



INSIDER TRADING POLICY

1. Purpose of the Policy

Canadian and United States securities laws prohibit "insider trading" and impose certain restrictions on trading in securities while in possession of material undisclosed information. The rules and procedures outlined in this Insider Trading Policy (the "Policy") have been implemented in order to prevent improper trading in the securities of Integra Resources Corp. ("Integra" or the "Company") or of companies with which the Company (or one or more of its subsidiaries) has a significant business relationship or with which the Company (or one or more of its subsidiaries) is proposing to enter into a business transaction.

It is the personal responsibility of each director, officer, employee of, and other persons considered to have a "special relationship" with, the Company and its subsidiaries to ensure that, when they trade or propose to trade in the Company's securities or the securities of publicly traded companies with which the Company has business dealings, they comply with all applicable insider trading restrictions, including those referred to in this Policy.

This Policy extends to all employees and officers of the Company and its subsidiaries, their respective boards of directors, and those authorized to speak on the Company's behalf ("Covered Persons").

A Covered Person is responsible for trading by (i) spouses, minor children, certain other family members, other members of a person's household and entities controlled by Covered Persons or (ii) persons whose transactions in the Company's securities are directed by the Covered Person or are subject to their influence or control.

This Policy is intended to supplement, not replace, applicable securities laws in respect of insider trading. This Policy should be read in conjunction with the *Business Corporations Act* (British Columbia), the *Criminal Code* (Canada), the *Securities Act* (British Columbia) and National Instrument 55-104 – *Insider Reporting Requirements and Exemptions*.

2. Insider Trading and Tipping

Any Covered Person who knows of material information that has not been publicly disclosed by the Company must not:

- trade in the Company's securities;
- disclose the material information to another person (a "tippee"), except in accordance with the Company's Communication and Corporate Disclosure Policy; or
- recommend or encourage another person to trade securities of the Company.



The terms “trade” or “trading” include the purchase and sale of the common shares of the Company (including derivative securities), the exercise of stock options and warrants granted by the Company and transactions involving any other type of security the Company may issue.

The term “material information” refers to any information relating to the business and affairs of the Company that results in, or would reasonably be expected to result in, a change in the market price or value of the Company’s securities (or, in the case of information about another company, such other company’s securities), or that a reasonable investor would consider important in making an investment decision. In short, any information that could reasonably affect the price of stock should be considered material. Material information includes both material facts and material changes. A “material fact” is a fact that significantly affects or would reasonably be expected to have a significant effect on, the market price or value of the Company’s securities. A “material change” is a change in the Company’s business, operations or capital that would reasonably be expected to have a significant effect on the market price or value of the Company’s securities. The decision to implement such a change may itself be a material change if the decision is made by a director or senior officer that believes that the Company’s Board of Directors (the “Board”) will likely confirm the decision.

Materiality judgments involve considering a number of factors which cannot be captured in a simple bright-line standard or test. These include the nature of the information itself, the volatility of the Company’s securities and prevailing market conditions. The materiality of a particular event or piece of information varies between companies according to their size, the nature of their operations and many other factors. An event which is “significant” or “major” for a smaller company may not be material to a larger company. A good rule of thumb is that if the information would influence a person’s decision to buy or sell securities of the Company, the information is probably material. You should err on the side of caution in such matters. If you are uncertain about whether the information is material, you are directed to immediately contact the Chief Financial Officer (the “CFO”) or the Chief Executive Officer (the “CEO”) before disclosing it to anyone.

Information is considered to be “non-public” until certain conditions have been satisfied. In order for information to be considered to have been disclosed to the public, it is necessary to (a) disseminate the information widely and (b) afford the investing public with sufficient time to absorb the information (typically at least 48 hours, unless you have been advised otherwise). Information generally would be considered widely disseminated if it has been disclosed through newswire services, typically by press release, or if it is contained in our disclosure in documents filed with the Canadian Securities Administrators at www.sedarplus.ca and the U.S. Securities and Exchange Commission at www.edgar.com. By contrast, information would not be considered widely disseminated if it is available only to our employees or if it is only available to a select group of analysts, brokers and institutional investors. Any trading contrary to the restrictions above will constitute a breach of securities laws and may result in liability for the person involved and the Company. To protect the Company and its staff, the Company’s Policy is set forth below.



3. Trading in Securities and Tipping

Blackout Period

All directors and officers and any employees who possess material non-public information regarding the business or affairs of the Company from time to time shall be subject to regularly scheduled blackout periods during which trading in securities of the Company is prohibited. Regularly scheduled blackout periods will occur surrounding the release of the Company's operating and financial results. No trades shall be carried out during the regularly scheduled blackout period until notification has been received that the blackout period has ended.

Additional blackout periods may be imposed from time to time as a result of special circumstances material to the Company but not yet disclosed or disclosable. All directors and officers and any employees as determined from time to time may be subject to such blackouts.

The directors, officers and employees will be notified of any blackout period by e-mail by the CFO or Corporate Secretary. No reason for the trading restriction is required to be provided. If a "blackout" is imposed as a result of the dissemination of a press release, the "blackout" will be lifted 24 to 48 hours after dissemination of the press release, at the CFO or Corporate Secretary's discretion.

If, during a "blackout" period, you, as a Covered Person, wish to be permitted to exercise stock options granted to you under the equity incentive plan of the Company or exercise your outstanding share purchase warrants of the Company you must make written application to the Company's CFO. The CFO will consider the circumstances under which the application is made and advise you in writing of their decision. If the CFO grants you permission to exercise your stock options or warrants during a "blackout" period, you will be prohibited from selling any securities of the Company acquired as a result of such exercise until the "blackout" period has ended. Additionally, restricted share units or deferred share units are allowed to vest during "blackout" periods and you are permitted to exercise a tax withholding right with respect to such restricted securities pursuant to which you may elect to have the Company withhold securities to satisfy tax withholding requirements upon vesting (but this does not include market sales of shares – broker assisted or otherwise).

Covered Persons who are not aware of undisclosed material information may apply to the CFO for approval to trade during a "blackout" period. However, this approval may be withheld without providing the Covered Person with the reason for such decision.

Additionally, where a blackout period is in effect under this Policy, no Covered Person may, directly or indirectly enter into, establish, or otherwise initiate any automatic securities disposition plan (an "ASDP"); or amend, modify, terminate, suspend, reactivate, or otherwise make any change to the terms, operation, or administration of any existing ASDP.

Regardless of whether the Company is in a Blackout Period or not, if any officer or director has an intention of trading shares of the Company, they shall consult the CEO and CFO before executing on any trade.



Material Non-public Information

If you, as a Covered Person in a “special relationship” (as defined below), have actual knowledge of material undisclosed information relating to the Company and its subsidiaries, you must not trade, either directly or indirectly, in securities of the Company until the information is publicly disclosed.

Persons in a “special relationship” include, but are not limited to:

- insiders of the Company (as defined by applicable securities legislation);
- directors, officers and employees of the Company or its subsidiaries;
- persons engaging in professional or business activities for or on behalf of the Company or its subsidiaries; and
- anyone (a “tippee”) who learns of material information from someone that the tippee knows or should know is a person in a special relationship with the Company.

Securities legislation prohibits any person or company who is proposing:

- to make a take-over bid;
- to become a party to a reorganization, amalgamation, merger, arrangement or similar business combination; or
- to acquire a substantial portion of a company’s property

from informing anyone of material information that has not been generally disclosed except where the material information is given in the “necessary course of business” (as defined in applicable securities legislation) to effect the take-over bid, business combination or acquisition.

Insider Reports

Directors, officers and persons considered a “reporting insider” of the Company must file all required insider reports or other required reports of trades with the applicable securities commissions within the time periods mandated by securities legislation, such reports to be filed electronically using the System for Electronic Disclosure by Insiders (“SEDI”). The Company’s Corporate Secretary can assist with the filing of a SEDI report; however, the accuracy and timeliness of the filing remains the director or officer’s sole responsibility.

Other Trading Restrictions

Rapid buying and selling of the Company’s securities is strongly discouraged because of the possible perception of trading on undisclosed material information.



Because we believe it is improper and inappropriate for any Company personnel to engage in short-term or speculative transactions involving Company stock, Covered Persons should not engage in any of the following activities with respect to securities of the Company:

- trading in securities on a short-term basis – any Company shares purchased by any personnel in the open market should be acquired with the mindset of holding these shares for a minimum duration of not less than six months and ideally longer, unless (in the case of employees who are not officers or directors) the sale results from personal emergency and the holding period is waived by the Company's CFO;
- hedging or monetization transactions can be accomplished through the use of various financial instruments, including prepaid variable forwards, equity swaps, collars and exchange funds, and are prohibited. These transactions may permit continued ownership of our securities obtained through employee benefit plans or otherwise without the full risks and rewards of ownership. When that occurs, a person entering into this type of transaction may no longer have the same objectives as our other shareholders. In addition, no director or officer of the Company is permitted to purchase financial instruments, including, for greater certainty, prepaid variable forward contracts, equity swaps, collars, or units of exchange funds that are designed to hedge or offset a decrease in market value of any Company securities granted as compensation or held, directly or indirectly, by such director or officer;
- short sales; and
- buying or selling puts or calls.

