

## **ANTI-BRIBERY AND ANTI-CORRUPTION POLICY**

West Vault Mining Inc. (the “**Company**”) has a *Code of Business Conduct and Ethics* that emphasizes a theme that is also central to our commitment to this *Anti-Bribery and Anti-Corruption Policy* (the “**Policy**”): be ethical. We, the Company’s directors, officers, employees, and representatives, (the “**Representatives**”), are committed to acting in conformity with applicable anti-bribery and anti-corruption laws, and our values and principles. The Company’s business activities are based on price, quality, and service, and we do not provide or accept bribes or other improper incentives nor will we engage in any other form of corruption. This Policy is designed to complement and expand on The Company’s *Code of Business Conduct and Ethics* and to ensure compliance with applicable anti-bribery and anti-corruption laws, including the Canadian *Corruption of Foreign Public Officials Act, S.C. 1998, c.34* and, given our principal property is in the United States, the U.S. *Foreign Corrupt Practices Act, 1977*.

It is important to remember that even if the country in which an act of bribery takes place does not have anti-bribery laws which capture the relevant action, the *Corruption of Foreign Public Officials Act* (Canada) and the *Foreign Corrupt Practices Act* (United States), as well as the laws of another country in which the Company may operate or conducts its business, may still apply. Although penalties may differ across the different jurisdictions in which the Company operates, bribery (or even the perception or an allegation of it):

- May damage the Company’s reputation.
- May cost the Company significant amounts of money both in respect of fines and the time spent in dealing with such issues and may lead to serious penalties for individual members of the Company, including and up to criminal conviction possibly resulting in imprisonment and/or fines.

### **Purpose of the Policy**

The purpose of this Policy is to:

- Set out the Company’s responsibilities, and the responsibilities of those working for or with the Company in observing and upholding the Company’s position on bribery and corruption.
- Ensure that the Company has procedures in place designed to prevent and detect bribery and corruption.
- Provide information and guidance to those working for or with the Company on how to recognize and deal with potential bribery and corruption issues.
- Protect the Company against the possible penalties and repercussions, including damage to the Company’s reputation, resulting from acts of bribery and corruption or being associated with such behaviour.

## **What is Bribery?**

Bribery is the most common form of corruption and can be broadly defined as the offering, promising, giving, accepting, or soliciting of an advantage as an inducement or reward for an action which is illegal or a breach of trust.

Although many people think of bribery as giving someone cash, it can take many other forms including non-cash gifts, lavish entertainment or hospitality, or other reward or benefit.

Bribery takes place if someone is given a gift, donation, loan, cash or non-cash incentive, benefit, or is provided particularly lavish hospitality and that the giver of such items has done so with the intention of inducing or rewarding someone to behave improperly or not to perform their function correctly or in good faith.

It is important to remember that, in most cases, it will be irrelevant whether the bribe was accepted or not. Merely offering a bribe will usually be sufficient for an offence to be committed.

Bribery can be direct (e.g., you give a bribe to someone) or indirect (e.g., you encourage or direct a third party to give a bribe to another person).

Examples of risk scenarios which Representatives may possibly encounter, and which could expose them to situations where bribery could take place, are set out in Schedule "A" to this policy.

## **What is Required?**

The Company commits to the utmost integrity and professionalism in all our business activities and the Company expects that board members, officers, employees, contractors, and agents or any other person acting on behalf of the Company (being any group or individual who can affect or is affected by the achievement of the Company's objectives, including third parties who interact with government officials on the Company's behalf) will:

