

To find, mine and deliver the planet's most important and essential minerals that enable the world and humankind to create, innovate, and prosper

## **Management's Discussion and Analysis**

For the three months and twelve months ended December 31, 2020

Dated as of March 1, 2021



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The management's discussion and analysis ("MD&A") has been prepared as at the date written on the cover page and provides information that management believes is relevant to assessing and understanding the financial condition of the Company and the results of operations and cash flows for the three months and twelve months ended December 31, 2020.

Thus, this MD&A should be read in conjunction with Aura Minerals Inc.'s (the "Company" or "Aura") annual audited consolidated financial statements for the year ended December 31, 2020 and 2019 and related notes thereto (the "Financial Statements") which have been prepared in accordance with International Financial Reporting Standards and Interpretations as issued by the International Accounting Standards Board (collectively, "IFRS"). In addition, this MD&A should be read in conjunction with both the annual audited consolidated financial statements for the year ended December 31, 2019 (the "2019 Annual Financial Statements"), the related annual MD&A, and the most recent Annual Information Form ("AIF") as well as other information relating to Aura Minerals as filed on the Company's profile on SEDAR at <a href="https://www.sedar.com">www.sedar.com</a>.

Unless otherwise noted, references herein to "\$" are to thousands of United States dollars. References to "C\$" are to thousands of Canadian dollars. Tables and dollar figures in the body of the document are expressed in thousands of United States dollars, except where otherwise noted.

The Company has included certain non-GAAP financial measures, which the Company believes, that together with measures determined in accordance with IFRS, provide investors with an improved ability to evaluate the underlying performance of the Company. Non-GAAP financial measures do not have any standardized meaning prescribed under IFRS, and therefore they may not be comparable to similar measures employed by other companies. The data is intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS. The non-GAAP financial measures included in this MD&A include:

- Cash operating costs per gold equivalent ounce produced;
- Cash operating costs per copper pound produced;
- Realized average gold price per ounce sold, gross;
- Realized average gold price per ounce sold, net of local taxes;
- EBITDA;
- Adjusted EBITDA;
- Adjusted EBITDA margin; and
- Net Debt.

Reconciliations associated with the above performance measures can be found in Section 16: Non-GAAP Performance Measures.

Statements herein are subject to the risks and uncertainties identified in Section 19: Risk Factors and Section 21: Cautionary Note regarding Forward-Looking Information sections of this MD&A.

All mineral resource and mineral reserve estimates included in documents referenced in this MD&A have been prepared in accordance with National Instrument 43-101 Standards of Disclosure for Mineral Projects ("NI 43-101"). Readers are encouraged to review the AIF and full text of the Company's continuous disclosure documents. These documents are available on SEDAR and supply further information on the Company's compliance with NI 43-101 requirements. See Section 22: Technical Disclosure of this MD&A for further information.

Additional information relating to the Company, including the AIF, is available on the Company's profile on SEDAR at <a href="https://www.sedar.com">www.sedar.com</a>



### 1. MESSAGE FROM THE CEO



"We continue to advance in our objectives, delivering on our promises and building shareholder's value under our Aura 360 culture"

Dear shareholders,

The year 2020 was a remarkable year for Aura, as we: (i) successfully managed the impact of the COVID-19 pandemic (the "Pandemic") on our operations; (ii) reached record high results while prioritizing safety; (iii) completed an initial public offering (the "IPO") of Brazilian Depositary Receipts ("BDRs") in Brazil on the B3 S.A. – Brasil, Bolsa, Balcão ("B3"), which resulted in a significant daily trading volume increase; and (iv) consolidated our asset portfolio, strengthened our balance sheet and our team, with the goal of more than doubling our production by 2024.

The Pandemic pushed us to adapt and implement new procedures to reduce the spread of COVID-19 within our operations and offices. Moreover, we invested to support the communities surrounding our operations with the implementation of protective measures and biosafety protocols and donations of food, medicine, and medical supplies. At the San Andres gold mine, 493 PCR and 1,389 rapid tests were administered. At the Aranzazu copper mine, 8,000 masks were delivered to the community during fourth quarter of 2020, all of them bought locally. Additionally, biosecurity controls for the prevention of outbreaks and/or infections of COVID-19 were implemented and all personnel, including contractors and suppliers, were tested with rapid serological tests once a week. At the EPP gold mine, we implemented Aura Tracker to limit the workforce on site and allowed employees to work from home where possible and increased the number of buses transporting employees to reduce seat occupancy by 50%. We acquired thousands of Covid-19 test kits and implemented mandatory use of masks at the mines. In addition to our safety initiatives, we donated masks, gloves, and medicines to local hospitals and other institutions, and purchased thousands of masks from local initiatives, which were then donated and distributed to families in need.

As part of our Aura 360 mining culture, we included the "E" for Employee in our ESG - EESG initiatives as we: (I) pushed for personalized development plans for 120 leaders in our organization and (II) created eight Working Groups (composed of more than 40 professionals) to push 50 ESG initiatives forward. As a result of these efforts, we expect to achieve the following in 2021: a) further improve geotechnical structures management systems; b) reduce water consumption and liquids effluents; c) increase our commitment to our surrounding communities and human rights; d) implement an enhanced focus on diversity in developing and retaining top talent; e) improve the health and safety of our employees; f) intensify our communication programs to enhance business ethics within Aura and all our stakeholders; and g) promote innovation. Each of these initiatives have focus groups, leaders and detailed execution plans approved by the Board of Directors and sponsored by C-Level members.

During 2021, Aura also continued to invest in safety of our employees, our actual safety records is: 615 days in San Andres, 198 days in Apoena, 108 days Aranzazu, and ramped up Gold Road without Lost Time Injuries.

With respect to production, despite interruptions at operations at San Andres and Aranzazu during the first and second quarters as a result of the Pandemic, we achieved record high production results in the third quarter and fourth quarter of 2020, for 204,000 gold equivalent ounces ("GEO")<sup>1</sup> during the year ended December 31, 2020. We aim to build on these

<sup>&</sup>lt;sup>1</sup> Gold equivalent ounces, or GEO, is calculated by converting the production of silver and copper into gold using a ratio of the prices of these metals to that of gold. The prices used to determine the gold equivalent ounces are based on the weighted average price of silver and copper from sales at the Aranzazu Complex during the relevant period.

Note: data on global gold demand extracted from World Gold Council report "Gold Demand Trends - Full Year and Q4 2020", January 28, 2021.



results as we work towards management's target of more than doubling our production by 2024.

We continued our efforts to improve efficiency and achieved a 13% increase in plant and 25% in the mine production at the Aranzazu Copper Mine in the fourth quarter of 2020, in comparison to the fourth quarter of 2019. At the EPP Mine, we also achieved record production on the fourth quarter of 2020, which together with higher grades and currency devaluation in both Mexico and Brazil, reduced our cash cost from \$815 in fourth quarter of 2019 to \$739 within same period of 2020. As a result, EBITDA reached \$94 million during the second half of 2020 and \$119 million for the full year.

With respect to geology, after 3 years of incremental geological investment to expand life of mine ("LOM"), during 2020, we obtained promising results in the drilling of the Bananal target and the near mine campaign in Apoena, which we expect to publish soon. These results mark our efforts to further explore our concessions. Similarly, at Aranzazu, we have drilled the main deposit to confirm grades below the last known inferred resources and upgraded our resources through an infill campaign. We have also started drilling at El Cobre. At Gold Road, the campaign implemented for the ramp up of production and new regional targets like Gold Ore were started. Finally, we advanced geology in our projects. As a result, we have clear targets and another record investment in Geology of \$29 million for 2021 ranging from exploratory drilling to resources to reserves conversion.

In 2020 we completed the IPO of BDRs, each representing one share, in Brazil. The aggregate proceeds of the IPO were US\$162 million, of which US\$ 56 million was a primary offering by the Company. The IPO significantly increased our daily trading volume and enhanced our cash position. In December 2020, we finished with cash of \$ 118 million, a negative net debt of \$48 million and average daily trading volume of \$1.8 million/day. Our strengthened balance sheet means that we are fully funded for our growth plans (including expansion at Aranzazu, the development of Almas and Matupa, and others).

On gold, the economic uncertainty resulting from the Pandemic pushed prices in 2020 to recent record highs. Prices then stabilized around \$1900/\$1800 per ounce during the second half of 2020. During 2020, demand for gold significantly shifted from jewelry, that fell 34% in comparison to 2019, a record low, to financial/investing demand through ETFs, that grew 120% vs 2019, and physical Gold bars and coins. ETFs absorbed more than 28 million ounces of gold during the year of 2020, or 23% of total demand, alone and investment funds entered the gold market to manage risks and hedge their portfolios against inflation. In the future, while prices can be volatile in the short term, we remain positive for further appreciation of gold prices in the long term. While new vaccines should control the Pandemic in most countries by the end of the year, economic malaise resulting from the Pandemic has brought new uncertainties and the necessity for countries to support their economies through fiscal spending and corresponding increases in debt, in tandem with central banks reducing interest rates. These trends have resulted in high sovereign debt and negative real interest rates, and it is still unclear how the economic recovery will proceed.

