

Human Rights Policy

Approved: April 27, 2023 and amendment on July 31, 2024

PURPOSE

Giyani Metals Corp. (the “**Company**”), together with its subsidiaries (the Company and its subsidiaries known collectively as the “**Group**”), is focused on respecting human rights and delivering responsibly sourced manganese products, while supporting local governments to protect human rights and prevent human rights abuses. The purpose of the Human Rights Policy (“**Policy**”) is to articulate the Group’s human rights commitments, the Group’s expectation of its directors, officers, employees and consultants (“**Company Representative(s)**”) and the Group’s commitment to engage with stakeholders affected by its operations.

The Company is committed to regularly reviewing and assessing the effective implementation of and compliance with this Policy. To this end, the Group will ensure relevant corporate procedures, standards and guidance support the implementation of and are aligned with this Policy, in particular the Company’s Health and Safety, Environmental, and Social Responsibility Policies, as well as the Code of Business Conduct and Ethics.

SCOPE AND RESPONSIBILITY

The Policy applies to the Group and its Company Representatives. The Group and Company Representatives will behave in a manner that respects human rights and avoids infringing upon them. The Group will take appropriate measures to ensure that this policy is respected. For Company Representatives, non-compliance with this policy may be grounds for disciplinary action up to and including termination of the Company Representative. For suppliers and contractors (including sub-contractors) non-compliance may be grounds for contract termination.

To meet our responsibilities to respect human rights, the Group is committed to:

- a) Respecting human rights as defined in the International Bill of Human Rights (which includes the Universal Declaration of Human Rights, the International Covenant on Civil and Political Rights and the International Covenant on Economic, Social and Cultural Rights) and the International Labour Organization’s Declaration on Fundamental Principles and Rights at Work. The Group will seek to conduct business in a manner that does not cause, and is not complicit in, human rights abuses either directly or through its business relationships.
- b) Respecting the rights of the Group’s workforce, local community members and all stakeholders with whom the Group interacts. The Group expects all business partners, contractors and consultants including any needed security providers to share its commitment to the protection of human rights as applicable to working conditions, freedom of association, freedom of speech, maximum working hours, fair wages and benefits, equal opportunity and freedom from discrimination.
- c) Regularly reviewing changing conditions in the jurisdictions where the Group operates and conducting impact assessments and due diligence to identify human rights risks associated with the Group’s activities with the intention of preventing and mitigating adverse impacts.
- d) Not discriminating against any individual based on race, gender, identity, religion, age, social status, sexual orientation, disability or any other characteristic unrelated to the individual’s work performance.
- e) Not tolerating disrespectful or inappropriate behaviour, harassment, intimidation or unfair treatment, or retaliation of any kind by Company Representatives or those of the Group’s suppliers and business partners.

- f) Respecting the human rights of individuals who require particular attention on the grounds of their vulnerability, including women, children, the elderly, those with physical or mental health-related disability, Indigenous Peoples and other potentially vulnerable or marginalized groups.
- g) Prohibiting child labour, forced labour and modern slavery in the Group's operations and in the Group's supply chains, and supporting the elimination of all forms of child and forced labour.
- h) Where the Group hires private security forces to protect Company Representatives, partners, resources, and property, such contractors must comply with local laws, and Good International Industry Practice (GIIP).
- i) Embedding a strong human rights culture and ensuring that Company Representatives are made aware of this Policy and understand their responsibility to comply. These measures include awareness-raising and training on the Policy and specific aspects within it.
- j) Collaborating with or providing access to remedy through an effective grievance mechanism which allows for anonymity and confidentiality as defined in the Company's **Whistleblower Policy**.
- k) Including human rights-related requirements within contractual arrangements with business partners and host governments; the Group will not engage with business partners and/or suppliers who are unable to provide qualifying information in relation to their human rights adherence record.

COMMUNICATION OF POLICY; ANNUAL CERTIFICATION

All Company Representatives will be provided a copy of the Policy and any amendments and/or be advised that it is available on the Company's website. Explanation of this Policy will form a part of the induction process for all new Company Representatives.

As requested by the Board, all Company Representatives will be required to provide an annual certification of compliance with this Policy.

The Chief Executive Officer will be responsible for ensuring that all annual certifications requested by the Board are obtained and for providing written confirmation to the Board that such certifications have been obtained and summarizing the results thereof.

REPORTING VIOLATIONS OF THE POLICY

The Company has established a whistleblowing hotline to allow for the confidential reporting of discrimination or harassment. Persons wishing to make complaints or report concerns on a confidential basis are encouraged to use the following contact below:

Tel: +44 (0)20 7389 7067
Email: whistleblowergiyani@gmail.com
Postal Address: **Giyani Metals Corp.**
c/o Stikeman Elliott LLP
Suite 1700
666 Burrard Street
Vancouver, British Columbia V6C 2X8
Canada
Attention: Mr. Mark Burnett
"Private and Confidential"

 info@giyanimetals.com

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