

WHISTLE BLOWER POLICY

Mirasol Resources Ltd (the “Company”) is committed to maintaining the highest standards of business conduct and ethics, as well as full compliance with all applicable government laws, rules and regulations, corporate reporting and disclosure, accounting practices and other matters relating to fraud against shareholders.

The Board of Directors of Company has adopted this Whistleblower Policy (the “Policy”) to establish a confidential and anonymous process whereby persons can report any wrong-doing concerns relating to the Company and its subsidiaries. This Policy also covers the responsibility of the Audit Committee related to the implementation of procedures for addressing complaints regarding questionable accounting or auditing matters as outlined in the Canadian Securities Multilateral Instrument 52-110.

For the purposes of this Policy, wrong-doing is intended to be broad and comprehensive and to include any matter, which in the view of the complainant, is illegal, unethical, contrary to the policies of the Company or in some other manner not right or proper. Examples would include:

1. Violation of any applicable law, rule or regulation;
2. Violation of the Company's Code of Business Conduct and Ethics, Corporate Disclosure and Communications Policy and Insider Trading Policy;
3. Unprofessional conduct or conduct that is below recognized, established standards of practice;
4. Dangerous practice likely to cause physical harm/damage to any person/property
5. Questionable accounting or auditing practices;
6. fraud or deliberate error in the recording and maintaining of financial records of the Company or any of its subsidiaries;
7. Failure to rectify or take reasonable steps to report a matter likely to give rise to a significant and avoidable cost or loss to the Company;
8. Abuse of power or authority for any unauthorized or ulterior purpose; and
9. Unfair discrimination in the course of employment or provision of services.

I. Communication of the Policy

To ensure that all directors, officers, employees and consultants of the Company are aware of the Policy, a copy of the Policy will be distributed to all directors, officers, employees and consultants. All directors, officers, employees and consultants will be informed whenever significant changes are made. New directors, officers, employees and consultants will be provided with a copy of this Policy and will be educated about its importance.

II. Reporting Alleged Violations or Complaints

Anyone with a complaint or concern about the Company and its subsidiaries should first seek guidance from the Chairman of the Board or the Chief Executive Officer.

When not satisfied or comfortable with this internal reporting channel or for complaints regarding potential violations of any applicable law, rules or regulations involving accounting, internal accounting controls or auditing

matters, concerns may be submitted directly to the Chair of the Audit Committee of the Company in writing, by telephone or email:

In Writing: MIRASOL RESOURCES LTD
Suite 910 – 850 West Hastings Street,
Vancouver, BC, Canada V6C 1E1
Attention: Chair of the Audit Committee

By Telephone: 604 602 9989

By E-mail: ndemare@chasemgt.com

III. Anonymity and Confidentiality

All submissions may be made and will be treated on a confidential and anonymous basis. In the event the report is made anonymously, however, the reports should provide as much detail as is reasonably necessary to permit the Company to evaluate the matter(s) set forth in the anonymous report and, if appropriate, commence and conduct an appropriate investigation.

IV. No Adverse Consequences

A submission regarding a concern may be made by an officer or employee of the Company without fear of dismissal, disciplinary action or retaliation of any kind. The Company will not discharge, discipline, suspend, threaten or in any manner discriminate against any person who submits in good faith a concern believed to be substantially true; or that provides assistance to the Audit Committee, management or any other person or group, including any governmental, regulatory or law enforcement body, investigating a wrong-doing concern.

V. Misuse of Reporting Channels

These reporting channels must not be used in bad faith or in a false or frivolous manner. Misuse of reporting channels could result in disciplinary and legal action up to and including termination of employment.

VI. Treatment of Submissions

Submissions will be reviewed as soon as possible with the assistance and direction of whomever the Company's Audit Committee thinks appropriate and they shall implement such corrective measures and do such things in an expeditious manner as they deem necessary or desirable to address the concern.

Where possible and when determined to be appropriate, notice of any such corrective measures will be given to the person made the submission.

VII. Retention of Records

All records will be kept relating to any submission 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 shall include records of all steps taken in connection with the investigation and the results of any such investigation.

VIII. 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.

IX. Queries

If you have any questions about how this Policy should be followed, please contact the Chief Executive Officer or the Chair of the Audit Committee.

Approved by the Board of Directors: November 6, 2017