On copper, prices fell to as low as \$2.05/lbs in 2020 as a result of economic uncertainty from the Pandemic. However, as the Chinese economy recovered, along with COVID-19 related production shortages in producing countries that reduced global output, copper prices recovered to \$3.20/lbs by the end of the year. The market now expects a shortage of supply for the next 5 years along with inflation costs. That is pushing copper prices to over \$4.00/lbs with world inventories at record low levels. As a result of shortages in supply, combined with global economic recovery and the new ESG related requirements, we believe copper prices will reach new highs during the next years.

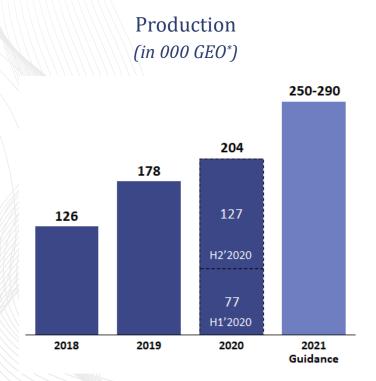
Overall, Aura continues to move forward to achieve its goals and to deliver on its promise to increase shareholders' value under our Aura 360 culture. For 2021, our goals are clear: (i) continuous improvement of our E-ESG agenda; (ii) increase our overall production to 250,000-290,000 GEO; (iii) increase resources and reserves and LOM at our projects; and (iv) increase daily trading volume on the TSX and B3.

Rodrigo Barbosa

President and Chief Executive Officer



## Operational and financial performance



Increase in production of 15% in 2020 compared to 2019

127,000 ounces of GEO produced in the second half of 2020, after resumption of full operations due to Pandemic-related interruptions

Expected production increase between 23% and 42% in 2021 compared to 2020



54 H2'2020 22 25 H1'2020 2018 2019 2020

Ebitda

Strong EBITDA growth as result of increase in production, cost reductions and favorable prices

<sup>\*</sup> Gold equivalent ounces, or GEO, is calculated by converting the production of silver and copper into gold using a ratio between the prices of these metals and gold. The prices used to calculate it at such proportions are based on the weighted average price of each of the metals obtained from sales at the Aranzazu Complex during the relevant period



## Highlights for the year

## Gold Road acquisition

On March 31, 2020 we acquired the Gold Road project for US\$1, assuming project debt of US\$ 35 million. Gold Road has 214 koz of inferred resources and is within the traditional gold mining district of Oatman, Arizona, US, that has produced close to 2 million ounces, historically. On December 1st, 2020 the Company declared commercial production for Gold Road.

#### Ernesto mine

The Company declared commercial production at the Ernesto Mine at EPP, effective October 1, 2020. Ernesto contributed to record high quarterly production for EPP in the fourth quarter of 2020, reaching **26 thousand ounces** of gold, at an average grade of **2 grams of gold per ton** of ore, 72% higher compared to same period in 2019.

## Aranzazu capacity increase

The implementation of a **30%** increase in capacity is ongoing and on schedule. In December 2020, 26% more ore was processed at the mill, compared to the average over the first 9 months of 2020. Aura expects Aranzazu to further increase capacity during 2021, achieving 100,000 tons per month early in the second half of 2021.

## IPO and Secondary Offering in Brazil

On **July 7, 2020**, the Company, together with certain selling shareholders, completed an initial public offering of Brazilian Depositary Receipts on the B3, composed of a primary and secondary offering, for aggregate gross proceeds of **\$162 million**. On November 11, 2020, certain shareholders of the Company completed a secondary offering of BDRs on the B3.

## Record production

Aura reached **record high quarterly production** in the fourth quarter of 2020, having produced 68,964 GEO, 20% above the previous quarter. In 2020, despite the effects of the Pandemic in the first half of the year in Honduras and Mexico, Aura **reached 204,000 GEO** of production, with 62% of that in the third and fourth quarters.

## Almas feasibility study

During 2020 Aura allocated efforts to develop the engineering and geology of Almas project, in order to comply with the schedule of approving the project early in 2021 and start construction on second half of 2021. In February 1, 2021 the project was approved by the Board of Directors, with an aftertax internal rate of return ("IRR") of 57% and net present value ("NPV") of US\$ 260 million, assuming gold prices of \$1,800/oz. Construction is expected to start in April 2021, and production is expected to start in the third quarter of 2022.



## 2. BACKGROUND AND CORE BUSINESS

Aura is a mid-tier gold and copper production company focused on the operation and development of gold and base metal projects in the Americas. The shares of the Company are listed on the Toronto Stock Exchange under the symbol "ORA" and the Brazilian Depositary Receipts ("BDRs") of the Company, each representing one share of the Company, are listed on the B3 S.A. – Brasil, Bolsa Balcão ("B3"), a stock exchange located in São Paulo, Brazil, under the symbol "AURA33". Aura is focused on responsible and sustainable growth while striving to operate at the highest levels of environmental and safety standards and in a socially responsible manner at all of its operations.

The Company has the following mineral properties:

#### **Producing assets:**

- The San Andres Gold Mine ("San Andres", "Minosa") an open-pit heap leach gold mine located in the highlands of western Honduras, in the municipality of La Union, Department of Copan, approximately 150 km southwest of the city of San Pedro Sula.
- The Ernesto/Pau-a-Pique Mine ("EPP", "Apoena") a mine complex located in the southwest of Mato Grosso state, near Pontes e Lacerda in Brazil which consists of the following gold deposits: the Lavrinha open-pit mine ("Lavrinha"), the Ernesto open pit mine ("Ernesto"), the Pau-a-Pique underground mine ("Pau-a-Pique" or "PPQ"), the Japones open pit mine, the Nosde open pit mine, and the near mine open-pit prospects of Bananal North and Banal South.
- The Aranzazu Copper Mine ("Aranzazu") an underground copper mine operation, producing gold as a by-product, located within the Municipality of Concepcion del Oro in the State of Zacatecas, Mexico, near its northern border with the State of Coahuila. The property is situated in a rugged mountainous area and is accessed either from the city of Zacatecas, located 250 km to the southwest, or from the city of Saltillo, located 112 km to the northeast in the State of Coahuila.
- The Gold Road Mine ("Gold Road") a narrow vein underground gold mine located in the historical Oatman mining district of northeastern Arizona, by the California-Nevada-Arizona border, and 40 kilometers southwest of Kingman, Arizona. The property acquired includes other adjacent historically mined veins including Gold Ore, Tru-Vein, and Big Jim.

#### **Projects:**

- The Almas Gold Project ("Almas") a gold project located in the state of Tocantins, Brazil. The Almas Gold Project consists of three deposits (Paiol, Vira Saia and Cata Funda) and several exploration targets, including Nova Prata/Espinheiro, Jacobina and Morro do Carneiro.
- The Matupá Gold Project ("Matupá") a gold project located in the northern part of the state of Mato Grosso, Brazil. It consists of three deposits: X1, Serrinha (gold), and Guarantã Ridge (base metal). The X1 deposit was the main focus for exploration and drilling in the past, resulting in an established mineral resource and a NI 43-101 compliant technical report. See Section 22: Technical Disclosure of this MD&A for further information. For the other two deposits, they are in the early stages of exploration. Matupá's claims consist of multiple exploration targets, including a copper porphyry target.
- The São Francisco Gold Mine ("São Francisco") part of EPP Mines, an open-pit heap leach gold mine located in the southwest of the state of Mato Grosso, Brazil, approximately 560 km west of Cuiaba, the state capital. Currently, the mine is in care and maintenance.
- The Tolda Fria Gold Project ("Tolda Fria") a gold project located in Caldas State, Colombia. Currently, the project is in care and maintenance.

## 3. E & ESG - Employees, Environment, Social and Governance

In 2020, we started a new phase in our process to implement a more modern culture, aimed at acting on matters of greatest impact for our stakeholders.



Supported by external consultants and based on an in-depth study of our market and interviews with several key people in and outside the organization, we have determined Aura's eight sustainability pillars - themes that will guide our strategic performance in the coming years.

## 3.1. Employees

Aura believes that attracting and retaining top talent differentiates it from its peers. We have finished our 9-box evaluation process in December 2020, where the Company performed evaluations on 120 employees across 4 business units and corporate. Each employee went through a 360 review and received specific feedback about performance and opportunities. Top talent is specially taken care of with higher visibility and specific plans. As a result of this process, each employee prepared a personal development plan to be implemented through the year.

The EPP business unit has piloted a trainee program to bring fresh talent out of university. In this debut program, more than 4,000 applicants in disciplines like Geology and Mine Engineering applied, which resulted in a final selection of 7 trainees. The Company expects this program to be rolled out across its business units.

