
WHISTLEBLOWER POLICY

Amended and Approved by the Board of Directors of the Corporation November 13, 2014

PURPOSE OF POLICY

As a publicly traded corporation, the integrity, transparency and accountability of the financial, administrative and management practices of Niko Resources Ltd. is critical. This information guides the decisions of the board of directors of Niko Resources Ltd. and is relied upon by stakeholders of Niko Resources Ltd. and the financial markets. For these reasons, it is critical for Niko Resources Ltd. and its subsidiaries, as may exist from time to time (collectively referred to herein as “Niko” or the “Corporation”), to maintain a workplace where concerns regarding questionable business practices can be raised without fear of any discrimination, retaliation or harassment. This policy will be reviewed by the Audit Committee at least annually and updated as required.

REPORTING MISCONDUCT

Anyone having information or evidence of activity that may constitute any of the following (a “Reportable Activity”):

- Questionable accounting and auditing practices;
- Inadequate internal accounting controls;
- The misleading or coercion of auditors;
- Disclosure of fraudulent or misleading financial information;
- Instances of corporate fraud;
- Illegal or unethical conduct; or
- Violation of any Niko policy.

by any Niko director, officer, employee, consultant, agent, representative, contractor or joint venture partner is encouraged to promptly report such misconduct either orally or in writing. Reports pursuant to this policy may be made by directors, officers, employees, consultants or shareholders of Niko and also by any other persons including agents, representatives, contractors, suppliers, business partners and public officials.

URGENT ADVICE and HELPLINE

Anyone who becomes aware of any Reportable Activity or other misconduct is encouraged to seek advice or assistance from any director, officer or senior employee of Niko and for that purpose to use the contact information set out in this policy.

EXTERNAL REPORTING

In order to encourage reporting of misconduct and to ensure the anonymity and confidentiality of persons making reports Niko has engaged the services of **Navex Global, Inc. (EthicsPoint)** as an independent service provider to receive, categorize and deliver reported information to Niko as follows:

EthicsPoint Helpline Services

Reporting Online: Portal Page www.nikoresources.ethicspoint.com

Reporting by Telephone: Contact 1- 855-704-4548

Additional Contacts Numbers for international callers are to be provided with dialing instructions on the EthicsPoint Portal Page for services worldwide, subject to approval of the Chief Compliance Officer.

The Portal Page for this service shall allow for continued communication with persons who make reports, while maintaining anonymity, in order to obtain additional information and to provide urgent advice and updates on the response to the report.

INTERNAL REPORTING

Directors, officers, employees and consultants are encouraged to seek advice from or make reports to their immediate supervisor or any other senior employee or officer.

Anonymous written or telephone communications will be accepted.

In instances where a satisfactory response is not received from an immediate supervisor, or other senior employee or officer or if such reporting does not provide the necessary level of confidentiality or if a person wanting to make a report is uncomfortable addressing concerns to a supervisor or any other senior employee or officer, the report may be made by mail, telephone, fax or email to any of the officers or directors of Niko.

The Chief Compliance Officer may designate the officers and directors of Niko to whom reports should be made. Current contact information of the designated officers and directors shall be distributed to all employees, directors and officers and attached to all published or distributed copies this policy.

Persons making reports are encouraged to provide as much specific information as possible including names, dates, places and events that took place, the reporter's perception of why the incident(s) may be a violation, and what action the reporter recommends be taken.

All complaints or reports received by supervisors and senior officers in respect of matters specifically covered by this policy must be reported to the Chief Compliance Officer and to the Audit Committee of Niko.

All reports will be investigated. The Audit Committee (or a member designated by the Audit Committee) will determine the manner in which the Reportable Activity will be investigated, including the use of internal and external resources.

