



ALAMOS GOLD INC.

LYNN LAKE

Environmental Advisory Committee

Terms of Reference

For the Lynn Lake Gold Project

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Contents

- 1. Background and Objectives 4
- 2. (DRAFT) Terms of Reference 5
 - 2.1 Roles and Responsibilities 5
 - 2.2 Composition 5
 - 2.3 Chair of the EAC 6
 - 2.4 Addressing EAC Recommendations..... 6
 - 2.5 Meetings..... 6
 - 2.6 Meeting Agenda and Minutes of Meetings 6
 - 2.7 Use of Alternates 7
 - 2.8 Alternate members will receive notifications for meetings, meeting minutes, and any other documentation related to the committee's activities as appropriate. Other Participants 7
 - 2.9 Costs..... 7
 - 2.10 Evaluation / Review of the EAC and the TOR..... 7
 - 2.11 Technical Reporting..... 8

Acronyms and Abbreviations

Alamos	Alamos Gold Inc.
Designated Project	The Lynn Lake Gold Project as described in Chapter 2 of the Environmental Assessment Report prepared by the Impact Assessment Agency of Canada (Canadian Environmental Assessment Registry Reference Number 80140)
Designated Project Activities	All activities / scope related to the Lynn Lake Gold Project as described in Chapter 2 of the Environmental Assessment Report prepared by the Impact Assessment Agency of Canada (Canadian Environmental Assessment Registry Reference Number 80140) or as described in any related approved amendments, Notice of Alterations and/or Notification of Change.
EAC	Environmental Advisory Committee, which is composed of EAC members
EAC member(s)	An appointed representative of an Indigenous Nation or an representative of Alamos who is taking part in Lynn Lake Gold Project's Environmental Advisory Committee
Engagement	Alamos is guided by the principles outlined in the Indigenous engagement program for the Project defined in Chapter 3 of the Environmental Impact Statement. Engagement aims to build relationships with Indigenous Nations by exchanging information in the absence of legal Crown consultation obligations. The purpose of engagement is to build trust and create meaningful relationships. The Crown has not delegated the duty to consult to Alamos.
Indigenous Nations	Indigenous Nations engaged in the Lynn Lake Gold Project and that are listed here: Marcel Colomb First Nation; Mathias Colomb Cree Nation; Nisichawayasihk Cree Nation (NCN); O-Pipon-Na-Piwin Cree Nation (OPCN); Manitoba Metis Federation (MMF); Peter Ballantyne Cree Nation (PBCN); Barren Lands First Nation (BLFN); Métis Nation – Saskatchewan Northern Region 1 (MNS-NR1); Métis Nation – Saskatchewan Eastern Region 1 (MNS-ER1); Hatchet Lake First Nation (HLFN); Northlands Denesuline First Nation (NDFN); Sayisi Dene First Nation (SDFN); and Chemawawin Cree Nation (CCN).
LLGP	Lynn Lake Gold Project
TOR	Terms of Reference

1. Background and Objectives

Alamos Gold Inc.'s (Alamos) Lynn Lake Gold Project (LLGP) will be built as two conventional open pit mines with a centralized processing plant facility and a tailings management facility. Located in northern Manitoba, the LLGP consists of two primary sites, MacLellan and Gordon. These mine sites and their surrounding properties are within an easterly distance of 7 km and 37 km, respectively, of the Town of Lynn Lake.

Alamos received two provincial Environment Act Licences (Licence No. 3391 for the MacLellan Mine and Licence No. 3390 for the Gordon Mine Site) containing provincial conditions on March 6, 2023, as well as a federal Decision Statement (Ministerial Decision) and corresponding federal terms and conditions on March 5, 2023.

Condition 14 of the provincial Licences and Condition 8 of the federal Decision Statement require the establishment of an Environmental Advisory Committee (EAC) and the development of its Terms of Reference (TOR). This document has been developed to serve as the draft TOR that will govern and guide the activities of the EAC. The TOR has been developed in consideration of specific requirements outlined in the provincial and federal conditions.

The EAC will play a crucial role in fostering collaboration throughout all phases of the LLGP. The general objective of the EAC is to provide a forum and structure to obtain input and feedback from Indigenous Nations on effects to cultural heritage, on the results of the environmental follow-up programs and mitigation plans, and other information as determined by the committee. EAC discussion topics will, at a minimum, include those topics set forth in the provincial Condition 14 and the federal Condition 8. However, the purpose of the EAC is not only to comply with the provincial and federal terms and conditions but also to facilitate Indigenous Nation's engagement as a whole.