Finally, Aura is partnering with Coursera to offer top executive education online to its talents.

## 3.2. ESG Pillars

<u></u>						
Environment	Social	Governance				
Water and Effluents	Workers safety and health	Business Ethics				
Geotechnical Structures  Management	Communities (+ Human Rights)	Innovation for Sustainability				
	Talent Development and Retention (+ Diversity)	Stakeholders Management				

To address each of the themes and monitor associated projects and goals, eight working groups (WGs) were created, formed by more than 40 professionals from Brazil, Honduras and Mexico. Each of these groups has a sponsor (C-Level member), who monitors and approves its action plans.

Each of those groups defined between 6-8 initiatives that are followed up on a specific forum. As a result of those flagship initiatives, we have decided to join Women in Mining, have joined the Mining hub innovation think tank and elected to power the EPP offices with solar energy.

Going forward we plan to start mapping our Carbon footprint in every process, continue following the United Nation's Sustainable Development Goals and issue a Global Reporting Initiative-compliant sustainability report.

## 3.3. COVID-19 Pandemic

The Company and its subsidiaries have prioritized the safety of its employees and the communities around which the Company operates during the COVID-19 pandemic (the "Pandemic"). During this period, the Company has implemented



protective measures and biosafety protocols. Furthermore, the Company has continued to expand social work measures within the local communities in which it operates by providing donations of food, medicine, and medical supplies.

From an operational perspective, the Pandemic caused partial interruptions for most of the second quarter of 2020 at two of our operating mines, San Andres and Aranzazu. For the third and fourth quarters, no interruptions occurred.

#### San Andres Mine in Honduras

On March 16, 2020, the Honduran government approved, by decree, the suspension of work in the public and private sectors, with private companies, such as Aura, having to operate with a minimal work force for general maintenance no greater than 50 people. Mining operations at San Andres were interrupted; and the Company reduced its workforce to the minimum in order to continue to satisfy environmental requirements in connection with operations and other critical activities at the mine. On a few occasions, the Honduran government issued new orders which extended its previously issued decree until May 24, 2020.

On May 26, 2020, the Company obtained authorization to fully resume operations at San Andres.

The Company has implemented at San Andres an occupational health program, which involves monitoring the Pandemic, and providing rapid testing and polymerase chain reaction ("PCR") testing for COVID-19 to its personnel. The Company continues to monitor updates to support the health of its personnel.

#### Aranzazu Mine in Mexico

On March 31, 2020, the Mexican government issued a decree requiring the suspension of all non-essential activities in the private and public sectors until April 30, 2020, which was subsequently extended until May 30, 2020. On May 12, 2020, mining was deemed as an essential activity by the Mexican authorities, and mining companies were allowed to request authorization to fully resume operations beginning on May 18, 2020. On May 27, 2020, Aranzazu obtained authorization to fully resume operations.

The March 31, 2020 decree allowed businesses to maintain critical activities which, if interrupted, could result in potentially irreversible damage that would prevent their further continuation. Accordingly, the Company suspended all non-essential operations at Aranzazu while maintaining critical activities to prevent safety hazards and/or environmental hazards from emerging and, potentially, causing irreversible damage that could prevent the Company's operations from continuing.

Despite these operational restrictions, there has not been a material impact on Aranzazu's operational or financial performance to date. This was due to two factors: 1) excess accumulated inventory at the site at the time of the suspension and 2) operational efficiency.

During the fourth quarter of 2020, 8,000 locally purchased masks were delivered to the Aranzazu community as a mitigation measure. Prior to their distribution they were sterilized and packaged by health personnel.

The Company continues to implement health and safety controls for the prevention of outbreaks and/or infections of COVID-19, including weekly rapid serological testing for all the personnel, including contractors and suppliers. When a positive test is detected, it is sent for a PCR study to confirm the diagnosis. When confirmed there is a confirmed CRP, antigen and/or serological test, the personnel from the affected department and other close personnel are tested. All personnel with positive test results for COVID-19 are sent to isolation for 14 days, in the case of symptomatic patients, and 10 days for asymptomatic patients. Personnel are provided with a kit with a surgical mask, a guide with isolation measures, pulse oximeter and antibacterial gel.

The company has adopted a policy where personnel recovering from COVID-19 and personnel with risk factors should continue working from home.

#### Ernesto/Pau-a -Pique Mine in Brazil



Our Ernesto/Pau-a-Pique mine has been allowed to continue operations as governmental authorities have deemed mining as an essential industry.

The Company has implemented a series of initiatives to reduce risks amongst its employees at Ernesto/Pau-a-Pique, which includes: the implementation of Aura Tracker, a program designed to monitor interactions and quickly map who was exposed to infected people; reducing its workforce on site and allowing those not required to stay on site to work from home; increasing the number of buses transporting employees to allow for a 50% reduction in seats; acquiring thousands of COVID-19 test kits; and mandating the use of masks on site at the Ernesto/Pau-a-Pique mine. In addition, the Company further invested in its relationships with local communities by donating masks, gloves, and medicines to a local hospital and other institutions; purchasing thousands of masks from local initiatives which were then donated and distributed to families in need; and other safety prevention initiatives.

#### **Gold Road**

At Gold Road, the Company has implemented social distancing measures, such as a work-from-home policy for those able to perform their jobs outside the mine site, extensive cleaning services, mandatory masks for all in-person meetings, the prohibition of Fly-in-Fly-Out rosters, and guidelines to restrict high-risk individuals from entering the site.

#### **Exploration Projects**

During the Pandemic, our exploration activities for the Almas, Tolda Fria and Matupá projects have not been materially disrupted. The Company continues to conduct exploration work, with a reduced workforce, while complying with all applicable regulations and undertaking measures necessary to ensure a safe work environment for employees and contractors.

## 3.4. SAFETY & ENVIRONMENT

#### Safety

Aura's guidelines include robust management systems and treat safety as a top priority. Senior leadership is directly involved in establishing the safety committees on the ground. Each site has a safety committee formed by the C-level, the general manager, the site safety manager, and corporate technical services.

#### **EPP**

During the fourth quarter of 2020, Apoena (EPP) conducted 8,118 hours of safety training for 1,186 direct and indirect employees. The Company focused efforts on preventing the spread of COVID-19. COVID-19 preventative measures included the mandatory use of masks, practicing proper hygiene and social distancing, among other procedures. In addition to COVID-19 preventative measures, the Company developed and led 3 health campaigns (Pink October for breast and utero cancer prevention, Blue November for prostate cancer prevention, and Red December for prevention of sexually transmitted infections). The Company also carried out 2,003 safety interactions, 42 safety, health and environmental managerial inspections with the participation of all managers, and 72 major risks inspections. Apoena also completed 194 legal requirements, representing 2,670 items covered by our SHEC program.

The site completed daily, weekly, and biweekly audits of its tailings dam (the "EPP Dam"), satisfying all requirements. In December, the heightening phase 4 of the EPP Dam was completed in accordance with project and legal requirements.

#### Aranzazu

No lost time accidents ("LTI") were recorded in the fourth quarter of 2020. The Company conducted 13,441 hours of training on safety, health and environment, with emphasis on issues related to energy blocking, working at heights and in confined spaces, and working under high temperature conditions. The Company also focused on Pink October, Blue November, the



implementation of Standard 035 (psychosocial risk factors) and "Medida Cierta".

#### San Andres

During the fourth quarter of 2020, San Andres trained 566 people for a total of 1,716 hours, including employees, permanent contractors and specific service providers. Such training related to safety reinduction, safe use of cyanide, ICAM accident investigation methodology, recycling of operating procedures, and COVID-19 prevention.

San Andres has carried out prolonged maintenance work for production facility improvements, following 100% Critical Control Management for high-risk tasks considered mortal hazards. This work involved planning meetings, critical risk analysis by the OHS department, and on-site supervision during the work. Inspections for improvement of conditions have been carried out with Process Management, and corrective actions have been taken where needed.

The Company complies with biosecurity protocols in response to COVID-19, ensuring the delivery of sanitation supplies, equipment and personal hygiene supplies, and offering lectures by medical personnel in work areas under the supervision of OSH and MINOSA doctors. Service providers are subject to audiovisual campaigns, entry control and COVID-19 testing.

In the fourth quarter of 2020, no LTI were recorded. San Andres has maintained a strong administration over control of the service of its permanent suppliers and restarted projects. The frequency rate as of December 2020 is 0.00 LTI, and the rate registered in December 2019 was 0.47 LTI.

