

AUDIT COMMITTEE CHARTER

HECLA MINING COMPANY (as of December 12, 2017)

PURPOSE

The Audit Committee (the “Committee”) will assist the Board of Directors (the “Board”) in fulfilling its oversight responsibilities. To do this, the Committee will assist in overseeing (i) the integrity of the Company’s financial statements; (ii) the independent auditor’s qualifications and independence; (iii) the performance of the Company’s system of internal audit function and the independent auditor; and (iv) the Company’s compliance with legal and regulatory requirements, including disclosure controls and procedures; and (v) the effectiveness of the Company’s internal controls over financial reporting.

While the Committee has the responsibilities and powers set forth in this Charter, it is not the duty of the Committee to plan or conduct audits or to determine that the Company’s financial statements and disclosures are complete and accurate and are in accordance with U.S. generally accepted accounting principles (“GAAP”) and applicable rules and regulations. These are the responsibilities of management and the independent auditor.

MEMBERSHIP

The Committee shall be comprised of at least three members, consisting entirely of independent directors of the Board. For purposes hereof, members shall be considered independent as long as the Board determines they satisfy all of the independence requirements for Board members as set forth in the New York Stock Exchange listing standards and Rule 10A-3 of the Securities Exchange Act of 1934 (the “Exchange Act”).

The members of the Committee shall be nominated by the Corporate Governance and Directors Nominating Committee and be appointed and replaced by the Board. The Board shall designate a Chair of the Committee and a Secretary who may, but need not, be a member of the Committee or of the Board.

A Committee member may not simultaneously serve on the audit committees of more than three public companies, unless the Board determines that such simultaneous service would not impair the ability of such director to effectively serve on the Committee.

Each member will be “financially literate” or will become financially literate within a reasonable period of time after his or her appointment to the Committee. In addition, at least one member of the Committee shall qualify as an “audit committee financial expert” as determined by the Board in accordance with Securities and Exchange Commission (“SEC”) rules, and meet any other expertise requirements under applicable law, regulation or stock exchange listing requirement.

MEETINGS

The Committee shall meet at least four times each year or more frequently as circumstances dictate. As part of its oversight function, the Committee shall meet separately and periodically with management (including the chief financial officer and chief accounting officer), the internal auditors (or other personnel responsible for the internal audit function) and the independent auditor, and have such other direct and independent interaction with such persons from time to time, as the members of the Committee deem appropriate. The Committee may request any officer or employee of the Company or the Company's outside counsel or independent auditor to attend a meeting of the Committee or to meet with any members of, or consultants to, the Committee.

The Committee shall report its activities to the full Board on a regular basis and make such recommendations with respect to matters as the Committee may deem necessary or appropriate. The Committee will keep written minutes of its meetings, which minutes will be available to every member of the Board.

AUTHORITY

The Committee has the authority to conduct investigations into any matters within its scope of responsibilities and obtain advice and assistance from outside legal counsel, accountants, experts and other advisors, as it deems necessary or appropriate to assist the Committee in performing its duties and responsibilities. The Committee shall be provided with appropriate funding, as determined by the Committee, for payment of compensation to such outside legal counsel, accountants, experts and other advisors. In discharging its oversight role, the Committee is empowered to investigate any matter brought to its attention. The Committee will have access to the Company's books, records, facilities, and personnel.

The Committee may form, and delegate authority to subcommittees, comprised of one or more members of the Committee, including the authority to grant pre-approvals of audit and permitted non-audit services, provided that decisions of such subcommittee to grant pre-approval shall be presented to the full Committee at its next scheduled meeting. Each subcommittee shall have the full power and authority of the Committee within the authority delegated to the subcommittee.

DUTIES AND RESPONSIBILITIES

To fulfill its responsibilities and duties, the Committee will:

A. Audit Committee Charter/Report

1. Review this Charter as conditions dictate, but no less frequently than annually, and recommend any proposed changes to the Board for approval.
2. Review and approve the Audit Committee report as required by the SEC to be included in the Company's annual proxy statement.

3. Conduct an annual performance evaluation of itself.

B. Independent Auditor

1. Have the responsibility for the appointment (subject to shareholder ratification), compensation, retention, and oversight of the independent auditor. The independent auditor will report directly to the Committee and the Committee will oversee the resolution of disagreements between management and the independent auditor if they arise.
2. Evaluate the auditor's qualifications, performance and independence. This evaluation should include the review and evaluation of the lead audit partner and take into account the opinions of management and the Company's personnel responsible for the internal audit function.
3. At least annually, obtain and review a report by the independent auditor describing (i) the firm's internal quality-control procedures; (ii) any material issues raised by the most recent internal quality-control review, or peer review of the independent auditor, or by any inquiry or investigation by governmental or professional authorities, within the preceding five years, with respect to one or more independent audits carried out by the independent auditor, and any steps taken to deal with any such issues; and (iii) all relationships between the independent auditor and the Company to assess the auditor's independence.
4. Pre-approve all auditing services, internal control-related services and permitted non-audit services to be provided by the independent auditor (subject to a de-minimis exception under the Exchange Act), disclose all other non-auditing services to investors in periodic reports, and review the independent auditor's proposed audit scope and approach.
5. Review and discuss with the independent auditor any documentation supplied by the auditor as to the nature and scope of any tax services to be approved, as well as the potential effects of the provision of such services on the auditor's independence.
6. Require that the independent auditor rotate the lead audit partner responsible for conducting or reviewing the audit on a regular basis, but no less frequently than every five years or such other period as may be required under applicable law.
7. Review and discuss with management and the independent auditor the Company's annual audited financial statements and quarterly financial statements (including the Company's disclosures under "Management's Discussion and Analysis of Financial Condition and Results of Operations"), and recommend to the Board whether the audited financial statements should be included in the Company's Form 10-K.

