CABRAL GOLD INC.

HEALTH, SAFETY AND SUSTAINABILITY COMMITTEE CHARTER
(the "Committee")

1. PURPOSE

The Health, Safety and Sustainability Committee (the "**Committee**") assists the Board of Directors (the "**Board**") of Cabral Gold Inc. (the "**Company**") in assist the Board in fulfilling its oversight responsibilities relating to

- Occupational health and safety ("**H&S**");
- Environmental management and regulatory compliance;
- Sustainability, including environmental, social and governance ("**ESG**") matters; and
- Community relations and social performance.

2. REPORTING

The Committee shall report to the Board after each Committee meeting and shall provide the Board with such recommendations and reports as the Committee deems appropriate.

3. COMPOSITION

3.1 Members: The Committee shall consist of not fewer than three (3) directors, appointed annually by the Board.
3.2 Independence: To the extent practicable for a TSX Venture Exchange issuer, a majority of the Committee members should be independent.
3.3 Competence: Members shall collectively possess relevant experience in mining, project development, environmental management, safety oversight, and ESG matters.
3.4 Chair The Board shall appoint an independent director as Chair of the Committee.
3.5 Appointment and Removal: Members serve until their successors are appointed. The Board may remove or replace any member and fill vacancies at any time.

4. SECRETARY

The Corporate Secretary of the Company (or delegate) (the "**Corporate Secretary**") shall act as Secretary of the Committee and maintain minutes and records of the Committee.

5. MEETINGS

5.1 Frequency: The Committee shall meet not less than two (2) times per year, and more frequently as circumstances require.
5.2 Quorum and Voting: A majority of members constitutes quorum. Decisions are by majority vote of those present.
5.3 In-camera Sessions: The Committee shall hold in camera sessions (without management present) at each meeting.
5.4 Attendance: The Committee may invite management and external advisors to attend meetings as appropriate.
5.5 Agenda and Materials: The Committee Chair, in consultation with management and the Corporate Secretary, will set agendas and ensure appropriate materials are circulated sufficiently in advance.

6. RESOURCES AND AUTHORITY

6.1 Access to Information: The Committee has unrestricted access to management, employees, and corporate records as required to fulfill its responsibilities.
6.2 Advisors: The Committee may retain independent technical consultants, legal counsel, or other advisors at the Company's expense and may set the scope of their work.
6.3 Investigations: The Committee may conduct or authorize reviews or investigations within the scope of its mandate
6.4 Delegation: The Committee may delegate limited authority to the Committee Chair (or a sub-committee) for administrative approvals between meetings, provided that any such actions are reported to the Committee and, where appropriate, recommended to the Board.

7. RESPONSIBILITIES

The Committee's responsibilities are oversight in nature. Management remains responsible for implementation.

7.1 Health and Safety

The Committee shall:

- Oversee the Company's H&S policies, systems and performance;
- Review key safety metrics (including LTIFR, TRIFR and significant incidents);
- Review investigations of material incidents and management's corrective actions;
- Monitor compliance with applicable H&S laws and regulations; and
- Review emergency preparedness and response capabilities.

7.2 Environmental Management

The Committee shall:

- Oversee environmental policies and management systems appropriate to the Company's activities;
- Monitor compliance with environmental permits, approvals and regulations;
- Review environmental performance indicators, including water, waste and site impacts;
- Review environmental baseline work, impact assessments and permitting status; and
- Oversee closure and reclamation planning and associated obligations.

7.3 Sustainability and ESG

The Committee shall:

- Oversee the Company's sustainability and ESG approach, commensurate with its stage of development;
- Review material climate-related risks and opportunities, including energy use and emissions where applicable;
- Monitor alignment, where appropriate, with recognized ESG frameworks; and
- Oversee sustainability-related disclosures.

7.4 Social Performance

The Committee shall:

- Oversee stakeholder and community engagement practices;
- Review relationships and agreements with Indigenous communities, where applicable;
- Monitor social risks, including community concerns and reputational matters; and
- Review grievance and stakeholder feedback mechanisms.

7.5 Risk Oversight

The Committee shall:

- Review the identification and management of H&S, environmental and social risks;
- Ensure such risks are appropriately reflected in the Company's risk management processes; and
- Monitor material permitting, regulatory and operational risks within its mandate.

7.6 Compliance

The Committee shall:

- Monitor compliance with applicable H&S, environmental and related regulatory requirements;
- Review any material regulatory notices, inspections or enforcement actions; and
- Oversee the adequacy of management's response and remediation.

7.7 Disclosure

The Committee shall:

- Review material public disclosure relating to H&S, environmental and ESG matters, including MD&A and other continuous disclosure;
- Ensure such disclosure is accurate, balanced and consistent with regulatory expectations; and
- Review disclosure of any material incidents or liabilities within its scope.

7.8 Policies

The Committee shall review and recommend for Board approval key policies within its mandate, including:

- Health and Safety Policy;
- Environmental Policy; and
- Sustainability or ESG Policy.

8. MANAGEMENT ACCOUNTABILITY

Management is responsible for:

- Establishing and maintaining appropriate systems, controls and resources;
- Ensuring compliance with applicable laws and regulations; and
- Providing timely and accurate reporting to the Committee.

9. REVIEW AND ASSESSMENT

9.1 Committee Evaluation
The Committee shall periodically assess its effectiveness and report to the Board.

9.2 Charter Review
This Charter shall be reviewed at least annually and updated as appropriate.

10. GENERAL

10.1 Reliance
Members may rely in good faith on management and external advisors.

10.2 Board Oversight
Nothing in this Charter limits the responsibilities of the Board.

11. REVIEW AND EFFECTIVE DATE

Approved by the Board of Directors on August 26, 2026.