



(the "Company")

DIVERSITY, EQUITY & INCLUSION POLICY

1. PURPOSE

1.1 The purpose of this Diversity, Equity & Inclusion policy (the "Policy") is to ensure that Kodiak Copper Corp. ("Kodiak" or the "Company") is committed to workplace equity and fostering a culture of diversity, inclusion, fair treatment and respect across our business and all operations and offices.

1.2 At Kodiak diversity refers to any dimension which can be used to differentiate groups and people from one another and it means the respect for and appreciation of those differences. This includes, but is not limited to differences in gender, gender identity, age, race, ethnicity, religion, education, sexual orientation, political belief, disability, appearance, and family status.

2. DIVERSITY, EQUITY & INCLUSION PRINCIPLES

The Company and its directors, officers, employees, management company employees and consultants (collectively referred to herein as "Personnel") are committed to:

2.1 Providing equal opportunity in all aspects of employment and achieving a skilled and diverse workforce and Board of Directors;

2.2 Ensuring recruitment and promotion is entirely based upon performance, skill and merit, and any barriers to diversity, equity, and inclusion such as inappropriate processes, attitudes, behaviors and stereotypes are eliminated;

2.3 Promoting an inclusive culture, where diverse backgrounds, perspectives, experiences, and skillsets are respected and valued, and discrimination and harassment of any kind are not tolerated;

2.4 Establishing inclusive stakeholder engagement practices that support reconciliation with Indigenous Peoples and consider multiple perspectives from all interested stakeholders.

3. COMPLIANCE WITH THIS POLICY

3.1 It is the responsibility of all Personnel to be aware of their obligations under and to comply with this Policy. All breaches of this Policy shall immediately be reported to the CEO or CFO. All reports by an individual of violations will be kept confidential except if otherwise required by law.

3.2 Personnel are required to acknowledge that they have read this Policy when they are engaged or when the Policy is introduced, and annually thereafter.

3.3 The Company asks that each member of the Personnel review the Policy periodically and take the opportunity to discuss with the CEO, CFO or Chairman of the Board any circumstances that may have arisen which could be an actual or potential violation of this Policy.

Original approval date: December 7, 2022
Revised date: n/a
Approved by: Board of Directors