

CODE OF BUSINESS CONDUCT AND ETHICS

Effective as of and from August 28, 2026

IRRUPTIVE METALS CORP.

CODE OF BUSINESS CONDUCT AND ETHICS

Adopted by the Board of Directors on August 28, 2026.

1. Introduction

Irruptive Metals Corp. (the "**Company**" and which term shall include any subsidiaries of the Company) is committed to maintaining the highest standards of ethical conduct, promoting integrity, deterring wrongdoing and complying with applicable laws, rules and regulations. In furtherance of this commitment, the board of directors of the Company (the "**Board**") has adopted this Code of Business Conduct and Ethics (the "**Code**") for all directors, officers, consultants, employees, service providers and contractors of the Company ("**Company Individuals**"). The principles set forth in this Code describe how Company Individuals should conduct themselves. All Company Individuals are expected to comply with the letter and spirit of this Code.

The objective of this Code is to provide guidelines for maintaining the integrity, reputation, honesty, objectivity and impartiality of the Company and its subsidiaries. This Code covers a wide range of business practices and procedures. It does not address every expectation or condition regarding proper and ethical business conduct, but it sets out basic principles and minimum standards of conduct to guide all Company Individuals. Accordingly, this Code is intended to serve as a source of guiding principles for Company Individuals. Company Individuals are encouraged to discuss issues about particular circumstances that may be relevant to one or more of the provisions of this Code with the Chair of the Board (the "**Chair**") who may consult with inside or outside legal counsel as appropriate.

The Board encourages the reporting of any behaviour by Company Individuals which violates the Code and the Board will not tolerate retaliation against any person who in good faith reports such violations. To report actual or potential compliance infractions relating to this Code, please refer to the procedure provided for in the Whistleblower Policy of the Company or reach out to the Chair.

2. Compliance with Code

The Code applies to all Company Individuals, and all Company Individuals are accountable for compliance with the Code. The Board is responsible for updating the Code and monitoring compliance with the Code. Any waiver from any part of this Code for employees, contractors, or consultants requires the approval of the Chief Executive Officer ("**CEO**"). Waivers from the Code for directors or officers may only be granted by the Board, with any director involved in the transgression abstaining from voting on any decision made in respect of such waiver and will be promptly disclosed as required by law or stock exchange regulations.

Company Individuals who violate the standards in this Code will be subject to disciplinary action, up to and including termination of their employment or other relationship with the Company and its subsidiaries. If you are in a situation that you believe may violate or lead to a violation of this Code, follow the guidelines described in Section 3 – *Compliance Standards and Procedures*.

Conduct of Company Individuals or, where applicable, service providers of the Company and its subsidiaries that materially departs from the Code may be required to be publicly disclosed and reported to regulatory and law enforcement officials.

3. Compliance Standards and Procedures

The Board is responsible for monitoring compliance with the Code.

Company Individuals and, where applicable, service providers who violate the Code will be subject to disciplinary action, including potential dismissal, required resignation or contract termination depending upon the particular circumstances. Information regarding possible breaches of the Code by directors will be referred to the Chair, as appropriate in the circumstances.

The Company and its subsidiaries will not excuse any violation of this Code by Company Individuals or, where applicable, service providers even if the violation was specifically requested or directed by another employee, officer, director or service provider.

All Company Individuals must work to ensure prompt and consistent action against violations of this Code. However, in some situations it is difficult to know right from wrong. Since we cannot anticipate every situation that will arise, it is important that the Company and its subsidiaries have a way to approach a new question or problem. These are the steps to keep in mind:

(a) Make sure you have all the facts. In order to reach the right solutions, we must be as fully informed as possible.

(b) Ask yourself: What specifically am I being asked to do? Does it seem unethical or improper? This will help you to focus on the specific question you are faced with and the alternatives you have. Use your judgement and common sense - if something seems like it might possibly be unethical or improper, it probably is.

(c) Clarify your responsibility and role. In most situations, there is shared responsibility. Are your colleagues informed? It may help to get others involved and discuss the problem.

(d) Discuss the problem with your manager. This is the basic guidance for all situations. In many cases, your manager will be more knowledgeable about the question and will appreciate being brought into the decision-making process. Remember that it is your manager's responsibility to help solve problems.

