CHARTER OF THE COMPENSATION AND HUMAN RESOURCES COMMITTEE

1. PURPOSE

The Board of Directors of Wesdome Gold Mines Ltd. (the "**Company**") has established a Compensation and Human Resources Committee (the "**Committee**") in furtherance of its commitment to fair and effective compensation practices. The primary function of the Committee is to assist the board of directors of the Company (the "**Board**") in fulfilling oversight responsibilities.

2. ROLE

The Committee's primary function is to assist the Board in fulfilling its oversight responsibilities, including:

- Establishing key compensation policies.
- Conducting a performance evaluation of the Chief Executive Officer (the "CEO") and determining compensation for the CEO and other senior executives of the Company.
- Monitoring talent management, leadership and human capital development and other human resource matters, as they arise.
- Creation of succession plans, including the appointment, training and evaluation of senior executives, with the assistance of the Governance and Nominating Committee.

3. COMPOSITION AND MEMBERSHIP

- The independent directors of the Board will annually appoint the members of the Committee. The members will be appointed to hold office until the next annual general meeting of shareholders of the Company or until their successors are appointed.
- The Committee will consist of at least three directors, all of whom shall be independent non-executive directors, free from any relationship that, in the opinion of the Board, would interfere with the exercise of his or her independent judgment as a member of the Compensation Committee.
- All members will have a working familiarity with compensation and human resources matters.
- The Board will appoint one of the members to act as the Chair of the Committee (the "**Chair**").

4. MEETINGS AND PROCESS

The Committee shall meet at least two times annually, or more frequently as circumstances require. Meetings of the Committee will be held at such times and places as the Chair may determine, and may be held in person, by telephone, and/or by video conference.

A majority of the members of the Committee shall constitute a quorum. No business may be transacted by the Committee except at a meeting of its Members at which a quorum of the Committee is present, or by a unanimous written consent. Members shall be provided with a minimum of 48 hours' notice of meetings. The notice period may be waived by a quorum of the Committee.

The Committee Chair, if present, will act as the chair of meetings of the Committee and shall establish the agenda of the meeting and, where possible, ensure that materials are circulated sufficiently in advance to provide adequate

time for review prior to the meeting. The Committee Chair will appoint a Recording Secretary at each meeting. The Secretary will keep minutes of each meeting, which will be distributed in advance of subsequent meetings for Committee approval. At each meeting of the Committee, there shall be an *in camera* session of only the independent members if applicable.

The Committee may delegate work to one or more of its members, and such members must report to the Committee at its next scheduled meeting or as otherwise mandated. In order to properly carry out its responsibilities, the Committee may retain outside consultants upon the approval of the Board Chair.

The Committee shall have access to officers and employees of the Company, its auditors, legal counsel and to such information respecting the Company as it considers necessary or advisable in order to perform its duties and responsibilities.

The Committee shall report its discussions to the Board at the next Board meeting.

5. DUTIES AND RESPONSIBILITIES

a. Performance Objectives and Evaluation

- Establish and annually review the performance objectives for the CEO and recommend any changes to the Board for approval.
- Review with the CEO the performance objectives for the senior executives and recommend to the Board for approval.
- Annually review and evaluate the performance of the CEO in light of pre- established performance objectives, position description and in relation to the strategic plan of the business including risk related items and report to the Board.
- Review the CEO's evaluation of the senior executive team and review with the Board.
- Make recommendations to the Board regarding appointment of senior executive officers.
- Review the adequacy and effectiveness of the Company's policies and procedures with respect to promotion of diversity in senior executive positions.

b. Compensation Principles

- Develop guiding principles in respect of compensation practices in accordance with industry standards including consideration relating to risk management activities.
- Review and if deemed appropriate, make recommendations to the Board regarding share ownership guidelines for the CEO and senior executives.

c. Compensation Polices and Plans

- Annually review and recommend to the Board the Company's compensation model, policies and incentive plans for the CEO and senior executives.
- The review shall ensure that the policies plans:
    - properly reflect their respective duties and responsibilities;
    - are competitive in attracting, retaining and motivating people of the highest quality;

- align the interests of the directors, the Chief Executive Officer and the senior executives with the Company's shareholders and the Company as a whole; and

- are based on established corporate and individual performance objectives.

d. Senior Executive Compensation

- Annually review the compensation for the Chief Executive Officer in light of the goals and objectives evaluated as part of the assessment and performance evaluation of the Chief Executive Officer.

- Recommend any changes to CEO compensation to the Board for its approval.

- Recommend to the Board any approval grants of stock options in accordance with the provisions of the plan.

- Annually review the CEO's recommendations for the senior executives' compensation.

- Review all employment, severance or change in control agreements with, and any special or supplemental benefits provided to any executive officers or directors of the Company.

- Review the impact of any potential material transaction, such as a merger, acquisition, or spin-off, on the Company's compensation plans.

e. Human Resources, Succession Planning and Talent Management

- Annually review the Company's management succession plan for the CEO and senior executives, including appointment, training, evaluation and emergency succession plans, and, in the Committee's discretion, recommend any changes to the Board for consideration.

- Annually review the Company's overall talent management and leadership development strategies. This includes reviewing management processes for attracting, retaining, developing, motivating and tracking the performance of talented senior executive and employee contributions to the Company's success.

- Review and monitor the overall employment environment of the Company.

f. Labour Relations

- The Committee will ensure that there are appropriate labour relations strategies in place and regularly review Management's direction and decisions made in support of effective labour and employee relations.

g. Compensation and Disclosure

- Ensure that the annual Compensation Discussion and Analysis or any other disclosure of compensation is aligned with the Company's financial disclosure.

- Review all annual executive compensation disclosure, including the annual Compensation Disclosure and Analysis or any other disclosure of compensation and recommend it to the Board before it is publicly released.

h. Investigations

- The Committee will direct and supervise the investigation into any matter brought to its

attention within the scope of the Committee's duties.

i. Risk Review

- Ensure that a system is developed and maintained for identifying, assessing and managing risk related to human resources and compensation issues.
- Communicate as needed with the Audit Committee regarding risk as it relates to executive compensation and other human resource issues.
- Ensure that senior executives responsible for compensation policies and risk management communicate regularly to ensure that the compensation system does not inadvertently encourage unintended risk taking.
- At least annually, review and make recommendations to the Board on human resources related risks to the Company.

j. Strategic Planning

- The Committee will provide input as needed to the Board regarding the human capital resources required to implement the Company's strategy.

k. Other Duties

- Annually review the Committee's agenda and mandate and report recommended changes to the Board.
- Annually conduct a self-assessment of the Committee's performance.
- Perform such other duties as may be assigned to it by the Board or as the Committee may deem appropriate from time to time, or as may be required by applicable regulatory authorities or legislation.

6. REVIEW AND APPROVAL

The Governance and Nominating Committee shall review annually this Charter and recommend appropriate changes to the Board.

7. CONTACT DETAILS

If you have any questions or concerns regarding this Policy, please contact the VP, General Counsel & Corporate Secretary via email at robert.kallio@wesdome.com.

Dated: November 4, 2025

Approved by: Board of Directors