CHARTER OF THE AUDIT COMMITTEE

A. PURPOSE

The Board of Directors (the "Board") of Bravo Mining Corp. ("**Bravo"** or the "**Company"**) has established audit committee consisting of independent board members (the "Audit Committee"). The overall purpose of the Audit Committee is to assist the Board in fulfilling its oversight responsibilities.

B. COMPOSITION AND MEMBERSHIP

1. The Audit Committee shall consist of at least three members of the Board, all of whom shall be 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 Audit Committee.
2. Annually, the Board will appoint members to the Audit Committee and appoint a Committee Chair from among the Audit Committee's membership, and may, at any time, remove or replace any member of the Audit Committee and may fill any vacancy in the Audit Committee.
3. The Board will ensure that the Chair of the Audit Committee and its members are independent, non-executive directors and financially literate, as defined in National Instrument 52-110 ("**NI 52-110"**) and all members shall meet the requirements, if any, for members of audit committees under applicable law and the rules of any stock exchange on which the Company's securities are listed for trading.

C. MEETINGS AND PROCESS

1. The Audit Committee will meet at least four times a year, or more frequently as circumstances require. The Chair of the Committee has the authority to convene additional meetings, as circumstances warrant.
2. The Audit Committee may invite members of management, the auditor or others to attend meetings and provide pertinent information, as necessary.
3. Meetings of the Audit Committee will be held at such times and as the Chair of the Audit Committee shall determine and may also meet at any other time or times on the call of the Chair of the Audit Committee or any two members of the Audit Committee, and may be held in person, by telephone and/or by video conference.
4. Meeting agendas will be prepared and provided with appropriate briefing materials sufficiently in advance to provide adequate time for review prior to the meeting.
5. A majority of the members of the Audit Committee shall constitute a quorum.
6. Members shall be provided with a minimum of 48 hours' notice of meetings. The notice period may be waived by a quorum of the Audit Committee.
7. No business shall be transacted by the Committee, except at a meeting where proper notice has been given (or waived by quorum), a majority of the members are present, either in person or by teleconference or video conference, or by unanimous consent resolution.
8. The Audit Committee Chair will act as the chair of meetings and shall establish the agenda of the meeting.
9. The Audit Committee Chair will appoint a Recording Secretary at each meeting. The Secretary will keep minutes of the Audit Committee meetings, which shall be submitted to the Board. The Recording Secretary will normally be the Company's Corporate Secretary or such persons as designated by the Audit Committee.
10. At each meeting of the Audit Committee, there shall be an *in camera* session of only the independent directors.

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

D. ADVISORS TO THE COMPANY

1. The Audit Committee shall have unfettered access to all employees and officers of the Company, and to the external auditors, legal counsel and other advisors of the Company as it considers necessary and appropriate to perform its duties and responsibilities and may review any such documents or reports as it deems necessary and appropriate to satisfy its duties and responsibilities, including any corporate counsel's reports of evidence of a material violation of security laws or breaches of fiduciary duty.
2. In its sole discretion, the Audit Committee may engage independent consultants, independent legal counsel and other advisors (collectively, "**Advisors**") as it considers necessary and appropriate in order to perform its duties and responsibilities
3. Prior to engaging any Advisor, the Audit Committee shall assess the independence of the Advisor, taking into consideration the following factors, as well as any other factors required to be considered pursuant to the Applicable Regulations:
    a. The provision of other services to Company by the person that employs the Advisor.
    b. The amount of fees received from Company by the person that employs the Advisor.
    c. The policies and procedures of the person that employs the Advisor that are designed to prevent conflicts of interest.
    d. Any business or personal relationship of the Advisor with a member of the Committee.
    e. Any Company shares owned by the Advisor.
    a. Any business or personal relationship of the Advisor or the person employing the Advisor with an executive officer of Company.
4. The Audit Committee shall be directly responsible for the appointment, compensation and oversight of the work of any Advisor retained by the Audit Committee.
5. The Company shall provide for appropriate funding, as determined by the Audit Committee, for payment of reasonable compensation to any Advisor retained by the Audit Committee. Expenditures or commitments in excess of US$25,000 are subject to Board approval.

