



EXECUTIVE INCENTIVE COMPENSATION RECOUPMENT POLICY (MARCH 2021)

I. Purpose

This Executive Incentive Compensation Recoupment Policy (the “**Policy**”) has been adopted by SSR Mining Inc. and its affiliates (“**SSR Mining**” or the “**Company**”) to enhance its alignment with good compensation governance practices and to assist the Company in managing its compensation-related risk.

II. Definitions

In this Policy, the following capitalized terms have the meanings set out below:

“**Executives**” means the President and Chief Executive Officer of the Company and each executive of the Company who reports directly to the President and Chief Executive Officer from time to time, and “**Executive**” means any one of the Executives.

“**Incentive Compensation**” means: compensation relating to the achievement of financial or performance goals or similar conditions; any award or payment under SSR Mining’s annual incentive plan or long term incentive plan; and any bonus payment, stock options, performance share unit, restricted share unit or other award of equity-based compensation, whether vesting is based on the achievement of performance conditions, the passage of time or both.

“**Overcompensation Amount**” means Incentive Compensation referable to the financial years subject to a Restatement which is in excess of the Incentive Compensation that the Executive would have been paid under the Restatement.

“**Restatement**” means an accounting restatement or the correction of a material error due to the Company’s material non-compliance with any applicable financial reporting requirement.

“**Restatement Date**” means date upon which the Company is required to prepare a Restatement.

III. Application

This Policy applies to all persons who are or become Executives and to all Incentive Compensation awarded, granted or paid by the Company to an Executive. For certainty, the right of recoupment survives the cessation of an Executive’s employment in such capacity.

IV. Right to Recoup Incentive Compensation

In the event that:

- (a) the Company is required to prepare a Restatement;
- (b) the Executive engaged in gross negligence, intentional misconduct or fraud which caused or contributed to the Company's non-compliance which resulted in the requirement for the Restatement; and
- (c) the Executive received an Overcompensation Amount,

the Board of Directors of the Company shall be entitled, to the extent the Overcompensation Amount:

- (i) has been paid, transferred or otherwise made available to the Executive, to require, upon demand, the Executive to reimburse the Company for all or part of the Overcompensation Amount;
- (ii) has not been paid, transferred or otherwise made available to the Executive, to cancel such payment to the extent of the Overcompensation Amount and to determine the right of the Executive to the Overcompensation Amount to be immediately forfeited; and
- (iii) is not immediately recovered upon demand from the Executive, whether by reimbursement, forfeiture and/or cancellation, to require any compensation owing by the Company to the Executive, including any salary or any unvested or unexercised Incentive Compensation, be immediately withheld and/or cancelled by the Company to compensate for the Overcompensation Amount or any unrecovered portion thereof, and to bring any other actions against the Executive which they may deem necessary or advisable to recover the Overcompensation Amount.

The Company may recover the Overcompensation Amount from the Executive for three (3) years from the Restatement Date. Recoupment of Overcompensation Amounts under this Policy will be initiated by the Company at the request of the Board of Directors of the Company, and all amounts recoverable or payable hereunder shall be paid to the Company or as directed by the Board.

V. Administration

The Board of Directors of the Company will review this Policy annually and assess its effectiveness.

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