



## WHISTLEBLOWER POLICY (the "Policy")

### 1. PURPOSE

The purpose of this Policy is to establish procedures for the receipt, retention and treatment of complaints received by Orla Mining Ltd. (the "**Company**" or "**Orla**") regarding actual or perceived unethical or unlawful conduct or practices. This Policy also protects from retaliation any individual who in good faith submits any complaint under this Policy in accordance with the procedures set out below.

This Policy applies to all employees, directors, officers, agency workers, interns, contractors and consultants (collectively, "**employees**") associated with the Company in all jurisdictions where the Company operates.

### 2. REPORTING PROCEDURE

Employees who are aware of, or reasonably suspect, any unethical or unlawful conduct or practices, violations of laws, regulations, or any internal policies, standards or procedures, are obligated to report this information immediately to Orla. Employees are not required to be certain that such a violation has occurred before reporting the concern.

Orla provides multiple, safe, accessible reporting channels, which enable concerns to be reported orally, in writing, and/or in person, including to: (i) Management; (ii) Human Resources; (iii) the **Confidence Line** (detailed below); and/or Legal.

The Orla Mining **Confidence Line** is an independent and confidential reporting channel:

- web address: <http://www.orlamining.confidenceline.net>
- telephone numbers:
  - o Canada and the United States: 1-800-661-9675
  - o Mexico (toll free): 800-062-2572

Employees who choose to report anonymously are encouraged to provide as much information as possible in their reports about their concern(s) to assist in the Company's investigation. Individuals may also voluntarily communicate with or provide information to government agencies regarding potential violations of law without providing notice to or obtaining approval from Orla.

#### Reporting Financial Concerns

Company policy and applicable law require that Orla maintain appropriate controls to protect the integrity and reliability of financial reporting information. All financial reporting concerns or complaints regarding accounting, internal accounting controls, audit-related matters or fraud must be reported promptly to the (i) **Confidence Line**; (ii) Legal; or (ii) directly to the Chief Financial Officer who, depending on the issue raised, will convey any concern to the Chair of the Audit Committee or to the Chief Executive Officer as the case may require. Concerns which regard the Chief Financial Officer should be addressed to the Chair of the Audit Committee.

Alternatively, employees may report financial reporting concerns or complaints in writing, sealed in an envelope marked "**Confidential**" and/or "**To be opened by the Chair of the Audit Committee only**" and forwarded to the attention of the Chair at the following address:

Orla Mining Ltd.  
Attention: Chair of the Audit Committee

2020 – 666 Burrard Street  
Vancouver, British Columbia, V6C 2X8

Such envelope will be forwarded promptly and unopened to the Audit Committee Chair.

### **3. INVESTIGATION PROCEDURE**

Orla takes reports of suspected ethical and unlawful conduct seriously. Orla ensures that appropriate procedures, and where applicable, grievance mechanisms, are in place to receive, escalate and resolve concerns promptly and appropriately.

The Company fully investigates alleged misconduct. Subject to its need to investigate and take action as a result of the investigation, Orla will maintain confidentiality of concerns raised, the reporter, the person named in the report, and any third parties referenced, to the extent practical.

It is the obligation of all employees, officers and directors to cooperate with all investigations of concerns raised under this Policy. Employees should never provide misleading information or alter, destroy, or cover-up evidence relevant to an investigation

If appropriate, the Company may take corrective and disciplinary action for violations of the Company's Code of Business Conduct and Ethics or this Policy or other corporate policies, standards and guidelines, which may include, alone or in combination, a warning or letter of reprimand, demotion, loss of merit increase, bonus or stock options, suspension without pay or termination of employment or engagement.

### **4. NON-RETALIATION**

The Company strictly prohibits any form of retaliation against anyone who reports in good faith a concern or complaint under this Policy or provides assistance during an investigation, including any governmental, regulatory or law enforcement body, or internal investigation.

Retaliation can occur in many forms and may include, but is not limited to, termination, demotion, non-promotion, non-selection, denying a raise, insensitive conduct, or when the individual is treated differently based on their prior involvement in a report or investigation. No form of retaliation for any protected activity will be tolerated.

Any employee, regardless of position or title, whom the Company determines has engaged in retaliation in violation of this policy, will be subject to discipline, up to and including termination of employment.

This Policy is not intended to protect individuals who intentionally provide false or misleading information, or who make a report in bad faith. Additionally, protection against retaliation does not exclude the Company from taking legitimate, fair and justified actions against any employee, vendor, or other person responsible for misconduct.

### **5. ACTING IN GOOD FAITH**

This Policy does not give any rights and does not protect any individuals who engage in bad faith reporting or illegal conduct. If, at any time, it is found that a reporter has raised a concern in bad faith, they may lose the protection granted under this Policy and may be subject to disciplinary action, up to and including termination of employment.

### **6. PERMITTED GOVERNMENT DISCLOSURES**

While the Company would prefer that employees report their concerns regarding actual or perceived unethical or unlawful conduct or practices internally, employees are permitted to report such concerns to a relevant government regulatory or law enforcement agency without providing notice to or obtaining approval

from Orla. The Company will not tolerate any retaliation for raising concerns or complaints to government agencies. For additional information, please see Section 16 of the Company's *Code of Business Conduct and Ethics*.

**7. APPROVAL**

**ADOPTED BY THE BOARD OF DIRECTORS ON AUGUST 10, 2020**

**AMENDED AND APPROVED BY THE AUDIT COMMITTEE AND THE BOARD OF DIRECTORS ON  
NOVEMBER 11, 2025**