



**FURY GOLD MINES LIMITED**  
**CHARTER OF THE TECHNICAL, SAFETY AND RISK MANAGEMENT COMMITTEE**

(as approved December 10, 2020)

**1. PURPOSE**

**1.1.** The purpose of the technical, safety and risk management committee (the “**Committee**”) is to the assist Fury Gold Mines Limited (“the **Company**”) and the Board of Directors (the “**Board**”) in fulfilling its oversight responsibilities in relation to:

**1.1.1.** Reviewing the effectiveness of the Company’s technical, health, safety, security and environmental policies and practices; and

**1.1.2.** Monitoring the technical, health, safety, security and environmental performance; and

**1.1.3.** Reviewing the plans, budgets, manpower and timing of the Company’s technical plans and studies

**1.1.4.** Working with the Audit Committee on the Company’s risk management policies and procedures.

**2. COMPOSITION, PROCEDURES AND ORGANIZATION**

**2.1. COMPOSITION**

The Committee will comprise a minimum number of three members of the Board, unless the Board should from time to time determine otherwise by resolution.

A majority of the members of the Committee shall be independent as determined under the Company’s Corporate Governance Overview and Guidelines.

**2.2. TERM OF OFFICE**

The members of the Committee will be appointed or re-appointed by the Board on an annual basis for a one-year term, upon recommendation of the Nominating and Corporate Governance Committee. Each member of the Committee will continue to be a member thereof until such member's successor is appointed, or until such member resigns or is removed by the Board. The Board may remove or replace any member of the Committee at any time with or without cause. However, a member of the Committee will automatically cease to be a member of the Committee upon either ceasing to be a Director of the Board or ceasing to meet the requirements established, from time to time, by any Regulators. Vacancies on the Committee will be filled by the Board.

**2.3. COMMITTEE CHAIR**

The Board, or if it fails to do so, the members of the Committee, will elect by majority vote a chair of the Committee from the members of the Committee. If the chair of the Committee is not present at any meeting of the Committee, an acting chair for the meeting will be chosen by majority vote of the Committee from

among the members present. In the case of a deadlock in respect of any matter or vote, the chair will refer the matter to the Board for resolution. The Committee may appoint a secretary who need not be a member of the Board or Committee.

The fundamental responsibility of the Committee Chair is to be responsible for the management and effective performance of the Committee and provide leadership to the Committee in fulfilling its mandate and any other matters delegated to it by the Board. To that end, the Committee Chair's responsibilities include:

- 2.3.1.** Working with the Chair of the Board, the Chief Executive Officer, the Corporate Secretary, and Senior Vice President, Exploration, to establish the frequency of the Committee meetings and the agendas for the meetings;
- 2.3.2.** Providing leadership to the Committee and presiding over Committee meetings;
- 2.3.3.** 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;
- 2.3.4.** Reporting to the Board with respect to the significant activities of the Committee and any recommendations of the Committee;
- 2.3.5.** Leading the Committee in annually reviewing and assessing the adequacy of its mandate and evaluating its effectiveness in fulfilling its mandate; and
- 2.3.6.** Taking such other steps as are reasonably required to ensure that the Committee carries out its mandate.

## **2.4. MEETINGS**

The time and place of meetings of the Committee and the procedures at such meetings will be determined, from time to time, by the members thereof, provided that:

- 2.4.1.** A quorum for meetings will be two members, present in person or by telephone or other telecommunication device that permits all persons participating in the meeting to speak to and hear each other. The Committee will act on the affirmative vote of a majority of members present at a meeting at which a quorum is present. The Committee may also act by unanimous written consent in lieu of meeting;
- 2.4.2.** The Committee may meet as often as it deems necessary in order to perform its responsibilities, but will not meet less than four times annually;
- 2.4.3.** Notice of the time and place of every meeting will be given in writing and delivered in person or by other means of electronic transmission to each member of the Committee at least 72 hours prior to the time of such meeting; and
- 2.4.4.** The Committee will maintain written minutes of its meetings and any other records as it deems appropriate. The minutes and records will be filed with the minutes of the meetings of the Board.

## **3. AUTHORITY**

The Committee will have the authority to:

- 3.1. Form and delegate authority to one or more subcommittees, consisting of at least one member, as it deems appropriate from time to time under the circumstances;
- 3.2. Engage (at the Company's expense) its own consultants or advisors that the Committee believes, in its sole discretion, are needed to carry out its duties and responsibilities. Such independent advisors may be regular advisors to the Company. The Committee is empowered, without further action by the Board to cause the company to pay appropriate compensation to advisors engaged by the Committee;
- 3.3. Conduct and authorize investigations, including visits to the Company's mine sites, into any matters within the scope of its responsibilities that it believes, in its sole discretion, are necessary to carry out its responsibilities;
- 3.4. Access all Company records; request that any director, officer or employee of the Company, or other persons whose advice and counsel are sought by the Committee (including, but not limited to, the Company's legal counsel and any other consultants) meet with the Committee and any of its advisors and respond to their inquiries; and
- 3.5. Take whatever actions it deems appropriate, in its sole discretion, to foster an internal culture within the Company that results in the development and maintenance of a superior level of safety, health, environmental and exploration standards, sound business risk practices and ethical behaviour.

#### **4. DUTIES AND RESPONSIBILITIES**

##### **4.1. TECHNICAL**

- 4.1.1. The Committee will review proposed exploration programs prepared by management at the Company's various projects and monitor their progress on a periodic basis.
- 4.1.2. The Committee will review the proposed budgets, schedules, permit requirements and manpower proposed for such projects by management.
- 4.1.3. The Committee will review and discuss the requirement, timing, budget and manpower resources for proposed technical studies including resource models, metallurgical testing, environmental studies, preliminary economic assessments, prefeasibility studies and feasibility studies as proposed by management.
- 4.1.4. The Committee will review the progress of exploration programs and technical studies as presented by management.

##### **4.2. HEALTH AND SAFETY**

- 4.2.1. The Committee will review, as appropriate the Company's training, health and safety programs including safety policies and procedures as presented by management. This will include programs, procedures, policies, budgets and resources.
- 4.2.2. The Committee will consider how the proposed programs, policies and procedures are consistent with the Company's sustainability principles.

- 4.2.3. The Committee will monitor the Company's health and safety performance and any compliance issues as presented by management and assist management in setting performance targets.
- 4.2.4. The Committee will monitor the Company's pandemic prevention, monitoring and response as presented by management.
- 4.2.5. The Committee will monitor the Company's emergency response and crisis management preparedness as presented by management and report to the Board on said preparedness.
- 4.2.6. The Committee will monitor and review the Company's risk assessment and risk management policies and procedures as presented by management.
- 4.2.7. The Committee will review other health and safety matters as presented by management including new proposed legislation or trends.

### **4.3. ENVIRONMENT**

- 4.3.1. The Committee will review, as appropriate the Company's environmental and permitting programs including as presented by management. This will include programs, procedures, policies, budgets and resources.
- 4.3.2. The Committee will consider how the proposed programs, policies and procedures are consistent with the Company's Sustainability Principles.
- 4.3.3. The Committee will monitor the Company's environmental performance and any compliance issues as presented by management and assist management in setting performance targets.
- 4.3.4. The Committee will monitor the Company's emergency response and crisis management preparedness as presented by management and report to the Board on said preparedness.
- 4.3.5. The Committee will monitor and review the Company's risk assessment and risk management policies and procedures in regard to environmental issues as presented by management.
- 4.3.6. The Committee will review other environmental matters as presented by management including proposed new legislation or trends.

**Approved by the Board of Directors on December 10, 2020**