

CADILLAC MINES CORPORATION

Whistleblower Policy

1 PURPOSE AND RESPONSIBILITY

Cadillac Mines Corporation (“**CMC**” or the “**Company**”) has adopted certain policies, including a Code of Business Conduct and Ethics, which requires the observance of high standards of business and personal ethics. This high standard includes an obligation and responsibility to report anything that could potentially jeopardize the Company’s operations or personnel. With that in mind, the Board of Directors has developed and approved this Whistleblower Policy (this “**Policy**”) to show its commitment to openness and transparency, and to provide the tools to handle complaints, reports and concerns by any individual regarding:

- Questionable accounting practices
- Inadequate internal accounting controls
- Coercion relating to auditing matters
- Actual or potential violations of any applicable law
- Any other suspected wrongdoing, including conduct prohibited under the Code of Business Conduct and Ethics (the “**Code**”) of the Company

2 OUR ASSURANCE TO WHISTLEBLOWERS

CMC will treat all complaints as confidential to the fullest extent permitted by law. You are encouraged to put your name on any complaint you make, but a complaint may also be made anonymously.

Any employee, officer or director who reports a violation or even a suspected violation will be recognized as someone who is trying to be a solution to a potential problem for the Company. This recognition is based on the expectation that the report or filing of a complaint will be done in good faith with reasonable grounds for believing the information being shared indicates a violation. In return, the person making this report shall not be subject to any form of harassment, retaliation or negative impact on their employment status. Further, anyone who retaliates against someone reporting a violation in good faith will be considered to have committed an act of dishonesty, disobedience or harassment, as the case may be, and will be subject to discipline that could include termination of employment in some situations.

3 REPORTING RESPONSIBILITY

It is the responsibility of all directors, officers and other employees to report violations or suspected violations in accordance with this Policy.

4 HOW TO REPORT A SUSPECTED VIOLATION/CONCERN

A violation or suspected violation should be reported to your immediate supervisor. If you have reported a violation or suspected violation to your supervisor and they have not dealt with it, or you

do not feel comfortable discussing the incident with your supervisor, you can contact the Chair of the Audit Committee, the Chief Financial Officer, or the General Counsel.

Sunny Lowe, Audit Committee Chair
Email: whistleblower@cadillacmines.com

Hannes Portmann, Chief Financial Officer
Email: hportmann@cadillacmines.com
Tel: (416) 303-1511

Alasdair Federico, VP & General Counsel
Email: afederico@cadillacmines.com
Tel: (416) 520-1300

Anonymous Reporting

You can also file a confidential whistleblower report through our anonymous Whistleblower Hotline, provided by Odyssey Trust Company. This service enables individuals to submit a confidential and anonymous report by either of the following methods.

By internet:

Go to <https://odysseytrust.com/services/corporate-services/>

Select Whistleblower Login



The screenshot shows the Odyssey Trust Company website. The header includes the Odyssey logo and navigation links: ABOUT, SERVICES, MEETINGS, LOGIN, FAQ/FORMS, NEWS, and a CONTACT US button. Below the header, there are three main service buttons: PRESS RELEASE SERVICES, WHISTLEBLOWER SERVICES, and FILING SERVICES. The WHISTLEBLOWER SERVICES button is highlighted with a red arrow. Below these buttons, the text "WHISTLEBLOWER SERVICES" is displayed in a large, bold font. Underneath, a paragraph states: "For public issuers, National Instrument 52-110 – Audit Committees states that an Audit Committee is responsible for establishing a procedure for the confidential, anonymous submission by employees of concerns regarding questionable accounting or auditing matters." Another paragraph follows: "Our Whistleblower Service is designed as a simple, trusted, and cost-effective solution for issuers to meet their securities law requirements and receive reports of unethical or improper conduct. It allows employees to submit reports anonymously anytime through a protected platform." A final line of text says: "Please email us at whistleblower@odysseytrust.com for more information."



and use the following credentials:

Login ID: **cadillac**

Password: **C8@minescorp**

By phone:

Individuals can call a toll-free hotline at **1-877-266-2579**

All complaints received will be considered carefully. Any complaint should provide sufficient details so that a reasonable investigation can be conducted.

5 WHAT HAPPENS DURING AN INVESTIGATION

If the Chair of the Audit Committee of the Board determines the complaint is covered by this Policy, the Chair of the Audit Committee will launch an investigation that engages internal or external resources as the Chair considers advisable and will have access to all books and records of the Company. All employees, directors and officers are expected to cooperate fully. If a complaint has to do with violations or suspected violations by the Chair of the Audit Committee, the Chair of the Governance Committee will lead the investigation. If a complaint has to do with violations or suspected violations by both the Chair of the Audit Committee and the Chair of the Governance Committee, the Chair of the Board will lead the investigation. In circumstances of a complaint regarding violations or suspected violations by the Board as a whole, the Chief Executive Officer will be responsible for leading the investigation and will report his or her findings to the Board.

Investigations will be conducted as quickly as possible, taking into account the nature and complexity of the complaint and the matters raised in the complaint.

6 ACTING IN GOOD FAITH

Any allegations that prove to have been made maliciously or in bad faith, or were knowingly false will be viewed as a serious disciplinary offense and any individual who reports or files a complaint on such a basis will be subject to discipline, up to and including termination of employment according to applicable law, as it will be considered as a specific lack of honesty, and an act of disobedience and/or harassment.

7 REPORTING TO THE AUDIT COMMITTEE

At each regularly scheduled quarterly meeting of the Audit Committee, the Chair of the Audit Committee will report to the committee any details surrounding reported, ongoing or concluded investigations regarding any complaints. The Chair will also report to the committee and the full Board any complaint that could have material consequences for the Company.

8 REVIEW OF THIS POLICY

The Audit Committee will review this Policy from time to time to determine whether this Policy is effective in providing appropriate procedures to report violations or suspected violations, and recommend to the Board any amendments to this Policy. If there are any policy changes, each employee, director and officer will be made aware of any changes in a timely manner.