



WHISTLEBLOWER POLICY

(As of September 3, 2025)

1 Introduction and Purpose

- 1.1 As a publicly traded company, the integrity and accountability of the financial, administrative and management practices of St. Augustine Gold & Copper Ltd. (the “Company”) are critical. These financial, administrative and management practices guide the decisions of the Board of Directors of the Company and are relied upon by investors of the Company and the financial markets. For these reasons, it is critical for the Company to maintain a workplace where concerns regarding questionable business practices can be raised without fear of any discrimination, retaliation or harassment.
- 1.2 To ensure integrity, accountability, and protection for those who report misconduct, fraud, or violations of law or Company policy.

2 Reporting

- 2.1 All directors, officers and employees are encouraged to promptly report either orally or in writing to their immediate supervisor, all evidence of activity by the Company department, director, officer or employee that may constitute any of the following:
 - 2.1.1 Questionable accounting practices;
 - 2.1.2 Inadequate accounting controls;
 - 2.1.3 The misleading or coercion of auditors;
 - 2.1.4 Disclosure of fraudulent or misleading financial information;
 - 2.1.5 Instances of corporate fraud; and
 - 2.1.6 Activities in violation of anti-corruption laws
- 2.2 In instances where a satisfactory response is not received from your immediate supervisor, or if you are uncomfortable addressing your concerns to your supervisor, you may contact any senior officer of the Company.
- 2.3 In instances where a satisfactory response is not received from such senior officer, or if you are uncomfortable addressing your concerns to a senior officer, the Chairman of the Audit Committee of the board of directors of the Company may be contacted by mail, telephone, fax or email as follows:

Yolanda Coronel Armenta
Chairperson, Audit Committee
St. Augustine Gold & Copper Ltd.
22F BDO Equitable Tower, 8751 Paseo de Roxas
Makati City, Philippines
Email: lally.armenta@kingking.ph

Or

Jaydee Justine B. Legaspi-Buduan
General Counsel
St. Augustine Gold and Copper Ltd.
22F BDO Equitable Tower, 8751 Paseo de Roxas
Makati City, Philippines
Telephone No. (632) 77288491
Mobile No.: +639178143926
Email: justine.legaspi-buduan@kingking.ph

Anonymous written or telephone communications will be accepted.

- 2.4 Employees are encouraged to provide as much specific information as possible including names, dates, places and events that took place, the employee's or consultant's perception of why the incident(s) may constitute any of the activities described above, and what action the employee recommends be taken.
- 2.5 Reports may be made confidentially and anonymously through an independent external hotline, website, or mailing address.
- 2.6 All complaints under this Policy will be promptly and thoroughly investigated, 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 law.
- 2.7 All reports made to supervisors and senior officers in respect of matters specifically covered by this policy will be reported to the Audit Committee of the Board of Directors of the Company.
- 2.8 Any individual who in good faith reports such activities described above will be protected from threats of retaliation, harassment, discharge, or other types of discrimination including but not limited to those respecting compensation or terms and conditions of employment, that are directly related to such reports. If any such individual believes they have been unfairly or unlawfully retaliated against in respect of a report made by such individual under this policy, they may file a complaint with their supervisor or with a senior officer in instances where they are uncomfortable filing the complaint with their supervisor. If such a person is uncomfortable filing the complaint with a supervisor or any senior officer, they may file their complaint with the Chairman of the Audit Committee of the board of directors. The Company reserves the right to discipline any individual who makes an accusation without a reasonable, good faith belief in the truth and accuracy of the information or who knowingly provides false information or makes false accusations, and such discipline may result in the removal of a director, or the termination of an officer or employee and, if warranted, legal proceedings.

- 2.9 All directors, officers, employees and consultants have a duty to co-operate in an investigation. Should an employee or consultant fail to cooperate or provides false information in an investigation, the Company will take effective remedial action commensurate with the severity of the offense. This action may include disciplinary measures up to and including the removal of a director, or the termination of an officer or employee and, if warranted, legal proceedings.

3 Protection

Retaliation against whistleblowers is strictly prohibited, consistent with Ontario Securities Act and TSX guidance. Violators will be subject to disciplinary action, up to termination.

4 Oversight

All complaints will be reported to the Audit Committee, which will oversee investigations and ensure follow-up. The Company will disclose annually in the Management Information Circular the existence of its whistleblower procedures.

5 Review

This Policy will be reviewed annually to ensure alignment with TSX, CSA, BVI, and Cayman standards.

Amended and approved by the St. Augustine Board of Directors on September 3, 2025.