

DYNA RESOURCE INC

(The "Company")

CHARTER OF SUSTAINABILITY, ENVIRONMENTAL, HEALTH AND SAFETY COMMITTEE

1. Purpose

The Sustainability, Environmental, Health, Safety Committee (the "Committee") assists the Board of Directors (the "Board") of the Company in:

- the Company's compliance with applicable legal, regulatory, and voluntarily adopted standards related to health and safety, environmental matters, climate-related matters, reclamation and closure matters, community and stakeholder relationships (including social license and the engagement of Indigenous peoples, when applicable), human rights (including Indigenous rights, when applicable) and related matters (collectively, "Sustainability Matters").
- the Company's strategy with respect to Sustainability Matters, including, without limitation, the adoption of any targets to reduce greenhouse gas emissions and any strategic plans to address other climate-related and nature-based risks and opportunities.
- the development and implementation by management of policies, programs, and systems related to the monitoring and external reporting of the Company's performance concerning Sustainability Matters.
- the monitoring of risks related to Sustainability Matters.
- the monitoring of significant international and local developments in relevant policies, regulations, and trends related to Sustainability Matters.

2. Membership and Meetings

The Committee shall consist of at least three members of the Board, appointed by the Board. The appointment of the members of the Committee shall take place annually at the first meeting of the Board after a meeting of the shareholders at which directors are elected. Provided however, that if the appointment of members of the Committee is not so made, the directors who are then serving as members of the Committee shall continue acting as such until their successors are appointed.

The Committee shall designate one member as the Chair.

Members should have experience or familiarity with environmental, health, safety, or sustainability matters relevant to the mining industry.

The Committee shall meet at least quarterly and as needed to fulfill its responsibilities.

The Committee may invite management, external experts, or other relevant stakeholders to meetings as appropriate.

3. Responsibilities

The Committee's primary responsibilities include:

Environmental Oversight:

- Reviewing and making recommendations, as appropriate, in regard to the Company's environmental management program, including corporate environmental policies and procedures.
- Reviewing and making recommendations, as appropriate, regarding environmental compliance issues, if any.
- Satisfying itself that the management of the Company monitors trends, reviews current and emerging issues in the environmental field, and evaluates their impact on the Company.
- Reviewing incident reports to:
 - Assess whether environmental management procedures were effective in such incidents, and make recommendations for improvement, where appropriate.
 - Determine if such incidents are of significance to report to the Board; and
 - Review the scope of potential environmental liabilities and the adequacy of the environmental management system to manage these liabilities.

Sustainability Oversight:

- Recommending actions for developing social policies, programs, procedures, and activities in communities where the Company conducts its business to ensure that the principles set out in such policies are being adhered to and achieved and to integrate such activities with, and participate in, local communities as good corporate citizens.
- Receiving reports from management on the social responsibility programs, including significant sustainable development, community relations, and security policies and procedures.
- Recommending actions to ensure meaningful and transparent engagement and communications with all stakeholders and seek to build trust and mutually beneficial relationships with the communities that are impacted by the Company's activities.
- Receiving reports from management that the Company consistently supports education, skill development and a culture of continuous improvement in its workforce and provides sustainable skills which will yield a positive lasting legacy in the local communities long after the mine has ceased operations.
- Satisfying itself that management of the Company monitors trends and reviews current and emerging issues in the corporate social responsibility field and evaluates the impact on the Company.
- Receiving reports from management on the Company's corporate social responsibility performance to assess the effectiveness of the corporate social responsibility program.
- Ensuring that the all business activities of the Company comply with all applicable laws and regulations.
- Integrating corporate social responsibility considerations within the corporate decision making process while upholding the economic, social and environmental commitments of the Company.
- Ensuring that all contractors, suppliers and agents apply business practices that are consistent with the Company's policies.

- Satisfying itself that the Company upholds fundamental human rights and respect cultures, diversity, customs, and values in dealing with employees and all other stakeholders who are affected by its activities.

Health and Safety Oversight:

- Reviewing and making recommendations, as appropriate, in regard to the Company's safety and health program, including corporate occupational health and safety policies and procedures.
- Reviewing and making recommendations, as appropriate, regarding safety and health compliance issues, if any.
- Satisfying itself that management of the Company monitors trends, reviews current and emerging issues in the safety and health field, and evaluates the impact on the Company.
- Reviewing the Company's safety and health performance to:
 - Assess the effectiveness of safety and health program and make recommendations for improvement, where appropriate; and
 - Determine if any safety and health issues that may be identified as a result of such review are of significance to report to the Board. In all cases, the Committee will make recommendations, where appropriate, to the management of the Corporation and/or to the Board.

4. REPORTS

The Committee shall report to the Board on a regular basis. The Committee shall report to the Audit Committee periodically, or as matters evolve, regarding financial risks (including, without limitation, climate-related risks that could have a financial impact) or potential accruals for reclamation or contingent liabilities or disclosure issues relating to Sustainability Matters.

5. INDEPENDENT ADVICE

The Committee shall have the authority to request reports, investigations, or independent expert advice on Sustainability Matters.

The Committee may access necessary resources to fulfill its duties, as approved by the Board.