(e) Seek help from internal resources. In the rare case where it may not be appropriate to discuss an issue with your manager, or where you do not feel comfortable approaching your manager with your question, discuss it locally with your "two-up". If that is not appropriate for any reason, contact the Company's Chief Financial Officer ("**CFO**"), CEO or the Chair.

(f) You may report ethical violations without fear of retaliation. If your situation requires that your identity be kept secret, your anonymity will be protected to the

extent possible. The Company and its subsidiaries do not permit retaliation of any kind against employees for good faith reports of ethical violations.

(g) Always ask first, act later: If you are unsure of what to do in any situation, seek guidance before you act.

(h) Confidential Complaint Procedure: Concerns about any matter within the scope of this Code may also be reported to the Chair by email at: [raranedagon@gmail.com][1].

4. Reporting Violations of the Code

The Company and its subsidiaries have a strong commitment to the conduct of its business in a lawful and ethical manner. Company Individuals must promptly advise either a supervisor, or the Chair, if a Company Individual believes that he or she has observed, has knowledge of or suspects a violation of the Code by any Company Individual, or by anyone purporting to be acting on the Company's behalf. Any such reports may be made anonymously and Company Individuals are encouraged to talk to supervisors, managers or other appropriate personnel about observed illegal or unethical behaviour. Confidentiality will be maintained, to the extent permitted by law. If a Company Individual is not comfortable reporting such behaviour to a supervisor, or the Chair, the individual may report it to the Company's external legal counsel. Inappropriate delay in reporting a suspected or discovered violation is itself a violation of this Code.

The Company will not take or allow any reprisal against any Company Individual who, in good faith, reports a suspected violation of this Code. Any reprisal will in of itself be a very serious breach of the Code and subject to disciplinary action.

It is, at the same time, unacceptable to file a report knowing that it is false. All Company Individuals are expected to cooperate in internal investigations of misconduct.

5. Compliance with Laws, Rules and Regulations

Obeying the law, both in letter and in spirit, is the foundation on which the Company and its subsidiaries' ethical standards are built and is critical to our reputation and continued success. The Company requires strict compliance from all its Company Individuals with applicable laws, rules and regulations. These include all provincial, federal and other laws, including securities and insider trading laws, and the Company's insider trading compliance policies. Company Individuals must comply with and ensure compliance with all of the laws, rules, and regulations of Canada and other countries wherever the Company conducts business.

This Code is not a summary of law and the obligation is on each Company Individual to ensure that the applicable laws are known to him/her. The Company will provide Company Individuals with guidelines and materials that the Company or its lawyers have prepared on specific laws, rules, and regulations as are necessary to maintain compliance. Any case of non-compliance with an applicable law may subject a Company Individual to disciplinary action. The fact that certain

[1] NTD: Irruptive to confirm if a separate, dedicated email account will be used.

standards of conduct are legally prohibited but are not enforced in practice, or their violation is not subject to public criticism or censure will not excuse an illegal action by a Company Individual.

If a law conflicts with a policy in this Code, Company Individuals must comply with the law. If a local custom or policy conflicts with this Code, Company Individuals must comply with this Code. If you have any questions about these conflicts, you should ask a senior officer of the Company how to handle the situation**. Any questions regarding the Code should be addressed to your supervisor or the Chair.**

6. Conflicts of Interest

6.1 Shareholders of the Company expect that business decisions are made in the best interests of the Company. Company Individuals are expected to act with honesty and integrity and to avoid or fully disclose any interest, relationship or activity that may be harmful or detrimental to the Company's best interests or that may give rise to real, potential or the appearance of a conflict of interest with the interests of any of the Company and its subsidiaries.

6.2 A conflict of interest occurs when a Company Individual's private interest interferes in any way with the interests of the Company or any of its subsidiary and affiliated companies, making it difficult for them to perform their work for the Company objectively and effectively. If a material conflict of interest arises, the Company Individual involved must disclose the conflict and take prompt action to remedy it.

