CEO, as may be requested from time to time, in developing short and long-term policies and standards to ensure that the principles set out in the health and safety, environmental and community policies are being adhered to and achieved;
 - (j) directing management to develop, maintain and update procedures to receive and address potential concerns of stakeholders and affected communities relating to health and safety or the environment;
 - (k) periodically reviewing health, safety, environmental and community response compliance issues and incidents to determine, on behalf of the Board, that the Corporation is taking all necessary action in respect of those matters, and that the Corporation has been duly diligent in carrying out its responsibilities and activities in that regard;

- (l) investigating, or causing to be investigated, any extraordinary negative health, safety, environmental and community performance where appropriate;
- (m) reviewing the results of operational, health, safety, environmental and community audits, as well as management's activities, to maintain appropriate internal and external health, safety, environmental and community audits;
- (n) identifying the principle areas of health, safety and environmental risks and impacts, and ensuring that sufficient resources are allocated to address these;
- (a) recording minutes of its meetings and reporting periodically to the Board on all matters and recommendations made by the Committee, and at such other times as the Board may consider appropriate; and
- (b) exercising such other powers and performing 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 Committee by the Board.

Approved by the Board on December 13, 2019.