



EMPLOYEE RELATIONS POLICY

(Anti-Harassment, Grievance and Public Interest Issue Resolution)



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ARTICLE 1 EMPLOYEE RELATIONS POLICY

1.1 INTRODUCTION

NexMetals Mining Corp. (the "**Company**") is committed to providing and maintaining a working environment that is based on respect for the dignity and rights of everyone in the organization.

The Company's Board of Directors (the "**Board**") believes that in order to promote good employee relations and practices it is necessary to demonstrate that employees will be treated fairly, reasonably and consistently in matters relating to complaints. This document sets out the Company's policy and procedures for dealing with employee relation situations, in particular harassment, grievance and public interest issues.

1.2 SCOPE OF POLICY

These policies apply to all employees, contractors, and consultants ("**Workers**"). It applies in any location in which one is engaged in work-related activities. This includes, but is not limited to:

- the workplace;
- during work-related travel;
- at restaurants, hotels or meeting facilities that are being used for business purposes;
- in company owned or leased facilities;
- during telephone, email or other communications; and
- at any work-related social event, whether or not it is sponsored by the Company.

ARTICLE 2 ANTI-HARASSMENT POLICY

2.1 DEFINITIONS OF KEY CONCEPTS

The following behaviour is prohibited:

2.1.1 Sexual Harassment

Sexual harassment includes conduct or comments of a sexual nature that the recipient does not welcome or that offend him or her. It also includes negative or inappropriate conduct or comments that are not necessarily sexual in nature, but which are directed at an individual because of his or her gender. Both men and women can be victims of harassment, and someone of the same or opposite sex can harass someone else.

2.1.2 Workplace Harassment and Bullying

Workplace harassment includes any inappropriate conduct or comment towards a worker that the person knew, or should have known, would cause that worker to be humiliated or intimidated. Workplace harassment may have some or all of the following components:



- it is commonly repetitive, although a single serious incident may constitute harassment if it undermines the worker's psychological or physical integrity and has a lasting harmful effect;
- it is hostile, abusive or inappropriate;
- it affects the person's dignity or psychological integrity; and,
- it results in a poisoned work environment.

Behaviour that intimidates, isolates or discriminates against the worker may also be considered harassment. Some examples are:

- verbally abusive behavior such as yelling, insults, ridicule and name calling including remarks, jokes or innuendos that demean, ridicule, intimidate or offend;
- workplace pranks, vandalism, and bullying;
- gossiping or spreading malicious rumours;
- excluding or ignoring someone, including persistent exclusion of a particular person from workplace-related social gatherings;
- undermining someone else's efforts by setting impossible goals, with short deadlines and deliberately withholding information that would enable a person to do their job;
- displaying or circulating offensive pictures or materials and offensive or intimidating phone calls or emails;
- impeding an individual's efforts at promotions or transfers for reasons that are not legitimate; and
- making false allegations about someone in memos or other work related documents.

2.1.3 What Isn't Harassment

Workplace harassment should not be confused with legitimate, reasonable management actions relating to the management and direction of workers such as:

- measures to correct performance deficiencies, such as placing someone on a performance improvement plan; or
- imposing discipline for workplace infractions.

It also does not include normal workplace conflict that may occur between individuals or differences of opinion between co-workers.

2.1.4 The Test of Harassment

The test of harassment is whether you knew, or should have known, that the comments or conduct was unwelcome to the other person. It does not matter whether you intended to offend someone. For example, someone may make it clear through his or her conduct or body language that the behaviour is unwelcome, in which case you must immediately stop that behaviour. Although it is commonly the



case, the harasser does not necessarily have to have power or authority over the victim. Harassment can occur from co-worker to co-worker, supervisor to employee and employee to supervisor.

2.1.5 Violence in the Workplace

Violence is a serious form of harassment. It includes physical and sexual assault, destruction of property, threats to harm a person or property and verbal and psychological abuse. We want to avoid those incidents altogether, but we also want to be ready to respond if needed.

We will treat employees who verbally threaten others as high risk and they will receive an appropriate penalty. If Human Resources finds that an employee commits an act of violence, we will discipline that employee and possibly press criminal charges. Employees who damage property deliberately will be solely responsible for paying for it.

2.2 ROLES AND RESPONSIBILITIES

All persons in the Company are expected to uphold and abide by this policy, by refraining from any form of harassment and by cooperating fully in any investigation of a harassment complaint.

This section outlines the roles and responsibilities for the main parties involved in the management of employee relations.

2.3 EXECUTIVE MANAGEMENT TEAM

The Executive Management Team plays a lead role in maintaining positive employment relationships within the Company. They are responsible for ensuring that:

- workers are aware of this policy and associated procedures and that managers are able to deal effectively with harassment complaints in the workplace;
- that an appropriate and effective communication and training plan is in place to embed this policy and procedure into the organisation; and
- appropriate action is taken against managers and supervisors that fail to manage employee relations in line with this policy.