6.3 The following are examples of conflicts of interest:

(a) receiving personal loans or guarantees of obligations as a result of one's position as a Company Individual;

(b) acting as directors, officers, employees, consultants, advisors or agents of entities that directly compete with the Company or are an actual or potential business partner of the Company;

(c) engaging in conduct or activity or entering into any transaction or agreement that competes with the Company's existing or prospective business or takes advantage of an opportunity which should be offered to the Company first;

(d) engaging in independent business ventures or agree to perform services for other businesses if the activity interferes with the Company Individual's devotion of time and effort to the conduct of the Company's business or otherwise affects his or her ability to work effectively, provided that the Company acknowledges that Company Individuals may act as directors, advisors, agents, consultants or provide services to other companies or entities provided such individuals and their actions comply with the provisions of this Code;

(e) accepting bribes, kickbacks or any other improper payments for services relating to the conduct of the business of the Company; and

(f) accepting gifts, favours, entertainment, or services, other than such minor gifts, as are the practice in the industry.

6.4 Conflicts of interest are prohibited as a matter of policy, except as may be approved by the Board. Conflicts of interest may not always be clear-cut. If you have a question, you should consult with your supervisor or department head. Any Company Individual that becomes aware of a conflict or potential conflict should bring it to the attention of a supervisor and consult the procedures described in Section 3 – *Compliance Standards and Procedures*. Any transaction, relationship or interest that reasonably could be expected to give rise to a conflict of interest should be reported. Actual or potential conflicts of interest involving a director or executive officer should be disclosed directly to the Chair.

6.5 Although the principles above refer only to Company Individuals, Company Individuals shall be held accountable for any actual or potential conflicts of interest that may arise because of the actions or activities of their immediate family members and other members of their household. For greater clarity, immediate family members and members of a Company Individual's household shall be deemed to be bound to the provisions of this Code.

7. Officerships and Directorships

Employees and officers of the Company shall not act as officers or directors of any other corporate entity or organization, public or private, without the prior approval of the CEO in the case of employees other than the CEO, and the Chair or Lead Director (if any) in the case of the CEO. Serving as a trustee, director or a similar position for a government agency or an outside entity, may create a conflict of interest. Being a trustee or director or serving on a standing committee of some organizations, including government or non-governmental agencies, charities and nonprofit organizations, may also create a conflict. On or before accepting an appointment to the board or a committee of any entity, a director, officer, employee, contractor or consultant should consider whether it creates a conflict of interest with reference to the factors considered above under the heading "Conflicts of Interest", in addition to whether the appointment would detract from his or her ability to devote appropriate time and attention to his or her responsibilities with the Company.

8. Inside Information and Securities Trading

The Company is committed to protecting securityholder investments and expect Company Individuals to comply with applicable reporting obligations and trading restrictions imposed by the Company, a securities commission or stock exchange, including among others, restrictions on insider trading. Confidential Company information may not be used for personal benefit. It is prohibited to trade securities or to inform (tip) others to trade securities of the Company or affiliated companies on the basis of material information obtained as a Company Individual before it is made available to the public through appropriate media. Such information includes news about acquisitions, investments, new business relationships, financial results, important management changes, and other information that has the potential to affect the stock price of the Company or another company.

No trading of the securities of the Company should be made by Company Individuals without first confirming with the CEO or CFO whether there is undisclosed material information or a trading blackout in effect that would make a trade by the individual offside securities regulations. No Company Individual may engage in "short sales" or trade in puts, calls, or other options on Company stock.

Company Individuals may, at any time purchase Company securities and exercise options granted to them in accordance with the applicable arrangements, so long as those purchases are not decisions based on inside information, and the Company Individual has confirmed in advance that no trading blackout is in effect and there is no undisclosed material information.

Company Individuals are required to comply with policies and procedures applicable to them that are adopted by the Company from time to time and provide full, fair, accurate, understandable and timely disclosure in reports and documents filed with, or submitted to, securities regulatory authorities and other materials that are made available to the investing public.

Company Individuals must cooperate fully with those responsible for preparing reports filed with the securities regulatory authorities and all other materials that are made available to the investing public to ensure those persons are aware in a timely manner of all information that is required to be disclosed. Company Individuals should also cooperate fully with the independent auditors in their audits and in assisting in the preparation of financial disclosure.

9. Corporate Opportunity

9.1 Except as may be approved by the Board or the Chair, Company Individuals are prohibited from:

(a) taking for themselves any opportunities that belong to the Company;

(b) taking any opportunities that are discovered through the use of Company corporate property, information, or from the position as a Company Individual;

(c) using corporate property, information, or position; or

(d) competing with the Company,

in a manner that will benefit themselves personally, or benefit their family, or be to the benefit of persons or entities outside the Company, whether or not it has a material impact on the Company's financial performance.

