



## MANDATE OF THE CHAIR OF OTHER BOARD COMMITTEES

The Chair of each committee of the Board of Directors (the “**Board**”) of MAG Silver Corp. (the “**Company**”), with exception to the Audit Committee (which has its own Chair Mandate), has the responsibility to ensure that the committee executes its mandate to the satisfaction of the Board.

### **Specific Role and Responsibilities:**

The Chair of each committee will:

- Together with the Corporate Secretary and the Chief Executive Officer (“**CEO**”), Chief Financial Officer (“**CFO**”) and/or the Chief Sustainability Officer (“**CSO**”), as appropriate, prepare the committee’s meeting agendas to ensure that all tasks of the committee are covered in a timely fashion and that each topic is documented in a manner that allows the making of informed recommendations to the Board.
- Ensure that follow-up matters are being addressed.
- Direct the committee's meetings in a manner that facilitates the exchange of constructive and objective points of view and opinions, that encourages all committee members to participate and that is conducive to good decision-making.
- Ensure that meeting minutes properly reflect the discussions, recommendations and disagreements, if any, and that they are circulated in a timely fashion to the other members of the committee and to the Board subsequently, and be responsible for reporting to the Board.
- Maintain a close liaison with the Chair of the Board and cooperate with him or her on any issue facing the committee or any special request he or she might have.
- Promote the annual review of the committee’s performance and its mandate including the review of his or her own performance on a planned basis and encourage ways and means to ensure that the scope of the mandate consistently reflects the requirements of the various regulators and commissions.
- Ensure that communications regarding the committee’s work and duties in the Company’s Management Information Circular are accurate.
- Participate in shareholder engagement regarding matters arising with respect to the committee’s responsibilities.

**Last reviewed and approved by the Board on March 25, 2022.**