

Between the parties, **ASOCIACIÓN COLOMBIANA DE MINERÍA – ACM**, non-profit trade association of civil and private nature, incorporated under Colombian law, enabled to acquire rights and obligations and identified with Nit. No. 900422795-2, domiciled in the City of Bogota, and legally represented by its Executive Director, _____ hereinafter “**THE ASSOCIATION**”, and _____ with Nit No. _____, Registered at the Chamber of Commerce of _____, the ___ day of the month _____ of _____ legally represented by: _____, who hereinafter “**THE ASSOCIATE or AFFILIATE**” have decided to sign this AFFILIATION agreement, governed by the following clauses:

1. **SUBJECT-MATTER.- THE ASSOCIATION** undertakes to promote socioeconomic development of Sustainable Mining, to represent the mining sector before the government and society, to promote sustainable development of this activity in the country, as well as the promotion, study, defence and protection of any activity that the Constitution and the Law allow to perform in regards to the mining industry and similar or related activities.
2. **SERVICES. - THE ASSOCIATION.** Representation and spokespersonship before the different mining bodies; member participation in sector committees to analyse and define issues of interest to the industry. (Legal, Financial, Environmental, Communications, CSR, among others.) Delivery of premium content through newsletters, updated reports and other information that will keep ASSOCIATES or MEMBERS well informed.
3. **QUALITY.-** Membership in the ASSOCIATION is offered to all those Colombian or foreign natural or legal persons, either directly or through a branch, affiliate or subsidiary domiciled in the country whose corporate purpose is related to the exploration, exploitation, processing, processing, transport and marketing of minerals, with the operation of mining projects or with activities oriented to the supply of goods or services to mining companies, or with consultancy, advisory and research on issues related to mining activities.

Members of the **ASSOCIATION** will have the following status:

- a. **ASSOCIATES:** those whose corporate purpose is related to the exploration, mining, benefit, processing, transportation and marketing of minerals and the operation of mining projects, including guilds bringing together companies with that same corporate purpose.
 - b. **AFFILIATES:** those whose corporate purpose is related to activities focused on the supply of goods or services to mining companies, or advisory, consultancy and research on mining related issues.
4. **RIGHTS. -** The rights of Members:
 - 4.1. Elect and be elected. However, the Member will be suspended his right to be elected, should not be in good standing with the financial commitments to the Association.
 - 4.2. Participate and vote at the ordinary and extraordinary meetings of the General Assembly of the Association, either directly or exceptionally through a representative with decision-making and commitment of confidentiality, in accordance with the conditions set out in these statutes way. However, the Member will be suspended his right to vote, in case of being in breach of its financial obligations to the Association.
 - 4.3. Participate in the activities of the Association by performing permanent or temporary functions.
 - 4.4. To request the Association to assume the spokesperson or representing the interests of the sector when circumstances so require arise.
 4. 5. Receive and make use of the services provided by the Association

5. **DUTIES.** - Members shall comply with in force laws and all the provisions of the **ASSOCIATION** that are part to this document and in particular, members are bound to:
 - 5.1. Sign a document stating the intention to comply with best practices in corporate social responsibility, especially in the areas of safety and occupational health; environmental management; community relations and socio-economic impact; human rights and ethics and transparency in mining.
 - 5.2. Abide by the decisions made by the General Assembly and Board
 - 5.3. Provide accurate and timely information
 - 5.4. Submit all required documents for affiliation (Recent Certificate of existence and representation, banking and commercial references, RUT).
6. **FINANCIAL CONTRIBUTION.** - Members shall make an annual contribution to the Association, amount that will be determined by the Board of Directors, in accordance with the status of Associate or Affiliate and according to the category within each type of Membership.
7. **TERM.** - The term of this agreement shall be indefinite, but it may be terminated as provided in the bylaws.

For testimony this is signed in _____ on the ___ day of _____, 201__

THE ASSOCIATION,

A EXECUTIVE DIRECTOR

THE ASSOCIATE OR AFFILIATE

**LEGAL REPRESENTATIVE
CC.**