10. Confidentiality

10.1 All Company Individuals must maintain the confidentiality of confidential non-public information entrusted to them by the Company in their capacity as a Company Individual, except when the Company authorizes disclosure or when required by laws, regulations, or legal proceedings. "Confidential Information" is all non-public information entrusted to or obtained by a Company Individual by

reason of his or her position as a Company Individual. It includes, but is not limited to, non-public information that might be of use to competitors or harmful to the Company, its shareholders, or its customers if disclosed, such as:

(a) non-public information about the Company's financial condition, detailed sales and profit figures, new product or marketing prospects or plans, its marketing and sales programs and research and development information, manufacturing processes, salary data, employee lists as well as information relating to mergers and acquisitions, stock splits and divestitures;

(b) non-public information concerning possible transactions with other companies or information about the Company's customers, suppliers or joint venture partners, which the Company is under an obligation to maintain as confidential;

(c) non-public information, including any customer, supplier, business partner and employee data, in any form, including electronic information, that is created or used by the Company and/or its subsidiaries; and

(d) non-public information about discussions and deliberations relating to business issues and decisions, between and among Company Individuals.

10.2 Company Individuals must keep confidential information strictly confidential, limiting access to those who have a need to know, avoiding discussion of confidential information in public areas such as airplanes, elevators, and restaurants and on mobile phones and avoiding inadvertent disclosure of confidential information through the use of laptop computers or other similar electronic devices in public places.

10.3 Whenever feasible, Company Individuals should consult an appropriate supervisor if they believe they have a legal obligation to disclose confidential information.

10.4 Information is considered to be generally disclosed if it has been disclosed in an annual report, annual information form, management information circular, press release or media coverage, or interim reports. The circulation of rumours, even if accurate, is not considered general disclosure to the public.

10.5 Generally, no Company Individual shall:

(a) use Confidential Information for his or her own personal benefit or to benefit persons or entities outside the Company; and

(b) disclose Confidential Information outside the Company, either during or after his or her service as a Company Individual of the Company, except as required to conduct the Company's business or as may be otherwise required by law.

11. Fair Dealing

All Company Individuals must treat the Company's security holders, customers, suppliers, competitors, creditors, directors, officers, and employees fairly and with respect. Moreover, the Company is committed to forging mutually beneficial relationships with all concerned stakeholders in relation to its projects and operations, and employees are expected to engage in forthright and sincere communication with concerned stakeholders with respect to the Company's projects and operations which have an impact upon such stakeholders' rights and interests. No Company Individual may take unfair advantage of anyone dealing or involved with the Company through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair dealing practice. Nor should any Company Individual act in a manner that may be anti-competitive under anti-trust laws. The Company's senior management and Chair are available to assist Company Individuals in determining the application of those laws and to seek the advice of legal counsel where appropriate.

12. Competitive Practices

The Company complies with and supports laws of all jurisdictions, which prohibit restraints of trade, unfair practices, or abuse of economic power.

The Company will not enter into arrangements that unlawfully restrict its ability to compete with other businesses, or the ability of any other business organization to compete freely with the Company, except as approved by the Board or as provided for under confidentiality agreements or other written agreements that contain an area of interest clause. The Company's policy also prohibits its directors, officers, employees, contractors or consultants from entering into or discussing any unlawful arrangement or understanding that may result in unfair business practices or anti-competitive behaviour.

13. Supplier and Contractor Relationships

The Company selects its suppliers, consultants and contractors in a non-discriminatory manner based on quality, cost and service. Decisions must never be based on personal interests or the interests of family members or friends. All directors, officers, employees, contractors or consultants are required to conduct themselves in a business-like manner that promotes equal opportunity and prohibits discriminatory practices.

Conducting business of the Company with a relative or significant other, or with a business in which a relative or significant other is associated in any significant role, should be avoided. If such a related party transaction is unavoidable, the nature of the related-party transaction should be disclosed to the CEO. The most significant related party transactions, particularly those involving the Company's directors or executive officers, must be reviewed and approved in writing in advance by the Board. The Company must report all such material related party transactions under applicable accounting rules, securities laws and regulations, and securities market rules. Any dealings with a related party must be conducted in such a way that preferential treatment is not given to that business.