#### **Aura's Geotechnical Compliance**

Aura's operations have tailings dams at the Aranzazu and Ernesto/Pau-a-Pique mines and a heap leach pad at the San Andres mine that follow safety and risk management standards. Dams and heap leach pad were designed by experienced engineering companies in the market, following the regulations in force in each country and best industry practices. All dams have an operating manual that provides for the frequency of instrumentation reading, level controls, field inspections, among other matters. The data collected from the instruments and inspections are sent monthly to specialized consulting companies that evaluate the data and issue compliance reports that indicate safety conditions and recommendations when necessary. The implementation of a corporate management system to standardize the safety management of geotechnical structures, including tailings dams, leach pads and waste dumps, was initiated in 2019 and was completed in 2020. In addition, the Company started work on a closure plan for dams the Aranzazu mine, and the Company engaged various contractors, including SRK, Wood, GHT, DAM and Geoconsultoria. All dams, waste dumps and heap leach pad that are currently in operation or are in care and maintenance are in satisfactory stability.

## 3.5. COMMUNITIES

#### Apoena - United Nations' Sustainable Development Goal: Quality Education

During the fourth quarter, Aura joined the Action Plan for the Advancement of Women in the Brazilian Mining Industry, developed by Women in Mining Brazil (WIM Brasil), whose goal is to advance the participation of women in the Brazilian mineral sector, by promoting inclusive and respectful workplaces for women at all levels of mining organizations, and encouraging companies to invest in women in the communities where they operate. Putting our commitment into action, Aura developed its first Trainee Program, which received more than 3.7 thousand applications. Six candidates were selected to participate in the program, of which five are women.

In response to COVID-19, Apoena delivered approximately 20 thousand items including procedure gloves, N95 masks, disposable aprons and two types of medication to Vale do Guaporé Hospital, which serves nine municipalities within the region where Apoena operates.



#### Aranzazu

One of the main pillars of Aranzazu management is its strong relationship with the Concepción del Oro community. Many socio-economic factors are considered by management. Community initiatives include the recently completed construction of a sidewalk (safe path) for employees and the community, and the distribution of 200 food baskets and 100 covers to the most vulnerable communities such as El Charco, San Juan del Salado, El Pozo, and El Salero.

The Company supplied an annual event in Concepción del Oro with 1000 containers of 250 ml antibacterial gel, 3000 masks, 100 disposable gowns. In addition, 200 disposable latex gloves for medical staff at community clinics, 60 disposable coveralls, 50 KN95 masks and 1000 surgical masks were delivered to the Secretary of Health/Sanitary.

We continue to work with the Bethesda Foundation regarding physical therapy, psychological care, and other initiatives.

#### San Andres

The Company donated medical supplies and biosafety gear to Hospital de Occidente, which is the largest healthcare center in the region, and the only hospital that is state-authorized to treat COVID-19. The Company also donated a fumigation tunnel to the entrance of the municipality of La Unión Copan, as well as biosafety equipment and material for fumigation at the access control points for the municipality. These initiatives were proposed in various meetings with local authorities.

Since the start of pandemic, San Andres has focused on mitigating risks to the municipality in cooperation with other industries and municipal businesses, management committees and local authorities. Community service campaigns were carried out, informing the community about risks and preventative measures in response to COVID-19.

## 3.6. CORPORATE GOVERNANCE

The Company's board of directors (the "Board") and its committees seek to follow recommended corporate governance guidelines for public companies to ensure transparency and accountability to shareholders. The current Board is comprised of seven individuals, four of whom are not independent of the Company and three of whom have been determined by the Board to be "independent" within the meaning of applicable Canadian securities laws. Bruno Mauad, an independent director, was elected to the Board at the Company's annual general and special meeting of shareholders on October 30, 2020. Bruno represents one of the major institutional investors in Brazil (Kapitalo).

Richmond Fenn is currently considered not independent due to his temporary role as Interim General Manager for Gold Road. Fabio Ribeiro is also considered not independent due to his work as Technology Consultant of the Company. Paulo Brito is not considered independent because of his affiliation with Northwestern Enterprises Ltd., the Company's largest shareholder. Paulo Brito Filho is currently not considered independent as he is related to Paulo Brito, the Chairman of the Board.

The Audit Committee is currently comprised of three directors, Bruno Mauad, Stephen Keith, and Philip Reade, who are independent of management. The Audit Committee fulfills its role of ensuring the integrity of the reported information through its review of the interim and audited annual consolidated financial statements prior to their submission to the Board for approval. The Audit Committee meets with management quarterly to review the consolidated financial statements, including the MD&A, and to discuss other financial, operating, and internal control matters. The Company also retains external auditors to audit its annual consolidated financial statements.

The Audit Committee has reviewed this MD&A, pursuant to its charter, and the Board has approved the disclosure contained herein. Additionally, any such copy of this MD&A shall be provided to anyone who may request it.

The Compensation Committee has 3 members, 2 of them independent, Philip Reade and Bruno Mauad, and one representative of Northwestern, Paulo Brito Filho.



#### **Women in Mining**

Aura has recently joined the Women in Mining organization in Brazil, after having previously done so in Mexico and expects to roll out the program across its business units. Aura has also launched an innovation award with the objective to encourage Aura's employees to support Women in Mining.

#### **Aura's Ethics Committee**

In 2018, the Company implemented and rolled out to all business units an independent whistleblower channel, managed by TMF Group (tmf-group.com). Any stakeholder can call and make an anonymous report through the whistleblower channel. All claims are forwarded to the Company's ethics committee, chaired by the CEO. The ethics committee will review and discuss all claims and make appropriate recommendations to the General Manager (unless he is related to the claim, in which case the committee is responsible for applying proposed measures).

In September, we relaunched the Aura Ethics Channel. Relaunch included new contacts (phone and website), a friendlier interface and an easy-to-remember website address. There was an increase in the use of the channel in the United States and Honduras. All employees and stakeholders were re-trained.

## 4. FOURTH QUARTER 2020 AND YEAR END SUMMARY

- After a strong third quarter, Aura achieved record results in the fourth quarter of 2020, with production reaching 68,964 ounces the highest number for a single quarter, 19% higher than third quarter of 2020 and a 29% increase when compared to the same period of 2019. The production increase is a result of higher grades in EPP from Ernesto Mine, increase in mill capacity from Aranzazu as part of ramp up towards 100 kton per month, stable performance in San Andres compared to same period of 2019, despite hurricanes Iota and Eta.
- A combination of high production, favorable gold prices and strong recovery in copper prices after a challenging first semester, resulted in higher revenues, leading to record high results in net revenues.
  - Revenues reached \$ 100,606 in the quarter, a 44% increase when compared to the same period of 2019 and a 12% increase when compared to the third quarter of 2020. Although average market gold prices in fourth quarter of 2020 was US\$ 1,874/Oz while in previous quarter was US\$ 1,909/Oz.
- Operational efficiencies combined with devaluated Mexican Peso and Brazilian Real resulted in lower cash cost, which combined with higher revenues lead to:
  - Gross margins reached \$ 50,856, an increase of 113% compared to the same period of 2019 and 9% increase when compared to the third quarter of 2020.
  - Adjusted EBITDA<sup>1</sup> of \$ 50,444 in the quarter, an 86% increase when compared to same period of 2019 and 14% increase compared to third quarter of 2020.
- Finally, as result of strong operational results, the Company's Net debt<sup>1</sup> position improved significantly, increasing from (\$ 18,086) at the end of third quarter of 2020 to \$ (47,693) at the end of the year.
- / For the year 2020, despite the challenges created by the Covid-19 pandemic, Aura delivered strong production and financial results.
  - Production reached 204,230 ounces of GEO, a 15% increase when compared to 2019.
  - Net revenues achieved \$ 299,874, an increase of 33% when compared to 2019.
  - EBITDA¹ reached \$ 119,407, of which \$ 94,611 were recorded in the second semester, when there was limited impact of the Pandemic in our operations.



