



Supplier Code of Conduct

INTRODUCTION

Orla Mining Ltd. (“Orla” or the “Company”) is committed to conducting business with integrity, respect for human, labour and Indigenous rights, and in full compliance with all applicable laws and regulations across our operations and jurisdictions where we work. Reflecting Orla’s core values of integrity, respect, and accountability, this Supplier Code of Conduct (“Supplier Code”) complements Orla’s broader commitments to ethical conduct, health and safety, environmental responsibility, anti-corruption, human rights, and Indigenous Peoples. The Supplier Code is intended to support responsible sourcing and due diligence across Orla’s supply chain and set clear expectations for the Company’s Suppliers (as defined below).

APPLICATION

This Supplier Code applies to all suppliers, contractors, service providers, parent companies, subsidiaries, subcontractors, agents, and downstream partners (collectively, “Suppliers”) engaged in activities related to Orla’s business.

All Suppliers must comply with this Supplier Code, applicable local laws, and internationally recognized norms such as the UN Guiding Principles on Business and Human Rights. This includes adherence to Canada’s Fighting Against Forced Labour and Child Labour in Supply Chains Act and equivalent legislation in all jurisdictions where Orla operates, ensuring transparency and due diligence across the supply chain. Where differences exist between standards, the stricter requirement shall apply. Suppliers must maintain appropriate policies, procedures and management systems to identify, prevent, mitigate and account for how Suppliers address material risks relevant to this Supplier Code, including through risk-based due diligence.

This Supplier Code must be incorporated by reference into all purchase orders, contracts, and procurement agreements with Orla, and failure to comply may require corrective action, remediation, or result in termination of business relationships. Orla will also require Suppliers to sign an acknowledgment of this Supplier Code located at the end of the document.

HUMAN RIGHTS

Orla is committed to upholding internationally recognized human and labour rights across our operations and supply chains and to accomplish this has implemented a series of Environmental, Social and Governance (ESG) policies and standards, including a dedicated Labour Policy. Suppliers are expected to be familiar with and comply with the requirements contained therein. This Supplier Code establishes the minimum standards expected of all Suppliers in preventing Child Labour and Forced Labour (as such terms are defined in Schedule A), ensuring safe and fair working conditions, and promoting respect for human dignity. These standards apply to all workers engaged by Suppliers, including temporary, seasonal, migrant, agency, and subcontracted workers.

Suppliers must not employ children under the legal minimum age and must maintain proof-of-age records and provide responsible remediation, if Child Labour is identified. Forced Labour, bonded, indentured, or involuntary prison labour, coercion, or trafficking of any kind are strictly prohibited, and all employment must be voluntary.

Suppliers shall provide safe, healthy, and respectful workplaces; ensure that wages and benefits meet or exceed legal minimums and are paid in a timely manner; and respect workers' rights to freedom of association and collective bargaining. Employment decisions must be free from discrimination, harassment, or abuse of any form.

Suppliers must cascade these standards to their subcontractors and monitor compliance throughout their operations. Suppliers are also expected to assess and manage risks of Child Labour and Forced Labour, adopt internal policies and controls, and maintain transparent records. Suppliers must provide an effective grievance mechanism accessible to workers and affected stakeholders, and must investigate concerns promptly, fairly and without retaliation.

Where Suppliers contract public or private security forces, they must engage such security forces in accordance with the Voluntary Principles on Security and Human Rights.

Where instances of non-compliance by our Suppliers with the Supplier Code are identified, Orla will investigate to understand potential causes and underlying contributing factors and take appropriate actions. Suppliers must cooperate with Orla in any investigation or assessment of potential or actual adverse impacts and to develop corrective action plans, address root causes, and ensure meaningful remediation, prioritizing the welfare and rehabilitation of affected workers. Orla expects access to relevant information upon reasonable request, in alignment with the Company's *Code of Business Conduct and Ethics* (the "Code"), *Human Rights Policy* and the *Responsible Procurement Standard*.

INDIGENOUS PEOPLES

In accordance with the United Nations Declaration on the Rights of Indigenous Peoples (UNDRIP) and the International Labour Organization (ILO) Convention No. 169 on Indigenous and Tribal Peoples, Suppliers must respect the rights, cultures, interests and aspirations of Indigenous Peoples. Suppliers must be aware of how their activities, goods and services may positively or negatively impact Indigenous People's rights and work to identify, design and implement specific projects, including employment and procurement programs.

LOCAL COMMUNITIES

Suppliers are expected to work to understand the culture and traditions of the communities where they operate and respect the human rights of community members. This includes maintaining respectful relationships and open lines of communication. Orla expects that Suppliers will take action to avoid or mitigate negative impacts of their activities and amplify positive opportunities.

ENVIRONMENT, HEALTH AND SAFETY

Orla believes that sound environmental and occupational health and safety management practices are in the best interests of its business, its employees, its shareholders, and the communities in which it operates. Orla is committed to conducting its business in accordance with recognized industry standards and applicable environmental and occupational health and safety laws and regulations.

We expect Supplier representatives to comply with all applicable environmental laws, regulations and requirements by establishing, maintaining and enforcing practices that prioritize environmental protection and sustainability. Suppliers must also comply with Orla's *Environment, Health & Safety Policy, Social Responsibility Policy, Indigenous Peoples Policy, and Climate Change Policy*, and have comprehensive environment, health and safety controls in place to deal with identified risks. Suppliers must promote a positive working environment for all and consult and comply with all Company rules regarding workplace conduct and safety.

Supplier representatives are prohibited from working under the influence of alcohol or any illicit substances or behaving in any way that would impact their own or the safety of others.