E. DUTIES AND RESPONSIBILITIES

1. Financial Statements & Related Disclosure Documents

The duties and responsibilities of the Audit Committee as they relate to the financial statements and related disclosure documents are to:

(a) Review and discuss with management and the external auditor, when the external auditor is engaged to perform an interim review, the interim and annual consolidated financial statements and the related disclosures contained in Management's Discussion and Analysis and recommend these documents to the Board for approval, prior to the public disclosure of this information by the Company.

(b) Such discussion shall include:
    i. The external auditor's judgment about the quality, not just the acceptability, of accounting principles applied by the Company.
    ii. The reasonableness of any significant judgments made.
    iii. The clarity and completeness of the financial statement disclosure.
    iv. Any accounting adjustments that were noted or proposed by the external auditor but were not made (whether immaterial or otherwise).
    v. Any significant changes to the Company's accounting principles applied in respect of the

interim or annual consolidated financial statements.

vi. The review of any related party transactions to ensure they reflect legal and regulatory requirements and report to the Board on all such transactions, if any, each quarter.

vii. Any communication between the audit team and their national office relating to accounting or auditing issues encountered during their work.

(c) Review and recommend approval to the Board of the following financial sections of:

i. Annual Report to shareholders, if applicable.

ii. Annual Information Form.

iii. Prospectuses.

iv. Annual and interim press release disclosing financial results, when applicable.

v. Other financial reports requiring approval by the Board.

(d) Review disclosures related to any insider and related party transactions.

2. Internal Controls

The duties and responsibilities of the Audit Committee as they relate to internal and disclosure controls as well as financial risks of the Company are to:

(a) Periodically review and assess with management and the external auditor the adequacy and effectiveness of the Company's systems of internal control over financial reporting and disclosure, including policies, procedures and systems to assess, monitor and manage the Company's assets, liabilities and expenses. In addition, the Audit Committee will review and discuss the appropriateness and timeliness of the disposition of any recommendations for improvements in internal control over financial reporting and disclosure procedures.

(b) Obtain and review reports of the external auditor on significant findings and recommendations on the Company's internal controls, together with management's responses.

(c) Periodically discuss with management the Company's policies regarding financial risk assessment and financial risk management, including an annual review of insurance coverage. While it is the responsibility of management to assess and manage the Company's exposure to financial risk, the Audit Committee will discuss and review guidelines and policies that govern the process. The discussion may include the Company's exposure to financial risk and the steps management has taken to monitor and control such exposures, including hedging, foreign exchange, internal controls, and cash and short-term investments.

3. Oversight of Risk Management

The Audit Committee will:

(a) At least annually, review the processes in place to ensure that areas of risk for the Company are properly defined and managed and that any area of risk oversight delegated to a Board committee is appropriately delegated and addressed in the respective committee's charter.

(b) At least annually, review policies and practices that management has established so that there is adequate control of significant risks where possible or feasible.

(c) With the support of the other Board committees as appropriate, review quarterly reporting related to specific areas of the Company's financial, legal, operational and other risk.

4. External Auditor

The duties and responsibilities of the Audit Committee as they relate to the external auditor of the Company shall be to:

(a) Receive reports directly from and oversee the external auditor.

(b) Discuss with representatives of the external auditor the plans for their quarterly reviews, when applicable, and annual audit, including the adequacy of staff and their proposed fees and expenses. The Audit Committee will have separate discussions with the external auditor, without management present, on:

  (i) The results of their annual audit and applicable quarterly reviews.

  (ii) Any difficulties encountered in the course of their work, including restrictions on the scope of activities or access to information.

  (iii) Management's response to audit issues and, when applicable, quarterly review issues.

  (iv) Any disagreements with management.