Employees, contractors and consultants must inform their supervisors, and officers and directors must inform the Chair of the Compensation, Nominating and Governance Committee, of any relationships that appear to create a conflict of interest.

14. Protection and Proper Use of Company Assets

14.1 All Company Individuals must perform their duties in a manner that protects the Company's assets and resources and ensures their efficient use. Loss, theft, carelessness, damage and waste have a direct impact on the profitability of the Company and its subsidiaries. Any suspected incident of fraud or theft should be reported immediately to your immediate supervisor or the Chair for investigation.

14.2 Company assets may only be used for legitimate Company business purposes and not for personal benefit or gain. Unauthorized use or distribution of the Company's assets and the taking of the Company's property without permission are breaches of the Company Individuals' duty to the Company and would violate this Code and could be illegal and result in civil or criminal penalties.

14.3 "Assets" include equipment, inventory, supplies, and proprietary information. Proprietary information includes any information that is not known generally to the public or would be helpful to competitors of the Company and its subsidiaries. Examples of proprietary information include intellectual property (such as trade secrets, patents, trademarks and copyrights), business, marketing and service plans, designs, databases, geological maps and sections, analytical results, salary information and any unpublished financial data and reports.

14.4 Examples of prohibited personal use of company assets are:

(a) removal of Company property for personal use;

(b) unauthorized use of Company vehicles or residences;

(c) use of company-paid contractors to perform work at a Company Individual's home; and

(d) unauthorized copying of software, tapes, books, and other legally protected work.

14.5 All Company Individuals must comply with security procedures in place to protect Company assets.

14.6 The Company's assets may never be used for illegal purposes.

15. Discrimination and Harassment

The diversity of the Company Individuals is a tremendous asset. The Company and its subsidiaries are firmly committed to providing equal opportunity in all aspects of employment and will not tolerate any workplace discrimination or harassment of any kind. All Company Individuals have

the right to pursue their careers at the Company free from harassment and free from discrimination based on any ground prohibited by law, including race, colour, ancestry, place of origin, political belief, religion, marital status, family status, physical or mental disability, sex, sexual orientation, or age. The Company will make reasonable accommodations for its employees in compliance with applicable laws and regulations.

Examples of unacceptable conduct include derogatory comments based on race, national or ethnic origin, religion, marital status, citizenship status, disability, sexual orientation, age, gender, or any other status protected by Canadian federal or provincial laws and regulations, or any laws or regulations applicable in the jurisdiction where such Company Individuals are located. Harassment generally means offensive verbal or physical conduct that singles out a person to the detriment or objection of that person. Harassment covers a wide range of conduct, from direct requests of a sexual nature to insults, offensive jokes or slurs, which results in an inhospitable work environment. Harassment may occur in a variety of ways and may, in some circumstances, be unintentional. Regardless of intent, such conduct is not acceptable and may also constitute a violation of human rights legislation. Violence and threatening behavior are not permitted. Company Individuals may not harass another employee, officer, director, service provider, customer, supplier, or any other person while doing business, whether on the Company's premises or elsewhere.

Company Individuals are encouraged to speak with their supervisor or the CEO when a co-worker's conduct makes them uncomfortable and to report harassment when it occurs.

16. Employment of Relatives

The Company discourages the employment of relatives and significant others in positions or assignments within the same department and prohibits the employment of such individuals in positions that have a financial dependence or influence. Employment of more than one relative at an office of the Company or other premises is permissible but the direct supervision of one relative by another is not permitted unless otherwise authorized by the CEO, the Chair and, if any, the Lead Director.

Except for summer and co-op students, indirect supervision of a family member by another is also discouraged and requires the prior approval of the CEO and the Chair. If such employment is allowed, any Company Individual actions affecting that employee must also be reviewed and endorsed by the CEO. Relatives include spouse, sister, brother, daughter, son, mother, father, grandparents, aunts, uncles, nieces, nephews, cousins, step relationships, and in laws. Significant others include persons living in a spousal or familial fashion with a Company Individual. If a question arises about whether a relationship is covered by this Code, the CEO will determine whether an applicant or transferee's acknowledged relationship is covered by this Code.

