



## WHISTLEBLOWER POLICY

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### I. PURPOSE

RPX Gold Inc. (“**RPX Gold**” or the “**Corporation**”) has established this Whistleblower Policy (the “**Policy**”) to govern the process by which its directors, officers, employees and others can report complaints or concerns with respect to the Corporation’s compliance with internal controls, legal and regulatory requirements and RPX Gold’s policies, including its Code of Business Conduct and Ethics. Examples of the complaints and concerns which this Policy is intended to address are set out in Schedule “A”.

### II. AUDIT COMMITTEE

The Audit Committee shall immediately be informed of any complaint or concern relating to:

- financial statement disclosures or accounting, internal accounting controls or auditing matters;
- non-compliance with any legal or regulatory requirement;
- retaliation against anyone who has made a complaint under this Policy;
- any suspected fraudulent activity; or
- violations of the Corporation’s Code of Business Conduct and Ethics.

The Audit Committee will report to the Corporation’s independent auditor the number, the nature and the outcome of any complaints that are received under this Policy.

### III. REPORTING ALLEGED VIOLATIONS AND COMPLAINTS

Individuals should express any questions, concerns or complaints they have with someone who can address them properly. Often, an individual’s immediate supervisor is in the best position to address a particular concern; however, concerns may also be reported through any of the means set out below.

- To the Chair of the Audit Committee:  
Attention: Chair of the Audit Committee  
STRICTLY PRIVATE & CONFIDENTIAL – TO BE OPENED BY ADDRESSEE ONLY  
RPX Gold Inc.  
372 Bay Street - Suite 1702 - Toronto, Ontario M5H 2W9  
[abmurphy@rogers.com](mailto:abmurphy@rogers.com)
- To the Chair of the Board of Directors:  
Attention: Chair of the Board of Directors  
STRICTLY PRIVATE & CONFIDENTIAL – TO BE OPENED BY ADDRESSEE ONLY  
RPX Gold Inc.  
372 Bay Street - Suite 1702 - Toronto, Ontario M5H 2W9  
[pmartin@rpxgold.com](mailto:pmartin@rpxgold.com)

- To the Chief Financial Officer:

Attention: Chief Financial Officer

STRICTLY PRIVATE & CONFIDENTIAL – TO BE OPENED BY ADDRESSEE ONLY

RPX Gold Inc.

372 Bay Street - Suite 1702 - Toronto, Ontario M5H 2W9

[ejosipovic@rpxgold.com](mailto:ejosipovic@rpxgold.com)

- To RPX Gold's external legal counsel:

Attention: Al Weins

STRICTLY PRIVATE & CONFIDENTIAL – TO BE OPENED BY ADDRESSEE ONLY

Wildeboer Dellelce LLP

365 Bay St. Suite 800, Toronto, ON M5H 2V1

[awiens@wildlaw.ca](mailto:awiens@wildlaw.ca)

#### **IV. INVESTIGATIONS**

The Audit Committee shall determine whether it will conduct an investigation or whether the investigation will be conducted by management or another committee of the Board of Directors depending upon, among any other factors that are appropriate under the circumstances, the nature of the alleged wrongdoing, who the alleged wrongdoer is, the seriousness of the alleged wrongdoing, and how credible the allegation of wrongdoing is.

The investigator may enlist the assistance of anyone he or she considers appropriate to conduct the investigation, including employees, human resources, and/or outside legal, accounting or other advisors. It is the obligation of all employees, officers and directors to cooperate in any investigation.

In the event that an investigation establishes that an employee, officer or director has engaged in conduct or actions constituting discrimination, harassment and/or retaliation in violation of this Policy, the Corporation will take immediate and appropriate corrective action up to and including termination of an individual's position with the Corporation.

In the event that the investigation reveals that the complaint was frivolously made or undertaken for improper motives or made in bad faith or without a reasonable and probable basis, the complainant's supervisor will take whatever disciplinary action that may be appropriate in the circumstances.

#### **V. PROTECTION OF WHISTLEBLOWER**

The Corporation will not discharge, discipline, demote, suspend, threaten, or in any manner discriminate against any person who submits a complaint in good faith or provides assistance to the Audit Committee, management, or any other person or group, including any governmental, regulatory, or law enforcement body investigating a complaint.

The Corporation will maintain the confidentiality of the allegations of the complaint and the identity of the persons involved, subject to the need to conduct a full and impartial investigation,

remedy any violations of the Corporation's policies, or monitor compliance with or administer the Corporation's policies.

## **VI. RECORDS**

The Audit Committee shall retain all records relating to any complaint and the investigation of any such complaint for such period of time that may be legally required or otherwise judged to be appropriate based upon the merits of the submission. The types of records to be retained by the Audit Committee shall include records of all steps taken in connection with the investigation and the results of any such investigation.

## **VII. COMMUNICATION OF THE POLICY**

This Policy will be posted on the Corporation's website at [www.redpineexp.com](http://www.redpineexp.com).

Each employee, officer and director of RPX Gold will be required to provide certification that they have read, understood and will comply with the Policy and will be informed whenever significant changes are made.

## **VIII. QUERIES**

If you have any questions about how this Policy should be followed in a particular case, please contact the CFO.

Approved by the Board on December 5, 2024.

### **Schedule “A” – Examples of Complaints and Concerns to Report**

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Although not intended to be a comprehensive list, examples of matters to be addressed by this Policy include, but are not limited to, allegations of the following:

- Unethical behavior
- Non-compliance with applicable laws, including those relating to RPX Gold’s continuous disclosure obligations
- Violations of accounting practices and controls
- Fraud, bribery or other improper activities
- Violation of any of RPX Gold’s internal policies, including the Corporation’s Code of Business Conduct and Ethics