

## **NI 52-110 – Audit Committee**

### **Aurvista Gold Corporation**

The Company has adopted NI-52-110 which requires the Audit Committee to respond appropriately to unsolicited reports of questionable, incorrect, misleading or fraudulent accounting or mandatory public disclosures, or with respect to failures of internal accounting controls, asset protection controls, or misappropriation or gross abuse of Corporate property, or with respect to auditing matters or matters of violation of laws, business or personal ethics or violations of Corporate Policy. The workings of the Policy are defined herein.

#### Scope:

- This policy applies to all Directors, Employees, Contractors or Agents (collectively “Representatives”) of the Corporation.
- This Policy is in addition to but ranks behind responsibilities of individuals to report breaches of Law to authorities, requirements of First Response in the case of injury, and rules of personal safety.
- No individual who reports anything to the Audit Committee (“Reporter”) shall suffer threat or harassment, retaliation or adverse employment consequences as long as the report of a violation is given in good faith and as long as such reporting is initially inside the Corporation or within this policy except as required by Law.
- A Representative who retaliates, threatens against or harasses a Reporter who has reported a violation in good faith is subject to discipline up to and including termination of employment or contract.
- A Reporter who knowingly or with reckless disregard for the truth gives false or misleading information in conjunction with a report of a violation is not entitled to protections under this policy and could be subject to discipline up to and including termination of employment or contract and/or legal action.
- The Audit Committee Policy is intended to encourage and enable Reporters to raise serious concerns with the Corporation prior to their seeking resolution outside the organization or in the Press.

#### Procedures:

- It is the responsibility of all Representatives to comply with this policy and to report violations or suspected violations regarding matters which the Reporter considers to be questionable, incorrect, misleading or fraudulent with respect to the accuracy and integrity of the Corporation’s accounting, mandatory public disclosures, internal accounting controls, asset protection controls, misappropriation or gross abuse of Corporate property, auditing matters or matters of violation of laws, business or personal ethics or violations of Corporate Policy.

- “Side Deals” and “Under the Table” dealings with Contractors for personal benefit should be reported. Receiving personal kickbacks or significant gifts (with a value over \$250) from contractors or vendors which could create an unhealthy bias particularly in tendering processes should be reported.
- A failure by a Representative to meet the responsibility to report under the policy will be included as part of any investigation following a report. It is imperative that the Audit Committee Chairman fully understand why a Representative did not report.
- Crimes against persons or property, such as assault, rape, bullying, extortion, robbery or burglary etc should immediately be reported to local law enforcement personnel.
- Reporting can be under the Reporter’s name or anonymously. If anonymous please provide full disclosure of date, time, place, names of persons involved, names of other witnesses and any other information necessary to a full investigation.
- Reporting can be by email or by letter:
  - a) If by letter send to Aurvista Gold Corporation, 4 King Street West, Suite 1500, Toronto, ON, M5H1B6 and mark the envelope in bold print, “Attention: Chairman of the Audit Committee”. Administrative personnel have been instructed to deliver such unopened mail to the Chairman of the Audit Committee only.
  - b) If by email, the email is addressed to: Chairman of the Audit Committee at the company’s email address of [chairmanofac@aurvistagold.com](mailto:chairmanofac@aurvistagold.com). Such address is secured by the Company’s IT Consultant and is delivered only to the Chairman of the Audit Committee without unsecured copy or additional delivery.
- The Chairman of the Audit Committee will investigate or cause an investigation with a concluding report thereon in 15 business days from date of receipt of the original report. Follow-up reports will be issued to those who report such actions if they are not anonymous. It is important that the Company create an atmosphere of mutual trust. Periodic reporting by the Audit Committee to the Reporter is encouraged.