- In our operations and projects, the Company had the following highlights:
  - EPP achieved its best quarter since start-up in 2016, result of increase of ore mined and higher grades from Ernesto and the Lavrinha pit, and better performance from the plant.
  - San Andres achieved consistent results when compared to previous quarters although below our
    expectations due heavier than average rains and to the negative impact in October and November of
    tropical storms Eta and Iota, resulting in lower than projected production.
  - In Aranzazu, as expected, grades were lower in the fourth quarter of 2020 due to mine sequencing. On the other hand, during the month of December 2020, 89,119 tons of ore were processed at the mill, an increase of 15% when compared to the same period of 2019 and 26% when compared to the average over the first 9 months of 2020. Aura expects Aranzazu to further increase capacity during 2021, achieving 100,000 tons per month early on second semester of 2021.
  - In Gold Road, commercial production was declared in December 2020. Mine development and plant ramp-up performed according to plan; as the Company started the ramp-up along with geological studies to increase its knowledge of the mine, production was lower than anticipated due to a lower-than-expected grade in one area which the Company was unable to offset elsewhere.
  - For Almas, the Company announced on February 3, 2021, the conclusion of a completed feasibility study (the "Study") and detailed analysis by the management team, the Board of Directors of the Company has approved the development of the Almas Gold Project ("Almas" or "the Project"), an open pit gold mine located in the state of Tocantins, Brazil. The Almas Project is expected to be operational by the second half of 2022, with an after-tax total investment estimated at approximately US\$73 million, yielding an after-tax net present value ("NPV") of US\$183 million when using the weighted average consensus gold prices for the projected period of US\$1,558 per ounce. An upside scenario using a gold price of US\$1,800 per ounce yields an after-tax internal rate of return ("IRR") of 57%, an after-tax NPV of US\$260 million and a leveraged Return on Equity ("ROE") of 108%, considering 50% of leverage. Average annual gold production is estimated at 51,000 ounces during the first four years of the Project, with an estimated life of mine of 17 years, based on mineral reserves estimated in accordance with National Instrument 43-101.
  - For the Matupá project, the Company had continued to further expand on the geological understanding of the porphyry potential and advancing on the geological program for the targets Alto Alegre and Target 47. The Company has signed a contract with Ausenco (Glauber to confirm) in order to develop a Feasibility Study, and no additional drills are necessary to conclude it. The Feasibility Study is expected to be completed by December 2021.
- In the third quarter, the Company achieved the completion of the IPO in Brazil. In the fourth quarter, the Company completed a Secondary Offering in the B3 in Brazil.

## 5. Operational Highlights

Production in GEO, for the Company in the three months and twelve months ended December 31, 2020, for the different mine stages can be summarized below:

	For the three	For the twelve
	months ended	months ended
	December 31, 2020	December 31, 2020
Production for mines at commercial stage	64,530	194,675
Production for mines not at the commercial stage - Ernesto and Gold Road	4,434	9,558
Total Production (gold ounces)	68.964	204.233

The table below summarizes the main operational indicators for the three months and twelve months ended December 31, 2020 for the mines at the commercial stage:



	For the three months ended	For the three months ended	For the twelve months ended	For the twelve months ended
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
OPERATING DATA				
Gold ore processed (tonnes)	1,688,680	1,588,316	5,686,618	6,787,382
Gold produced (ounces)	45,457	33,432	129,176	114,307
Gold sold (ounces) <sup>(1)</sup>	41,079	34,593	124,252	115,426
Copper ore processed (tonnes)	260,301	231,611	896,030	815,952
Copper concentrate produced (dry metric tonnes "DMT")	14,369	14,842	53,791	42,396
Total Production (Gold Equivalent Ounces) <sup>(1)</sup>	64,530	53,385	194,675	177,500

(1) Does not consider pre-commercial production and sale from EPP and Gold Road, capitalized.

The main factors resulting in the changes observed in the fourth quarter of 2020 are detailed below:

- Increase of ore mined and higher grades from Ernesto and the Lavrinha pit, and better performance from the plant at EPP.
- Consistent results in San Andres, despite negative impact in October and November of tropical storms Eta and Iota, resulting in lower than projected production.
- Lower grades in Aranzazu due to mine sequencing, but 26% higher ore processed at the mill in comparison to 2020 average, as consequence of implementation of capacity increase that will reach 100,000 tons per month early in second half of 2021.

#### Production and cash cost highlights

Gold equivalent production and cash operating costs per gold equivalent ounce produced<sup>1</sup> for the three months and twelve months ended December 31, 2020 and 2019 were as follows:

unce of ed
846
1,147
540
-
815

<sup>(1)</sup> Does not consider pre-commercial production and sale from EPP, capitalized.

(2) Does not consider production and sale Gold Road, not representative

Note: Gold Road not reported as the mine was in operation after declaring commercial production only for 1 month in the quarter and the year.

Twelve months ended December 31,	20	2019			
	Oz Produced - Gold Equivalent Ounces (GEO) <sup>(1)</sup>	Cash costs per ounce of gold produced	Oz Produced - Gold Equivalent Ounces (GEO)	Cas	sh costs per ounce of gold produced
San Andres	60,769	\$ 846	58,374	\$	907
/ EPP Mines	66,847	\$ 743	55,933	\$	963
Aranzazu	65,499	\$ 840	63,193	\$	749
Gold Road	1,560	N/	-	\$	-
Total / Average	194,675	\$ 809	177,500	\$	868

Cash operating costs per gold equivalent ounce produced decreased by 12 % in the fourth quarter of 2020 in comparison to same period of 2019. This was mainly driven by:

• EPP: Increased production at EPP was driven primarily by higher grades once the Ernesto mine entered commercial production effective October 1, 2020, and a lower waste/ore ratio contributed to lower cash cost. The Ernesto mine recorded an average grade of 2.58 g/ tons, compared to 1.94 g/tons from EPP on average. In 2021, the Company expects a push back at the Ernesto mine primarily during the first half of 2021, following which the Company expects Ernesto to achieve higher grades in the fourth quarter of 2021 and during 2022.



- Aranzazu: reported similar production but higher total tons moved, and lower grades are most relevant drivers for an increase in costs in the fourth quarter of 2020, which were 12% above same period for 2019.
- San Andres: reported higher costs due to the impact of interruptions from caused by Hurricanes Eta and Iota and an increase in unit costs for loading and hauling at the San Andres mine.
- Gold Road: declared commercial production effective in December 1st, 2020, as planned.

See Section 8: Review of Mining Operations and Exploration for further details.

## 6. Financial Highlights

	mor	the three oths ended ober 31, 2020	For the three months ended December 31, 2019	For the twelve months ended December 31, 2020	For the twelve months ended December 31, 2019
FINANCIAL DATA					
<u>IFRS Measures</u>					
Net revenue	\$	100,606	\$ 69,653	\$ 299,874	\$ 226,202
Gross Margin		50,856	23,877	121,882	48,261
Income for the year/period		57,567	29,725	68,477	24,887
Shareholder Equity	\$	312,714	\$ 195,620	\$ 312,714	\$ 195,620
Non IFRS Measures					
Adjusted EBITDA	\$	50,444	\$ 27,173	\$ 119,407	\$ 53,825
Adjusted EBITDA Margin (Adjusted EBITDA/Revenues)		50%	39%	40%	24%
Net Debt	\$	(47,693)	\$ 3,854	\$ (47,693)	3,854

#### **Net revenues**

Net revenues were US\$100,606 in the fourth quarter, the highest quarterly net revenue in the Company's history, and increase of 44% when compared to the same period of 2019. This increase was principally the result of:

- Increased Sales: The Company sold 9,163 GEO (not including ounces capitalized), as result of the increase in production described above. See Section 5: Operational Highlights.
- Metal Price Increases: Increased net revenues were contributed to by Gold and Copper prices, as further described below:
  - Market gold prices reached an average of \$1,874/oz in the fourth quarter of 2020, an increase of 27% when compared to same period of 2019.
  - Copper prices reached an average of US\$3.29 in the fourth quarter of 2020, an increase of 22% when compared to same period of 2019.

In addition to record high net revenue for the fourth quarter of 2020, the Company also received payment in the beginning of 2021 of US\$12,956 for gold sales from EPP, San Andres and Gold Road which were recognized as revenues in January 2021. Although the production was delivered to the refineries and payment occurred happened in 2020, revenue recognition took place in 2021 as the refining process was completed in the first days of 2021.

#### **Gross margin**

The 44% increase in net revenues, with only a 9% increase in total production costs for the fourth quarter of 2020, in comparison to same period of 2019, resulted in a 113% increase of gross margin compared to the same period of 2019.

The increase in costs was mainly driven by increase in volume, principally due to higher volumes at EPP and Aranzazu, in addition to the commencement of commercial production at Gold Road, which declared commercial production effective December 1, 2020.

#### Net Income for the period



The strong operational performance explained above had a positive impact on Net Income, achieving \$57,567 in the fourth quarter of 2020 compared to \$29,725 in the same quarter of 2019. The principal factors which positively affected Net Income were:

- Operating Income of \$42,159
- Deferred income tax recovery of \$24,837 due to the recognition of deferred tax asset, based on expected positive taxable incomes for EPP for the coming years.

Net Income was negatively affected by a current income tax expense of \$10,450 in the fourth quarter of 2020, as result of positive income before taxes at EPP, San Andes and Aranzazu.

#### Shareholder's Equity

As of December 31, 2020, shareholders' equity was \$312,714 compared to \$195,620 on December 31, 2019. The increase of \$117,094 was mainly due to the:

- Proceeds from the initial public offering of BDRs in Brazil completed on August 6, 2020 (the "Initial Public Offering"),
  in the amount of \$48,690 (net of all fees and expenses)
- Income of the period, in the amount of \$ 68,477

#### Adjusted EBITDA<sup>1</sup>

As discussed herein, the combination of higher production, better grades, lower costs, higher gold prices, and devaluation of currencies had strong impact on gross margins and EBITDA.

