

# Whistleblower Policy

## Introduction

Fuerte Metals Corporation (“FMC” or the Corporation)<sup>1</sup> is committed to maintaining the highest standards of business conduct and ethics, as well as full compliance with all applicable government laws and regulations, corporate reporting and disclosure, accounting practices, accounting controls, auditing practices and other matters relating to fraud against shareholders (collectively “**Legal or Accounting Matters**”).

Pursuant to its charter, the Audit and Corporate Risk Committee of the Board of Directors of the Corporation is responsible for ensuring that a confidential and anonymous process exists whereby persons can report any concerns regarding Legal or Accounting Matters relating to the Corporation. In order to carry out its responsibilities under its charter the Audit and Corporate Risk Committee, together with the Board of Directors, has adopted this Whistleblower Policy (the “**Policy**”).

For the purposes of this Policy, “Legal or Accounting Matters” is intended to be broad and comprehensive and to include any matter, which in the view of the complainant, is illegal, unethical, contrary to the policies of the Corporation or in some other manner not right or proper. Examples would include:

- violation of any applicable law, rule or regulation that relates to corporate reporting and disclosure;
- violation of the Corporation’s Code of Ethics;
- fraud or deliberate error in the preparation, evaluation, review or audit of any financial statement of the Corporation;
- fraud or deliberate error in the recording and maintaining of financial records of the Corporation;
- deficiencies in or noncompliance with the Corporations’ internal policies and controls;
- misrepresentation or a false statement by or to a director, officer or employee of the Corporation respecting a matter contained in the financial records, reports or audit reports; and
- deviation from full and fair reporting of the Corporation’s consolidated financial condition.

## Communication of the Policy

Copies of this Policy are made available to directors, officers, employees and consultants of the Corporation, either directly or by posting of the Policy on the Corporation’s website at [www.fuertemetals.com](http://www.fuertemetals.com). All directors, officers and employees will be informed whenever significant changes are made. New directors, officers, employees and consultants will be provided with a copy of this Policy.

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<sup>1</sup> The Policy applies to the FMC and each of its subsidiaries and, accordingly, references in the Policy to “FMC” refer to FMC and each of its subsidiaries.

## Reporting Alleged Violations or Complaints

### *Reporting Concerns*

Any person, regardless of where they reside, with a concern regarding a Legal or Accounting Matter relating to the Corporation may submit their concern to the Chair of the Audit and Corporate Risk Committee of the Corporation (the “**Audit and Corporate Risk Committee Chair**”) in writing, by email as follows:

In Writing: Chair of the Audit and Corporate Risk Committee  
Fuerte Metals Corporation

By E-mail: [reporting@fuertemetals.com](mailto:reporting@fuertemetals.com)

Alternatively, you can report a concern at any time, either online or by phone, using our anonymous reporting service hosted by ConfidenceLine.

Online: [www.fuertemetals.confidenceline.com](http://www.fuertemetals.confidenceline.com)

By Phone: 1-800-661-9675

### *Anonymity and Confidentiality*

The Audit and Corporate Risk Committee Chair or ConfidenceLine will seek to treat submissions made under this Policy on a confidential and anonymous basis, to the fullest extent permitted under law and to the extent possible, consistent with the need to conduct an adequate investigation, save and except that:

- (a) submissions, other than those regarding (i) a violation of any applicable law or regulation that relates to corporate reporting and disclosure, (ii) a violation of the Corporation’s Code of Ethics or (iii) other concerns regarding questionable accounting or auditing matters, must identify the person making the submission; and
- (b) ConfidenceLine will forward a copy of any submission received to the Audit and Corporate Risk Committee Chair and the submission will be dealt with in accordance with the provisions of the section titled “Treatment of Legal or Accounting Concern Submissions” below.

## No Adverse Consequences

A submission regarding a Legal or Accounting Matter may be made by an officer or employee of the Corporation without fear of dismissal, disciplinary action or retaliation of any kind. The Corporation will not discharge, discipline, demote, suspend, threaten or in any manner discriminate against any person who submits in good faith a concern regarding a Legal or Accounting Matter or provides assistance to the Audit and Corporate Risk Committee, management or any other person or group, including any governmental, regulatory or law enforcement body, investigating a Legal or Accounting Matter.

## Acting in Good Faith

Anyone filing a complaint under this Policy must be acting in good faith and have an honest belief that the complaint is well-founded, including a reasonable factual or other basis. Any complaints based on allegations that are without basis cannot be substantiated, or that are proven to be intentionally misleading or malicious will be viewed as a serious offense.

## Treatment of Legal or Accounting Concern Submissions

Legal or Accounting Matters will be reviewed as soon as possible by the Audit and Corporate Risk Committee with the assistance and direction of whomever the Audit and Corporate Risk Committee thinks appropriate including, but not limited to, external legal counsel and the Audit and Corporate Risk Committee shall implement such corrective measures and do such things in an expeditious manner as it deems necessary or desirable to address the Legal or Accounting Matter.

Where possible and when determined to be appropriate by the Audit and Corporate Risk Committee notice of any such corrective measures will be given to the person who submitted the concern regarding a Legal or Accounting Matter.

## Retention of Records

The Audit and Corporate Risk Committee shall retain all records relating to any Legal or Accounting Matter or report of a retaliatory act and to the investigation of any such report for a period judged to be appropriate based upon the merits of the submission. The types of records to be retained by the Audit and Corporate Risk Committee shall include records of all steps taken in connection with the investigation and the results of any such investigation.

## Review of Policy

The Audit and Corporate Risk Committee will review and evaluate this Policy on an annual basis to determine whether the Policy is effective in providing a confidential and anonymous procedure to report violations or complaints regarding Legal or Accounting Matters.

## Queries

If you have any questions about how this Policy should be followed in a particular case, please contact the Audit and Corporate Risk Committee Chair.

## Publication of the Policy on Website

This Policy will be posted on the Corporation's website at: [www.fuertemetals.com](http://www.fuertemetals.com).

Approved by the Board: April 2, 2026