



TECHNICAL COMMITTEE CHARTER

NEXGEN ENERGY LTD.

I. ROLE AND OBJECTIVES

The Technical Committee (the “**Technical Committee**”) is an advisory committee established by the Board of Directors (the “**Board**”) of NexGen Energy Ltd. (the “**Corporation**”) to assist the Board in discharging its oversight responsibilities for technical, operational, and technological matters related to the Corporation’s mineral properties and projects. These responsibilities include (i) the estimation and disclosure of mineral reserves and resources, ensuring compliance with applicable industry standards and regulations; (ii) oversight of exploration, project development, and the management of technical risks; (iii) monitoring and reviewing activities related to permitting, construction, development, and operation of mineral projects, including emerging risks related to technological innovation; and (iv) identifying and managing technical risks across all stages of the project lifecycle, ensuring alignment with the Corporation’s strategic and operational goals.

The Technical Committee is not a standing committee of the Board under applicable corporate or securities laws, or stock exchange rules or policies. Its membership may include individuals who are not directors or officers of the Corporation, provided they possess relevant technical expertise.

II. MEMBERSHIP AND POLICIES

The Board will appoint members of the Technical Committee, including the Chair. The Chair must be an independent director of the Corporation, as determined in accordance with applicable stock exchange and securities law standards. Members serve until their successors are appointed or until resignation or removal by the Board.

At least one (1) member must have a technical background and related mining industry experience, including a working familiarity with the estimation of mineral reserves and resources.

External technical experts may be appointed as members of the Technical Committee, provided they are not officers or employees of the Corporation. The Committee may also engage additional advisors on a consultative basis who do not serve as members.

The Technical Committee, in its sole discretion, has the authority to select, engage, remunerate, and terminate independent engineering and consulting firms and other advisors to assist it in carrying out its duties, as it deems necessary. The Corporation will provide appropriate funding, as determined by the Technical Committee, to compensate any advisors that the Technical Committee chooses to engage.

In discharging its duties under this Charter, the Technical Committee may investigate any matter brought to its attention and will have access to all books, records, facilities and personnel, may conduct meetings or interview any officer or employee, the Corporation’s consultants and professional advisors, and may invite any such persons to attend any part of any meeting of the Technical Committee.

III. FUNCTIONS

The following responsibilities of the Board are delegated to the Technical Committee, on an advisory basis. The Committee is charged with reviewing, monitoring, and providing recommendations to the Board to support informed oversight and decision-making:

A. Technical Activities

The Technical Committee will:

- (a) receive and review periodic updates from management regarding exploration, development, permitting, construction, and initial operations at the Corporation's Rook I mineral project (the "**Rook I Project**") and other mineral properties, including evaluation of performance against budget, project readiness, and related technical risks and mitigation strategies;
- (b) periodically review the Corporation's annual budget as it relates to planned exploration, development, permitting, and construction of the Corporation's mineral properties and projects;
- (c) periodically review updates to the Corporation's life of mine plans when developed and/or updated by management;
- (d) review disclosure prepared in accordance with National Instrument 43-101 – *Standards of Disclosure for Mineral Projects* ("**NI 43-101**") to support the Corporation's public disclosure obligations or a management request for Board approval;
- (e) annually assess the qualifications of the Corporation's "qualified persons" as defined in NI 43-101;
- (f) conduct site visits, as a Technical Committee or individually, to assess project execution, alignment with objectives, and progress toward milestones to inform recommendations to the Board;
- (g) review progress across all stages of the construction process at the Rook I Project, focusing on alignment with permitting, project development milestones, budgetary goals, risk management, and strategic objectives;
- (h) periodically review management's strategy for adopting and integrating new technologies to enhance operational efficiency and support long-term strategic objectives;
- (i) review management's assessment of technological trends and strategies to leverage emerging technologies that enhance operational efficiency and business value; and
- (j) periodically review the Corporation's technical risk management processes to identify potential gaps and recommend mitigation strategies.

B. Mineral Reserves and Resources

The Technical Committee will:

- (a) periodically review the Corporation's preparation and disclosure of mineral reserves and resources in accordance with applicable requirements;
- (b) periodically review management's approach to risks and the adequacy of internal controls and disclosure processes related to the estimation and reporting of mineral reserves and resources, in conjunction with the Audit Committee;
- (c) review reports from management on all material matters relating to mineral reserves or resources estimation, including technical reports prepared in accordance with NI 43-101; and
- (d) oversee external expert reviews of mineral reserve and resource estimation processes as necessary to ensure compliance with applicable standards.

C. Mineral Projects

The Technical Committee will:

- (a) monitor and review the execution of mineral projects, including permitting, construction, milestones, schedules, and associated risks, with an immediate focus on the Rook I Project to ensure alignment with strategic objectives and budgetary goals;
- (b) review technical assumptions and feasibility analyses in financial models for mineral projects, ensuring alignment with strategic objectives and accurate representation of technical and operational risks;
- (c) evaluate exploration, development, permitting, construction, mining, and processing merits of any proposed investments and opportunities for mineral projects, including assessment of risks, estimated schedules, and costs, with an immediate focus on the Rook I Project during its development phase;
- (d) periodically review risks and estimated schedules and costs of any proposed mineral projects; and
- (e) ensure all technical information disclosure related to project financing complies with applicable regulatory standards and supports the Corporation's strategic goals.

D. Exploration

The Technical Committee will:

- (a) periodically review management's exploration plans and programs and, in the Technical Committee's discretion, make recommendations to the Board for consideration; and
- (b) evaluate exploration results to assess their implications for potential new investments, acquisitions, or project expansions.

E. Additional Duties and Responsibilities

The Technical Committee will also:

- (a) facilitate information sharing with other Board committees as required to address matters of mutual interest or concern in respect of technical matters;
- (b) report regularly to the Board on its activities, including the results of meetings, reviews undertaken, progress on any major mineral project milestones, and any associated recommendations; and
- (c) perform such other functions as may be requested by the Board from time to time.

IV. MEETINGS

The Technical Committee will meet at least annually, or more frequently as circumstances require.

Notice of each meeting of the Technical Committee will be given to each member. The notice will:

- (a) be in writing (which may be communicated by fax or email);
- (b) be accompanied by an agenda that states the nature of the business to be transacted at the meeting in reasonable detail;
- (c) to the extent practicable, be accompanied by copies of documentation to be considered at the meeting; and

- (d) be given at least 48 hours preceding the time stipulated for the meeting, unless notice is waived by the Technical Committee members.

A quorum for a meeting of the Technical Committee is a majority of the members present in person or by telephone.

If the Chair is not present at a meeting of the Technical Committee, a Chair will be selected from among the members present. The Chair will not have a second or deciding vote in the event of an equality of votes.

The Technical Committee may invite others to attend any part of any meeting of the Technical Committee as it deems appropriate. This includes members of management, any employee, the Corporation's legal counsel, external auditors and consultants.

Minutes will be kept of all meetings of the Technical Committee. The minutes will include copies of all recommendations made at each meeting, will be maintained with the Corporation's records, and will be available for review by members of the Technical Committee, the Board and the external auditor.

V. OTHER MATTERS

A. Review of Charter

The Technical Committee will review and reassess the adequacy of this Charter at least annually or otherwise, as it deems appropriate, and propose recommended changes to the Board.

B. Evaluation

The Technical Committee's performance shall be evaluated annually by the Board, with input from the Nomination and Governance Committee as appropriate, as part of the Board's overall governance assessment process.

This Charter was last approved by the Board of Directors on July 11, 2025.