2.3.1 Managers and Supervisors

Managers and supervisors also play a lead role in maintaining positive employment relationships within the Company. They have the additional responsibility to act immediately on observations or allegations of harassment. Managers and supervisors are responsible for creating and maintaining a harassment free organisation and should address potential problems before they become serious.

2.3.2 Workers

All workers are responsible for:

- maintaining positive employment relationships within the Company;
- raising an issue at work promptly with their manager and pursuing the issue if it is not resolved informally;
- attending investigatory meetings should they be required under this policy and procedure; and



- engaging in any learning and development in relation to this policy and procedure.

2.3.3 Human Resources

Human Resources plays an important role in supporting the Company to manage employee relations effectively. Its role is to:

- equip managers with model procedures and guidance that will assist them to manage employee relations issues;
- support managers and employees on the interpretation and application of this policy;
- provide skills and knowledge-based training to enable managers to fulfil their responsibilities under this policy and procedure; and
- act as an investigating officer when appropriate.

2.3.4 Investigating Officer

The investigating officer is appointed by the Chairman of the Board. Investigations may be conducted internally by the Human Resources department or externally by our legal counsel. Please note that it is our policy not to investigate anonymous complaints unless there are extenuating circumstances.

The Investigating Officer should not have been involved in any of the issues under investigation. When appointed, the officer should:

- convene an initial meeting to establish facts from the workers perspective;
- conduct a thorough investigation, ascertaining all facts relevant to the harassment;
- gather statements from and if necessary corroborate and/or interview any parties relevant to the investigation;
- compile a report stating how the investigation was undertaken and present all evidence gathered during the investigation (findings); and
- present the report and recommendations to the panel.

2.4 PROCEDURES FOR RESOLVING AND INVESTIGATING HARASSMENT COMPLAINTS

If any worker believes that they are being harassed, the following procedures should be followed:

- If possible, tell the person to stop. Do so as soon as you receive any unwelcome comments or conduct. Although this may be difficult to do, telling the person you don't like their actions is often enough to stop the behaviour. If you are fearful of reprisals or confrontation, you may take your concerns directly to your manager, Human Resources or the Chairman of the Board.
- Document the circumstances of the incident/s in detail including when the harassment started, what happened, whether there were any witnesses and what was your response.
- If the person's behavior persists, present your complaint in writing to your manager, human resources, or the Chairman of the Board. It is important that we receive your complaint as



soon as possible so that the problem doesn't escalate or happen again. Once we receive your complaint, we will initiate a formal investigation, if it is necessary and appropriate to do so.

- Workplace harassment and bullying are serious matters. Therefore, if you decide not to make a formal complaint, we may still need to investigate the matter and take steps to prevent further harassment. For example, we may need to continue with an investigation if the allegations are serious or if there have been previous complaints or incidents involving the respondent.
- The Chairman of the Board will determine if the investigation will be conducted internally by the human resources department or externally by our legal counsel. Please note that it is our policy not to investigate anonymous complaints unless there are extenuating circumstances.
- The alleged victim and harasser (if a worker) is informed, in writing, of the investigation results and any corrective action.
- If a finding of harassment is made, the company will take appropriate corrective measures, regardless of the respondent's seniority or position at the company. Corrective measures may include one or more of the following:
 - discipline, such as a verbal warning or written warning
 - counselling;
 - referral for training such as sensitivity training or attendance at educational programs on workplace respect; and
 - any other disciplinary action deemed appropriate under the circumstances including termination with or without notice.
- If there is not enough evidence to substantiate the complaint, corrective measures will not be taken. If you make a complaint in good faith and without malice, regardless of the outcome of the investigation, you will not be subject to any form of discipline. The company may, however, discipline anyone who brings a false and malicious complaint.

2.5 NO RETALIATION

No hardship, loss, benefit or penalty may be imposed on a worker in response to:

- filing or responding to a complaint of harassment;
- appearing as a witness in the investigation of a complaint; or
- serving as an investigator of a complaint.

Lodging a complaint will in no way be used against the worker or have an adverse impact on the individual's employment status. However, filing groundless or malicious complaints is an abuse of this policy and will be treated as a violation.

Any person who is found to have violated this aspect of the policy will be subject to discipline up to and including termination of employment.



2.6 CONFIDENTIALITY

All complaints and investigations are treated confidentially to the extent possible, and information is disclosed strictly on a need-to-know basis. The identity of the complainant is usually revealed to the parties involved during the investigation, and Human Resources will take adequate steps to ensure that the complainant is protected from retaliation during and after the investigation. All information pertaining to a complaint or investigation under this policy will be maintained in secure files within the Human Resources department.

