

GENERAL FUSION GROUP LTD. WHISTLEBLOWER POLICY

PURPOSE

The purpose of this whistleblower policy (this “**Policy**”) is to safeguard the integrity of General Fusion Group Ltd.’s (the “**Company**”) financial reporting and its business dealings and to support adherence to the Code of Business Conduct and Ethics (the “**Code**”).

It is in the interest of all stakeholders of the Company that concerns regarding the Company’s financial reporting and adherence to the Code be reported so that they can be appropriately addressed. In furtherance of the foregoing, this Policy: (i) provides a procedure for the receipt, retention and treatment of complaints received by the Company regarding the integrity of the Company’s accounting, internal accounting controls, or auditing matters, any breach or suspected breach of the Code or other policies of the Company, or any suspected violation of securities laws or regulations; (ii) provides for the confidential, anonymous submission by Company Personnel (as defined below) and by third parties, including suppliers, service providers and partners, of concerns regarding such matters; (iii) provides protection to persons who report concerns or participate in investigations; and (iv) establishes a process for investigating reported concerns.

In this Policy “**Company Personnel**” means the Contractors, Directors, Employees and Officers described in Schedule A.

INCIDENT REPORTING

Company Personnel must report, and third parties are encouraged to report, good faith concerns relating to the following areas (any reported concern being referred to as an “**Incident**”);

Financial Reporting: concerns regarding the integrity of the Company’s financial statements, financial reporting, financial controls, auditing process or financial accounting. Examples include misrepresentation or suppression of financial information, non-adherence to internal financial reporting policies or controls, accounting or auditing irregularities, auditor independence concerns, securities fraud, insider trading, and market manipulation;

Fraudulent Activity: concerns regarding any fraud, theft or other deceptive conduct, including falsification of Company records, theft of Company or third-party property, or the misrepresentation of technical results;

Breaches: concerns regarding any breach or suspected breach of the Code, this Policy or any other Company policy;

Legal and Regulatory Violations: concerns regarding any actual or suspected violation of federal, provincial, state, or foreign securities laws or regulations, any rule or regulation of a national securities exchange or self-regulatory organization, or any other law or regulation applicable to the Company; and

Retaliation: concerns regarding discrimination, harassment and/or retaliation against any person who reports an Incident or provides information or otherwise assists in an investigation or proceeding regarding an Incident.

There are several manners in which an Incident may be reported, including the following:

- (a) to the Company Personnel’s immediate supervisor or department manager;
- (b) to the Chief Executive Officer;

- (c) to the General Counsel or Chief People and Culture Officer;
- (d) to the Chair of the Audit Committee or the Board Chair; or
- (e) through IntegrityCounts, which is an Incident reporting tool maintained through an independent third party. IntegrityCounts is available 24 hours a day, seven days a week at the number and website address set out at the end of this Policy. Incidents reported through IntegrityCounts may be reported anonymously. If an Incident is reported anonymously, the identity of the individual raising the concern through IntegrityCounts is not known to the Company. The individual reporting the Incident will receive a confidential username and password that will allow for follow-up and communication on an anonymous basis through IntegrityCounts.

Company Personnel and third parties should be aware that reporting anonymously may limit the Company's ability to fully investigate an Incident, especially if insufficient information is provided in the report.

All Incidents reported through IntegrityCounts will be communicated in accordance with the following protocol: (i) complaints concerning financial reporting, accounting, internal accounting controls or auditing matters will be communicated directly to the Chair of the Audit Committee; (ii) all other complaints will be communicated to the General Counsel and the Chief People and Culture Officer; and (iii) a report will not be forwarded to any person named or implicated in the Incident and will instead be escalated in accordance with the conflict procedures below.

Company Personnel and third parties may choose the manner in which they report an Incident that is most appropriate given the nature of their concerns and circumstances. Nothing in this Policy prohibits or restricts any person from communicating with, providing information to, filing a complaint with, or otherwise participating in an investigation or proceeding conducted by any governmental, regulatory, law-enforcement or self-regulatory authority, without prior notice to or authorization from the Company, or from receiving any whistleblower award available under applicable law.

Any person to whom an Incident is reported must promptly refer it as follows: (i) financial reporting, accounting, internal accounting controls or auditing matters to the Chair of the Audit Committee; and (ii) all other matters to the General Counsel and the Chief People and Culture Officer. If a designated recipient is named or implicated, the Incident shall not be reported to that person. If the Chair of the Audit Committee is implicated, the Incident shall be referred to the Board Chair. If the Board Chair is implicated, the Incident shall be referred to the Chair of the Nominating and Governance Committee. If the General Counsel or Chief People and Culture Officer is implicated, the Incident shall be referred to the Chair of the Audit Committee. If multiple designated recipients are implicated, the Incident shall be referred to independent outside counsel designated by the Audit Committee.

