



SUPPLIERS CODE OF CONDUCT

At Aya Gold & Silver Inc., its subsidiaries and affiliates (“**Aya**”), we are committed to maintaining a culture of responsible and ethical sourcing and mining that positively impacts lives. Our values of passion, perseverance, respect, and ethics guide our actions and decisions. We believe in the importance of corporate responsibility and expect our contractors, subcontractors, suppliers, vendors, service providers (collectively, the “**Suppliers**”), to share this commitment. This Suppliers Code of Conduct (the “**Code**”) outlines the minimum standards and expectations we have for our Suppliers.

Suppliers are required and expected to:

- Understand and uphold Aya’s values in all business dealings with or on behalf of Aya.
- Review and familiarize themselves with this Code, and formally acknowledge their commitment to the responsible business principles it establishes.
- Implement the principles of this Code within their own operations, including with their suppliers, contractors, and business partners.

By partnering with Aya, Suppliers agree to comply with:

- This Code.
- All Aya’s policies, as amended for time to time, relevant to the nature of the services or goods provided, including the Environment Policy, the Health and Safety Policy, the Human Rights Policy, the People Policy, and the Social Performance Policy.
- All applicable laws and regulations in the jurisdictions where they conduct business.
- All contractual obligations entered into between Aya and Suppliers.

1. Safety Culture

Suppliers will:

- Establish and sustain robust standards, procedures, and management controls to ensure unwavering compliance with relevant health and safety laws and regulations.
- Actively engage their employees in enhancing health and safety practices.
- Uphold a shared commitment that places the safety and well-being of every individual as the top priority, ensuring everyone returns home safely every day.

2. Human Rights

Suppliers will:

- Uphold and respect the protection of universally recognized human rights.
- Commit to non-complicity in human rights violations, refraining from providing assistance, encouragement, or moral support that contribute to such violations, and actively opposing or reporting such abuses.
- Comply with all applicable local and national laws, rules, and regulations regarding human rights, legal working age and child labor.
- Adhere to international standards on modern slavery, children's rights, and non-discrimination.

- Comply with the International Labor Organization's Declaration of Fundamental Principles and Rights at Work, including the elimination of modern slavery and non-discrimination in respect of employment, and defending children's rights.
- Contribute to eradicating modern slavery, forced labor, child labor and human trafficking.
- Promote a discrimination-free workplace.
- Not tolerate and eliminate corporal punishment.

3. Labour Rights

Suppliers will:

- Uphold labor rights and ethical working conditions throughout operations and the supply chain.
- Respect employees' rights to join trade unions or employee associations without interference and recognize the right to collective bargaining, without fear of retaliation.
- Follow laws on maximum working hours and provide adequate rest periods. In the absence of local laws or collective agreements, a workweek should be restricted to 60 hours, including overtime, and at least one day off every seven days except in emergencies or unusual situations. Working hours, inclusive of overtime, shall not exceed 12 hours in any 24-hour period.
- Ensure transparent disciplinary procedures.
- Provide fair wages meeting legal minimums and covering basic living expenses.
- Offer safe and hygienic living conditions, if accommodations are provided by Suppliers.
- Contractually commit to monitoring and complying with Aya's labor policies, national labor laws and the European Bank for Reconstruction and Development's Performance Requirement 2 (PR2): Labour and Working Conditions.

4. Environment

Suppliers will:

- Establish and sustain environmental standards, procedures, and management controls to ensure constant compliance with pertinent international standards, laws, and regulations.
- Advocate a precautionary approach in situations where there is reasonable suspicion of environmental harm.
- Foster the development and adoption of technologies that endorse sustainable development, environmental preservation, pollution reduction, increased recycling, and waste reduction.

5. Business Conduct and Ethics

Suppliers will:

- Refrain from engaging in any form of corrupt activity and adopt comprehensive policies and procedures to ensure compliance with applicable anti-corruption laws and adhere to any of Aya's anti-corruption policies.
- Conduct business in compliance with applicable laws and consistent with Aya's Code of Business Conduct and Ethics.

6. On-Site Activities

While working on Aya properties, Suppliers are expected to adhere to Aya's policies and procedures, including those related to health, safety, environment, and social standards. Aya may conduct periodic reviews of the Supplier's adherence to these standards.

7. Security Service Providers

In addition to the standards established in this Code, Suppliers who provide security services will:

- Operate in compliance with applicable laws and regulations governing the provision of security services.
- Operate in compliance with applicable internationally recognized standards, including the Voluntary Principles on Security and Human Rights.
- Ensure their security personnel is trained regarding the principles of human rights and respect for local communities.

8. Aya's Commitment to Suppliers

Aya is committed to supporting its Suppliers in upholding the standards outlined in this Code. We believe in fostering a strong partnership with our Suppliers to ensure mutual success and compliance with our shared values.

9. Breach of this Code

A breach of this Code by a Supplier constitutes a material violation of its relationship with Aya. Aya reserves the right to take appropriate remedial action, which may include the suspension or immediate termination of the business relationship. Continued engagement with Aya is conditional upon the Suppliers' ongoing compliance with the principles and expectations set forth in this Code.

10. Grievance Mechanism

Aya provides a formal grievance mechanism for all to report concerns regarding workplace conditions, discrimination, or other issues covered by this Code. Complaints may be filed confidentially, and no one reporting a potential violation will face retaliation. If you have any questions or if you wish to report a violation or possible violations, please do not hesitate to write an email or call the Chief Legal Officer of Aya. You may also use the confidential whistleblower mechanism detailed in Aya's Whistleblowing Policy. All reports will be treated in confidence except to the extent necessary to conduct investigations.

Last Updated: May 2025

Approved by the Environment, Social and Governance Committee of the Board of Aya Gold & Silver Inc.