



APEX MINING CO., INC.

POLICY

TITLE	WHISTLEBLOWER PROTECTION POLICY
EFFECTIVE DATE	September 1, 2017

Apex Mining Co., Inc. (the Company) requires its directors, officers and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As employees and representatives of the Company, everybody must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

I. POLICY STATEMENT

This policy is in addition/complement and further to the Grievance Policy (GUI dated May 12, 2010) of the Company, which confirms its commitment to provide a culture of respect and transparency in dealing with employee's complaints, issues and concerns.

The Company shall establish and implement the Whistleblower Protection procedures for the proper handling and prompt resolution of issues and concerns raised by the employees regarding violations of the Corporate Governance Codes and the Company's Code of Conduct, and deviation from what is generally accepted accounting principles.

II. OBJECTIVES

- To establish the standards and procedures in handling concerns/ disclosures regarding violations of corporate governance codes and the Company's Code of Conduct, and deviation from generally accepted accounting principles
- To reduce the risk of mishandling serious concerns raised.
- To assure employees /whistleblowers that there will be no adverse repercussions for raising valid cases with the Company.

III. SCOPE

This policy covers complaints and disclosures on the following:

1. Violations of the Corporate Governance Codes ("CG Manual");
2. Violations of the Company's Code of Conduct; and
3. Deviations from generally accepted accounting principles

IV. DEFINITION OF TERMS

1. Corporate Governance Codes – refers to the Company's Manual on Corporate Governance.
2. Code of Conduct – refers to the Company's Code of Conduct Policy.
3. Deviation from generally accepted accounting principles – any serious or deliberate violation deviating from what is generally accepted accounting principles affecting the financial statements of the Company.
4. Whistleblower – an employee or group of employees of the Company making a disclosure or raising concerns with knowledge of any violations on items described in Section III (Scope) of this policy.
5. Retaliation – an act of reprisal, discrimination, harassment, intimidation or adverse action by Company directors, officers, or employees against a whistleblower.

V. REPORTING RESPONSIBILITY

This Whistleblower Protection Policy is intended to encourage and enable employees to raise serious concerns internally so that the Company can address and correct inappropriate conduct and actions. It is the responsibility of all board members, officers, employees and volunteers to report concerns about violations of the corporate governance codes, Company's code of conduct/ethics or suspected violations of law or regulations that govern the Company's operations.

VI. NO RETALIATION

It is contrary to the values of the Company for anyone to retaliate against any board member, officer, employee or volunteer who in good faith reports an ethics violation, or a suspected violation of law, such as a complaint of discrimination, or suspected fraud, or suspected violation of any regulation governing the operations of the Company. An employee who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment.

By ensuring a fair and speedy evaluation of the case or complaint, the whistleblower/employees are provided protection from unwarranted retaliation.

VII. REPORTING PROCEDURE

The Company has an open door policy. Employees can share their questions, concerns, suggestions or complaints with their supervisor. If Employees are not comfortable speaking with the supervisor or are not satisfied with the supervisor's response, employees are encouraged to speak with the Resident Manager, Company officer, or a board member. Supervisors and managers are required to report complaints or concerns about suspected

ethical and legal violations in writing to the Company's Compliance Officer, who has the responsibility to investigate all reported complaints. Employees with concerns or complaints may also submit their concerns in writing directly to their supervisor, the Resident Manager, or the Compliance Officer.

VIII. COMPLIANCE OFFICER

The Compliance Officer is responsible for ensuring that all complaints about unethical or illegal conduct are investigated and resolved. The Compliance Officer will advise the [Executive Director and/or the Board of Directors] of all complaints and their resolution and will report at least annually to the [Treasurer/Chair of the Finance Committee/Audit Committee] on compliance activity relating to accounting or alleged financial improprieties.

IX. ACCOUNTING AND AUDITING MATTERS.

The Company's Compliance Officer shall immediately notify the Audit Committee of any concerns or complaint regarding corporate accounting practices, internal controls or auditing and work with the committee until the matter is resolved.

X. ACTING IN GOOD FAITH

Anyone filing a written complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

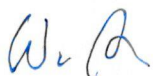
XI. CONFIDENTIALITY

Violations or suspected violations may be submitted on a confidential basis by the complainant. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

XII. HANDLING OF REPORTED VIOLATIONS

The Compliance Officer will notify the person who submitted a complaint and acknowledge receipt of the reported violation or suspected violation. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

APPROVED BY:



WALTER W. BROWN
President & CEO