Suppliers must use and transport hazardous materials safely and responsibly and our Suppliers' products must meet all applicable product safety specifications. All individuals should immediately report any unsafe or hazardous conditions or materials, injuries, or accidents connected with Orla's business and any activity that compromises Company or Supplier security, including instances of extortion and threats, to a member of Orla's management.

ETHICAL BUSINESS CONDUCT

Orla requires all Suppliers to uphold the highest standards of ethical business conduct and integrity in all dealings and to conduct their operations in full compliance with applicable laws and regulations. This includes, without limitation, not engaging in any form of corruption, bribery, fraud, extortion, or embezzlement.

Among other requirements, Suppliers must comply with applicable competition/antitrust laws, trade controls, economic sanctions, export controls, anti-money laundering laws, anti-corruption laws (including Canada's Corruption of Foreign Public Officials Act and the U.S. Foreign Corrupt Practices Act), and anti-terrorism laws (including Canada's Anti-terrorism Act and the U.S. Material Support Statutes), in addition to other relevant laws. Suppliers must not offer or accept improper gifts, hospitality, or facilitation payments and are prohibited from participating in, contributing to, or otherwise supporting any activity of any organized criminal organization or Terrorist Group (as defined in Schedule A).

Suppliers are required to prevent conflicts of interest and to disclose any potential situations where personal or financial interests could compromise, or appear to compromise, their objectivity in conducting business with Orla. All business records and financial disclosures must be accurate, complete, and verifiable, reflecting genuine transactions and transparent accounting. Further, all Suppliers and contractors must follow Orla's established Supply Chain processes and communication channels as the only means of managing commercial relationships. All Suppliers and contractors must fulfill the requirements outlined in the Code and other corporate policies and standards, each of which is available under the Disclosure Portal found at www.orlaminig.com. When Suppliers and contractors are engaged in activities on Orla's behalf, they shall abide by the Code and such other corporate policies and standards and any other policies, standards and procedures specified by Orla from time to time. It is Orla's intent that such adherence will ensure all commercial transactions are legitimate and transparent.

Suppliers must safeguard all confidential and proprietary information belonging to Orla or other business partners and use it only for legitimate business purposes. Information obtained through the business relationship must not be used to gain unfair advantage or disclosed without proper authorization.

COMPLIANCE, MONITORING AND AUDITS

Suppliers must keep complete and accurate records demonstrating compliance with this Supplier Code and applicable law, and provide such records to Orla upon reasonable request.

Suppliers must promptly notify Orla of any material actual or suspected breach of this Supplier Code (including any allegation of Child Labour or Forced Labour, trafficking,

serious injury or fatality, material environmental incident, corruption, solicitation from an organized crime or Terrorist Group, or significant security or human rights incident) relating to work performed for or on behalf of Orla.

Orla may, acting reasonably and in a manner proportionate to the risk, conduct or arrange assessments (including questionnaires, site visits, interviews or audits) to evaluate a Supplier's compliance. Suppliers must cooperate in good faith with any such assessment and with any reasonable corrective action plan.

If a Supplier is unable to comply with any requirement, it must disclose the issue to Orla and propose a corrective action plan with timelines. Repeated or serious non-compliance may result in suspension, corrective measures, or termination of the business relationship, in addition to any contractual rights and remedies.

Suppliers must ensure that the standards in this Supplier Code are communicated to, and complied with by, their subcontractors and other downstream parties that support the goods or services provided to Orla. Suppliers must conduct risk-based due diligence on their own supply chains and address identified risks.

Where requested by Orla, Suppliers must provide information about the origin of materials and components, and relevant certifications or assurances, to support Orla's legal and reporting obligations (including modern slavery and supply chain transparency reporting).

REPORTING MECHANISM

Suppliers 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, including issues or actions that jeopardize their own – or Orla's – safety and security or consistency with the Supplier Code, are obligated to report this information immediately to Orla. Suppliers 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 available in English and Spanish:

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

Suppliers 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.

Supplier Acknowledgment

By signing below, the supplier acknowledges that they have read, understood, and agree to comply with Orla Mining's *Supplier Code of Conduct*.

Supplier Name: _____

Authorized Representative: _____

Signature: _____

Title: _____

Date: _____

SCHEDULE A

Definitions

“Forced Labour” - any work or service not voluntarily performed that is exacted or coerced from an individual under threat of force or penalty. This covers any kind of involuntary or compulsory labour, such as indentured labour, bonded labour or similar labour-contracting arrangements required to pay off a debt; or slavery or slavery-like practices. It also includes requirements of excessive monetary deposits, excessive limitations on freedom of movement, excessive notice periods, substantial or inappropriate fines, and loss or delay of wages that prevent workers from voluntarily ending employment within their legal rights.

“Child Labour” - work that deprives children of their childhood, their potential, and their dignity, and that is harmful to physical and mental development. In most jurisdictions, child labour meeting this definition is all labour by persons under the age of 18 years and that are provided or offered to be provided under circumstances that are contrary to the laws applicable in Canada; are provided or offered to be provided under circumstances that are mentally, physically, socially or morally dangerous to them; interfere with their schooling by depriving them of the opportunity to attend school, obliging them to leave school prematurely or requiring them to attempt to combine school attendance with excessively long and heavy work; or constitute the worst forms of child labour as defined in article 3 of the Worst Forms of Child Labour Convention, 1999, adopted at Geneva on June 17, 1999.

“Terrorist Group” – consistent with the Criminal Code of Canada and similar U.S. law, Terrorist Group includes any entity that is so listed or that otherwise has as one of its purposes or activities facilitating or carrying out any terrorist activity.