8. Obtain and review (i) the independent auditor's reports describing the Company's critical accounting policies and practices to be used in the audit; (ii) the details and ramifications of all alternative treatments of financial information within GAAP discussed with management and the treatment preferred by the independent auditor; (iii) all material written communications between the independent auditor and management; (iv) internal quality control procedures; and (v) any material issues raised by the most recent internal review of the Company or any external inquiry or investigation and any steps taken to deal with such issues.
9. Consult with the independent auditor regarding internal controls, the fullness and accuracy of the Company's financial statements and the matters required to be discussed by Audited Standard No. 16 issued by the Public Company Accounting Oversight Board.
10. Require that the independent auditor inform the Committee of any fraud, illegal acts or deficiencies in internal controls.
11. Establish and recommend to the Board clear policies with respect to the hiring of employees or former employees of the independent auditor who were engaged on the Company's account.

C. Internal Auditors and Management

1. Review and approve the internal audit function at least annually.
2. Review the regular periodic internal reports to management prepared by the personnel responsible for internal auditing and management's response.
3. Periodically review, with the independent auditor, the internal audit function's responsibility, budget and staffing.

D. Financial Reporting and Risk Control

1. Review the type and presentation of information to be included in earnings press releases (paying particular attention to any use of "pro-forma," or "adjusted" non-GAAP information), as well as review any financial information and earnings guidance provided to analysts and rating agencies.
2. Review (i) major issues regarding accounting principles and financial statement presentations, including any significant changes in the Company's selection or application of accounting principles; (ii) major issues as to the adequacy of the Company's internal controls; and (iii) any special audit steps adopted in light of material control deficiencies.

3. Review analyses prepared by management and the independent auditor setting forth significant financial reporting issues and judgments made in connection with the preparation of the financial statements, including analyses of the effects of alternative GAAP methods on the financial statements.
4. In consultation with the independent auditor and the internal auditor, review the integrity of the Company's financial reporting processes, both internal and external.
5. Review and discuss with management the Company's risk assessment and risk management policies, as well as receive periodic reports concerning any matters that could have a material effect on the Company's financial statements and compliance policies, including legal, environmental, taxation, credit, and regulatory.
6. Review and discuss with management and the independent auditor the Company's annual and interim financial statements and determine whether they are complete and consistent with the information known to Committee members, and assess whether the financial statements reflect appropriate accounting principles.
7. Review (i) the accounting treatment accorded significant transactions; (ii) any complex and/or unusual transactions such as restructuring charges and related disclosures; (iii) any significant accounting issues; (iv) development, selection and disclosure of critical accounting estimates; (v) regulatory and accounting initiatives; (vi) off-balance sheet structures; and (vii) the Company's use of reserves and accruals.
8. Following completion of the annual audit, review separately with each of management, the independent auditor and the internal auditing personnel, any audit problems or difficulties encountered during the course of the audit, management's response to such problems, any restrictions on the scope of work or access to required information, and any significant disagreement among management and the independent auditor or the internal auditing personnel in connection with the preparation of the financial statements.
9. Consider and approve major changes to the Company's auditing and accounting principles and practices as suggested by the independent auditor, management, or the internal auditing personnel.
10. Review with the independent auditor, the internal auditing personnel and management the extent to which changes or improvements in financial or accounting practices, as approved by the Committee, have been implemented by management.
11. On an annual basis, the Committee shall review the reserves estimation reporting process.

12. Receive and review any disclosures from the Company's CEO and CFO during their certification process for the Form 10-K and Form 10-Q about any significant deficiencies in the design or operation of internal controls or material weaknesses therein and any fraud involving management or other employees who have a significant role in the Company's internal controls.

E. Legal Compliance

1. In the course of performing the goals and responsibilities set forth in the Charter, the Committee shall: (i) use its best efforts to ensure compliance with the rules and regulations promulgated by the SEC pursuant to the Securities Act of 1933, as amended and the Exchange Act; (ii) the Statements on Auditing Standards issued by the American Institute of Certified Public Accountants; and (iii) the applicable requirements of the New York Stock Exchange.
2. Ensure that management has the proper review system in place to ensure that the Company's financial statements, reports and other financial information disseminated to governmental organizations and the public, comply with applicable legal requirements.
3. Establish procedures for the receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls or auditing matters and the confidential, anonymous submission by employees of the Company of concerns regarding questionable accounting or auditing matters.
4. Review any evidence of material violations of securities law, breach of fiduciary duty or similar violation by the Company or any Company agent disclosed to the Committee by the Company's counsel.
5. Review legal matters with the Company's counsel that could have a significant impact on the Company's financial statements.
6. Review and ensure that disclosures regarding exemption from audit committee independence requirements appear in, or are incorporated by reference into, annual reports filed with the SEC.
7. Report regularly to the Board any issues that arise with respect to the quality or integrity of the Company's financial statements, its compliance with legal or regulatory requirements, the performance and independence of the Company's independent auditor, and the performance of the internal audit function.
8. Review and approve all material transactions, or series of transactions, that are required to be disclosed pursuant to Item 404 of SEC Regulation S-K, as well as any other potential conflict of interest situations. The Committee shall review and discuss with the Company's independent auditor the auditor's evaluation of the Company's identification of, accounting for, and disclosure of its relationships and transactions with related parties, including any significant

matters arising from the audit regarding the Company's relationships and transactions with related parties.

9. Perform such other activities as the Board of Directors may from time to time deem necessary or appropriate.