2.7 EMPLOYEE SUPPORT

We understand that workers who have been exposed to incidents of work-related harassment can have a range of responses and emotions. The workplace should be a safe place for everyone. Working in an unsafe, hostile, or uncomfortable work environment not only affects workers' quality of life, but also their quality of work.

We encourage workers to use the employee supports available to them including our Employee Assistance Program. Moreover, we endeavour to continually seek to find more that we can do to help people feel safe to talk about any form of harassing conduct they are exposed to at work.

ARTICLE 3 GRIEVANCES

3.1 INTRODUCTION

We believe that the work conditions we offer to our employees are competitive with those offered by other employers in Botswana and in this industry. If any worker has personal interest concerns about work conditions or compensation, they are strongly encouraged to voice these concerns openly and directly to their manager, department head or human resources.

Our experience has shown that when workers deal openly and directly with their managers, the work environment can be excellent, communications can be clear, and attitudes can be positive. We believe that the Company amply demonstrates its commitment to employees by responding effectively to concerns from workers.

Please note that this policy excludes collective grievances. For collective grievances, please see the Human Resources department.

3.2 PROCEDURES FOR RESOLVING GRIEVANCES

If you have a grievance, you should first raise it with your immediate supervisor and give them two days to satisfactorily resolve it.

If the grievance is not satisfactorily resolved within this time, you may escalate the grievance to the next level of management giving them two days to resolve the grievance. At this stage you should complete a company grievance form which you can get from the Human Resources department. You should complete this form and attach any pertinent details/documentation about your concern.

If the grievance is not satisfactorily resolved within this time, you may escalate the grievance to the next level of management (head of department) giving them 5 days to address your concern.

If the grievance is not resolved, you may then lodge the grievance with the Human Resources department who will formalise the grievance and refer it to the Chairman of the Board.



ARTICLE 4 PUBLIC INTEREST ISSUE RESOLUTION POLICY

4.1 PURPOSE & SCOPE

The integrity, accountability and transparency of the financial, administrative and management practices of the Company is critical. The Company is committed to maintaining a workplace where concerns regarding questionable business practices can be raised without fear of discrimination, retaliation or harassment. The purpose of this policy is to provide guidance to all workers regarding the communication of concerns of wrongdoing that they believe is in the public interest and related to accounting, financial reporting, internal controls or auditing matters ("**Incident**").

4.2 POLICY

4.2.1 Reporting Responsibility

It is the responsibility of all workers to report any wrongdoings, or suspected wrongdoings, relating to accounting, financial reporting, internal controls or auditing matters in accordance with this Public Interest Issue Resolution Policy following the prescribed Incident reporting procedures (see reporting procedures).

4.2.2 No Retaliation and Acting in Good Faith

No worker who in good faith files an Incident report will be discharged, demoted, suspended, threatened or harassed or in any other matter discriminated against as a result of communicating an incident.

Any worker filing an Incident must be acting in good faith and have reasonable grounds for believing the information disclosed. Allegations that prove to be frivolous or unsubstantiated, and made maliciously or knowing to be false, will be viewed as a serious disciplinary offense.

4.2.3 Confidentiality

The Company will treat all reported Incidents in a confidential and sensitive manner. Any individual submitting an Incident report will be provided the opportunity to remain anonymous and all information disclosed during the course of the investigation will remain confidential, except as necessary to conduct the investigation and take any remedial action and subject to applicable regulations or law.

4.2.4 Duty to Co-operate

All workers have a duty to co-operate in an Incident investigation. Should an individual fail to co-operate or provide false information in an investigation, the Company will take effective remedial action commensurate with the severity of the failure to cooperate.

4.2.5 Policy Review

The Board will review and evaluate this Policy on an annual basis to determine whether the Policy is effective in providing a confidential and anonymous procedure to report violations or complaints regarding accounting, financial reporting, internal controls or auditing matters. Questions related to this policy should be directed to the Chairman of the Board.



4.3 REPORTING PROCEDURES

Incidents should be communicated in writing and marked "Private and Confidential" to the Chairman of the Board by mail or email.

A report of an Incident should include the following information:

- Location, date and time of the incident(s);
- Nature of the concern regarding accounting, financial reporting, internal controls or auditing matters (include sufficient information for an independent person to understand the concern and to enable further investigation);
- Names of the parties involved including witnesses if applicable; and
- Whether the person submitting the report would be willing to provide his or her contact information and if they would like to arrange a meeting with the investigator(s) to discuss the incident being reported (if so provide the person's name and telephone number).

All reports submitted to the Chairman of the Board will be investigated as quickly as possible, taking into account the nature and complexity of the disclosure and issues raised, and appropriate corrective action will be taken if warranted by the investigation. The Board may retain independent legal counsel, accountants or others to assist it in its investigation.

Approved by the Board of Directors of the Company on July 1, 2025.

