

Whistleblower Policy

Procedure for Handling Complaints

October 2023

I. Objective

The objective of this Whistleblower Policy (the “**Policy**”) is to ensure that Lithium Americas Corp. (“**LAC**” or the “**Company**”) has a procedure in place for documenting and approving all mandates, processes and responsibilities for addressing complaints (“**Complaints**”) received through the formal Whistleblower or alternate methods.

II. Scope

This Policy extends to the Company’s Workforce and its subsidiaries, as well as entities in which the Company has a co-ownership interest except where the co-owned entity has adopted a substantially similar policy regarding disclosure. It also applies to any third parties who have access to material non-public information and who have agreed to comply with the terms of this Policy.

III. Definitions

“**Board**” means the Company’s Board of Directors.

“**Director**” means a member of the Board.

“**Employees**” means any individual hired directly by LAC or one of its subsidiaries.

“**Management**” means LAC employees who directly report to the Chief Executive Officer (“**CEO**”) or Chief Financial Officer (“**CFO**”), have an Executive Vice President or Senior Vice President title, or other Officers of the Company.

“**Officer**” means a LAC employee appointed by the Board or CEO in accordance with the Company’s Articles.

“**Workforce**” means all LAC Management, Officers, Employees, Consultants, Contractors and anyone working at a LAC project, operation or office.

IV. Overview of Processes and Procedures

Management:

- A. Is required to report all Complaints, in whatever method received and from whomever initially received, from Employees, customers, partners and third-party suppliers (the “**Reporter(s)**”) to the Chair of the Audit and Risk Committee in writing within forty-eight (48) hours; and
- B. Is required to report to the Chair of the Audit and Risk Committee any suspected or known instances of fraud and/or misconduct and/or management override they become aware of in the course of conducting their duties.

Chair of the Audit and Risk Committee:

- A. Will receive all complaints from any Reporter(s), in whatever method received and to whomever initially sent the complaint;
- B. Will confer with the CEO and General Counsel of the Company to determine the liaison person who will coordinate information gathering for any Complaint that is unrelated to accounting, audit or internal controls matters;
- C. Is responsible for administering a Whistleblower log (in substantially the form attached) of Complaints or concerns brought directly by a Reporter or reported through any method used by a Reporter. The Whistleblower log is to be maintained either by the Chair of the Audit and Risk Committee or by a third-party under the supervision of the Chair of the Audit and Risk Committee Chair;
- D. Is responsible for maintaining the contents of the Whistleblower log;
- E. Is responsible for overseeing, coordinating and monitoring the investigation of Complaints; maintaining contact or if appropriate, assigning someone to maintain contact with the Reporter; and
- F. Will, on a confidential basis, directly or indirectly through the General Counsel, retain and maintain records of all documentation of any Compliant that is reported, including but not limited to written materials, reports, e-mail correspondence and notes of telephone discussions and interviews, etc.

If a Complaint is made about or related to the person serving as the Chair of the Audit and Risk Committee, the complaint will be directed to the Chair of the Board. The Chair of the Board will be responsible for handling such Complaint(s) and, together with the CEO, for assigning a person to investigate such Complaint(s) and then report back to the Chair of the Board. The Chair of the Board will report the results of the investigation of the Complaint to the Board.

North America Ombudsman:

- A. Refers to any independent legal advisor in North America who is engaged on a consulting basis to provide ombudsman services will receive all Complaints from any Reporter(s) in North America, in whatever method sent and to whomever initially sent;
- B. Is responsible for overseeing, coordinating and monitoring the investigation of complaints involving the Company’s operations in North America;
- C. Will coordinate information gathering for any Complaint excluding one related to accounting, audit or internal controls matters, or any Complaints involving the North America Ombudsman;
- D. Will confer with the Chair of the Audit and Risk Committee for Complaints related to accounting and internal control matters only, to determine which independent person will be responsible to coordinate an investigation of such matter, and will provide information to such person and assist with the investigation as needed;

- E. Will maintain contact or if appropriate, assign an independent person someone to maintain contact with the Reporter;
- F. Will, on a confidential basis, provide records of all documentation of any Complaint that is reported to the Chair of the Audit and Risk Committee, including but not limited to written materials, reports, e-mail correspondence and notes of telephone discussions and interviews, etc.; and
- G. Will, at the request of the Chair of the Audit and Risk Committee, provide an update to any joint venture partner of the Company concerning the outcome of any investigation of a Complaint by a Reporter and the actions taken by the Company to resolve the Complaint.

Investigation Process:

- A. Employees, Officers, Directors and Consultants of the Company are expected to cooperate in any investigation conducted under this Policy. Anyone involved in the investigation is expected to keep confidential any information they become aware of as a participant of the investigation, including the nature of the complaint, the allegations involved, the identity of any person alleged or known to be involved and any outcome.
- B. Will be determined based on the facts involved in each Complaint, but will generally include discussions with the Reporter (unless the Complaint was made anonymously), the party against whom the allegations were made, and any witnesses.
- C. If as a result of an investigation, the Company determines that any Employee, Officer, Director or Consultant has engaged in conduct or actions that amount to discrimination, harassment or retaliation in contravention of this Policy, the Company's Code of Conduct, or Respectful Workplace Policy, the Company will take timely corrective action up to and including termination of employment or consulting services.

V. Reporting Protocol and No Retaliation

The Chair of the Audit and Risk Committee will provide a confidential report to the Audit and Risk Committee on a quarterly basis. The report will list all Complaints received in the quarter, the status of Complaints, an unresolved Complaints still outstanding from the previous quarters and the steps taken to investigate and conclude each matter.

It is the Company's Policy to ensure that the Reporter can communicate freely under this Policy and be protected from any form of direct or indirect retaliation, including adverse employment consequences such as threats, discharge, suspension, demotion, harassment or discrimination. Every Reporter who legitimately and in good faith submits a Complaint will be protected by the Company against any retaliation because of that activity. However, since such allegation of impropriety may result in serious personal repercussions for the target person or entity, the Reporter making the allegations of impropriety should have reasonable grounds before filing a report and should undertake such reporting in good faith and in the best interests of the Company, and not for personal gain or motivation. Nothing in this Policy will be construed so as to protect a person from the consequences of their own wrongdoing; however, a person's self-disclosure of wrongdoing that is not independently discovered through investigation will be considered when determining the corrective actions or consequences to the wrongdoer.

If you have a Complaint or concern you wish to report, including, but not limited to a Complaint or concern of a potential breach of the Company's Code of Conduct or Respectful Workplace Policy, you may do so using any of the following options:

1. Report to a supervisor, manager, any member of the Human Resources team or General Counsel.
2. **Website:** <https://report.syntrio.com/lithiumamericas>

3. Toll-Free Telephone:

Direct Dial

- English speaking USA and Canada: 1-833-591-7561
 - Spanish speaking USA and Canada: 1-800-216-1288
 - French speaking Canada: 1-855-725-0002
4. **E-mail:** reports@syntrio.com (must include company name with report)
5. **Fax:** 1- 215-689-3885 (must include company name with report)

VI. Complaint Form

DATE RECEIVED	COMPLAINT NO.	NATURE OF COMPLAINT	SOURCE OF REPORT AND REPORTER	CONFIDENTIALITY	ASSESSMENT OF COMPLAINT	STEPS TAKEN	STATUS AT QUARTER	DATE TO AUDIT & RISK COMMITTEE	RESPONSE TO REPORTER