The EAC will provide a framework for other LLGP relevant engagement processes between Alamos and the Indigenous Nations. Where Indigenous Nations prefer an alternate means to satisfy engagement requirements, Alamos will engage the Indigenous Nation through other means or mutually agreeable process. Where the EAC forms the pathway for engagement, Alamos will, when engagement is required, notify Indigenous Nations within the EAC (as well as through written notification) to provide their input and relevant information on the engaged subject, share all relevant data with a minimum 30-day feedback period, impartially review all received input, and promptly inform the Indigenous Nations of the input integration status and provide justification.

As part of conditional engagement requirements, the EAC will:

- form a framework for Alamos to discuss with Indigenous Nations opportunities for their participation in the implementation of the follow-up programs;
- provide a framework for Alamos to discuss with Indigenous Nations proposed mitigation measures and potential effects prior to construction or as outlined in the conditions. Input from Indigenous Nations will inform individual mitigation measures, which will be implemented and maintained during the applicable phases of the LLGP;
- provide a means for Alamos to discuss the development of plans with Indigenous Nations and to receive feedback and input from Indigenous Nations, which will inform the plans;
- be a means for Alamos to request and integrate Indigenous Knowledge from Indigenous Nations (when shared) that will inform all Designated Projects activities;

- be the foundation of sharing information and documents. Alamos will provide the Indigenous Nations with copies of reports and other relevant documents as part of the engagement process and will obtain feedback from the Indigenous Nations;
- be a means for Alamos to communicate notifications; and
- be a format for Alamos to request expression of interest and to coordinate activities. Opportunities, where activities occur “on the ground”, will be coordinated in direct collaboration with Marcel Colomb First Nation to respect the Nation’s traditional territory.

2. Terms of Reference

2.1 Roles and Responsibilities

Alamos is ultimately accountable for the EAC and will support the EAC by:

- welcoming participation in the EAC and hosting meetings in a manner than invites participation and demonstrates respect for Indigenous Nations and their input;
- coordinate the development of the EAC TOR through engagement with the EAC members and update it when applicable;
- dedicating sufficient time, as required, to engage with EAC members in a manner to satisfy the requirements in the provincial Condition 14 and the federal Condition 8.

EAC members support the committee's purpose by participating in good faith and providing guidance to Alamos on Designated Project activities as part of the mandated and/or additional scope of the EAC. This includes addressing key issues in required documents per EAC conditions. EAC members offer advice within their expertise and mandate, striving for consensus on EAC objectives. EAC members will be expected to respond to communications such as email and phone calls in a timely and diligent manner. If a member can't attend, they'll brief alternates as necessary.

2.2 Composition

The EAC will be composed of two (2) members from Alamos and one (1) member from each participating Indigenous Nation. Participating Indigenous Nations will notify Alamos in writing of their appointment to the EAC.

Where applicable, alternates will represent the participating Indigenous Nation when the primary EAC member is unavailable.

An EAC member or alternate may resign from the EAC by notifying Alamos in writing. Should a member resign, the participating Indigenous Nation they represented will appoint a replacement. The participating Indigenous Nations may replace their appointed representative EAC member, including applicable alternates, at any time by written notice to Alamos.

To promote continuity and effective transfer of knowledge within the EAC, it is important for the Indigenous Nations to participate in a consistent manner.

Alamos will maintain and update a record of EAC members, including contact information.

2.3 Chair of the EAC

Meetings of the EAC will be chaired by an EAC member on a six-month rotating basis, unless otherwise agreed to by the Parties.

The overall responsibility of the Chair is to lead and facilitate EAC meetings, reviews, and other activities to ensure that the committee functions effectively and achieves its primary objectives (i.e., information sharing, providing advice to Alamos on the Designated Project activities, and the implementation of provincial and federal requirements).

The chair will participate in committee discussions to the same extent as any other member. The chair is responsible for:

- welcoming members participation and feedback to the extent members would like to participate;
- creating a respectful atmosphere for reaching consensus and providing input to the EAC; and
- facilitating meetings and follow up work to help to achieve consensus on recommendations.

