

NYSE Statement of Governance Differences

April 2026

OceanaGold Corporation (“**OceanaGold**”) is a Canadian corporation, incorporated under the laws of the Province of British Columbia. OceanaGold’s common shares are listed in Canada on the Toronto Stock Exchange (the “**TSX**”) and in the United States on the New York Stock Exchange (the “**NYSE**”).

Section 303A of the NYSE Listed Company Manual permits foreign private issuers to follow home country corporate governance practices in lieu of certain provisions of the NYSE Listed Company Manual. A foreign private issuer that follows home country practices in lieu of certain provisions of the NYSE Listed Company Manual must disclose any significant ways in which its corporate governance practices differ from those required to be followed by domestic U.S. issuers.

OceanaGold’s corporate governance practices meet or exceed all applicable Canadian requirements. They also incorporate some best practices derived from the NYSE rules and comply with applicable United States securities laws and rules adopted by the United States Securities and Exchange Commission (the “**SEC**”). Further information about OceanaGold’s corporate governance practices is included in its Management Information Circulars prepared with respect to its annual general meetings of shareholders.

The following is a summary of the significant ways in which OceanaGold’s corporate governance practices differ from those required to be followed by domestic U.S. issuers under the NYSE’s corporate governance standards. Except as described in this summary, OceanaGold complies with the NYSE corporate governance standards in all significant respects.

Shareholder Meeting Quorum Requirement: The NYSE minimum quorum requirement for a shareholder meeting is one-third of the outstanding common shares. In addition, a company listed on the NYSE is required to state its quorum requirement in its bylaws. OceanaGold’s quorum requirement is set forth in its Articles in accordance with British Columbia corporate law. The quorum for the transaction of business at a meeting of OceanaGold’s shareholders is two persons who are, or who represent by proxy, shareholders who, in the aggregate, hold at least 25% of the issued shares entitled to be voted at the meeting are, present in person or represented by proxy, irrespective of the number of persons actually present at the meeting.

Shareholder Approval Requirement for Issuing Securities: OceanaGold will follow TSX rules for shareholder approval of new issuances of its common shares. In accordance with the rules of the TSX, shareholder approval is required for transactions involving the issuances of OceanaGold shares, that: (i) materially affect control of OceanaGold (as such concept is defined in the TSX Company Manual); or (ii) provide consideration to insiders in aggregate of 10% or greater of the market capitalization of OceanaGold during any six-month period. Pursuant to the TSX Company Manual, shareholder approval is also required in the case of private placements: (i) where the aggregate number of listed securities issuable is greater than 25% of the number of securities of the listed issuer which are outstanding, on a non-diluted basis, prior to the date of closing of the transaction if the price per security is less than the market price (as such term is defined in the TSX Company Manual); or (ii) that during any six month period are to insiders for listed securities or options, rights or other entitlements to listed securities greater than 10% of the number of securities of a listed issuer which are outstanding, on a non-diluted basis, prior to the date of the closing of the

first private placement to an insider during the six month period. Pursuant to the requirements of the TSX Company Manual, where the foregoing shareholder approvals are required, votes from insiders or other individuals involved in the transaction will generally be excluded from voting on such transactions. In contrast, the NYSE requires a listed company to obtain the approval of its shareholders for certain types of securities issuances, including any transaction or series of transactions that would result in the issuance of common shares (or securities convertible into common shares) equal to 20% or more of presently outstanding shares (other than a public offering for cash or in certain other cases of financings for cash).

Shareholder Approval Requirements for Equity Compensation Plans: The NYSE's Listed Company Manual requires shareholder approval of all equity compensation plans and material revisions to such plans. The definition of "equity compensation plans" covers plans that provide for the delivery of both newly issued and treasury securities, as well as plans that rely on securities re-acquired in the open market by the issuing company for the purpose of redistribution to employees and directors. The TSX rules provide that only the creation of, or certain material amendments to, "security-based compensation arrangements" that provide for issuances of securities from treasury are subject to shareholder approval, with certain exceptions. OceanaGold will follow the TSX rules with respect to the requirements for shareholder approval of its security-based compensation arrangements (i.e. equity compensation plans for purposes of the NYSE's Listed Company Manual) and material revisions to such arrangements, which includes certain arrangements or amendments involving insiders. Pursuant to TSX rules, all unallocated options, rights or other entitlements under a security-based compensation arrangement which does not have a fixed maximum aggregate of securities issuable, must be approved by OceanaGold shareholders every three years.

Proxy Delivery Requirement: The NYSE requires that the solicitation of proxies and delivery of proxy statements for shareholder meetings be made pursuant to a proxy statement that conforms to the proxy rules of the SEC. As a foreign private issuer, OceanaGold is exempt from the proxy rules set forth under the United States Securities Exchange Act of 1934, as amended. OceanaGold solicits proxies in accordance with applicable Canadian securities laws and TSX rules.