



POSITION DESCRIPTION FOR CHIEF EXECUTIVE OFFICER

1. INTRODUCTION

- 1.1 The Board of Directors ("**Board**") of Voyager Metals Inc.¹ has determined that, on the recommendation of the Corporate Governance Committee, Voyager should adopt a formal position description for the Chief Executive Officer of Voyager ("**CEO**") in accordance with the provisions of National Policy 58-201 – *Corporate Governance Guidelines*.

2. APPOINTMENT

- 2.1 The Board will appoint the CEO of Voyager on such terms and conditions as the Board deems advisable. The appointment of the CEO will be evidenced by an employment agreement to be entered into between Voyager, or an affiliate, and the CEO and approved by the Board.

3. DUTIES AND RESPONSIBILITIES

- 3.1 The CEO will be responsible for the day-to-day management of the business and affairs of Voyager, as well as for all of its material projects and operating subsidiaries. The CEO will sit on the Board as a non-independent member.
- 3.2 It is expected that the CEO will devote substantially all of his working time to the business affairs of Voyager. It is recognized that the CEO may need to spend a considerable amount of his or her time at one of Voyager's project locations outside of Canada.

Specific Duties and Responsibilities

The CEO's specific duties and responsibilities include, but are not limited to, the following:

- 3.3 Successfully implement business and operational plans.
- 3.4 Hire, develop and supervise Voyager's management team, including delegation of authority, while holding individual managers accountable for their performance.

¹ This Position Description applies to Voyager Metals Inc. and all of its subsidiaries. Accordingly, this Position Description will refer to Voyager and its subsidiaries as "**Voyager**".

- 3.5 Set the ethical tone for management, create a culture of integrity within Voyager, and foster ethical and responsible decision making by management and staff throughout the organization.
- 3.6 Provide leadership, in conjunction with the Board, in establishing Voyager's strategic direction, annual business plans and long-term budgets in a manner that reflects the best interests of the shareholders.
- 3.7 Identify, develop and maintain all shareholder, business, political and stakeholder contacts and relationships necessary to facilitate the implementation of the strategic plan.
- 3.8 Develop, implement and be responsible for a program of effective corporate and investor communications.
- 3.9 Develop and implement an effective communications policy and program designed to facilitate the implementation of Voyager's strategic plan.
- 3.10 Communicate regularly with the Chairman of the Board and the other Directors to ensure that the Directors are being provided with timely and relevant information necessary to discharge their statutory duties and responsibilities.
- 3.11 On an annual basis, and more frequently as required, identify, and review with the Board, the principal business risks associated with Voyager's business and design and implement appropriate systems and procedures to effectively monitor, manage and mitigate such risks.
- 3.12 Ensure that Voyager complies with all regulatory requirements for financial information, reporting, disclosure requirements and internal controls over financial reporting.
- 3.13 Provide required regulatory certifications regarding the business and affairs of Voyager.
- 3.14 Approve all commitments within the limits of delegated general authority guidelines.
- 3.15 Ensure the efficient acquisition and allocation of the financial, human and other resources required by Voyager to implement and achieve its strategic plan and ensure the implementation of effective control, monitoring and performance standards and systems relative to the utilization of all corporate resources.
- 3.16 Ensure, with the Disclosure Committee established pursuant to Voyager's Corporate Disclosure Policy, appropriate and timely disclosure of material information.

Other Duties

3.17 Carry out such other duties and responsibilities as the Board may request from time to time including but not limited to:

- (a) evaluating the performance of management and making recommendations with respect to key performance indicators and compensation to the Human Resources and Compensation Committee;
- (b) developing annual and capital commitment and expenditure budgets with the assistance of the Chief Financial Officer and other members of management;
- (c) in conjunction with the Board or the Governance and Nominating Committee, establish and review with the Board a plan for senior management development and succession; and
- (d) annually develop, for approval by the Board, a set of objectives the CEO is responsible to meet.

Original Approval Date:

January 26, 2022

Approved by:

Governance and Nominating Committee and Board of Directors