2.4 Addressing EAC Recommendations

Recommendations, environmental concerns or other input/ feedback related to the LLGP identified by the EAC will be discussed amongst the EAC members, and the EAC will seek to agree upon a remedy to address the issue. All issues of concern will be documented in writing and will be considered for inclusion in the list of action items. In the case full consensus is not reached, Alamos will note the EAC member's comments and concerns that did not follow the consensus position. Alamos is responsible for providing responses for all concerns raised where consensus was not reached. Alamos ultimately has sole discretion over implementation of recommendations.

2.5 Meetings

The EAC will meet on a quarterly basis and on an as-needed basis, via online or teleconference, and effort will be made to meet once per year in person in Lynn Lake, MB. The time and place of meetings will be determined by consensus, with allowance for teleconference/online participation.

At a minimum, one meeting per year will be open to the public.

To establish quorum, the meeting must have representation from at least four Nations, in addition to the presence of one Alamos representative.

2.6 Meeting Agenda and Minutes of Meetings

Alamos will prepare meeting minutes and circulate a draft meeting agenda and minutes of the previous EAC meeting no less than one week in advance of each meeting. Minutes will include who was in attendance, meeting agenda, significant points discussed, consensus recommendations and topics where consensus was not reached and a list of new and/or outstanding action items. Action items will include assignment to an EAC member and an expected completion date. Meeting minutes will be promptly distributed to the EAC for comment and approval by the EAC. Copies of presentations and other supporting documentation for each meeting will be shared in advance of the meeting and attached to the minutes. At the beginning of each meeting, the chair will provide a recap of the prior meeting.

The meeting agenda will outline applicable elements pertaining to ongoing Designated Project activities that require engagement with Indigenous Nations

2.7 Use of Alternates

The role of alternate members is to participate in EAC meetings when the primary EAC member is unavailable, ensuring that Indigenous Nations are well-represented in as many meetings as possible. In the event that an alternate steps in for a EAC member during a meeting, they will promptly brief the EAC member on all matters discussed during the meeting, including any consensus-based decisions or recommendations made by the EAC.

Alternate members will receive notifications for meetings, meeting minutes, and any other documentation related to the committee's activities as appropriate.

2.8 Other Participants

If an EAC member wishes to invite additional persons to participate in an EAC-related meeting to provide expert advice or specialized information, a written notice to the other representatives is required, including the person's name, title, purpose of attendance and subject matter to be addressed during the meeting.

At a minimum, one meeting per year will be open to the public.

2.9 Costs

Reasonable costs to EAC members incurred by participating in the EAC meetings will be covered by Alamos.

It is expected that there will be up to four (4) meetings per year. Each committee member (i.e., one per Nation) attending the meeting, will receive an honorarium of \$250 per meeting to be reimbursed to the applicable Nation for payout to the attending (EAC member) member with provision of an invoice. It is anticipated that one (1) meeting will be in-person in Lynn Lake. For the in-person meeting, applicable travel costs will be reimbursed with provision of receipts up to a pre-approved and reasonable amount.

Compensation for additional meetings (i.e., more than four per year) will be determined and communicated in advance as required.

Costs associated with an invited "additional" person (guest or expert), will be carried by the EAC member's entity, who brought forward the request or by Alamos if pre-approved to a reasonable amount.

2.10 Evaluation / Review of the EAC and the TOR

The EAC will, review and consider on an annual basis:

- Key findings and conclusions of annual environmental reports;
- Environmental Management and Monitoring Plans;
- Any actions required to address concerns identified by this committee;
- Engagement strategy success and lessons learned;
- The effectiveness in implementing the commitments in this document; and
- The effectiveness of the EAC.

The EAC will review these Terms of References annually, and where required, the EAC will recommend changes to the TOR to improve the effectiveness of the EAC. Alamos will be responsible for making final

decisions to implement the EAC recommendations, or not. If the recommendations are not fully implemented, then the expectation is that rationale will be provided by Alamos.

2.11 Technical Reporting

Digital or printed copies of applicable document /reports referred in provincial or federal conditions will be submitted to the EAC no later than March 31st of each year or at an alternate time as specified under the conditions. Alamos will present a summary of the key findings of the annual environmental reports to the EAC at an agreed upon location and time (following the March 31st submission deadline).