



## ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

### 1. Introduction

Integra Resources Corp and its subsidiaries (hereinafter individually and collectively referred to as "Integra" or the "Company") are committed to the highest level of honesty and integrity and therefore do not condone bribery. This commitment is embodied in the Company's Code of Business Conduct and Ethics (the "Code") and in this Anti-Bribery and Anti-Corruption Policy (the "Policy").

This Policy is designed to educate, provide knowledge and guidance to our personnel and agents on the giving or receiving of bribes. The definition of a bribe is very broad and potentially captures any payment or gift, given or received, that is not permitted or required by local law.

The applicable anti-bribery and anti-corruption laws prohibit companies from directly or indirectly making improper payments or gifts. It is the policy of the Company to comply strictly with all applicable laws and regulations.

The Company adheres to best practices with respect to anti-corruption behaviour, and therefore it has a ZERO tolerance policy for bribery and corruption by employees, officers, directors, agents, consultants, and contractors of the Company.

### 2. Purpose and Scope

The purpose of this Policy is to alert all directors, officers, and employees (collectively, "personnel") of the Company to their responsibility to comply with all applicable anti-bribery and anti-corruption laws, including, for example, the Corruption of Foreign Public Officials Act (Canada), the anti-bribery and anti-corruption provisions in the *Criminal Code* (Canada) and the US Foreign Corrupt Practices Act (together the "Anti-Corruption Acts"), and to be alert to any potential violations of the applicable anti-bribery and anti-corruption laws by any of the Company's personnel or of the Company's independent representatives, distributors, consultants, or agents (collectively, "agents") that can potentially constitute a violation of such laws by Integra.

The Anti-Corruption Acts prohibit the bribing of government officials in order to obtain or retain business. The Anti-Corruption Acts contain definitions of bribes and are broadly worded to capture any form of benefit or value that may be given to a government official for the official's personal benefit. Bribery and corruption can take many forms, including without limitation, the provision of gifts or actual payments, the offer of either a gift or payment, an agreement to pay any loan, reward, advantage, or benefit of any kind, facilitation payments, collusion, conflicts of interest, kickbacks, extortion, political or charitable contributions, social benefits, travel, hospitality, and reimbursement of expenses (this list is for illustrative purposes only – it is not exhaustive). Similarly, the Anti-Corruption Acts include a broad definition of government official, sweeping in even low-level employees at commercial ventures. Further, the Anti-Corruption Acts prohibit paying indirectly what it is not permissible to pay directly, i.e. third-party intermediaries cannot be used to pay bribes.

This Policy applies to all personnel and agents of the Company, wherever located, including any subsidiary, division, or business unit.

### 3. Definitions

For purposes of this Policy, the following definitions apply:

**“Integra key contacts”** means the Company key contacts for information pertaining to the Policy who are hereby designated as the Chief Executive Officer and the Chief Financial Officer and shall include such other person or persons designated from time to time in a notice from the chair of the Company’s Nomination and Corporate Governance Committee.

**“Government entity”** includes any government or government department, agency, military organization, international governmental organization, entity owned or controlled by any government or international governmental organization, political party, or party official.

**“Government Official”** means any officer, employee, consultant, advisor, contractor, agent, or any person that represents or acts, directly or indirectly, on behalf of a government entity; any candidate or prospective candidate for public office; and any person (including any family member) acting on behalf of such official, employee, or candidate.

### 4. Payments to Government Officials

#### *General*

No employee shall make any form of payment, direct or indirect, to any public official as inducement to procuring or keeping business, or having a law or regulation enacted, defeated, or violated. Loans of any type to Government Officials are strictly prohibited.

#### *Political Contributions*

Any political contribution, whether by the Company or its Subsidiaries, an employee, or a consultant on the behalf of the Company, must comply with the campaign finance laws, including the prohibition of using employees to circumvent limits on corporate donations. The Company will not reimburse employees’ personal political contributions.

#### *Reimbursements*

The Company’s personnel and agents shall document any offer to reimburse the expenses of any Government Official. In any such case, the amount and purpose of the reimbursement must be reasonable, and the expenses must be directly connected or reasonably incidental to the undertakings and initiatives by the Company or its shared enterprises which are primarily in furtherance of their proper business interests and objectives, including promotional undertakings and initiatives for the development of general recognition, reputation, social license, goodwill, and the acceptance of the Company or its shared enterprises within local communities and host countries.

#### *Gifts*

When not prohibited by law, employees, officers, and directors are allowed to give to public officials gifts where the presentation and acceptance of such gifts are reasonable, transparent,

given for a legitimate business purpose and not intended to influence any official decision or act. All such gifts shall be of reasonable value and must be approved in advance by the Company's Chief Executive Officer and appropriately recorded. Moreover, such gifts must be presented in a manner that clearly identifies the Company and the occasion that warrants the presentation.

On special ceremonial occasions, senior officers of the Company may publicly give gifts of more than nominal value to public institutions and public bodies, subject to the same approval and recordkeeping requirements set out above. Such gifts can commemorate special events or milestones in the Company's history.