Any complaint regarding a Reportable Activity shall be treated as confidential, and, if desired by the person making the complaint, anonymous. A Complaint shall only be disclosed to those persons who have a need to know in order to properly carry out the investigation. Depending on the nature of the Reportable Activity and its materiality, the person(s) designated to investigate the matter may be instructed to keep the Chief Executive Officer, the Chief Operating Officer, the Chief Compliance Officer or the Chief Financial Officer (except to the extent they are implicated) apprised of the status of the investigation for purposes of ensuring compliance with regulatory requirements, including the timely and continuous disclosure obligations of Niko and the certification obligations of the CEO, COO, CCO and CFO of Niko. All information disclosed during the course of the investigation will remain confidential, except as necessary to conduct the investigation and take any remedial action and subject to applicable law.

Any individual who in good faith reports a Reportable Activity will be protected from threats of retaliation, harassment, discharge, or other types of discrimination including but not limited to lower compensation or inferior terms and conditions of employment that are directly related to the disclosure of such Reportable Activity. If any individual believes he or she has been unfairly or unlawfully retaliated against in respect of a report made by such individual under this policy, he or she may file a complaint with any supervisor, the Chief Executive Officer, the Chief Compliance Officer or the Audit Committee. If such a person is uncomfortable filing the complaint with a supervisor or any senior officer, the complaint may be filed directly with the Audit Committee. Any person who retaliates against a person who reports a Reportable Activity in good faith may face disciplinary action. The Corporation reserves the right to discipline any individual who makes an accusation without a reasonable good faith belief in the truth and accuracy of the information and who knowingly provides false information or makes false accusations, and such discipline may result in termination in the case of a director, officer or employee or termination of the consulting contract in the case of a consultant and, if warranted, legal proceedings.

All directors, officer, employees and consultants have a duty to co-operate in an investigation. Should an employee or consultant fail to co-operate or provide false information in an investigation, the Corporation will take effective remedial action commensurate with the severity of the offence. This action may include disciplinary measures up to and including termination in the case of an officer or employee or termination of the consultant contract in the case of a consultant and, if warranted, legal proceedings.

The Chief Compliance Officer or any designated member of the Audit Committee will report to the Audit Committee (or, at his discretion, to the full board) at least on a quarterly basis regarding the number and nature of any complaints and the status of determination. All complaints and investigations shall be fully documented in writing by the person(s) designated to investigate the matter. The Audit Committee shall retain records of any such complaints or concerns for a period of no less than seven years and shall mark them confidential and will make such records available to the Audit Committee, external auditors and any outside advisors who are hired in connection with the investigation.

Contact Information (effective February 17, 2017) for the officers and directors of Niko designated for reports pursuant to the Whistleblower Policy:

- **Robert D. McCrank Chief Compliance Officer**
Niko Resources Ltd. or (home)
4600, 400 – 3rd Ave S.W. 32 Eagleview Way
Calgary, AB T2P 4H2 Cochrane, AB T4C 1P6
Telephone: 403-262-1020 Telephone: 403-981-9898
Direct: 403-231-1794 Email: r.mccrank@shaw.ca
Mobile: 587-893-7294
Fax: 403-263-2686
Email: rmccrank@nikoresources.com
- **Senior Executive Officers of Niko** including: William Hornaday (Chief Executive Officer) and Glen Valk (Chief Financial Officer) of Niko may be contacted. Contact information for senior officers is available on the Niko website at: www.nikoresources.com.
- The following **Independent Directors of Niko**: Alan Knowles (Chairman of the Audit Committee), Christopher Rudge (Chairman of the Board of Directors) who may be contacted by mail, telephone, fax or email as follows:

Mr. Alan Knowles	or	Mr. Alan Knowles
147 Rosewood Dr. SW		c/o Niko Resources Ltd.
Calgary AB T3Z 3K7		510 - 800 – 6 th Ave S.W.
Canada		Calgary, AB T2P 3G3
Telephone: 403-686-0340		Fax: 403-263-2686
Email: aknowlesab1@gmail.com		

Mr. Christopher Rudge
c/o Niko Resources Ltd.
510 - 800 – 6th Ave S.W.
Calgary, AB T2P 3G3
Telephone: 416-802-1804
Fax: 403-263-2686
Email: chrisrudge@hotmail.com

(Please mark written correspondence “Confidential, to be opened by Addressee only”)