Adjusted EBITDA<sup>1</sup> was \$50,444 in the fourth quarter of 2020, compared to \$27,173 recorded in the same period of 2019. The adjusted EBITDA by business unit was the following:

- Aranzazu \$11,751
- Ernesto and Pau-a-Pique (EPP) \$27,007
- San Andres \$15,727
- Gold Road \$ (334)
- Others (Corporate, Almas, Matupa, and Tolda Fria) \$(3,707)

#### Net Debt1

Net Debt<sup>1</sup> in the fourth quarter of 2020 was \$(47,693), compared to \$3,854 in the fourth quarter of 2019, a decrease of \$51,547 in the year of 2020. The main reasons for the change in Net Debt<sup>1</sup> are:

- Cash inflows:
  - Adjusted EBITDA of \$119,407
  - Proceeds (net of all fees and expenses) from the Initial Public Offering in Brazil \$48,737
- Cash outflows:
  - Cash outflows were mainly associated with:
    - a) Capex:
      - Sustaining Capex + Exploration Capex (not including Exploration expenses) + "Others" (including development of a new leach pad and the Esperanza area at the San Andres mine in Honduras) added \$31,722
      - Proceeds on sale of plant and equipment: \$ (912)



- \$20,251 were associated with the expansion of our operations (Ernesto mine and Gold Road)
- b) Realized losses of \$14,798 with gold, copper, and currency derivatives as result of significant increase of metal prices (mainly gold) and strong devaluation of the Brazilian Real in period
- c) Taxes paid due to the strong operation results recorded in Brazil, Honduras and Mexico (\$9,297)
- d) Several other items, including change in working capital, interest expenses, dividends paid, foreign exchange (\$15,192)
- o In addition, as result of the acquisition of Gold Road, its non-recourse debt was consolidated at a discounted value of \$25,205.

#### Revenue components and highlights

		the three		For the three		For the twelve	For the twelve
	mo	nths ended		months ended		months ended	months ended
	Decei	mber 31, 2020	1	December 31, 2019	- 1	December 31, 2020	December 31, 2019
Gold revenue	\$	74,459	\$	47,365	\$	219,332	\$ 158,524
Copper & Gold Concentrate Revenue		27,884		23,273		88,074	70,705
Gross Revenue	\$	102,343	\$	70,638	\$	307,406	\$ 229,229
Ounces sold (GEO)(1)							
San Andres		15,584		18,748		56,494	56,722
EPP Mines		24,389		15,845		66,652	58,704
Aranzazu		18,689		19,727		63,980	63,642
Gold Road		1,105		-		1,105	-
Total ounces sold		59,767		54,321		188,231	179,068
Gold sales revenues, net of local sales taxes	\$	70,723	\$	46,380	\$	209,801	\$ 155,497
Average gold market price per oz (London PM Fix)	\$	1,874	\$	1,481	\$	1,768	\$ 1,392
Realized average gold price per ounce sold, gross	\$	1,813	\$	1,369	\$	1,765	\$ 1,373

#### Additional events for the fourth quarter of 2020

Secondary Public Offering of BDRs Completed

On November 11, 2020, the Company announced that it had completed a secondary public offering of BDRs launched by certain minority shareholders of the Company (the "Secondary Offering"). The Secondary Offering consisted of 1,800,000 Shares (corresponding to approximately 2.5% of the total outstanding Shares of the Company). The Company issued no shares and received no funds from the Secondary Offering.

Upon the completion of the Secondary Offering, the BDRs (including the BDRs of the Secondary Offering) started trading in the traditional securities trading segment of B3 under the code "AURA33", for all types of investors.

#### Subsequent events for the fourth quarter of 2020

**Development of Almas Project** 

On February 3, 2020, the Company announced approval by its Board of the development of Almas, following the conclusion of the Almas Study and detailed analysis by the management team.

Almas is expected to begin construction in the first quarter of 2021, to be operational in production/ramp-up phase by the second half of 2022 and start commercial production by fourth quarter of 2022. Promon Engenharia was hired for EPCM (Engineering, Procurement and Construction Management) services on plant and infrastructure, having already started working on detailed engineering, to be developed until ramp up phase expected to the fourth quarter of 2022. Beginning of construction is subject to obtaining final documentation on land use agreement and environmental licenses with the State of Tocantins in Brazil, which have already been requested by the Company in order to meet the expected timeline of the Project.



Almas is expected to be operational by the second half of 2022, with an after-tax total investment estimated at approximately US\$73 million, yielding an after-tax NPV of US\$183 million when using the weighted average consensus gold prices for the projected period of US\$1,558 per ounce. An upside scenario using a gold price of US\$1,800 per ounce yields an after-tax IRR of 57%, an after-tax NPV of US\$260 million and a leveraged ROE of 108%, assuming 50% debt to total capital. Average annual gold production is estimated at 51,000 ounces during the first four years of the Project, with an estimated LOM of 17 years, based on mineral reserves estimated in accordance with National Instrument 43-101.

See the press release of the Company dated February 3, 2020, for further details.

#### Trafigura advance payment

In February 2021, Trafigura México, S.A. de C.V agreed to make an advance payment of US\$ 6,000 to Aranzazu Holdings Ltda, in connection with the Purchase-Sale agreement entered between the parties in November 2020. The advance bears an annual interest rate of 5.00% with a maturity date of March 2022.

#### **Dividends**

The Company announced in June 2020 the approval of a new dividend policy (the "Dividend Policy"). Under the Dividend Policy, the Company expects to pay an annual dividend based on 20% of its annual Adjusted EBITDA less sustaining capital expenditures and exploration capital expenditures, payable as cash dividends to holders of its shares.

The Company has calculated the expected minimum dividend payable based on the Dividend Policy and the Company's 2020 results to be around \$18 million. The Board of Directors is expected to meet in late March 2021 to consider the payment of an annual dividend pursuant to the Dividend Policy.

The declaration of dividends under the Dividend Policy is subject to the discretion of the Company's board of directors, having regard to the best interests of the Company and the limitations imposed by the solvency tests contained in the Company's memorandum of association and articles of association and other requirements of applicable corporate law. Nothing in the Dividend Policy shall restrict the discretion of the Company's board of directors from authorizing sustaining capital expenditures or exploration capital expenditures that the board of directors deems to be in the best interests of the Company. These expenditures may limit future amounts of dividends payable under the Dividend Policy.

### 7. OUTLOOK AND KEY FACTORS

The Company expects improvements at its operations in 2021, as indicated below:

- *EPP:* Ernesto pit is expected to be the main source of ore feed for the year, together with its pit development for full production, targeted in 2022. The Company expects the fourth quarter of 2021 to have the most significant production. Japones, Nosde and PPQ are expected to keep producing in 2021, which, together with the development of the extension of Lavrinha pit, is expected to provide more flexibility to EPP with 4 operational pits and one underground mine.
- San Andres: Esperanza is expected to remain as the main source of ore for 2021. Improvements in the plant are expected to reduce the leaching cycle and reduce DMT in the mine to increase efficiency. The Company also intends to conduct exploration activities to develop new targets surrounding the existing pit.
- *Aranzazu:* Over the first half of the year, the implementation of further improvements in the milling and flotation circuit may increase throughput, reaching 100,000 tons per month during the second half of 2021. More than 48,900m of drilling is planned as part of a strong exploration plan to support the next expansion, in line with management's goal of doubling production capacity in the future.
- **Gold Road:** While the Company moves to final phase of the ramp up, exploration efforts are expected to continue in 2021, both at current operational areas as well as targets in the Company's mineral concession. The Company expects to publish an updated technical report during the first half of 2021.

The Company's updated gold equivalent production, cash cost per gold equivalent produced and Capex guidance for 2021



are detailed below.

#### **Production**

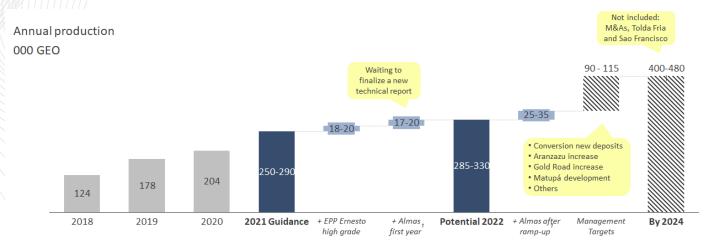
The table below details the Company's updated GEO production guidance for 2021 by business unit:

#### Gold equivalent thousand ounces ('000 GEO) production - 2021

	Low	High
San Andrés	80	93
EPP Mines	64	73
Aranzazu	81	93
Gold Road	25	31
Total	250	290

In addition to its production guidance for 2021, below we present management targets for production for 2022-2024 across its business units.

Management has set a production target of 400,000 to 480,000 GEO by the year ending December 31, 2024:



Including capitalized ounces

**Notes**: 2021 and 2022 figures are based on current technical reports for the Company's projects, except as otherwise noted. Please refer to the heading "Technical Information". Figures for 2023-2024 are based on management's expectations based on preliminary, high level studies for each of the assets. 1) Based on Ausenco's Desktop Study issued in May 2020, as disclosed in the press release of the Company dated July 21, 2020.

