

**FORTUNA SILVER MINES INC.**  
(the "Company")

**SUPPLIER CODE OF BUSINESS CONDUCT AND ETHICS**

**PURPOSE**

The Company recognises that its success is built on the basis of personal and professional integrity and commitment to excellence. The Company is committed to conducting business in an ethical, legal and socially responsible manner, and we expect the same commitment from the suppliers, subcontractors, vendors and any other person (collectively "**Suppliers**") that we do business with.

This Supplier Code of Business Conduct and Ethics ("**Supplier Code**") is intended to govern the conduct of Suppliers when they do business with the Company and any of our subsidiaries.

All Suppliers are expected to review and fully understand the contents of this Supplier Code and comply with the provisions, together with all other contractual terms and conditions with the Company and its subsidiaries that they are subject to. Suppliers are responsible for reporting to the Company or its subsidiaries any behaviour that violates the provisions of this Supplier Code.

**CONDITIONS OF DEALING WITH THE COMPANY AND ITS SUBSIDIARIES**

All Suppliers must read and accept the following conditions of dealing with the Company and its subsidiaries by completing and signing the Acceptance of Conditions attached as Schedule "A" hereto.

**Compliance with Laws**

Suppliers must comply with all applicable laws, rules and regulations in every jurisdiction in which they do business with the Company and its subsidiaries. Suppliers are expected to comply with this Supplier Code, even if the conduct would otherwise be acceptable under local customs. If local laws are more restrictive than this Supplier Code, suppliers are expected to, at a minimum, comply with the applicable local laws.

**Health and Safety**

Suppliers must be committed to respecting the safety and health of workers and to creating safe working conditions and a healthy work environment for all of their workers who provide goods or services to the Company and its subsidiaries.

Suppliers must meet or exceed all health and safety laws and provide a high standard of care as it relates to the safety and health of their employees, suppliers, contractors, customers and communities who might be affected as a result of their actions. In addition, Suppliers must comply with the Company's and its subsidiaries health and safety policies and procedures during any visit to, or with respect to operations on the sites of the Company and its subsidiaries.

**The Environment**

Suppliers must meet or exceed all environmental laws where they operate and actively manage any environmental risks due to their activities. Each Supplier is also expected to comply with the Company's Environmental Policy and all related standards and procedures during any visit to, or with respect to operations on the sites of the Company and its subsidiaries, including during the transportation of goods to and from the sites of the Company and its subsidiaries.

## **Anti-Corruption**

Suppliers must comply with all applicable anti-corruption laws, including the Canadian *Corruption of Foreign Public Officials Act*, the United States *Foreign Corrupt Practices Act* and the local laws in the jurisdictions in which they operate. In so doing, Suppliers are not expected to make or promise any payments to government officials for the purpose of influencing the government official's decisions for actions with respect to the goods or services that the Supplier is providing to the Company or its subsidiaries. Suppliers must inform the Company if any of their directors, officers, shareholders or senior managers are "government officials" for the purposes of anti-corruption laws. Each Supplier is also required to comply with the Company's Anti-Corruption Policy.

## **Labour and Human Rights**

The Company and its subsidiaries are committed to respecting the human rights of all individuals impacted by our operations, including employees, contractors, the communities in which we operate and other external stakeholders. We expect our Suppliers to share this commitment, comply with the terms of our Human Rights Policy and implement policies and procedures that support respect for human rights. We do not tolerate forced, bonded, or child labor.

We expect our Suppliers to respect workers' rights to freedom of association, equal opportunity, freedom from discrimination, peaceful protests and assembly and collective bargaining.

Suppliers must uphold the highest standards of human rights and treat their employees and contractors with dignity and respect. We expect our Suppliers to compensate their employees fairly and competitively relative to their industry and in full compliance with applicable local and national wage and hour laws.

## **No Discrimination and Harassment**

Suppliers must not discriminate against their employees and subcontractors on the basis of race, colour, religion, gender, sexual orientation, nationality, ethnic origin, social status, marital status, disability or age, or on the basis of any other personal characteristics protected by law.

Suppliers shall treat every employee with respect and dignity and shall not subject any employee or subcontractor to physical, sexual, psychological or verbal harassment or abuse. The Company will not tolerate any harassment directed towards the Company's employees or its business partners.

## **Ethics**

Suppliers must be committed to the highest standards of ethical conduct when dealing with workers, Suppliers, government and regulatory authorities and the Company and its subsidiaries.

- Fair Dealing - Suppliers must uphold fair business standards in advertising, sales and competition.
- Conflicts of Interest- Employees of Suppliers must act in a fair and impartial manner and should avoid both real and perceived conflicts of interest in the business that they do with the Company and its subsidiaries. Suppliers must immediately alert the Company or its subsidiaries if they become aware of any situation that is or could reasonably be expected to give rise to a conflict of interest between the Company or its subsidiaries and the Supplier.

- Compliance with Laws - Suppliers must disclose information regarding their business activities, structure, financial situation and performance in accordance with applicable law and prevailing industry practices.
- Protection of Information - Suppliers must safeguard the Company and its subsidiaries information in accordance with applicable law.
- Confidentiality - Suppliers must maintain all confidential information about or provided by the Company and its subsidiaries in strict confidence, except when disclosure is authorized by the Company or is legally mandated.
- Record and Internal Controls - Suppliers must make and keep books and records that accurately reflect the Supplier's transactions and dispositions with the Company and its subsidiaries, and devise and maintain an adequate system of internal reporting. Suppliers must record and report facts accurately, honestly and objectively.

### **Gifts and Entertainment**

Suppliers must not provide any personal gifts, favours or other compensation to an employee of the Company or its subsidiaries that are intended to influence a business decision.

### **Insider Trading**

Suppliers must comply with all insider trading laws and not trade in the securities of the Company during any period when they have become aware of confidential or material information of the Company until the confidential or material information has been fully disclosed and a reasonable period of time has passed for such information to be widely disseminated.

### **Audits and Inspections**

Verification of compliance with this Supplier Code is subject to audits by the Company or a third party designated by or otherwise acceptable to the Company. Failure of Supplier to comply, or failure to work with the Company or a third party engaged by the Company, to correct non-complying situations is grounds for cancellation of orders, discontinuance of services or termination of existing contracts.

### **Penalties for Non-Compliance**

The Company and its subsidiaries reserve the right to terminate its business relationship with any Supplier, who violates this Supplier Code or if any of Suppliers directors, officers or employees violate this Supplier Code.

### **Company's Policies and Procedures**

All the Company's Policies and Codes referred to in this Supplier Code are available for review on the Company's website.

### **EFFECTIVE DATE**

This Code was approved by the Board on March 11, 2021.

**SCHEDULE "A"**

**Acceptance of Supplier Code of Business Conduct and Ethics of Fortuna Silver Mines Inc.**

The undersigned hereby certifies that he/she has read and understands the Company's Supplier Code of Business Conduct and Ethics, a copy of which is attached hereto, and agrees to comply with same.

Date: \_\_\_\_\_

Company Name: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

Name: \_\_\_\_\_

Position: \_\_\_\_\_

Signature: \_\_\_\_\_