



DONATION AND SPONSORSHIP POLICY

1. Scope

As a responsible mining company, Rockcliff Metals Corporation (“Rockcliff” or “the Company”) is committed to supporting the social and cultural vitality of the communities and regions where it operates through financial and/or in-kind contributions made to various not-for-profit organizations, thereby enhancing the community's cultural and social well-being.

Rockcliff's support for organizations is also shown through its support for its employees who donate time and money to a cause they value.

2. Definitions

Donation means a gift that has been given voluntarily and not in exchange for recognition, event tickets or anything of value. The donor is generally entitled to a receipt for income tax purposes.

Sponsorship means a contribution that benefits both parties and for which the donor is recognized: advertising, promotion, event tickets, etc. The donor is not entitled to a receipt for income tax purposes.

3. Sponsorship requests

All donation and sponsorship requests will be examined on the basis of the established criteria. To submit a request, complete the appropriate form (see Appendix 1), and email request to the President and CEO, Alistair Ross (aross@rockcliffmetals.com)

4. Awards and exclusions

Rockcliff will assess each proposal on its merits and alignment with the Company's values and available budgets. Typical non-for profits, events and causes that would be considered for approval include:

- Recognized charitable organizations;
- Cultural events;
- Sporting events;
- Community events;
- Health and medical research;
- Environmental protection/sustainable development;
- Education for youth; and
- Schools and universities.

In the case of a request for donation, Rockcliff will only consider funding for organizations that are registered with the government as a charitable or a not-for-profit organization.

Rockcliff Metals Corporation

2231 Long Lake Road, Unit 2, Sudbury ON P3E 5H3

Exclusions

The Company reserves the right to not support organizations, events or causes that do not comply with Company's principles, vision and ethics. The following organizations, events and causes may be excluded from Rockcliff's Donation and Sponsorship Policy:

- Organizations of uncertain financial soundness;
- Organizations or projects devoted to a political cause;
- Projects supporting the creation of a work or product;
- Activities or attempts to influence specific legislation;
- Organizations or programs that make distinctions based on race, religious belief, gender or sexual orientation;
- Professional sports organizations; and
- Professional associations.

5. PROCESS FOR MANAGING DONATION AND SPONSORSHIP REQUESTS

Eligibility

All donation and sponsorship requests are analyzed using a rigorous and well-defined process. In addition to certain basic criteria, Rockcliff has developed an analysis grid of selection criteria to assess the relevance of requests based on its business goals.

Basic Criteria:

- The organization or project offers visibility reflecting the mining industry's positive image;
- The organization or project supports the community and our employees; and
- The organization or project has social and/or economic benefits.

Key Evaluation Criteria:

- The project generates economic benefits for the area;
- The organization shows that self-financing efforts have been undertaken and that it is sustainable in the medium term; and
- The request meets a need in the host community or the region.

Timeframe

In order to properly assess donation and sponsorship requests, and to ensure proper preparation, the Company must receive:

- Requests for less than \$2,000 in connection with an event at least four (4) weeks before the event is held
- Requests for more than \$2,000 in connection with an event at least eight (8) weeks before the event is held. The review may include a meeting, a site visit and/or community references. Final proposals will



then be forwarded to Rockcliff's Donations and Sponsorships Management Committee for review. The Committee will comprise of members of management, as delegated by the CEO.

Rockcliff's Donations and Sponsorships Management Committee is responsible for processing requests made under this policy. Please note that if timeframes are not respected, requests will not be considered.

Granting of Donations and Sponsorships and Visibility

The applicant will be informed by email or telephone of the Committee's final decision once it has been made. A cheque representing Rockcliff's involvement will be issued to the organization within two (2) weeks.

6. AMENDMENTS AND REVIEW

This Policy may be amended from time to time. Any amendments to this Policy shall be approved by the Board of Directors and will be communicated to directors, officers, employees, consultants and contractors.

This Policy is to be reviewed on a regular basis.

Original Approval Date: March 5, 2020

Approved by: Board of Directors

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APPENDIX 1 - FUNDING REQUEST FORM

ORGANIZATION INFORMATION

Name: _____

Address: _____

Telephone: _____

Email: _____

Website: _____

Description of the organization: _____

PROJECT/EVENT/CAUSE FUNDING SUMMARY

Title: _____

Location: _____

Start date / end date: _____

Funding requested (CAD): _____

\$

Description of the project/event/cause requiring funding: _____

Indicators of benefits for the communities that Rockcliff operates: _____

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APPENDIX 1 - FUNDING REQUEST FORM (continued)

CERTIFICATION

We hereby certify that the information provided in this request and the attached documents is correct to the best of our knowledge and that we are authorized to sign this request on behalf of the organization. The organization acknowledges that this funding request in no way obligates the Rockcliff to grant it any support whatsoever.

Name / Position:

Signature

Date:

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