

WESDOME GOLD MINES LTD.
POSITION DESCRIPTION FOR THE CHIEF EXECUTIVE OFFICER

ACCOUNTABILITY

The Chief Executive Officer (the “**CEO**”) is the most senior management officer of Wesdome Gold Mines Ltd. (the “**Company**”) and is accountable to the Board of Directors (the “**Board**”) for the achievement of business objectives within specified executive limitations. In fulfilling the responsibilities of the role, the CEO demonstrates understanding of and support for the clear division of responsibilities between the Board and management.

PLANNING, RISK MANAGEMENT AND OPERATIONS

The CEO will:

- a. Develop and make recommendations on business strategies, and business and financial plans for the approval of the Board.
- b. Manage the operations of the business in accordance with the strategic direction set by the Board and within operational policies as determined by the Board in relation to the conduct of the business.

MANAGEMENT AND LEADERSHIP

The CEO will:

- a. Provide overall leadership to manage the Company in the best interests of its shareholders and the Company as a whole, including, in conjunction with the Board, in establishing the Company’s strategic direction, annual business plans and budgets.
- b. Recruit, develop and lead a dedicated, high quality professional and support team.
- c. Foster a high-performance culture that promotes ethical practices, encourages individual integrity, accountability, continuous improvement and social responsibility.
- d. Ensure that all senior executives have their responsibilities and authorities clearly established.
- e. Make recommendations to the Compensation Committee regarding the compensation and appointment of Senior Executives.
- f. Plan for the development and succession of management and report to the Compensation Committee and the Board annually, and as may be required or requested, on such plan.
- g. Approve significant public service commitments and/or acceptance of outside Board appointments by senior executives.
- h. Work with the Board Chair to create opportunities for high-potential employees to make presentations to the Board and to meet with directors.

COMMUNICATION AND SHAREHOLDER RELATIONS

The CEO will:

- a. Ensure clear and effective communications with the Company's shareholders and other stakeholders regarding the Company's performance.
- b. Maintain or cause to be maintained such industry, government, public or other external relationships as are deemed advisable and in the interests of the Company.
- c. Represent the Company publicly in a way that enhances and maintains its reputation.

POLICIES AND MANAGEMENT AUTHORITIES

The CEO will:

- a. Work with the Governance and Nominating committee and oversee the development of an appropriate Code of Conduct and Ethics, other corporate policies and determine management authorities.
- b. Ensure that all operations and activities are conducted in accordance with laws, regulations, the Code of Conduct and Ethics, sound business practices and the policies and practices approved by the Board.
- c. Ensure that the Code of Conduct and Ethics, as it applies to directors, officers and employees, is implemented and adhered to.
- d. Certify the Company's annual and interim financial statements, annual and interim MD&A and Annual Information Form and ensure the content of this certification meets all legal and regulatory requirements.
- e. Ensure the CFO certifies the Company's annual and interim financial statements, annual and interim MD&A and Annual Information Form.

WORKING WITH THE BOARD

The CEO will:

- a. Work with the Board in a manner that maintains a positive and harmonious relationship. This includes reporting management information back to the Board in a manner that enables the Board to effectively monitor and evaluate corporate performance against stated objectives and within executive limitations.
- b. Submit monitoring and performance information required by the Board in a timely and accurate fashion.
- c. Meet regularly and as required with the Board Chair to review material issues and ensure the Chair has the necessary information to undertake the Chair's responsibilities.
- d. Ensure that the Board is aware of relevant trends, material external or internal changes and any changes in the assumptions upon which any Board decision or approval has previously been made.
- e. Seek Board approval for expenditures or other actions or transactions falling outside of authorizations established by the Board from time to time.

- f. Obtain Board approval prior to acceptance of significant outside Board appointments and public service commitments.
- g. Advise the Board if, in the CEO's opinion, the Board is not in compliance with its own policies, or legal and/or regulatory requirements, in particular, in the case of behaviour of one or more directors which is detrimental to best interests of the Company or to the working relationship between the Board and the CEO.
- h. Maintain regular communication with the Board on the identification, assessment and management of key risks.
- i. Provide the Board with information, both internal and external, that the Board may require in order to make fully-informed decisions regarding the operation of the business.
- j. Deal with the Board as a whole except when: (a) fulfilling individual requests for information; or (b) responding to officers or committees duly charged by the Board.
- k. Report in a timely manner any actual or anticipated non-compliance with any Board-approved policy or decision.

CORPORATE GOVERNANCE AND SOCIAL RESPONSIBILITY

The CEO will:

- a. Provide overall leadership to management in support of the Company's commitment to corporate social responsibility.
- b. Set the ethical tone for the Company and its management, including:
 - i. Overseeing the administration and implementation of, and compliance with, the Company's policies and procedures;
 - ii. Fostering a culture of integrity and professionalism throughout the Company; and
 - iii. Fostering ethical and responsible decision making by management.

APPROVAL

OWNER(S)
Board of Directors

ADOPTED
March 22, 2016

POLICY TYPE
Board Governance

LAST REVIEWED AND APPROVED
March 10, 2020