Wilful withholding information regarding a prohibited relationship or reporting arrangement will be subject to corrective action. If a prohibited relationship exists or develops between two employees, the employee in the senior position must bring this to the attention of his/her supervisor. The Company retains the prerogative to separate the working arrangements of the individuals at the earliest possible time.

17. Gifts and Entertainment

Business gifts and entertainment are customary courtesies designed to build goodwill and constructive relationships among business partners. These courtesies may include such things as meals and beverages, tickets to sporting or cultural events, discounts not available to the general public, accommodation and other merchandise or services. In some cultures, they play an important role in business relationships. However, a problem may arise when these courtesies compromise, or appear to compromise, the Company's ability to make fair and objective business decisions or to gain an unfair advantage. All Company Individuals must use their best judgment to avoid situations of real or perceived conflicts when giving or receiving gifts, entertainment and other benefits.

Offering or receiving any gift, gratuity or entertainment that might be perceived to or actually unfairly influence a business relationship should be avoided. These guidelines apply at all times and do not change during traditional gift-giving seasons.

No gift or entertainment should ever be offered, given, provided, authorized or accepted by any Company Individual or their family members unless it is consistent with customary business practices, is not excessive in value, cannot be construed as a bribe or payoff and does not violate any laws. Company Individuals cannot solicit, encourage or receive any payment, contribution, gift or favour that could influence your or another's decision. It is possible to accept unsolicited gifts, entertainment or other benefits from persons doing or seeking to do business with the Company, provided the benefits are given in accordance with generally accepted business practices and are modest, infrequent, and to the extent possible, on a reciprocal basis. Gifts may never be in the form of cash, bonds or negotiable securities. If a disinterested third party would be likely to believe that the gift affected your judgment, then it must not be offered, given, provided, authorized or accepted. All business dealings must be on arm's-length terms and free from any favourable treatment resulting from the personal interests of the Company Individual.

Strict rules apply when the Company does business with governmental agencies and officials (as discussed in more detail below). Company Individuals must also refer to and comply with the Company's Anti-Bribery and Anti-Corruption Policy. Company Individuals should discuss with senior management of the Company any gifts or proposed gifts about which they have any questions.

18. Payments to Government Personnel

All Company Individuals must comply with all laws prohibiting improper payments to domestic and foreign officials. Company Individuals must also refer to and comply with the Company's Anti-Bribery and Anti-Corruption Policy that provides details and guidelines on the scope of improper payments. The promise, offer or delivery, directly or indirectly, to an official or employee of various governments of anything of value, including a gift, favour or other gratuity offer for the purpose of influencing any act or decision of such person or inducing such person to use their influence to assist in obtaining or retaining business for, or directing business to, any person in violation of these laws would not only violate the Company or its subsidiaries' policies but could also be a criminal offence. Illegal or improper payments should not be made to government officials of any country. In addition to the Company's Anti-Bribery and Anti-Corruption Policy,

the Chair can further provide guidance to Company Individuals in this area and seek the advice of legal counsel where appropriate.

19. Lobbying

Any contact with government personnel for the purpose of influencing legislation or rule making, including such activity in connection with marketing or procurement matters, is considered lobbying. Company Individuals may participate in the political process as private citizens, but it is important to separate personal political activity and the Company's political activities, if any, in order to comply with the appropriate rules and regulations relating to lobbying or attempting to influence government officials. You are responsible for knowing and adhering to all relevant lobbying laws and associated gift laws, if applicable and for compliance with all reporting requirements. You must obtain the prior approval of the Chair to lobby or authorize anyone else (for example, a consultant or agent) to lobby on behalf of the Company or its subsidiaries, except when lobbying involves only normal marketing activities and not influencing legislation or rule making.

20. Health and Safety

The Company and its subsidiaries strive to provide all Company Individuals with a safe and healthy work environment. All Company Individuals have responsibility for maintaining a safe and healthy workplace by complying strictly with the letter and spirit of applicable occupational, health and safety laws and the public policies they represent; following work instructions or procedures on health and safety laws; not engaging in illegal or dangerous behaviours; and not possessing or using weapons or firearms or any type of combustible materials on the Company or subsidiaries' premises or at Company-sponsored functions unless you are authorized by Company or the law to do so; and reporting accidents, injuries and unsafe equipment, practices or conditions to a supervisor or department head. Being under the influence, and the possession, of drugs and alcohol in the workplace will not be tolerated. Company Individuals should report to work in condition to perform their duties, free from the influence of drugs or alcohol.