#### *Entertainment*

From time-to-time employees, officers, and directors may entertain Government Officials, but only under the following conditions:

- it is legal and permitted by the entity represented by the official;
- the entertainment is not solicited by the public official;
- the entertainment occurs infrequently;
- it arises out of the ordinary course of business;
- it does not involve lavish expenditures, considering the circumstances; and
- the settings and types of entertainment are reasonable, appropriate, and fitting to our employees, officers or directors, their guests, and the business at hand.

All entertainment, meals, travel or hospitality provided to a Government Official must be appropriately approved and recorded.

#### *Donations*

The Company makes donations on a regular basis to charities or non-governmental organizations that do work that benefits the community as a whole or to particular institutions such as a school, college, or university. Donations must not be used, or create the perception that they are being used, to obtain or maintain business or any improper advantage.

### **5. Limitations on Payments**

Gifts or payments that are made corruptly in return for official acts or omissions are prohibited even if they are otherwise not prohibited under the Policy. Payments of money or the providing of gifts, services, entertainment, or anything of value should not be made if there is any possibility that such are in violation of any applicable laws, regardless of the nationality of the recipient or if such payments are customary. The Policy shall not apply to limit or prohibit any payment or action reasonably made or taken in the honest belief that it is necessary or expedient to respond to an emergency or crisis, to protect the environment, to forestall an accident, to render medical

assistance, or to protect or save a person or property from imminent harm. No such payment or action made in good faith shall be subject to censure under this Policy.

## **6. Knowledge of Likely Improper Payment**

Even if no payment or gift is made directly to a Government Official or to any other person, payments made to third parties or agents of Integra may constitute a violation of the anti-bribery and anti-corruption laws. No Integra personnel or agent will engage in any activity involving a third party or agent if such Integra personnel or agent is aware or suspects that there is a substantial likelihood that the third party or agent will engage in an improper action to influence a Government entity, a Government Official, or any other person by passing on all or a portion of the payment.

## **7. Red Flags**

The following is a list of “red flags” that may indicate the possible existence of bribery or other corrupt practices, and should be kept in mind by all persons subject to this Policy:

- (i) use of an agent or consultant with a poor reputation or with links to Government Officials or politicians;
- (ii) unusually large commission payments or commission payments where the agent or consultant does not appear to have provided significant services;
- (iii) cash payments or requests for cash payments;
- (iv) payments without adequate paper trails or compliance with normal internal controls;
- (v) bids for construction or other services where the amounts bid are significantly in excess of prevailing levels;
- (vi) unusual bonuses for which there is little support;
- (vii) payments to be made to third party countries or to offshore accounts;
- (viii) failure to follow standard contracting practices;
- (ix) unexplained preferences for certain contractors;
- (x) invoices in excess of contract amounts, or undocumented or inadequately documented change orders; or
- (xi) requests by Government Officials that contributions be made to charitable organizations.

## **8. Accounting Standards and Record Keeping**

### *Record Keeping*

Under the Canadian Extractive Sector Transparency Measures Act and other transparency initiatives, any and all payments to Government entities and Government Officials are subject to possible disclosure and therefore careful record keeping must be performed.

#### *Authorizations*

The Company's personnel and agents shall have the proper authorizations in accordance with Integra's internal controls for each business transaction or payment by Integra.

#### *Duty to Report*

The Company's personnel and agents that become aware of actions which could constitute a violation of the Policy are required to report it to their immediate supervisor. However, if such personnel or agents are not comfortable discussing the matter with their immediate supervisor, they should follow the reporting procedures set out in the Company's Whistleblower Policy, which is available on Integra's website ([www.integraresources.com](http://www.integraresources.com)).

### **9. Procedures and Resources**

The Company's Audit Committee will review the Policy annually and will recommend any necessary amendments to the Board. All personnel and agents are to be given a copy of the Policy on commencement of employment or engagement and sign the Company's Anti-Bribery and Anti-Corruption Compliance Certification certifying that they have received, read, understood and agree to be bound by the Policy. Annually thereafter, personnel and agents may be given a copy of the Policy, as amended from time to time, and will be asked to sign Integra's Certification. If any Integra personnel or agent has a question about the Policy or wishes to report any request, activity, or conduct that appears to violate this Policy, should direct such questions of reports to the Company's key contacts.

### **10. Training**

Integra will conduct anti-bribery and anti-corruption training periodically and any Integra personnel or agents that have dealings with Government Officials as part of their role in the Company will be required to attend such training.

### **11. Penalties and Consequences**

If any of the Company's personnel or agents fail to comply with this Policy, such personnel or agent may be subject to disciplinary action, including, where appropriate, immediate termination. In addition, where applicable, such personnel or agents may also be subject to individual civil or criminal legal penalties. In such cases, the Company reserves the right to withhold or deny indemnification or other responsibility for such individual penalties, and in addition may seek recovery from such person for any costs, damages and penalties incurred, borne, or imposed by or on the Company, in accordance with applicable law.

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 Anti-Bribery and Anti-Corruption 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: