CHARTER OF THE ENVIRONMENT, SOCIAL & GOVERNANCE COMMITTEE

A. PURPOSE

The Board of Directors (the "Board") of Bravo Mining Corp. ("**Bravo"** or the "**Company"**) has established the Environment, Social & Governance Committee ("**ESG Committee"**) to provide a focus on environment, social and governance matters ("**ESG Matters"**) to ensure that the Company's environment, social and governance management systems are effective in the discharge of the Company's obligations to its stakeholders.

B. COMPOSITION AND MEMBERSHIP

1. The ESG Committee shall consist of at least three members, all of whom shall be independent, non-executive directors, within the meaning of all applicable Canadian securities laws and the rules of each stock exchange on which the Company's securities are listed (collectively, the "**Applicable Regulations"**), and free of 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 ESG Committee.
2. Annually, the Board will appoint the members to the ESG Committee and appoint a Committee Chair from among the ESG Committee's membership, and may, at any time, remove or replace any member of the ESG Committee and may fill any vacancy in the ESG Committee.

C. MEETINGS AND PROCESS

1. The ESG Committee shall meet not less than four times per year, or more frequently as circumstances require.
2. The ESG Committee may invite members of management to attend meetings and provide pertinent information, as necessary.
3. Meetings of the ESG Committee will be held at such times and as the Chair of the ESG Committee shall determine and may also meet at any other time or times on the call of the Chair of the ESG Committee or any two members of the ESG 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 ESG 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 ESG Committee.
7. No business may be transacted by the ESG Committee except at a meeting where proper notice has been given (or waived by quorum), and a majority of the members are present, either in person, virtually, by telephone or other telecommunication device that permits all persons participating in the meeting to speak and hear each other. Business may also be transacted by unanimous consent resolution.
8. The ESG Committee chair will act as the chair of meetings and shall establish the agenda of the meeting.
9. The ESG Committee chair will appoint a Recording Secretary at each meeting. The Secretary will keep minutes of the ESG 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 Committee.
10. At each meeting of the ESG Committee, there shall be an *in camera* session of only the independent members.
11. The ESG Committee shall report its discussions to the Board at the next Board meeting.

D. ADVISORS TO THE COMPANY

1. The ESG Committee shall have unfettered access to the legal counsel and advisors of the Company as it considers necessary and appropriate in order to perform its duties and responsibilities.
2. In its sole discretion, the ESG Committee may engage independent consultants, independent legal counsel and other advisors (collectively, "**Advisors**") as it considers necessary and appropopriate in order to perform its duties and responsibilities
3. Prior to engaging any Advisor, the ESG 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 ESG Committee shall be directly responsible for the appointment, compensation and oversight of the work of any Advisor retained by the ESG Committee.
5. The Company shall provide for appropriate funding, as determined by the ESG Committee, for payment of reasonable compensation to any Advisor retained by the ESG Committee. Expenditures or commitments in excess of US$25,000 are subject to Board approval.

E. DUTIES AND RESPONSIBILITIES

1. Health & Safety

The duties and responsibilities of the ESG Committee in respect of employee health and safety matters shall be as follows:

(a) Review and monitor the implementation of the health and safety guidelines outlined in the ESG Policy and related activities of the Company on behalf of the Board.

(b) Recommend actions for developing policies, programs and procedures to management so it can evaluate whether the principles set out in the Company's policies related to the health and safety of its employees in the workplace are adhered to and achieved.

(c) Review and report to the Board on its opinion in respect of the sufficiency of resources available for carrying out the actions and activities recommended.

(d) Report on a timely basis, and at least annually, to the Board on health and safety issues and on the state of compliance with applicable laws and legislation, and its opinion as to adherence to the policies of the Company.

2. Environmental Matters

The duties and responsibilities of the ESG Committee in respect of environmental matters shall be as follows:

(a) Review and monitor the implementation of the environmental guidelines outlined in the ESG Policy and related activities of the Company on behalf of the Board.

(b) Recommend actions for developing policies, programs and procedures to management so that the principles set out in the Code of Conduct & Ethics Policy are being adhered to and achieved and that best practices are applied.

(c) Review environmental compliance issues and environmentally sensitive incidents to determine, on behalf of the Board, that the Company is taking what it believes are all necessary action reasonable in the circumstances to protect the environment and that the Company has been duly diligent in carrying out its responsibilities and activities in that regard.

(d) Review and report to the Board on its opinion in respect of the adequacy of resources available for carrying out the actions and activities recommended in connection the above.

(e) Report regularly and on a timely basis to the Board on matters relating to the environment and on the state of compliance with applicable laws and legislation, and adherence to the policies of the Company.

3. Social & Community

The duties and responsibilities of the ESG Committee in respect of social and community responsibility matters shall be as follows:

(a) Review and monitor the Diversity & Inclusion Policy and its implementation in the day-to-day activities of the Company on behalf of the Board.

(b) Review the Company's human capital initiatives such as commitment to diversity and any goals related thereto as well as employee engagement initiatives.

(c) Review local hiring practices and supply chain management to assess if if the Company is focused on supporting the economic development of its community and minimizing its environmental footprint in the context of employing people locally, and maintaining a sustainable and competitive supply chain.

(d) Review annual charitable contributions and social investments of the Company.

(e) Review and monitor negotiations in respect of potential community benefit agreements with local communities and, if any such are entered into, monitor compliance with the spirit and the text of such agreements.

4. Governance

The duties and responsibilities of the ESG Committee in respect of governance matters shall be as follows:

(a) Develop and monitor the overall approach to corporate governance issues and, subject to approval by the Board, to implement and administer a system of corporate governance that reflects superior standards of corporate governance practices and to establish practices and procedures to permit the Board to act independently, and to act as a forum for concerns of individual directors regarding matters not readily or easily brought to a full Board meeting for discussion.

(b) Report annually to the shareholders, through the annual management proxy circular or annual report to shareholders, on the Company's system of corporate governance and the operation of its system of governance, having reference to National Policy 58-201 Corporate Governance Guidelines.

(c) Analyze and report annually to the Board as to the relationship of each director to the Company, and to make annual recommendations to the Board as to whether such director should be classified as an independent director, a related director, or an unrelated director.

(d) Advise the Board or any of the committees of the Board of any corporate governance issues which the ESG Committee determines ought to be considered by the Board or any such committee.

(e) On an annual basis, the ESG Committee will review its diversity on boards, Executive Officer and Senior Management positions and assess the effectiveness of the director nomination and appointment processes at achieving the Board's diversity objectives outlined in the Diversity & Inclusion Policy.

(f) To review with the Board, on a regular basis, but not less than annually, the role of the Board, the charter of each of the committees of the Board and the methods and processes by which the Board fulfills its duties and responsibilities.

(g) To develop and implement a process for evaluating the performance of the Board, committees of the Board, the chairpersons of such committees and to annually evaluate the performance of such committees and chairpersons and the Board. Additionally, the ESG Committee will develop a similar process to be conducted on a regular, but not annual, basis to evaluate the performance of individual directors, the Chairman and, if applicable, the Independent Lead Director.

(h) Be responsible for identifying director nominees and recommending to the Board new director nominees for the next annual meeting of the shareholders, and in so doing consider:

  (a) Competencies and skills that the Board considers to be necessary for the Board, as a whole, to possess.

  (b) Competencies and skills that the Board considers each existing director to possess.

  (c) Competencies and skills each new nominee would bring to the boardroom.

  (d) The Board's diversity objectives as outlines in the Company's Diversity & Inclusion Policy.

(i) Ensure an appropriate orientation and continuing education program is in place for new and existing directors.

(j) To review, discuss and approve, on an annual basis, the policies of the Company.

(k) To oversee the Company's Anti-Bribery and Anti-Corruption Policy and monitor and review the processes that are in place to maintain compliance with the Extractive Sector Transparency Measures Act and other applicable legislation in Canada and Brazil.

(l) Provide oversight of Company´s engagement efforts with shareholders and other key stakeholders (including non-governmental organizations and ESG rating agencies) related to ESG Matters.

(m) The ESG Committee will review, and update if applicable, the Environmental, Social & Governance Policy ("**ESG Policy"**) on an annual basis.

5. Code of Conduct and Whistleblower Policy

The ESG 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 all non-financial matters.

(b) Review the confidential, anonymous submission by employees of concerns regarding non-financial matters.

(c) Deal with the reporting, handling, investigation and taking of remedial action with respect to non-financial violations of the Company's Code of Conduct and any other alleged illegal or unethical behaviour of a non-financial nature.

6. Other Responsibilities

(a) Review and monitor any significant examination or audit by external auditors, regulatory and key ESG rating agencies on ESG Matters.

(b) Review and monitor actions and initiatives taken by management to prevent, mitigate and manage risks related to ESG Matters, which may have a materially adverse impact on the Company or is otherwise pertinent to its stakeholders.

(c) Monitor risks and trends in respect of ESG Matters that could significantly impact the Company's ability to create long-term value.

(d) Monitor management's processes to review and comply with any applicable legislative, regulatory rules and regulatory guidance changes with respect to ESG Matters.

(e) Review the ESG Policy on an annual basis and monitor the implementation of the ESG Policy.

(f) Provide oversight in respect of the Company's public disclosure of ESG Matters, including any sustainability reports.

(g) Review and provide guidance on the Company's sustainability program and goals and the progress in achieving such goals.

(h) Review and, where appropriate, make recommendations for amendments to, the Company's entity-level policies and Board governance documents and recommend to the Board the approval of same.

(i) Review such other matters as may be referred to the ESG Committee by the Board.

APPROVAL

Owner	**Adopted**
Board of Directors	September 29, 2022
Policy Type	**Last Reviewed and Approved**
Board Governance	August 2026