21. Accuracy of Business Records and Reporting

Honest and accurate recording and reporting of information is extremely important in order to make responsible business decisions. Investors, management, directors, managers, security holders, and governmental agencies with whom the Company does business, rely on the Company to provide accurate information about it and its affiliates and to make responsible business decisions based on reliable records.

All books, records and accounts must accurately reflect transactions and events, and all financial records must conform both to generally accepted accounting principles and to the Company's internal control systems. Undisclosed or unrecorded funds or assets are not allowed. No entry may be made that intentionally hides or disguises the true nature of any transaction.

In addition, it is the Company's policy to make full, fair, accurate, timely and understandable disclosure in compliance with all applicable laws, rules and regulations in all reports and documents that the Company files with, or submits to, the Canadian securities regulators and in all other public communications made by the Company. The Company's management have the

general responsibility for preparing such filings and such other communications and shall ensure that such filings and communications comply with all applicable laws, rules and regulations. Company Individuals must provide all necessary information to management when requested and must inform management if they become aware that information in any such filing or communication was untrue or misleading at the time such filing or communication was made or if they have information that would affect any filings or communications to be made in the future.

22. Accounting

The Audit Committee of the Board is responsible for establishing procedures for the receipt, retention, and treatment of complaints regarding accounting, internal accounting controls, or auditing matters. Company Individuals who have concerns or complaints regarding such matters must promptly submit those concerns or complaints to the Chair of the Audit Committee or the Company's legal counsel.

23. Competitive Information

The Company and its subsidiaries seek to excel and to outperform any competitors fairly and honestly through superior performance and not through unethical or illegal business practices.

Information about competitors, customers and suppliers is a valuable asset in the competitive markets in which the Company operates. The Company will obtain this information legally. Theft of proprietary information, inducing disclosures by a competitor's past or present employees and any actions that could create an appearance of an improper agreement in respect of competitors are prohibited.

Any Company Individual who is authorized to retain a consultant to gather competitive information must take steps to ensure that the consultant adheres to these policies. When in doubt about the propriety of any information-gathering technique or about whether a competitor, supplier, or other external contact has provided confidential information, a Company Individual should contact an appropriate supervisor or the Chair.

24. Use of E-mail and Internet Services

Email, telephones, internet services and other forms of communication are generally provided to Company Individuals to allow them to carry out their work effectively. When such communication forms are provided to Company Individuals, it is expected that the Company Individual will use these exclusively for all Company-related communications, to the extent possible. Incidental and occasional personal use is permitted, but this use should not be excessive or detrimental to the Company, and should never be for personal gain or any improper purpose. Internet use must be conducted in a reasonable professional manner and must not impede on a Company Individual's ability to perform his or her duties.

Company Individuals shall not access, send, upload, download, use or reuse any information or material which:

24.1 allow others to gain access to the Company's information technology systems without the formal written approval of the CEO;

24.2 contains any material that is defamatory, obscene, abusive, insulting, violent, hateful, inflammatory or offensive to another person, such as sexually explicit messages, cartoons, jokes, unwelcome propositions, derogatory messages based on racial or ethnic characteristics, or any other message that could reasonably be viewed as harassment or otherwise objectionable;

24.3 infringes any patent, trademark, trade secret, copyright, or other intellectual property or other rights of any other person;

24.4 violates the legal rights (including the rights of personality, publicity, and privacy) of others or contains any material that could give rise to any civil or criminal liability under applicable laws or regulations;

24.5 is likely to deceive any person;

24.6 promotes any illegal activity or advocates, promotes, or assists any act that violates the laws applicable in the jurisdictions in which the Company operates;

24.7 impersonates any person or misrepresents your identity or affiliation with any person or organization; or

24.8 involves unauthorized or unsolicited commercial activities or sales, such as contests, sweepstakes, and other sales promotions, barter, or advertising, other than in connection with the Company's authorized commercial activities.

