



WHISTLEBLOWER POLICY
(Adopted by the Board on February 16, 2021)

In accordance with Canadian securities regulatory requirements and with our desire to promote sustainable business practices and foster positive community relations, the Board of Directors (the "Board") has established the following procedures for the confidential, anonymous submission by directors, officers, employees, consultants and appropriate third parties (collectively, "Personnel") of Whitehorse Gold Corp. (the "Company") of concerns regarding:

- a. the receipt, retention and treatment of complaints regarding accounting, internal accounting controls, or auditing matters, (collectively, "Accounting Matters");
- b. breaches of the Company's Code of Conduct and Ethics by any Personnel; or
- c. the Company's conduct relative to safety, environmental, and community matters.

SUBMISSION OF COMPLAINTS

Any person, including Personnel, may submit a concern or complaint regarding the above matters to the management of the Company without fear of dismissal or retaliation of any kind. The Company will not discharge, demote, suspend, threaten, harass or in any manner discriminate against any Personnel in the terms and conditions of employment or other engagement based upon any lawful actions of such Personnel with respect to good faith reporting of concerns or complaints regarding the above matters. A "good faith" report is one which is made honestly and reasonably, whether or not the person has all of the relevant facts or is sure that a breach has occurred.

However, should any person, including Personnel, feel it is inappropriate to submit such concerns or complaints to management, they may forward these concerns or complaints on a **confidential or anonymous** basis as follows:

- By e-mail by contacting either of the following persons at: whistleblower@whitehorsegold.ca
 - the Chair of the Audit Committee (in the case of financial concerns)
 - the Chair of the Board (in the case of ethical, safety, environmental, community or other concerns),

and include a telephone number in the submission at which they may be contacted. If you wish to remain anonymous, a telephone number is not required. However, it may be difficult to adequately investigate the concern or complaint without some method of contacting you. The Whistleblower email address above shall be tested annually by the Company to ensure its operability and integrity.

SCOPE OF MATTERS COVERED BY THIS POLICY

I. Accounting Matters: Concerns or complaints relating to any questionable accounting matters ("Accounting Matters") including:

- a. fraud or deliberate error in the preparation, evaluation, review or audit of any financial statement of the Company;
- b. fraud or deliberate error in the recording and maintaining of financial records of the Company;
- c. deficiencies in or non-compliance with the Company's internal controls over financial reporting;
- d. misrepresentation or false statement to or by a senior officer, accountant or external auditor regarding a matter contained in the financial records, financial reports or audit reports of the Company; or
- e. deviation from full and fair reporting of the Company's financial condition.

II. Safety, Environmental or Community Matters: Concerns or complaints relating to any questionable safety, environmental, community and other matters including, without limitation, the following:

- a. failure to abide by the Company's code of conduct and ethics;
- b. failure to abide by the Company's anti-corruption policy;
- c. failure to abide by the Company's high standards regarding safety, environmental sustainability and community relations;
- d. fraud or deliberate error in the recording, preparation, evaluation, review or maintenance of any statement of the Company regarding an environmental or safety matter; or
- e. any other conduct that amounts to serious improper conduct.

The earlier a concern is expressed, the easier it is to take action.

TREATMENT OF COMPLAINTS

Upon receipt of a concern or complaint, the Chair of the Audit Committee or Board Chair will:

- a. determine whether the concern or complaint actually pertains to matters covered by this policy; and
- b. when possible, acknowledge receipt of the concern or complaint to the submitter.

Concerns or complaints relating to Accounting Matters will be reviewed under Audit Committee direction and oversight by such persons as the Audit Committee determines to be appropriate. Confidentiality will be maintained to the fullest extent possible, consistent with the need to conduct an adequate review. Other complaints will be reviewed by the Board or a delegate of the Board, at the Chair's discretion.

Prompt and appropriate corrective action will be taken when and as warranted in the judgment of the Audit Committee (for financial matters) or the Board (for other matters). When possible and determined appropriate, notice of any corrective action taken will be given to the person who submitted the concern or complaint. The Audit Committee and the Board, as applicable, has the authority to retain outside legal or accounting expertise in any investigation as it deems necessary

to conduct the investigation. Notwithstanding the foregoing, in no event will a member of the Audit Committee or the Board or its designate be involved in any aspect of the investigation or resolution of a report if the report alleges that he or she was involved in the matter.

Please be aware that during the course of the investigation, you may not know that the company is taking action. Due to the confidential nature of some disclosures, investigations may be required to be conducted privately and cautiously.

REPORTING AND RETENTION OF COMPLAINTS AND INVESTIGATIONS

The Board Chair and Chair of the Audit Committee will maintain a log of all concerns or complaints, tracking their receipt and treatment, and shall prepare a periodic summary report thereof for the Board and Audit Committee.

APPROVAL DATE

This policy was last approved by the Board on February 16, 2021.

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I, _____, acknowledge
having read and understood this Whistleblower Policy
and agree to comply with it at all times.

Signature

Date