- not provide any form of bribe or improper incentive to induce a customer to purchase our products or services, a supplier to provide us with goods or services, or a lender or investor to provide us with funds, regardless of whether our customer, supplier, lender, or investor is in the public or private sector. This prohibition specifically includes kickbacks in any form, offers to split or share any commissions, or any other improper or hidden compensation (see Section I of the Company's *Code of Business Conduct and Ethics* for further details);
- not provide bribes, kickbacks, side payments, special commissions, favors, or other things of value to legislative, regulatory, law enforcement, or other government officials in order to influence the creation, application, enforcement, or repeal of laws or regulations that apply or may apply to our business activities. There is no exception for small, facilitation payments (so-called "grease" payments); we will not tolerate "small violations" of law, nor do we tolerate corruption in any form;
- be alert to bribery-related issues across the full range of ways in which our business seeks action from government officials. This includes (i) obtaining any license or permit needed to operate our business; (ii) approving any purchase or use of our services; (iii) acting on tax, customs, and similar matters; and (iv) approving an acquisition or investment that we wish to make;

- be alert to the fact that offering, promising, or providing money or anything of value to a family member of a government official can constitute a bribe of the official;
- assume that “anything of value” will be interpreted broadly by enforcement officials. Depending on the context, a gift, a loan, entertainment, a contribution to an official’s favorite charity, use of an apartment or a car, or a promise of future employment can each constitute a bribe;
- know enough about the status of a person with whom they wish to transact business or form a business relationship to determine whether the person should be considered a government official (includes “family members of a government official”);
- not give any gifts to government officials except for items of small value that comply with local law and custom (for example, a souvenir with the Company logo on it) and not “wine and dine” government officials except where it is directly related to the Company’s business or the performance of an existing contract; the costs are modest and reasonable; the activity is permitted under local law and relevant agency policy; the activity is provided in a transparent and open manner and does not create a sense of obligation on the part of the recipient; and the activity is in line with guidelines provided by your local management. Repeated gifts, meals, or entertainment (or any combination of these types of expenses) for a single government official should not occur even if each gift is compliant with the above;
- not pay for or reimburse government officials for their travel expenses without the specific, advance approval of the Chief Financial Officer (“CFO”). No such travel expense payment or reimbursement shall be approved unless the travel destination and duration are directly related to the promotion, demonstration, or explanation of the Company’s services or the performance of our contracts; the proposed expenditure is modest and appropriate, and such payment or reimbursement is permitted under local law;
- accurately account for and describe in the Company’s books and records any meal, entertainment, or business hospitality for a government official as well as any payments or other considerations provided by the Company to third parties in respect of its business operations.
- The Company shall track and publicly report specific types of payments made to all levels of government, in Canada and abroad, as required under Canada’s *Extractive Sector Transparency Measures Act* (“ESTMA”). Payment categories required to be reported under ESTMA are: taxes, royalties, fees, production entitlements, bonuses, dividends, and infrastructure improvement payments.
- not make a political contribution in the name of or on behalf of the Company, or where the contribution will be associated with the Company, without the advance approval of the CFO;
- not make a personal political contribution under any circumstances where it might be perceived as constituting a bribe or as otherwise intended to generate specific governmental, political party, or political candidate decisions or actions directly related to the Company’s business interests;

- obtain the advance approval of the CFO prior to making any donation for or on behalf of the Company to a charitable organization in which a government official or a family member of a government official has a prominent role (for example, as a board member or trustee); or where the donation is at the request of a government official; or where the organization is known or believed to be closely associated with a government official;
- not provide a bribe or other improper incentive to anyone (including someone who is clearly not a government official) in order to help advance the Company's business interests;
- pay close attention to proposed transactions or business arrangements and if something "looks bad" or "smells funny," you are expected to ask questions and where reassuring answers are not forthcoming, to take appropriate steps to stop the transaction and refer it to the CFO for review and guidance;
- in the event of a request for a bribe, kickback, or other thing of value, politely turn down the request and make a record of that request as soon as possible. The record of the request should be marked confidential and promptly provided to the CFO to determine if further action is necessary;
- not cause or permit any expenditure to be handled "off the books", or to be buried in some nondescript account like "miscellaneous expenses";
- help our Company maintain a system of internal controls necessary to ensure that our books and records accurately and fairly reflect, in reasonable detail, our transactions and dispositions of assets; that our Company's resources and assets are used only in accordance with directives and authorizations by the board of directors and senior management; and that checks and balances are employed so as to prevent the by-passing or overriding of these controls;
- only select or retain consultants and service providers after appropriate due diligence has been conducted in accordance with applicable the Company policies;
- use best efforts to ensure consultants and service providers are not government officials, or do not employ, subcontract with, or have a material shareholder that is a government official; does not have a history or demonstrated tendency towards bribery or corruption; and is compensated at a level that is reasonable, given their experience, the country where their services are to be performed, the expected results and the amount and difficulty of work to be performed;
- use best efforts to ensure consultants and service providers are not nor have not been (i) convicted or charged with any crime involving public corruption, or (ii) the target or subject of any criminal investigation involving public corruption or other criminal wrongdoing;
- subject consultants and service providers to ongoing oversight to ensure that they follow ethical business practices when acting on the Company's behalf.

Nothing above prohibits the making of payments in cash or in kind to government officials when life, property, safety, or health is at risk, or for the provision of benefits such as ambulance services, medical attention or emergency evacuation. Payments to avoid subjecting oneself or others to a health or safety risk are permitted. The making of such a payment in exigent circumstances should be reported to the CFO

as soon as possible after the payment is made and must be accurately recorded and identified in the Company expense reports and other applicable books and records.

This *Anti-Bribery and Anti-Corruption Policy* applies to the Company and its subsidiaries. The Company expects that each of its subsidiaries that may conduct exploration, development, or mining operations in the future will, at the appropriate time, establish procedures to ensure compliance with this commitment to anti-bribery conduct.

Any violation of this *Anti-Bribery and Anti-Corruption Policy* shall be taken seriously and shall lead to the imposition of appropriate disciplinary measures, up to and including termination of employment/consulting arrangements. The Company retains the right to sue individuals and third parties for damages.

All known or suspected violations of the *Anti-Bribery and Anti-Corruption Policy* should be reported without delay, either directly to the Ethics Officer or as otherwise permitted under our Internal Reporting Procedures (see the Company's *Code of Business Conduct and Ethics*). As set out in the *Code of Business Conduct and Ethics* and its *Whistleblower Policy*, the Company will not allow any harassment, retaliation or any type of discrimination against a Director, Officer, Employee, Representative or Contractor who acts in good faith in reporting any violation.

*Adopted by the Board on April 26, 2022*

*Revised on June 20, 2024*

*Last Approved by the Board on June 24, 2025*

## Schedule A

### Potential Risk Scenarios: “Red Flags”

The following is a list of possible red flags that may arise during the course of any representative working for, on behalf of, or in association with the Company, and which may raise concerns under various anti-bribery and anti-corruption laws. The list is not intended to be exhaustive and is for illustrative purposes only. If you encounter any of these red flags while working for, on behalf of, or in association with the Company, you must promptly report them to the Ethics Officer or, alternatively, via the Company’s confidential ethics reporting processes outlined in its *Whistleblower Policy*:

- You become aware that a Third Party engages in, or has been accused of engaging in, improper business practices.
- You learn that a Third Party has a reputation for paying bribes or requiring that bribes are paid to them.
- A Third Party:
  - Insists on receiving a commission or fee payment before committing to sign a contract with the Company or carrying out a government function or process for the Company.
  - Requests payment in cash and/or refuses to sign a formal commission or fee agreement, or to provide an invoice or receipt for a payment made.
  - Requests that payment is made to a country or geographic location different from where the Third Party resides or conducts business.
  - Requests an unexpected additional fee or commission to “facilitate” a service.
  - demands lavish entertainment or gifts before commencing or continuing negotiations or discussions on a matter.
  - Requests that a payment is made to “overlook” potential legal violations.
  - Requests that you provide employment or some other advantage to a friend or relative.
- You learn that a colleague has been taking out a particular government official for very expensive and frequent meals.
- You receive an invoice from a Third Party that appears to be non-standard or customized.
- You notice that the Company has been invoiced for a commission or fee payment that appears large given the service stated to have been provided.
- A Third Party requests or requires the use of an agent, intermediary, consultant, distributor or supplier that is not typically used by or known to the Company.