



TECHNICAL COMMITTEE CHARTER (February 2022)

I. PURPOSE

The Technical Committee (the “**Committee**”) of the Board of Directors (the “**Board**”) of Copper Mountain Mining Corporation (the “**Company**”) is established to assist the Board in fulfilling its oversight responsibilities with respect to:

- technical matters relating to exploration, development, permitting, construction and operation of the Company’s mining activities and operations;
- understanding and assessing the mineral resources and mineral reserves on the Company’s properties;
- understanding the potential of the assets within the Company’s portfolio, reviewing plans to improve efficiencies, and monitoring and making recommendations as to the Company’s asset development and exploration practices; and
- giving due consideration to wider stakeholders including any technical issues relating to health, safety or environmental matters in consultation with the Corporate Social Responsibility Committee, the Board or the CEO.

II. COMPOSITION

The Committee will be comprised of no fewer than three directors. The Board will appoint one of the members as Committee Chair.

The Committee may form and delegate authority to subcommittees when and where appropriate.

Any member may be removed from office or replaced at any time by the Board and shall cease to be a member upon ceasing to be a director. Each member shall hold office until the close of the next annual meeting of shareholders of the Company, or until the member ceases to be a director, resigns, or is removed or replaced, whichever first occurs.

III. MEETINGS

The Committee shall meet as frequently as required but at least twice each year at such times and locations determined by the Committee Chair and management to fit in with the normal business planning and review cycle. The Committee is governed by the rules regarding meetings (including virtual meetings), action without meetings, notice, waiver of notice, and quorum and voting requirements as are applicable to the Board. The Committee is authorized and empowered to adopt its own rules of procedure not inconsistent with (a) any provision of this Charter, (b) any provision of the incorporating documents of the Company, or (c) applicable laws.

In the absence of the Committee Chair from any meeting, the members shall elect a chair from those in attendance to act as chair of that meeting.

The Committee Chair shall appoint a secretary for each meeting of the Committee and shall maintain minutes of all meetings and record the deliberations of the Committee.

Following the meetings of the Committee, the Committee Chair shall report to the Board on matters related to the Committee's functions and responsibilities.

IV. RESPONSIBILITIES AND DUTIES

To fulfill its responsibilities and duties, the Committee shall execute the following:

1. Review the technical aspects of the Company's exploration, development, permitting, construction and mining programs and any closure plan and, in the Committee's discretion, make recommendations to the Board for consideration;
2. Receive regular updates from management on key technical and operational issues and initiatives, including significant exploration and development projects and proposed authorizations for expenditure for matters having a significant technical component;
3. Review all mineral resource and mineral reserve estimates for the Company's properties, management's procedures for the disclosure of mineral resource and mineral reserve information and the compliance of such disclosure with regulatory and listing requirements;
4. Review major commercial arrangements for activities planned for the development of properties and, in the Committee's discretion, make recommendations to the Board for consideration;
5. Review all material proposals for mine construction programs and, in the Committee's discretion, make recommendations to the Board for consideration;
6. Review annual operating and production plans, together with operating reports, mine closure plans and reclamation obligations, for all proposed and existing operating mines and tailings storage facilities and, in the Committee's discretion, make recommendations to the Board for consideration;
7. Review content of technical reports including the content of any related technical disclosure;
8. Review mine closure plans and reclamation obligations;
9. Review the technical and operating risks associated with meeting the annual budget and the life of mine plans and, in the Committee's discretion, make recommendations to the Board for consideration;

10. Consider the capability of the Company to oversee and address technical matters arising in the Company's operations;
11. Make periodic visits, as individual members or as the Committee as a whole, to the Company's operations and project sites in order to become familiar with the nature of the operations, and to review relevant technical objectives, procedures and performance;
12. Direct and supervise the investigation into any matter brought to the Committee's attention within the scope of its duties;
13. Ensure that the Company's directors are kept advised of their duties and responsibilities related to the scope of this Committee;
14. Review, at least annually, the Committee's duties, responsibilities and performance and determine if any changes in practices of the Committee or amendments to this Charter are necessary; and
15. Exercise such other powers and perform such other duties and responsibilities as are incidental to the purposes, duties and responsibilities specified in this Charter and as may from time to time be delegated to the Committee by the Board.

V. OUTSIDE CONSULTANTS AND ADVISORS

The Committee shall have the authority, including approval of fees and other retention terms, to obtain advice and assistance from outside legal or other advisors in its sole discretion, at the expense of the Company, which shall provide adequate funding for such purposes. The Company shall also provide the Committee with adequate funding for the ordinary administrative expenses of the Committee. The Committee shall have unrestricted access to information and management, including private meetings, as it considers necessary or appropriate to discharge its duties and responsibilities. The Committee may, in its discretion, delegate all or a portion of its duties and responsibilities to a subcommittee of the Committee.