



**HEADWATER EXPLORATION INC.  
(the "Corporation" or "Headwater")**

**HUMAN RIGHTS POLICY**

**INTRODUCTION**

Headwater is committed to high ethical standards, including respect for human rights as an integral part of our commitment to sustainability.

The requirements set forth in this Human Rights Policy (the "**Policy**") outline the principles embedded in our business operations and applies to all Headwater employees and third-parties, including consultants, contractors, and suppliers who act on our behalf. Business partners, including joint venture partners, are expected to abide by principles that are compatible with our own.

The Policy should be read in conjunction with Headwater's Code of Business Conduct and Ethics and the Whistleblower Program.

**RESPONSIBILITIES**

Any action that violates or might reasonably be expected to lead to or result in a violation of this Policy is strictly prohibited and will not be tolerated. This Policy is reviewed and approved by the Board of Directors (the "**Board**") of the Corporation.

***Ethical Business Conduct***

Headwater employees and third-parties have the right to work in an environment of mutual trust and respect where everyone is fairly treated without discrimination. In alignment with the Code of Business Conduct and Ethics, Headwater does not tolerate conduct that is abusive, harassing, or offensive, or discriminatory.

***Forced Labour***

No employee, third-party, or any other persons that perform work on behalf of Headwater will participate in or allow forced labour, as defined in the *Fighting Against Forced Labour and Child Labour in Supply Chains Act* (Canada), to occur.

All labour conducted on behalf of Headwater must be done voluntarily and without the threat of punishment or consequence. Any labour that is forced, coercive, or unpaid in any form is illegal and will not be tolerated.

### ***Child Labour***

No employee, third-party, business partner or any other persons that perform work on behalf of Headwater will participate in or allow child labour, as defined in the *Fighting Against Forced Labour and Child Labour in Supply Chains Act* (Canada), to occur.

Headwater follows and expects that any third-parties or business partners follow all child labour, youth employment, or equivalent laws and regulations within the regions which they operate.

### **HUMAN RIGHTS DUE DILIGENCE**

Due diligence measures will be taken on all suppliers to assess for potential human rights risks to Headwater's supply chains. If there is evidence of risk, Headwater will in the first instance, work with suppliers to identify appropriate remedies, and if this is not feasible, reserves the right to terminate the business relationship.

### **MONITORING, EVALUATION, AND REPORTING**

Headwater shall regularly monitor the implementation and effectiveness of this Policy, taking into account evolving human rights laws, policies, and practices. Headwater will report on the organization's human rights impacts in accordance with regulatory requirements.

### **REPORTING A COMPLAINT**

Any person with reason to believe that this Policy is not being followed by a Headwater employee, third-party, or business partner shall in the first instance, contact their immediate supervisor. If the person feels uncomfortable contacting management directly, they may make a confidential report in accordance with the procedures described in the Whistleblower Program.

Where appropriate, any concerns raised may be investigated by management, the Board or Headwater's legal counsel. Where concerns turn out to be legitimate, Headwater will take appropriate measures to address the matter, up to and including termination of employment or employment contracts, termination of supply contracts, and if warranted, further legal action at the sole discretion of Headwater.

### **TRAINING**

Headwater employees and third-parties, including consultants, contractors, and suppliers who act on our behalf, and business partners, including joint venture partners, have an obligation to familiarize themselves with this Policy. If an individual is seeking additional training on human rights, Headwater will facilitate or provide that training.

Approved by the Board on the 21<sup>st</sup> day of March, 2024