(c) Pre-approve all audit and allowable non-audit fees and services to be provided by the external auditor in accordance with securities laws and regulations. The Audit Committee will pre-approve all audit and non-audit services to be provided by the external auditor in advance of work being started on such services. The Audit Committee Chair may approve proposed audit and non-audit services between Audit Committee meetings and will bring any such approvals to the attention of the Audit Committee at its next meeting.

(d) Recommend to the Board that it recommend to the shareholders of the Company the appointment and termination of the external auditor.

(e) Receive reports in respect of quarterly reviews, when applicable, and audit work of the external auditor and, where applicable, oversee the resolution of any disagreements between management and the external auditor.

(f) Ensure that, at all times, there are direct communication channels between the Audit Committee and the external auditor of the Company to discuss and review specific issues, as appropriate.

(g) Meet separately, on a regular basis, with management and the external auditor to discuss any issues or concerns warranting Audit Committee attention. As part of this process, the Audit Committee shall provide sufficient opportunity for the external auditor to meet privately with the Audit Committee.

(h) At least annually, assess the external auditor's independence and receive a letter each year from the external auditor confirming its continued independence.

(i) Allow the external auditor of the Company to attend and be heard at any meeting of the Audit Committee.

(j) Review and approve the Company's hiring policies regarding partners, employees and former partners and employees of the external auditor to ensure compliance with NI 52-110.

(k) Review and report quarterly to the Board on the Company's compliance with: the Anti-Bribery/Anti-Corruption Policy and the Extractive Sector Transparency Act (ESTMA); and the corresponding legislation in the jurisdictions applicable to the Company.

(l) At least annually, evaluate the external auditor's qualifications, performance and independence and report the results of such review to the Board.

5. Code of Conduct and Whistleblower Policy

The Audit Committee will:

(a) Ensure adequate procedures are in place with respect to employees and third parties for the receipt, retention and treatment of complaints received by the Company, confidentially and anonymously, regarding accounting, financial reporting and disclosure controls and procedures, or auditing matters.

(b) Review the confidential, anonymous submission by employees of concerns regarding questionable accounting or auditing matters.

(c) Deal with the reporting, handling and taking of remedial action with respect to alleged violations of accounting, financial reporting and disclosure controls and procedures, or auditing matters, as well as certain other alleged illegal or unethical behavior, in accordance with the Company's related policy and procedures.

(d) Oversee investigations of alleged fraud and illegality relating to the Company's finances and, with the assistance of the ESG Committee, non-financial matters.

6. Ethical, Legal and Other Compliance

The Audit Committee will:

(a) Review disclosures made by the Company's Chief Executive Officer and Chief Financial Officer regarding compliance with their certification obligations as required by the regulators.

(b) Review the Company's Chief Executive Officer and Chief Financial Officer's quarterly and annual assessments of the design and operating effectiveness of the Company's disclosure controls and procedures and internal control over financial reporting, respectively.

(c) Review the findings of any examination by regulatory agencies, and any auditor observations.

(d) Receive reports, if any, from management and corporate legal counsel of evidence of material violation of securities laws or breaches of fiduciary duty.

7. Reporting Responsibilities

It is the duty and responsibility of the Audit Committee to:

(a) Regularly report to the Board on Audit Committee activities, issues and related recommendations.

(b) Report annually to the shareholders, describing the Audit Committee's composition, responsibilities and how they are discharged, and any other information required by legislation.

8. Other Responsibilities

Other responsibilities of the Audit Committee are to:

(a) Perform any other related activities as requested by the Board.

(b) Review and assess the adequacy of the Audit Committee mandate annually, requesting Board approval for proposed changes.

(c) Develop a calendar of activities to be undertaken by the Audit Committee for each ensuing year and to submit the calendar in the appropriate format to the Board within a reasonable period of time following

each annual general meeting of shareholders.

(d) Institute and oversee special investigations, as needed.

APPROVAL

Owner Board of Directors	**Adopted** April 24, 2022
Policy Type Board Governance	**Last Reviewed and Approved** August 2026