

Whistleblower and Fraud Reporting Policy

1. Introduction

MineSense Technologies Ltd. and all its subsidiaries (collectively, the “Company”) are committed to conducting activities in accordance with the highest standards of integrity and ethics as well as full compliance with applicable government laws, rules and regulations, corporate reporting and disclosure, accounting practices, accounting controls, auditing practice and other matters relating to fraud against shareholders and stakeholders.

The purpose of this policy (the “Policy”) is to establish and maintain a trusted and confidential program that encourages and facilitates:

- The receipt, retention and treatment of complaints or concerns received by the Company regarding its accounting, internal controls, auditing or violations of its Code of Conduct; and,
- The confidential, anonymous submission by employees, directors, contractor and suppliers of the Company of concerns regarding questionable accounting, auditing or operational matters.

Examples of concerns which might form the basis of a report under this Policy include:

- Violation of any applicable law, rule or regulation relating to the Company’s operations;
- Violation of any applicable law, rule or regulation that relates to corporate reporting and disclosure;
- Fraud or deliberate misstatement or error in the preparation, evaluation, review or audit of any financial statement of the Company;
- Fraud or deliberate misstatement or error in the recording and maintaining of financial records of the Company;
- Deficiencies in, or noncompliance with, the Company’s internal policies and controls;
- Misrepresentation or a false statement by or to a director, officer or employee of the Company respecting a matter contained in the financial records, company reports or audit reports;
- Deviation from full and fair reporting of the Company’s consolidated financial condition; and,
- Deficiencies in or noncompliance with the Company’s Code of Conduct.

2. Communication

To ensure that all directors, officers and employees (which term, for the purpose of this Policy includes consultants and contractors) are aware of the Policy, a copy of the Policy will be distributed to all employees and directors and the policy will be made publicly available on the Company’s website. All directors, officers and employees will be informed whenever significant changes are made. New directors, officers and employees will be provided with a copy of the Policy and will be educated about its importance.



3. Reporting Concerns

Reports can be submitted anonymously (when possible, depending on local regulations) to *IntegrityCounts* by calling one of their 24-hour **hotline phone numbers**:

Brazil

0-800-761-19590

Canada

1-866-921-6714

Chile

800-914-523

Denmark

00-800-2002-0033

Indonesia PT Indosat

00-18030208158

Indonesia PT Telkom

00-78030208158

Mexico

800-099-0642 or 001-800-514-8714

Namibia

+264 83 380 0102

Peru

(0800)-78215

South Africa

080-098-0167

United Kingdom

0-800-092-3586

United States of America

1-866-921-6714



IntegrityCounts is operated independently by a third-party (WhistleBlower Security Inc.) and is accessible by phone, internet, and email. You are **not** required to provide your name or any other personal information when submitting a report, unless required by local regulations for certain types of reports.

Any employee of the Company may submit a report. Third-party suppliers and partners of the Company may also submit reports to ensure an ethical culture is maintained throughout the supply chain.

4. Confidentiality

Reports will only be shared with those whose involvement is necessary to conduct an effective investigation and determine an appropriate course of action. This may include third parties such as Company's external auditors, outside counsel, or law enforcement personnel to the extent necessary.

5. No Adverse Consequences

The submission of a concern regarding an issue covered by this Policy may be made by a director, officer, employee or supplier of the Company without fear of dismissal, disciplinary action or retaliation. The Company will not discharge, discipline, demote, suspend, threaten or in any manner discriminate against a director, officer, employee or supplier in the terms and conditions of employment or engagement based on lawful actions of a director, officer, employee or supplier with respect to (i) good faith reporting of concerns covered by this policy or (ii) providing assistance to an investigator, management or any other person or group, including governmental, regulatory or law enforcement body investigating a concern.

6. Retention of Records

An assigned Audit Committee (the "Audit Committee") shall retain records relating to any concern or report of a retaliatory act and to the investigation of any such report for a period judged to be appropriate based on the merits of the submission. The types of records to be retained by the Audit Committee shall include records of all steps taken in connection with the investigation and the results of any such investigation.

7. Review of Policy

The Audit 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 matters covered by the Policy. The Audit Committee will submit any recommended changes to the Board for approval.



8. Queries

If you have any questions about how this Policy should be followed in a particular case, please follow the instructions to effectively use the **hotline phone numbers** found directly on the *IntegrityCounts* platform.

9. Publication of the Policy on Website

This Policy is posted on the Company's website at www.minesense.com.