

STATEMENT OF BUSINESS ETHICS AND CODE OF CONDUCT

This Statement describes OceanaGold Corporation's (OGC) commitment to conduct all their activities to high standards of Business Ethics and Conduct. It applies to all representatives of OGC, including directors, officers and employees and will require the same high standards from OGC's contractors, suppliers and business partners.

The Business Ethics and Conduct committed to in this Statement are driven by detailed Policies and underlying standards and are based on and reinforce the core company values of Respect, Integrity, Teamwork, Innovation, Action and Accountability.

OGC's Corporate Governance Policies drive ethical business conduct through the establishment of rules, processes and systems that govern workplace behaviours and activities. This is underpinned by an expectation of personal compliance with the law.

OGC Corporate Governance Policies include:

- Privacy Policy
- Continuous Disclosure Policy
- Securities Trading Policy
- Speak-up Policy
- Risk Management Policy
- Anti-Bribery and Anti-Corruption Policy
- Anti-Bribery and Anti-Corruption Standard
- Investor Relations Policy
- Majority Voting Policy
- Share Ownership Policy
- Incentive-based Compensation Clawback Policy

A key component of our ethical business conduct is to ensure that OGC's activities meet the standards of globally recognised responsible mining companies. Specific additional responsible mining practices are required and directed under the Responsible Mining Policies detailed below:

OGC Responsible Mining Policies include:

- Health and Safety Policy
- Environment Policy
- Employment and Diversity Policy
- Communities Policy
- Human Rights Policy
- Government and Civil Society Policy

The required workplace behaviours to support the Business Ethics and Code of Conduct standards and outcomes are detailed in:

- Code of Personal Conduct

The Ethical Business and Personal Conduct driven through the application of these Policies and underlying standards will ensure that OGC will always deliver:

- Compliance with the law;
- Clear and timely communications to Stakeholders and Investors;
- Consistent, responsible and ethical business conduct;
- Respect for people, culture and heritage;
- A healthy and safe workplace;
- Responsible environmental management and biodiversity conservation;
- Community benefits that build capacity;
- Support and development of our employees; and
- The creation of sustainable value for shareholders.

Signed:



Michael Holmes
President & CEO

June 2020