The table below shows the Company's updated cash costs per gold equivalent produced guidance for 2021 by Business Unit:



## Cash Cost per equivalent ounce of gold produced - 2021

	Low	High
San Andrés	800	950
EPP Mines	685	810
Aranzazu	615	725
Gold Road	970	1180
Total	728	867

For the cost calculation the Company used the following assumptions on exchange rates: for Brazilian Real: BRL 5.20/USD; Honduran Lempira: HNL 24.00/USD; Mexican Peso: MXN 21.00/USD.

#### Capex:

In 2021, the Company expects to start the construction at Almas, to develop a pre-feasibility study for the Matupa project and to further expand production capacity at Aranzazu, which, along with sustaining and exploration capital expenditures and Gold Road development, which is expected to total between US\$93 million and US\$104 million.

The table below shows the breakdown of estimated capital expenditures by type of investment:

#### Capex (US\$ million) - 2021

	Low	High
Sustaining	45	50
Exploration	6	8
New projects + Expansion	42	46
Total	93	104

Aura believes its properties have strong geological potential and management's objective is to expand LOM across its business units. Therefore, in 2021, Aura plans to invest a total of US\$24 million to US\$28 million which includes:

- US\$6 million to US\$8 million in capital expenditures (included in the table above) in areas where the Company has proven and probable mineral reserves; and,
- US\$18 million to US\$20 million in exploration expenses, not capitalized, in areas where the Company does not yet have proven and probable mineral reserves (not included in the table above).

#### **Key Factors**

The Company's future profitability, operating cash flows, and financial position will be closely related to the prevailing prices of gold and copper. Key factors influencing the price of gold and copper include, but are not limited to, the supply of and demand for gold and copper, the relative strength of currencies (particularly the United States dollar), and macroeconomic factors such as current and future expectations for inflation and interest rates. Management believes that the short-to-medium term economic environment is likely to remain relatively supportive for commodity prices but with continued volatility.



- To decrease risks associated with commodity prices and currency volatility, the Company will continue to evaluate
  and implement available protection programs. For additional information on this, please refer to the AIF.
- Other key factors influencing profitability and operating cash flows are production levels (impacted by grades, ore
  quantities, process recoveries, labor, country stability, plant, and equipment availabilities), production and
  processing costs (impacted by production levels, prices, and usage of key consumables, labor, inflation, and
  exchange rates), among other factors.

## 8. REVIEW OF MINING OPERATIONS AND EXPLORATION

#### San Andres, Honduras

The San Andres Gold mine belongs to Minerales de Occidente (MINOSA), a wholly-owned subsidiary of Aura and located 360 km from Honduras' capital of Tegucigalpa in the western highlands of the country. Exploration and artisanal mining have been conducted in the area since the 1930s with modernization beginning in 1983. Aura acquired the property and infrastructure in 2009 and currently operates the open-pit, heap-leach complex.

#### **Operating performance:**

- The Pandemic affected the first and second quarters due to the suspension of operations as required by the local government. On May 26, 2020, Aura obtained authorization to fully resume operations at San Andres, since then there were no new interruptions. See Section 3.3: COVID-19 Pandemic.
- The table below sets out selected operating information for San Andres for the three months and twelve months ended December 31, 2020 and 2019:

	For the three	For the three	For the twelve	For the twelve
	months ended	months ended	months ended	months ended
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
Ore mined (tonnes)	1,299,305	1,178,232	4,114,347	5,178,049
Waste mined (tonnes)	681,612	871,840	2,698,169	3,766,406
Total mined (tonnes)	1,980,916	2,050,072	6,812,515	8,944,455
Waste to ore ratio	0.52	0.74	0.66	0.73
Ore plant feed (tonnes)	1,257,133	1,175,933	4,005,297	5,172,718
Grade (g/tonne)	0.59	0.44	0.54	0.48
Recovery (%)	79%	112%	89%	74%
Production (ounces)	18,768	18,729	60,769	58,374
Sales (ounces)	15,584	18,748	56,494	56,722
Average cash cost per ounce of gold produced	\$ 924	\$ 846	\$ 846	\$ 907

Results for San Andres during the fourth quarter of 2020 as compared to the same period of 2019 are as follow:

- Mining in fourth quarter and the over the year of 2020 has been concentrated in the Esperanza area, with the Company prioritizing areas with the lowest strip ratio.
- Ore production within the fourth quarter of 2020 was impacted by weather conditions (Hurricanes Eta and Iota), but despite this, a greater stacking level was achieved than in the last quarter of 2019.
- Higher average cash cost per ounce of gold produced in fourth quarter 2020 due to reduced productivity as a result of weather conditions (Hurricanes Eta and Iota) and higher costs in the price of loading and hauling and equipment rental. Results for the twelve months of the year at a lower average cash cost per ounce of gold produced, driven by the improvement in grade and recovery by handling solutions in pad.
- The recovery of 79% in the fourth quarter of 2020 was according to plan, and no longer affected by extraction of the pad from previous months. The improvement for the year ended December 31, 2020 is due to the



handling of the PLS (pregnant leach solution) and ILS (intermediate leach solution) on the Pad, minimizing mixtures and reducing the inventory of surplus solutions.

- For 2020 as a whole, ore production was mainly affected by a state of emergency decreed by the Government
  of Honduras which significantly reduced the country's economic activities for 75 days due to the Pandemic in
  March 2020, and weather conditions caused by Hurricanes Eta and Iota.
- Sales were affected as production decreased in November 2020 due to Hurricanes ETA and Iota, as well as the closure of the SPS airport which caused delays in exports in the last 2 months of the fourth quarter. In December 2020, 3,244.38 ounces of gold were exported with a value date of January 2021.

#### Strategic developments and geology

Exploration activities during the fourth quarter of 2020 were impacted by the Hurricanes Eta and Iota that significantly affected Honduras. A total of 42 holes totaling 3,891 meters were drilled during the fourth quarter of 2020, and a total of 14,264 meters (169 drill holes) in the year ended December 31, 2020, consisting of 101 diamond drill holes (9,144 m) and 68 reverse circulation holes (4,951 m).

The program was focused on Infill drilling with the aim of replacing depletion from production and increasing the certainty of the mineral in tonnage and grade, which confirmed the resource model grades as initially planned in East Ledge, Banana Ridge and Esperanza zones. Exploration and infill drilling to upgrade resources were concluded in Falla A, temporarily suspended in Zona Buffa due to access conditions, which is expected to be resumed in first quarter of 2021.

#### **Quality Assurance and Quality Control - San Andres**

The samples are sent to the internal laboratory in the Minosa mine, where they are weighed, pulverized, and homogenized. Two percent of CRM and two percent of Blank samples are inserted into the sample streams sent to the laboratory to verify accuracy, precision, and contamination. Five Gold Certified Reference Material with ranging value from 0.32 ppm to 1.41 ppm and one type of blank rock from the region have been used. The samples are analyzed for Gold using the Au\_FA30 (Fire assay/AAS, 30g) and Au\_CN10 (Hot cyanide/AAS, 10g) methods, both with 0.01ppm in the lower detection limit.

#### Ernesto and Pau-a-Pique (EPP):

#### Introduction

EPP is located in Mato Grosso, Brazil, approximately 450 km west of Cuiabá, the state capital and 12 km from the town of Pontes e Lacerda. The complex consists of a processing plant fed by satellites mines such as Lavrinha, Japones, Ernesto and Pau-a-Pique underground deposit, all of which are under operation. Nosde is under development stage.

EPP achieved a production record during fourth quarter of 2020 of 26,332 ounces, of which 13,579 ounces came from the Ernesto mine. In 2021, the Company expects a push back at the Ernesto mine primarily during the first half of 2021, following which the Company expects Ernesto to achieve higher grades in the fourth quarter of 2021 and during 2022.

The Company expects to declare commercial production at Nosde by early 2021. During fourth quarter of 2020, Nosde produced 1,2040z.

In additional, the Company believes EPP has additional promising deposits within a 25km distance radius of existing operations, with the potential to become new mines, such as the Bananal North and Bananal South. The Company is currently conducting exploration on these target areas.

Finally, the Company is evaluating the potential to restart the São Francisco mine. Surface sampling was concluded in 2020 with the identification of 7 potential targets. Exploratory drilling in 3 of those will start in the first quarter of 2021.

#### **Operating performance**



Production at EPP for the three months and twelve months ended December 31, 2020 for the different mine stages is summarized below:

	For the three	For the twelve
	months ended	months ended
	December 31, 2020	December 31, 2020
Production at commercial stage from Lavrinha, Japones, Ernesto, Pau-a-Pique	25,128	66,847
Production not at the commercial stage from Ernesto, Nosde, other	1,204	4,796
Total Production (gold ounces)	26,332	71,643

The table below sets out selected operating information for the mines at commercial stage at EPP, consolidated for the three months and twelve months ended December 31, 2020 and 2019.