Flooding the Company's system with junk mail hampers the ability of the system to handle legitimate business and is prohibited. Company Individuals must be also vigilant to ensure that the network security is maintained.

Communications (including voicemail) and computer information sent, received or created by Company Individuals using the Company's resources are considered property of the Company and Company Individuals should recognize that these communications and information are not "private". Unless prohibited by law, the Company reserves the right to: (i) access, monitor, review and disclose those communications and information and take any action as necessary for business purposes, to safeguard the safety of users of the Company's network or the public or could create liability for the Company; (ii) take appropriate legal action, including without limitation, referral to law enforcement, for any illegal or unauthorized use of the Company's network; and (iii) terminate or suspend any Company Individuals' access to all or part of the Company's network for any violation of this Code. Company Individuals should use good judgment and not access, send communications or store any information that they would not want to be seen or heard by others.

Company Individuals should refer to the Company's Disclosure Policy for additional guidelines on the use of computers, email and internet services.

25. Social Media Use

Unless specifically authorized by the Company, Company Individuals and, where applicable, service providers are strictly prohibited from commenting on or discussing confidential, proprietary, sensitive or trade secret information relating to the Company, its subsidiaries and its business, including information pertaining to its employees, customers, products and services, suppliers, competitors, performance or financial results on any social media sites (including Facebook, X, Threads and YouTube) or internet chat room, blog, newsgroup or other online forums. For clarity, social media posts in connection with authorized and customary promotional or marketing activities in furtherance of the Company's legitimate business purposes are permitted.

Company Individuals and, where applicable, service providers should take care when presenting themselves in public settings, including online and in web-based forums or networking sites; each is encouraged to conduct himself or herself in a responsible, respectful, and honest manner at all times. The Company and its subsidiaries understand that Company Individuals and, where applicable, service providers may wish to create and maintain a personal presence online using various forms of social media. However, in so doing they should include a disclaimer, where appropriate, that the views expressed therein do not necessarily reflect the views of the Company.

26. Media, Public and Governmental Inquiries

Only the CEO and Chair, and their specified delegate(s), are authorized as spokespersons to release information to the public. When members of the media, financial analysts or government authorities contact the Company to request information, the response can have far-reaching implications, including effects on the price of the Company's securities and its ability to compete. In addition, the Company must comply with the requirements of securities regulators and, when applicable, stock exchanges about how and when to disclose information, and understand that there are strict consequences for doing so improperly.

If Company Individuals receive a request for information from outside the Company or its subsidiaries, you must forward it to the CEO, if you have not been specifically authorized to speak on behalf of the Company.

27. Legal Notice

This Code serves as a reference to you. The Company and its subsidiaries are committed to continuously reviewing and updating its policies and procedures. The Company and its subsidiaries reserve the right to modify, suspend or revoke this Code and any and all policies, procedures, and programs in whole or in part, at any time. The Company and its subsidiaries also reserve the right to interpret and amend this Code and these policies in its sole discretion as it deems appropriate.

Neither this Code, these policies, nor any statements made by any employee of the Company and its subsidiaries, whether oral or written, confer any rights, privileges or benefits on any employee, create an entitlement to continued employment at the Company and its subsidiaries, establish conditions of employment, or create an express or implied employment contract of any kind between employees and the Company and its subsidiaries. In addition, all employees should

understand that this Code does not modify their employment relationship, whether or not governed by a written contract.

28. Amendment

This Code may be amended by the Company's Board, subject to the disclosure and other provisions of applicable corporate securities legislation and stock exchange rules.

29. Review of the Code

The Board of Directors will annually review and evaluate the effectiveness of this Code.

SCHEDULE A

ANNUAL CERTIFICATION

This will certify that I have received, recently read and understand the Code of Business Conduct and Ethics (the "**Code**") of Irruptive Metals Corp. (the "**Company**").

I hereby declare that I am responsible for understanding, complying with and implementing the Code as it applies to my position and area of responsibility. I understand that I must comply with the Code and the terms of my **[employment or consulting arrangement]** with the Company.

I confirm that for the period from January 1, 20[●] to December 31, 20[●] I have been, and am currently, in compliance with the Code, except as noted below.

Name and Title (please print):

Signature:

Date: [●]

Note: All employees and contractors are required to sign this form on an annual basis.