

## WHISTLEBLOWER POLICY

### I. PURPOSE

- A. The purpose of this policy is to safeguard the integrity of Wheaton Precious Metals Corp.'s (the "**Company**") financial reporting and its business dealings and to support adherence to the Code of Business Conduct and Ethics (the "**Code**").
- B. It is in the interest of all stakeholders of the Company that concerns regarding the Company's financial reporting and adherence to the Code be reported so that they can be appropriately addressed.
- C. In furtherance of the foregoing, this policy:
  - a. provides a procedure for reporting concerns (including on an anonymous basis);
  - b. provides protection to those individuals reporting concerns; and
  - c. establishes a process for investigating reported concerns.

### II. INCIDENT REPORTING

- A. Each employee, officer and director of the Company must immediately report concerns relating to the following areas (any reported concern being referred to as an "**Incident**"):
  - a. *Financial Reporting*: concerns regarding the integrity of the Companies financial statements, financial reporting, financial controls, auditing process or financial accounting. Examples include misrepresentation or suppression of financial information, non-adherence to internal financial reporting policy/controls, accounting or auditing irregularities, and auditor independence concerns;
  - b. *Fraudulent Activity*: concerns regarding any fraud, theft or other deceptive conduct, including falsification of Company records or theft of Company or third-party property;
  - c. *Breaches*: concerns regarding any breach or suspected breach of the Code, this policy or any other Company policy, or breach of any laws or regulations, including workplace violence or threats, conflicts of interest, breach of securities laws, criminal conduct, kickbacks, bribes, sexual harassment or substance abuse; and
  - d. *Retaliation*: concerns regarding discrimination, harassment and/or retaliation against any employee, officer or director who, legitimately and in good faith, reports an Incident or provides information or

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otherwise assists in an investigation or proceeding regarding an Incident.

- B.** There are several manners in which an Incident may be reported, including the following:
- a. to an individual's immediate supervisor;
  - b. to the President and Chief Executive Officer;
  - c. to the Senior Vice President, Legal;
  - d. to the Chairman of the Audit Committee or the Chairman of the Board;  
or
  - e. through EthicsPoint, which is an incident reporting tool maintained through an independent third party, Navex Global. EthicsPoint is available 24 hours a day, seven days a week at the number and the website address set out at the end of this policy. Incidents reported through EthicsPoint can be reported on an anonymous basis. If an incident is reported anonymously, the identity of the individual raising the concern through EthicsPoint is not known to the Company. The individual reporting the Incident will receive a confidential PIN number that will allow for further follow up and communication on an anonymous basis through EthicsPoint. Employees, officers and directors should be aware that reporting anonymously may limit the Company's ability to fully investigate an Incident, especially if insufficient information is provided in the report. All incidents reported through EthicsPoint will be communicated by EthicsPoint to the Chairman of the Audit Committee and to the Senior Vice President, Legal (however a report will not be forwarded to the Chairman of the Audit Committee or to the Senior Vice President, Legal if such individual is named as being involved in the Incident being reported).

Employees, officers and directors should choose the manner in which they report an Incident that is most appropriate given the nature of their concerns and their circumstances. Nothing in this policy is intended to prohibit, impede or otherwise limit an employee's, officer's or director's ability to report concerns regarding breaches or suspected breaches of any laws or regulations directly to the regulatory body, legal authority or other person having jurisdiction with respect to such law or regulation.

- C.** Any person to whom an Incident is reported must report that Incident to the Chairman of the Audit Committee and the Senior Vice President, Legal,

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unless the consent of the Chairman of the Board is obtained or the Chairman of the Audit Committee or the Senior Vice President, Legal is named as being involved in the Incident being reported.

### III. PROHIBITION ON RETALIATION

- A. The Company prohibits discrimination, harassment and/or retaliation of any sort against any employee, officer or director who, legitimately and in good faith, reports an Incident or provides information or otherwise assists in an investigation or proceeding regarding an Incident.
- B. Discrimination, harassment and/or retaliation in any form against an individual who reports an Incident legitimately and in good faith, or who assists in the investigation of a reported Incident, is itself a violation of this policy.

### IV. INVESTIGATION PROCEDURES

- A. The Chairman of the Audit Committee and the Senior Vice President, Legal shall adhere to the investigation procedures set out in this policy, but may, subject to approval of the Chairman of the Board or the President and Chief Executive Officer, in appropriate circumstances recognizing the unique and sensitive circumstances that may arise with respect to an Incident, and taking into account the severity of the Incident, adopt modified procedures if determined to be in the best interests of the Company and the individuals involved in the Incident (for example to protect the confidentiality of the complainant).
- B. The Chairman of the Audit Committee and the Senior Vice President, Legal shall also determine the internal procedures for managing the investigation, which shall include reporting of the Incident and the results of the investigation, as appropriate.
- C. The investigation generally will include, but will not be limited to, discussions with the complainant (unless the Incident was submitted on an anonymous basis), the party against whom allegations have been made, and witnesses, as appropriate, together with an examination of all relevant and appropriate documentation concerning the Incident.
- D. The Chairman of the Audit Committee and the Senior Vice President, Legal may enlist employees of the Company and/or outside legal, accounting or other advisors, as appropriate, to conduct any investigation of an Incident.

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- E.** It is the obligation of all employees, officers and directors to cooperate in any investigation of an Incident.
  - F.** Any person to whom an Incident is reported, or that receives reports of an investigation of an Incident, or that is otherwise involved with or becomes aware of any aspect of an Incident, will use all reasonable efforts to maintain the confidentiality of the allegations of the Incident and the identity of the persons involved, subject to the need to conduct a full and impartial investigation, remedy any violations of the Company's policies, or monitor compliance with or administer the Company's policies. Disciplinary action may be taken as appropriate in the circumstances where there is a breach of this obligation of confidentiality.
- V. CORRECTIVE AND DISCIPLINARY ACTION**
- A.** The Company shall determine the appropriate steps to undertake to determine what, if any, corrective and disciplinary actions will be taken in respect of any Incident. This may include input from the Audit Committee, the Board of the Company, the Chief Executive Officer of the Company, the Chairman of the Audit Committee, the Chairman of the Board, the Senior Vice President, Legal, the manager of the individuals involved and others as appropriate.
  - B.** Corrective and disciplinary action, if appropriate, may include among other actions, alone or in combination, a warning or letter of reprimand, demotion, loss of merit increase, bonus or stock options, suspension without pay, termination of employment or such other corrective or disciplinary action as determined to be appropriate in the circumstances. In the event that an investigation establishes that an employee, officer or director has engaged in conduct or actions constituting discrimination, harassment and/or retaliation in violation of this or any other Company policy, the Company will take immediate and appropriate corrective action up to and including termination of an employee's employment.
  - C.** Employees, officers and directors should be aware that in addition to any disciplinary action taken by the Company, violations of this or any other Company policy may require restitution or may lead to civil or criminal action against individual employees, officers and directors and any company involved. Conduct contrary to this or any other Company policy may be in violation of federal, provincial or other law and may be the basis for legal action against the offending employee, officer or director by the Company and/or others.

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- D.** In the event that the investigation reveals that an Incident was frivolously reported or reported for improper motives or made in bad faith, disciplinary action may be taken as appropriate in the circumstances.
- E.** The Company shall retain as a part of the records of the Company any reported Incidents, any resulting investigation and any corrective or disciplinary action for a period of no less than seven years.

**Navex Global EthicsPoint:**

**1-888-255-8110**

**Web Address: [www.wheatonpm.ethicspoint.com](http://www.wheatonpm.ethicspoint.com)**