

DYNA RESOURCE INC
(The "Company")
CHARTER OF THE TECHNICAL COMMITTEE

PURPOSE

The main purpose of the Technical Committee (the "Committee") is to review, monitor, and make recommendations to the Board of Directors (the "Board") regarding the Company's technical and operational matters.

Additionally, the Committee will assist the Board in carrying out its responsibilities with respect to overseeing the operating activities of the Company, from a technical and scheduling perspective. The Committee is also responsible for Board oversight of production forecasts, budgets, life of mine plans, reserves and resources, and Management's proposed public disclosure of said technical nature.

RESPONSIBILITIES

- Receive regular updates from management on key technical and operational issues and initiatives, including significant exploration and development projects and projects related to the Company's **tailings management facilities**, and proposed authorizations for expenditure for matters having a significant technical component.
- Assess the Company's systems and processes for reviewing technical risks and technical controls in place at the Company's operations, including quality assurance/quality control measures, calculation of mineral resources and mineral reserves, and similar matters and from time to time receive and review internal and external reports prepared for management on technical matters, as deemed necessary by the Committee.
- Review the adequacy of the Company's internal controls over the mineral reserve and resource estimation process including the risks of fraud in reporting reserves and resources.
- Prior to the release of any reserve and/or resource information, discuss with the Qualified Person (and/or lead coordinator for QPs) any significant adjustments, management judgments, and estimates made since the last mineral reserve and/or resource estimate.
- Oversee the integrity of public disclosure related to the Company's reserves and resources.
- Discuss with management the technical merits of (a) proposed acquisition targets contemplated by management and systems and processes used for evaluation of such targets, and (b) significant operational initiatives proposed to be undertaken.

- Ensure those risks related to the design, construction, integrity, operation, and reclamation of the Company's tailings management facilities are appropriately managed and monitored by management through the Company's tailings governance systems and enterprise risk management program.
- Assist the Board in fulfilling its oversight responsibilities relating to the Company's enterprise risk management program by identifying and monitoring technical-related risks and recommending strategies to mitigate such risks.
- The Committee shall perform any other activities consistent with this Charter and applicable law, as the Committee or the Board determines necessary or appropriate.

COMPOSITION

The members of the Technical Committee shall be three or more individuals who are appointed (and may be replaced) from time to time by the Board of Directors. At least one member of the Technical Committee shall have a technical background and related mining industry experience.

Each member of the Technical Committee is expected to have a reasonable understanding of the mining industry.

REPORTS

The Technical Committee shall report to the Board of Directors following meetings of the Committee, as requested by the Board or as otherwise necessary or appropriate to ensure the Board is properly apprised of technical and operational matters. Where matters reviewed by the Technical Committee are of a nature that overlaps to some extent with matters within the jurisdiction of the Board's other committees, the Technical Committee may report to the particular committee so that a comprehensive report may then be made to the Board.

INDEPENDENT ADVICE

In discharging its mandate, the Technical Committee shall have the authority to retain (and authorize the payment by the Company of) and receive advice from special legal or other advisors as it determines to be necessary to permit it to carry out its duties.