PROHIBITION ON RETALIATION

The Company prohibits discrimination, harassment, or retaliation of any kind against any person who reports a concern in good faith based on a reasonable belief that the information relates to a possible violation, or who provides information or otherwise participates in an investigation or proceeding regarding an Incident.

A report will not lose protection merely because it is not substantiated. Any discrimination, harassment, or retaliation against a reporting person or an individual who assists in an investigation is itself a violation of this Policy.

Any Company Personnel who engages in retaliation is subject to disciplinary action up to and including termination of employment or engagement.

INVESTIGATION PROCEDURES

The Audit Committee, acting through its Chair, has responsibility for the receipt, retention, treatment and oversight of investigations of complaints concerning financial reporting, accounting, internal accounting controls or auditing matters. The Chair of the Audit Committee shall determine the procedures for managing such matters and shall report the Incident, the status of the investigation and its results to the Audit Committee, as appropriate. For all other matters, the General Counsel and the Chief People and Culture Officer shall determine the investigation procedures and shall report significant matters and investigation results to the Audit Committee or the Board, as appropriate.

The Chair of the Audit Committee, the Chief People and Culture Officer or the General Counsel, as applicable, or any other person designated in accordance with this Policy to determine and oversee an investigation may engage Company Personnel or outside legal, accounting or other advisers to conduct an investigation. The Audit Committee may engage such advisers at the Company's expense without management approval.

ESCALATED INVESTIGATIONS

If an Incident is escalated because a designated recipient is named or implicated, the person or body receiving the Incident under the conflict procedures above will determine and oversee the investigation in place of the implicated recipient. The implicated person will not participate in the investigation or its resolution, except as needed to provide information or respond to the allegations.

It is the obligation of all Company Personnel to cooperate in any investigation of an Incident.

Any person to whom an Incident is reported, or who receives reports of an investigation of an Incident, or who is otherwise involved with or becomes aware of any aspect of an Incident, will use all reasonable efforts to maintain the confidentiality of the allegations of the Incident and the identity of the persons involved, subject to the need to conduct a full and impartial investigation, remedy any violations of the Company's policies, preserve legal privilege, or monitor compliance with or administer the Company's policies. Disciplinary action may be taken where there is a breach of this obligation of confidentiality.

RECORDS AND RETENTION

The General Counsel shall be responsible for maintaining records of all Incidents, investigations, findings, dispositions and corrective actions in accordance with the Company's records-retention policy and applicable law. If the General Counsel is named or implicated in an Incident, the records relating to that Incident shall be maintained by another person designated by the Chair of the Audit Committee. Access to these records shall be limited to persons having a legitimate need to know. At least quarterly, the General Counsel, or the alternate records custodian where applicable, shall report to the Audit Committee on the overall history and status of reported Incidents, including the nature of the matters reported, the status and disposition of investigations and any material corrective actions, subject to confidentiality, anonymity and legal privilege.

CORRECTIVE AND DISCIPLINARY ACTION

The Company shall determine the appropriate steps to undertake to determine what, if any, corrective and disciplinary actions will be taken in respect of any Incident. Incidents involving senior executives, Directors, financial reporting or material legal or regulatory issues shall be referred to the Audit Committee or the Board, as appropriate.

Company Personnel should be aware that in addition to any disciplinary action taken by the Company, violations of this or any other Company policy may require restitution or may lead to civil or criminal action against individual Company Personnel and any company involved. Conduct contrary to this or any other Company policy may violate federal, provincial, or other law and may be the basis for legal action against the offending Company Personnel by the Company and/or others.

Disciplinary action may be taken against a person who knowingly makes a materially false report or knowingly provides materially false information during an investigation. No person will be disciplined merely because a report is not substantiated.

IntegrityCounts / Case IQ

Website: <https://www.integritycounts.ca/org/generalfusion>

Canada/US: 1-866-921-6714

SCHEDULE A

“Contractors” means independent contractors (who are engaged in an employee-like capacity) of the Company or any of its subsidiaries and are advised they are subject to this Policy;

“Directors” means directors of the Company or any of its subsidiaries;

“Employees” means full-time, part-time, contract or secondment employees, consultants, and other individuals and entities who are engaged or retained by the Company or its subsidiaries for a significant portion of their working hours; and

“Officers” means officers of the Company or any of its subsidiaries, as determined by the *Business Corporations Act* (British Columbia).

Approved: July 10, 2026.