

KUYA SILVER CORPORATION
(the “Corporation”)

WHISTLEBLOWER POLICY
(Adopted by the Board on May 22, 2024)

1. WHISTLEBLOWER POLICY

1.1 Code of Business Conduct and Ethics and Reporting of Questionable Activities

The Corporation has a Code of Business Conduct and Ethics (the “**Code**”) and expects every director, officer and employee of the Corporation (collectively hereinafter referred to as the “**Employee**” or “**Employees**”) to comply with the high ethical and legal standards in performing their roles on behalf of the Corporation. While Employees are encouraged to communicate with their supervisor or other senior manager issues or concerns with behavior that may be viewed as an actual or potential violation of the Code or violation of applicable law, in some cases, an Employee may be reluctant to do so. This Whistleblower Policy provides a mechanism for Employees, contractors or suppliers, to report such questionable activities, without fear of retribution for having raised a concern.

The following is a non-exhaustive list of examples of conduct of concern to the Corporation that is reportable through the Whistleblower procedure:

- (A) criminal conduct;
- (B) fraud or deliberate error in the preparation, evaluation, review or audit of any of our financial statements;
- (C) fraud, misappropriation, or other questionable practices related to the preparation or maintenance of our financial records;
- (D) misrepresentations or false statements to or by a senior officer or accountant regarding a matter contained in our financial records, financial reports or audit reports;
- (E) failure to comply with, or efforts to circumvent, our internal compliance policies or internal controls;
- (F) other complaints regarding accounting, internal controls and accounting or auditing matters;
- (G) failure to comply with legal or regulatory obligations;
- (H) actions that endanger health or safety, or that might cause environmental damage; and
- (I) actions that have the effect of concealing any of the foregoing.

1.2 Whistleblower Report Procedure

Employees are encouraged to talk to their supervisor, manager or other appropriate personnel should they become aware of any of the foregoing.

Employees with concerns regarding any of the foregoing matters may report their concerns or complaints in writing directly to the Corporation's Corporate Secretary at wb@kuyasilver.com. The Corporate Secretary shall forward a copy of the same to the Chairman of the Audit Committee.

Employees may also report complaints or concerns regarding accounting matters on a confidential, anonymous basis to the Audit Committee through regular mail marked CONFIDENTIAL addressed to the Chairman of the Audit Committee.

The complaint should be in writing so as to assure a clear understanding of the issues raised. The complaint should be factual rather than speculative, and should contain as much specific information as possible to allow for proper assessment. The Corporation may, in its reasonable discretion, determine not to commence an investigation, if a complaint contains only unspecified or broad allegations of wrongdoing and without appropriate information support.

1.3 Treatment of Complaints

To the extent possible, all complaints will be handled promptly and in a confidential manner. In no event should information concerning the complaint be released to persons without a specific need to know basis.

Upon receipt of the complaint by the Corporate Secretary or the Chairman of the Audit Committee, (each an "**Investigating Officer**"), the Investigating Officer shall make a determination whether a reasonable basis exists for commencing an investigation into the complaint. In the event insufficient information was provided to make this determination, if the report was not anonymously made, the Investigating Officer may seek additional information from the person who submitted the report.

In matters pertaining to the integrity of the Corporation's financial reporting or assets, including fraud, misrepresentation, circumvention of internal controls, the Investigating Officer must be the Chairman of the Audit Committee. The Investigating Officer shall oversee all investigations under the authority of the Audit Committee.

The Audit Committee shall ensure coordination of each investigation and shall have overall responsibility for implementation of this Policy. The Audit Committee shall have the authority to retain outside legal or accounting expertise in any investigation, as it deems necessary to conduct the investigation in accordance with its charter.

1.4 Corrective Action

The Audit Committee, with the input of the Investigating Officer and the Corporation management, if requested, will determine the validity of a complaint and any corrective action, as appropriate. It is the responsibility of the Audit Committee to report to the Board and to Corporation management any non-compliance with legal and regulatory requirements and to assure that management takes corrective action including, where appropriate, reporting any

violation to the relevant federal, provincial or regulatory authorities. Employees that are found to have knowingly violated any laws, governmental regulations or Corporation policies will face appropriate, case specific disciplinary action.

1.5 Protection of Employees

The Corporation will not discharge, demote, suspend, threaten, harass or in any manner discriminate against any Employee in the terms and conditions of employment based upon any lawful actions or such Employee with respect to good faith reporting of complaints pursuant to this Policy.

1.6 Unsubstantiated Allegations

If an Employee makes a complaint in good faith pursuant to this Policy and any facts alleged are not confirmed by subsequent investigation, no action will be taken against the Employee making the complaint. In making a complaint, an Employee should exercise due care to ensure the accuracy of the information disclosed. If after investigation a matter raised under this procedure is found to be without substance and to have been made not in good faith but for malicious or frivolous reasons, the Employee making the complaint could be subject to disciplinary action.

1.7 Retention of Complaints and Documents

At the direction of the Audit Committee, the Corporate Secretary will maintain a log of all complaints, tracking their receipt, investigation and resolution. All complaints submitted by an Employee regarding an alleged violation or concern will remain confidential to the extent practicable. In addition, all written statements, along with the results of any investigations relating thereto, shall be retained by the Corporation for a minimum of three years.