

## Whistleblower Policy

Dated as of October 25, 2017

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### 1. Purpose

Yamana Gold (“Yamana”) requires that Yamana directors, officers, employees, and any party acting on behalf of or representing Yamana (collectively “Yamana Personnel”) observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As Yamana Personnel, we will practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations. In order to promote ethical conduct throughout Yamana, the Yamana Code of Conduct states that Yamana Personnel are expected to report any potential or suspected violations of the Code, law, regulation or Yamana policy. This Policy outlines the standards governing such reports and their investigation, as well as the protections extended to Yamana Personnel making such reports.

### 2. To Whom This Policy Applies

This Policy applies to all Yamana Personnel worldwide.

### 3. Reporting Responsibility

This Policy is intended to encourage Yamana Personnel to raise serious concerns internally so that Yamana can address and correct inappropriate conduct and actions. It is the responsibility of all Yamana Personnel to report without delay any concerns about violations or suspected violations of the Code of Conduct or other Yamana policies or of laws or regulations that govern Yamana’s activities. This includes situations involving Yamana employees, officers or directors, agents or third parties acting on behalf of Yamana, distributors, customers, end-users, suppliers, sub-contractors, and joint venture partners.

### 4. Non-Retaliation

It is prohibited for any Yamana Personnel to retaliate against another member of Yamana Personnel who in good faith reports a Code of Conduct or policy violation or suspected violation, or a violation or suspected violation of law or regulation governing Yamana’s activities, even if the allegation ultimately is not substantiated. Yamana Personnel who retaliate against someone who has reported a violation or suspected violation in good faith are subject to discipline up to and including termination of employment.

If you feel you have been subjected to retaliation, contact the Yamana Integrity Helpline for assistance (for Helpline information, see “5. Reporting Procedures” below).

## 5. Reporting Procedures

Yamana Personnel should submit their concerns or complaints to the Yamana Integrity Helpline, available 24 hours a day, seven days a week.

To use the Yamana Integrity Helpline, visit [www.yamana.ethicspoint.com](http://www.yamana.ethicspoint.com) or call:

Canada & U.S.:	1-866-842-2083
Argentina:	0-800-555-0906
Brazil:	0-800-891-1667
Chile:	1-230-020-5771

The Yamana Integrity Helpline is administered by EthicsPoint, a reputable, external service provider that specializes in this area. The Yamana Integrity Helpline includes the following features:

- **Anonymity.** Yamana Personnel have the option to remain anonymous. EthicsPoint does not log or identify the telephone number from which calls are made, or generate logs of computer IP addresses for reports made via the internet. If Yamana Personnel choose to remain anonymous, it is important to provide detailed information and to check regularly for status updates or information requests from the team assigned to investigate the concern. Yamana Personnel will be assigned a unique case number so that they can remain anonymous but also stay in touch in the future, as needed.
- **Dedicated Assistance.** Yamana Integrity Helpline calls are answered by trained case intake specialists who will document the concern so that it can receive a proper resolution. If, alternatively, Yamana Personnel report concerns using the Yamana Integrity Helpline's dedicated website, they will be asked to complete a form providing detailed information on their concern.

EthicsPoint reports all Yamana Integrity Helpline complaints, concerns, or questions to the Legal Department and to Yamana's Chief Financial Officer.

The Local Legal Representatives are required to immediately notify the Legal Department in Toronto regarding violations or suspected violations of the Code of Conduct, Yamana policies, laws, or regulations.

The Legal Department will oversee investigation of all reported complaints and will, in general, provide a monthly report to senior management and a twice annual report to the Audit Committee on the investigation and resolution of complaints. The Legal Department must immediately report concerns or complaints regarding corporate accounting practices, auditing, public disclosure documents, internal controls, bribery or fraud and will work with the Audit Committee until the matter is resolved.

## **6. Acting in Good Faith**

Reporting concerns is fundamental to developing a strong culture of ethics and compliance, and Yamana encourages and fully supports such reporting. Anyone reporting a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation.

## **7. Confidentiality and Anonymity**

Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation (note: there may be unique circumstances when disclosing your identify is required by law). Moreover, reports will be shared only on a need-to-know basis among those directly handling or overseeing your case.

In addition, as noted above, Yamana Personnel may opt to submit reports anonymously through the Yamana Integrity Helpline.

## **8. Where do I go for help or advice?**

If you have any questions related to this Policy, you should seek guidance. Please contact your Local Legal Representative, or a member of the Legal Department in Toronto. Yamana Integrity Helpline specialists can also answer your questions.