

HEALTH, SAFETY, ENVIRONMENT, AND SUSTAINABILITY COMMITTEE MANDATE

1. PURPOSE

1.1 The Board of Directors (“the Board”) of Bluestone Resources (the “Company”) has established a Health, Safety, Environment, and Sustainability Committee (the “Committee”) to assist the Board in fulfilling its oversight of the Company’s compliance with policies and approach to manage health, safety, environmental and social considerations; to review the Company’s sustainability performance, in line with corporate objectives and stakeholder expectations; and to promote the advancement of good practice in the Company’s approach to sustainability.

2. COMPOSITION AND MEMBERSHIP

2.1 The Committee membership shall consist of a minimum of two directors and the Chief Executive Officer (“CEO”). Representatives of the management team, as determined by the CEO, will be invited to present and engage in discussions with the Committee. All members should have skills and experience relevant to support the Committee Mandate.

2.2 The Board will appoint the members of the Committee (“Members”) and the Committee will appoint a Committee Chair (the “Chair”). The Members and Chair will hold office until the next annual general meeting of shareholders of the Company or until their successors are appointed. The Board may remove a Member at any time and may fill any vacancy occurring on the Committee as necessary from time to time.

2.3 The Corporate Secretary of the Company (the “Secretary”) will be secretary of all meetings and will maintain minutes of all meetings and deliberations of the Committee. In the absence of the Secretary at any meeting, the Committee will appoint another person who may, but need not, be a Member of the Committee to carry out the Secretary’s duties.

3. MEETINGS

3.1 Unless otherwise determined by Resolution of the Board, the Committee will meet quarterly to perform its duties and responsibilities and address any timely sustainability-related issues and opportunities that require Committee input. The time and place of meetings will be determined by the Chair. At least twenty-four (24) hours notice of each meeting will be given to Members orally, by telephone, by facsimile, or email, unless all Members are present and waive notice, or if those absent waive notice before or after a meeting. Members may attend all meetings either in person or by conference or video call.

3.2 The quorum for meetings of the Committee shall be a majority of its members.

3.3 The Committee may invite other members of the Board, senior management, and/or any third-party consultant to attend Committee meetings as appropriate.

3.4 All Committee members shall participate in at least one sustainability-focused site visit per calendar year, as appropriate.

4. SCOPE

The Committee shall have oversight of the following areas: health, safety, environment, security, community/stakeholder relations, human rights, social impact management, socio-economic development, socio-political issues, local employment and procurement, transparency and communications related to sustainability matters, and government relations.

5. DUTIES AND RESPONSIBILITIES

5.1 The Committee has the responsibility to:

- review new and existing Company sustainability policies, and provide Board approval, when required;
- regularly review the Company's management reports on sustainability to assess performance; monitor targets and key performance indicators; and recommend improvements, where appropriate;
- review and make recommendations to the Board regarding the scope of sustainability risks to the Company's interests and the adequacy and effectiveness of the Company's management systems and controls to mitigate these risks and attendant liabilities;
- review and make recommendations to the Board on compliance with legal and regulatory requirements and any voluntary commitments the Company has made related to sustainability with a focus on continuous improvement;
- oversee Company efforts to monitor trends and review current and emerging legislation and regulation, international norms, stakeholder and societal expectations and industry good practices on sustainability, and evaluate their actual or potential impact on the Company and its stakeholders;
- align with the Audit Committee on the assessment and adequacy of controls to manage sustainability risks, and monitor the allocation of resources toward sustainability-related work, so that appropriate resources are in place and properly deployed;
- oversee Company efforts to establish adequate and effective water management designs, including tailings management design, and systems are in place and utilized and compliance is monitored (including through external verification on such periodic basis as the Committee considers to be appropriate), and offer advice and/or recommendations to the Board in connection herewith;
- oversee Company efforts for climate change considerations;
- review significant sustainability incidents, should they occur, and the effectiveness of management's response, and provide recommendations for corrective actions or process improvements;
- review the Company's crisis management plan and other plans relating to emergency and disaster response and assess actions related to significant and/or material incidents and the remedial measures taken;
- review findings of third-party assessments or audits of sustainability management systems or performance and the adequacy of management's response to any incidents under review;
- review the environmental compliance audit program, health and safety programs, and community relations programs, and recommend improvements to programs, request periodic status reports, and provide feedback on improvement initiatives;
- report on its activities on a regular basis to the Board, including the outcomes of its annual sustainability site visits, and annually to shareholders in the Company's annual reporting; and
- review the Company's annual public sustainability report.

6. ACCESS TO INFORMATION AND AUTHORITY

5.1 The Committee will be granted unrestricted access to all information regarding the Company and all directors, officers, employees, consultants, and contractors will be directed to cooperate as requested by Members. Upon Board approval, the Committee may retain, at the Company's expense, independent legal, financial, and other advisors, consultants, and experts, to assist the Committee in fulfilling its duties and responsibilities.

7. REVIEW OF MANDATE

6.1 The Committee will annually review and assess the adequacy of this Mandate and recommend any proposed changes to the Board for consideration.

8. RESPONSIBILITIES OF THE COMMITTEE CHAIR

7.1 The Committee Chair is responsible for the management and effective performance of the Committee and provides leadership to the Committee in fulfilling its mandate and any other matters delegated to it by the Board. The Committee Chair's responsibilities include:

- establishing the frequency of Committee meetings and reviewing the agendas for meetings;
- presiding over Committee meetings;
- facilitating the flow of information to and from the Committee and fostering an environment in which Committee members may ask questions and express their viewpoints;
- reporting to the Board with respect to the significant activities of the Committee and any recommendations of the Committee; and
- taking such other steps as are reasonably required for the Committee to carry out its mandate.

Original approval date: March 8, 2018

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Approved by: Board of Directors