In addition to the foregoing, the Company also discourages placing standing or limit orders on our securities. Standing and limit orders are orders placed with a broker to sell or purchase shares at a specified price. Similar to the use of margin accounts, these transactions create heightened risks for insider trading violations. Because there is no control over the timing of purchases or sales that result from standing instructions to a broker, a transaction could be executed when persons subject to this Policy are in possession of undisclosed material information. Unless standing and limit orders are submitted under ASDPs approved by the Company and implemented in accordance with applicable securities laws, if you determine that you must use a standing order or limit order, the order should be limited to short duration and should otherwise comply with the trading restrictions and procedures outlined in this Policy.

From time to time, additional trading restrictions may come into effect as part of financing arrangements entered into by the Company. These restrictions will be communicated by the CFO or Corporate Secretary to all Covered Persons to which the restrictions apply.

Securities of Other Public Companies

It is important to inform you that the insider trading restrictions generally described in this Policy also apply to trading by Covered Persons of the Company and its subsidiaries in securities of publicly traded companies with which the Company has a significant business relationship or



with which the Company is proposing to enter into a business transaction. If, in the performance of your duties, you have knowledge of undisclosed material information relating to another publicly traded company, then you are expressly prohibited from trading in securities of that publicly traded company until the material information has been publicly disclosed and a reasonable period of time has elapsed after disclosure to allow the public to evaluate its significance.

As a general guideline, when a transaction with another public company is “imminent”, Covered Persons may not engage in trading of the securities of the other public company.

4. Liabilities and Consequences

Liability arises for trading securities on the basis of material information which has not been disclosed to the public or for disclosing material information to persons who use it for the purposes of trading or passing it on to others, if the information is material within the meaning of the securities laws. Do not rely on your own judgment as to whether particular information is material. Information which may be material includes financial results, negotiations concerning contracts with outside parties, possible dispositions or acquisitions of significant assets or other corporations or businesses, results of exploration activities including drill results, financings, important personnel changes, or litigation.

If you fail to observe these corporate policies, the Company may take disciplinary action, which could result in termination of employment or implementation of a probationary period. In some circumstances, the Company may exercise its right to recover performance-based compensation as described in the Company’s Compensation Recovery Policy. The Company is also entitled to pursue legal remedies through the courts. If appropriate, the Company will also report the matter to the appropriate regulatory authorities, which may result in a wide range of penalties, including: (a) fines and penal sanctions; (b) civil actions for damages; (c) an accounting to the Company for any benefit or advantage received; and (d) administrative sanctions by securities commissions, such as cease trade orders and removal of exemptions.

The consequences for violating this Policy and applicable securities laws may be severe. Under Canadian and United States securities laws, an individual who engages in insider trading may be fined or imprisoned and may face civil liability.

Late filing of insider reports will result in fines levied by the securities commission.

If you receive a report containing, or become privy to, material information, you must promptly advise the Company’s CEO or CFO and must maintain the confidentiality of such material information in accordance with the Company’s Communications and Corporate Disclosure Policy.

This Policy will continue to apply to you, and any transactions in the Company’s securities, even if your employment or services with the Company are terminated. If you are in possession of material undisclosed information at the time of termination, you may not trade in the Company’s securities until that information is no longer considered non-public or is no longer material.

If you have questions about the interpretation of this Policy, please contact the CFO of the Company.



5. Review of Policy

The Company will review this Policy annually to ensure alignment under applicable securities laws and that it is achieving its purpose. Based on the results of the review, the Policy may be revised accordingly.

REVISED AND APPROVED by the Board of Directors of **INTEGRA RESOURCES CORP.** on October 13, 2026.



COMPLIANCE CERTIFICATE

I have read and understand the Integra Insider Trading Policy (the "Policy"). I will adhere in all respects to the standards described in this Policy. I further confirm my understanding that any violation of this Policy will subject me to appropriate disciplinary action, which may include reprimand, suspension, or discharge. Execution of this certificate does not constitute a waiver of any other rights I may have by law or contract.

I have not violated the provisions of this Policy and am not aware of any violations of the Policy as of the date hereof.

Date: _____

By: _____

Name:

Job Title:

