

Whistleblower Policy

Purpose

Cassiar's Whistleblower Policy (the "**Policy**") governs the process through which the Company's directors, officers, employees and consultants, or any member of the public, can anonymously and confidentially report any potential violation or concern contrary to the Company's policies or local laws or regulations. This Policy establishes a mechanism to support and promote the Company's values by encouraging its directors, officers, employees and consultants to talk to their managers or other appropriate personnel about any concerns they may have in respect of illegal or unethical behaviour or the appropriate response to any such behaviour.

Pursuant to its charter, the Audit & Risk Committee (the "**Committee**") of the Board of Directors of the Company is responsible for ensuring that a confidential and anonymous process exists whereby persons can report any accounting concerns relating to the Company. In order to carry out its responsibilities under its charter, the Committee has adopted this Whistleblower Policy.

Principles

Cassiar is committed to maintaining the highest standards of ethics and business conduct, and is governed by the Company's Code of Ethics and Business Conduct (the "**Code**"). It is our policy to comply with and require our directors, officers, employees and consultants to comply with all applicable legal and regulatory requirements relating to corporate reporting and disclosure, accounting and auditing controls and procedures, securities compliance, internal accounting controls and matters that potentially involve fraud against the Company. The internal controls and procedures at Cassiar are intended to prevent, deter and remedy any violation of the applicable laws and regulations. Even the best systems of control and procedures, however, cannot provide absolute safeguards against such violations. Cassiar has a responsibility to investigate and, if required, report violations to appropriate authorities, including:

1. violations of any applicable law, rule or regulation of the jurisdiction where the Company operates;
2. fraud or deliberate error in the preparation, evaluation, review or audit of any financial or operational statement of the Company;
3. fraud or deliberate error in the recording and maintaining of financial or operational records of the Company;
4. deficiencies in, or noncompliance with, the Company's internal policies and controls, including the Company's Code;
5. misrepresentation or false statement by or to a director, officer, employee or consultant of the Company respecting a matter contained in the Company's financial or operational records, reports or audit reports; and
6. deviation from full and fair reporting of the Company's consolidated financial condition.

Communication of the Policy

To ensure that all directors, officers, employees, consultants and contractors of the Company are aware of the Policy, a copy of the Policy will be distributed to all directors, officers, employees and consultants, or alternatively they will be advised that the Policy is available on the Company's website for their review or upon request. All directors, officers, employees and consultants will be informed whenever significant changes are made.

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Reporting Alleged Violations or Concerns

Any Cassiar director, officer, employee or consultant, or member of the public, who becomes aware of any serious concerns relating to financial reporting, unethical or illegal conduct may report the violation to the following contacts:

To: The Audit & Risk Committee
Re: Whistleblower – CONFIDENTIAL
C/O: Mr. Stephen Letwin, Mr. Christopher Stewart, Mr. Wenhong Jin
Address: 15th Floor, Bankers Court, 850 - 2nd Street SW Calgary, AB T2P 0R8 Canada

If you are not satisfied or comfortable reporting the violation or concern to the Committee, the report may be made directly to the Company's Chief Financial Officer ("CFO"):

To: The Chief Financial Officer
Re: Whistleblower – CONFIDENTIAL
C/O: Mr. Don Nguyen
Address: 15th Floor, Bankers Court, 850 - 2nd Street SW Calgary, AB T2P 0R8 Canada
Email: don@cassiargold.com

Confidentiality

All submissions to the Committee or CFO shall be treated on a confidential and anonymous basis.

No Adverse Consequences

A submission regarding a violation or concern may be made by a director, officer, employee or consultant of the Company without fear of dismissal, disciplinary action or retaliation of any kind. The Company will not discharge, discipline, demote, suspend, threaten or in any manner discriminate against any person who submits in good faith a violation or concern or provides assistance to the Committee, management or any other person or group, including any governmental, regulatory or law enforcement body, investigating a violation or concern.

Treatment of Submissions

Once your concern has been communicated to the CFO or the Committee member (the "**Designated Official**") of the Company, the following procedures must be followed:

1. The Designated Official will confirm receipt of your complaint or concern, unless made anonymously.
2. The Designated Official will register your complaint in a log and open a file. Both will be kept confidential and secure.
3. If the Designated Official determines that your complaint or concern is covered by this Policy, he or she will conduct an investigation and determine whether further action is required.
4. The Designated Official must comply with all laws and regulations in conducting the investigation.

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5. All investigations will be conducted as efficiently as possible, taking into account the nature and complexity of the issues involved.
6. Investigations by the Designated Official may be with the assistance and direction of whomever the Designated Official thinks appropriate including, but not limited to, external legal counsel.
7. Any complaint that is well-founded and that may have material adverse consequences for the Company will be reported to the Committee or Board of Directors.
8. The Designated Official, in conjunction with the Committee, shall implement such corrective measures as it deems necessary or desirable to address the violation or concern.
9. Where possible and when determined to be appropriate by the Committee, notice of any such corrective measures will be given to the person who submitted the violation or concern.
10. On an annual basis, the Designated Officials will report to the Committee or Board of Directors and to the Company's external auditors the aggregate number of complaints received, investigations conducted and the outcome of those complaints and investigations.

Acting in Good Faith

Anyone filing a complaint under this Policy must be acting in good faith and have an honest belief that the complaint is well-founded, including a reasonable factual or other basis. Any complaints based on allegations that are without basis, cannot be substantiated, or that are proven to be intentionally misleading or malicious, will be viewed as a serious offence.

Records

The Committee shall retain all records relating to any violation, concern or report of a retaliatory act, and to the investigation of any such report for a period judged to be appropriate based upon the merits of the submission. The types of records to be retained by the Committee shall include records of all steps taken in connection with the investigation and the results of any such investigation.

Questions

If you have any questions about how this Policy should be followed, please contact the Committee or legal counsel of the Company.

Review

The Committee 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 violations or concerns.