



TECHNICAL COMMITTEE CHARTER

April 2022

ARTICLE 1 PURPOSE

1.1 The Technical Committee (the "**Committee**") is appointed by and reports to the Board of Directors (the "**Board**") of Vizsla Silver Corp. (the "**Company**"). The Committee shall assist the Board in its oversight of technical matters relating to, including but not limited to, exploration, development, permitting, operation and production plans of proposed operating mines and reviewing technical disclosure in all publicly available documentation.

ARTICLE 2 COMPOSITION, PROCEDURE, AND ORGANIZATION

2.1 The Committee shall consist of no fewer than three directors (the "**Member**"), where the majority shall qualify as "independent" (as such term is defined in National Policy 58-101 – Corporate Governance Guidelines, or as under other applicable securities laws and exchange requirements).

2.2 At least two members shall have a technical background and related mining industry experience.

2.3 The Board, at its organizational meeting held in conjunction with each annual general meeting of the shareholders, shall appoint the members of the Committee for the ensuing year. The Board may at any time remove or replace any member of the Committee and may fill any vacancy in the Committee.

2.4 Unless the Board has appointed a chair of the Committee, the members of the Committee shall elect a chair among their number.

2.5 The quorum for meetings shall be a majority of the members of the Committee, present in person or by telephone or other telecommunication device that permits all persons participating in the meeting to speak and to hear each other.

2.6 The Committee shall have access to such officers, consultants, advisors and employees of the Company and to such information respecting the Company, as it considers to be necessary or advisable in order to perform its duties and responsibilities.

2.7 Meetings of the Committee shall be conducted as follows:

- (a) the Committee shall meet as frequently as required, but at least annually, at such times and at such locations or through some form of telecommunications as maybe requested by the chair of the Committee, the Chief Executive Officer or the Chief Operating Officer, if applicable;
- (b) The Committee is governed by the rules regarding meetings (including virtual meetings), action without meetings, notice, waiver of notice, and quorum and voting requirements as are applicable to the Board;

- (c) The Committee is authorized and empowered to adopt its own rules of procedure not inconsistent with (a) any provision of this Charter, (b) any provision of the incorporating documents of the Company, or (c) applicable law;
- (d) In the absence of the Committee Chairman from any meeting, the Members shall elect a chair from those in attendance to act as chairman of that meeting;
- (e) At all meetings of the Committee, every question shall be decided by a majority of the votes cast. In case of an equality of votes, the matter will be referred to the Board for decision. Any decision or determination of the Committee reduced to writing and signed by all of the members of the Committee shall be fully as effective as if it had been made at a meeting duly called and held. The Committee may form and delegate authority to subcommittees when and where appropriate;
- (f) The Committee Chairman shall appoint a secretary for each meeting of the Committee and shall maintain minutes of all meetings and record the deliberations of the Committee. This role is normally filled by the Secretary of the Corporation; and
- (g) Following the meetings of the Committee, the Committee Chairman shall report to the Board on matters related to the Committee's functions and responsibilities.

ARTICLE 3 ROLES AND RESPONSIBILITIES

3.1 The overall duties and responsibilities of the Committee shall be as follows:

- (a) review technical disclosure in all significant press releases as defined by the Technical Approvals Matrix to ensure that disclosure is correct before dissemination;
- (b) review the assumptions and methodology of the Company's mineral resource estimates and satisfy that the assumptions made are reasonable;
- (c) review the assumptions and methodology of the Company's mineral reserves and satisfy that the assumptions made are reasonable (if applicable);
- (d) recommend to the Board for approval the technical reports and annual mineral reserve and mineral resource estimates;
- (e) recommend to the board for approval the outcome of any technical studies including trade off studies, PEAs and Feasibility Studies.
- (f) Recommend to the board for approval, any CAPEX or OPEX estimates related to the development of projects by the company.
- (g) visit the Company's project sites as deemed necessary;

- (h) review technical and operational matters on behalf of the Board, which may include:
 - (i) exploration, geological, metallurgical, mining and other technical issues of concern;
 - (ii) technical data associated with potential new projects or acquisitions; and
 - (iii) significant technical risks and mitigation strategies associated with the Company's projects;
- (i) review of the annual budget as it relates to project expenditure;
- (j) review the scope of work and selection of technical consultants and contractors prior to award significant technical consulting assignments or contracts.
- (k) review and reassess the adequacy of this Charter annually and recommend any proposed changes to the Board for its approval; and
- (l) perform any other activities consistent with this Charter and governing law, as the Committee or the Board deems necessary or appropriate.

3.2 The duties and responsibilities of the Committee Chair shall be as follows:

The fundamental responsibility of the Committee Chair is to be responsible for the management and effective performance of the Committee and provide leadership to the Committee in fulfilling its mandate and any other matters delegated to it by the Board. To that end, the Committee Chair's responsibilities include:

- a) working with the Chairman of the Board and the Secretary to establish the frequency of Committee meetings and the agendas for meetings;
- b) providing leadership to the Committee and presiding over Committee meetings;
- c) facilitating the flow of information to and from the Committee and fostering an environment in which Committee members may ask questions and express their viewpoints;
- d) reporting to the Board with respect to the significant activities of the Committee and any recommendations of the Committee;
- e) leading the Committee in annually reviewing and assessing the adequacy of its charter and evaluating its effectiveness in fulfilling its mandate; and
- f) taking such other steps as are reasonably required to ensure that the Committee carries out its mandate.

ARTICLE 4
ACCESS TO INFORMATION AND AUTHORITY

4.1 The Committee is granted unrestricted access to all information regarding the Company and may call upon any directors, officers, consultants and or employees of the Company concerning technical information.

4.2 The Committee has authority to retain independent legal, financial and other advisors, consultants and experts to assist the Committee in fulfilling its duties and responsibilities.

ARTICLE 5
EFFECTIVE DATE

5.1 This Charter was approved and adopted by the Board on April 29, 2022.