	For the three	For the three	For the twelve	For the twelve
	months ende	d months ended	months ended	months ended
	December 31, 2	December 31, 2019	December 31, 2020	December 31, 2019
Ore mined (tonnes)	58	<b>322,91</b>	5 <b>2,213,768</b>	1,400,979
Waste mined (tonnes)	5,10	<b>10,147</b> 3,195,47	2 <b>17,377,991</b>	12,140,020
Total mined (tonnes)	5,68	<b>6,875</b> 3,518,38	7 <b>19,591,759</b>	13,540,999
Waste to ore ratio		<b>8.69</b> 9.9	0 <b>7.85</b>	8.67
Ore plant feed (tonnes)	41	9,859 412,38	3 <b>1,669,633</b>	1,614,664
Grade (g/tonne)		1.99 1.1	6 <b>1.34</b>	1.13
Recovery (%)		<b>93.6</b> % 95.7	% 95.9%	95.1%
Production (ounces)	2	<b>5,128</b> 14,70	4 66,847	55,933
Sales (ounces)	2	<b>4,389</b> 15,84	5 <b>66,652</b>	58,704
Average cash cost per ounce of gold produced	\$	587 \$ 1,14	7 <b>\$ 743</b>	\$ 963

(1) EPP Mines do not consider pre-commercial production , capitalized.

#### A discussion of the above results is set out below:

- Higher ore production resulted from ore added by Ernesto and Japones, which also produced a higher grade compared to same period of 2019. Lavrinha also contributed to the higher production in the period.
- The Company had a lower strip ratio at EPP due to increased ore handling from Japones and Ernesto.
- Processed tons were slightly higher than same period in 2019 due to the better productivity of the EPP plant despite keeping a similar recovery rate compared with the same period 2019.
- The Company had lower recoveries in the fourth quarter of 2020 in comparison to the third quarter of 2020, as expected due to specific features from Ernesto mine ore.
- Higher gold production was the result of lower ton and grade processed in the plant.
- Lower cost per ounce was due to reduced strip ratio and higher gold production.

#### Strategic developments and geology

During the fourth quarter of 2020 at EPP, a total of 79 drill holes were completed, totaling 12,202 meters. In 2020, 184 drill holes, totaling 32,549 meters, were completed. The near mine exploration was concluded in the fourth quarter of 2020, where the resource models for Lavrinha and Nosde were updated. Drilling activities were concentrated in Bananal Target.

A total of 33 holes totaling 9,151 meters were drilled during the fourth quarter of 2020 focusing on the infill of Bananal South. A total of 92 holes totaling 23,904 meters were drilled in Bananal South and North targets during the year ended December 31, 2020. Resource model updates for those targets as well as the exploration drilling on the Bananal South extensions and Bananal Central are expected to start in first quarter of 2021.

Regional exploration activities (surface sampling and mapping) further south of Bananal and north of Pau-a-Pique were conducted during the fourth quarter of 2020 and are still in progress to generate new drill targets for 2021. As mentioned above, the Sao Francisco work was completed with the identification of 7 targets to be drilled over this year.

#### **Quality Assurance and Quality Control - EPP**



Analytical work was carried out by SGS Geosol Lab ("SGS"), in Belo Horizonte, Brazil. Drill core samples were shipped to SGS's Lab. All samples were analyzed for gold values determined by fire assay method with atomic absorption spectrometry finish on 50g aliquots. SGS has routine quality control procedures which are independent from the Company's. The Company has established a standard quality assurance and quality control procedure for the drilling programs at Apoena as below.

Each batch of samples sent to the lab is composed approximately by 40 core samples and 4 quality assurance and quality control samples (2 blanks and 2 standards). The number of control standards should reflect the size of the analytical batch used by the laboratory. These QAQC samples are randomly spaced into each batch. The bags are labeled with these numbers are filled with 50 grams of one of the control standards and the sample tag is inserted in the bag. Records of which control standard was put in each bag in the sample log or sample cards are kept.

#### Aranzazu

#### Introduction

Aranzazu is an underground copper mine 100% owned by Aura, located in Zacatecas, Mexico approximately 250 km from Monterrey. Documented evidence of mining in the area dates back almost 500 years. The current mine has been in operation since 1962, with Aura assuming ownership in 2010. After being put in care in maintenance in 2014, new management reanalyzed the business and the operation was restarted in 2018 after a detailed 5-year feasibility study was completed, governance was redesigned, a new incentive program was introduced, and new tailings dam was built.

Aranzazu declared commercial production in December 2018. Since that time, Aranzazu has performed above the expectations set out in its feasibility study, operated at less than half of cash cost and twice the production of, compared to 2014.

As part of the feasibility study, management focused on having a detailed 5-year LOM plan to be able to restart and expand operations, once generating positive cash flows. Since early 2019, Aranzazu has invested in geological studies, consolidating its information with a new geophysical data and reports from external consultants, which the Company believes are promising, as further described below:

- Glory Hole is currently Aranzazu's main deposit. It is currently being drilled to seek to significantly expand LOM. A 2019 Airborne Magnetic Survey indicated that the Glory Hole Skarn (low magnetic signature) is still open downdip for further 500 to 700m from currently known inferred resources, also down plunge to southeast towards Cabrestante, which may represent a significant increase of LOM. The Company intends to further explore this possibility with its recent infill drilling campaign.
- The Company believes El Cobre is a significant deposit, and is conducting a drilling campaign that has potential to significantly increase LOM. The El Cobre area shows a higher-level exposure and occurs as vertically oriented chimneys and breccia pipes with skarn cores. They are likely to continue down into laterally more extensive skarns similar to those in the Aranzazu area and indicating that Aranzazu style skarn mineralization may underlie the El Cobre workings (corroborating the high potential in downdip evidenced by the aeromagnetic survey). In addition, the strong retrograde pyrite-hematite alteration is very similar between the two areas.
- Concepcion del Oro / Peñasquito / Tayahua is a polymetallic world class district where Aura controls approximately 11,000 hectares of mineral rights. Geological mapping and sampling, together with geophysical data are generating a significant amount of new early-stage targets in the district, where new copper-gold skarns, manto type polymetallic mineralization and high-grade veins gold /silver veins were found. Low grade Au-Cu porphyry mineralization could possibly occur as well.

#### **Operational performance**

The table below sets out additional selected operating information for Aranzazu for the three months and twelve months ended December 31, 2020 and 2019:



	mont	he three ths ended ber 31, 2020	For the three months ended December 31, 2019	For the twelve months ended December 31, 2020	For the twelve months ended December 31, 2019
Ore mined (tonnes)		258,085	206,502	891,699	760,789
Ore processed (tonnes)		260,301	231,611	896,030	815,952
Copper grade (%)		1.36%	1.57%	1.44%	1.28%
Gold grade (g/tonne)		0.79	0.98	0.90	0.77
Silver grade (g/tonne)		20.66	22.54	21.99	18.36
Copper recovery		91.3%	89.0%	90.7%	80.1%
Gold recovery		79.3%	78.5%	77.6%	69.5%
Silver recovery		59.4%	61.9%	60.4%	53.8%
Concentrate production:					
Copper concentrate produced (DMT)		14,369	14,842	53,791	42,396
Copper contained in concentrate (%)		22.4%	21.9%	21.8%	18.7%
Gold contained in concentrate (g/DMT)		11.3	12.0	11.6	9.7
Silver contained in concentrate (g/DMT)		222.6	217.7	221.8	179.0
Copper pounds produced ('000 Lb)		7,110	7,158	25,743	22,181
Total production (Gold Equivalent Oz - GEO)		19,073	19,953	65,499	63,193
Cash costs (\$/GEO)	\$	757	·	\$ 840	·
Copper equivalent pounds produced ('000 Lb)		10,860	10,997	41,329	33,067
Cash Cost per Copper equivalente pound produced	\$	1.33	\$ 0.98	\$ 1.33	\$ 1.43

#### For the fourth quarter of 2020:

- Mine production 25% higher than same period in 2019, consistent with the Company's goal to achieve 100,000 tons per monthly by July 2021.
- Plant production increased 13% compared with same period in 2019, since in 2019 there was ore from stockpile that was processed in the plant.
- Copper grade was lower than the same period in 2019 due to mine sequencing and the grade in areas which were mined, in accordance with the Company's expectations.
- The Company believes that Aranzazu can further increase recovery at the plant and achieve better results for Copper and Gold production during 2021.
- During the fourth quarter of 2020, almost the same tons of concentrate was produced, but such material contained higher copper content, compared with same period of 2019.
- When compared with same period 2019, cash cost per copper pound produced was higher due to lower grades and a higher secondary development to increase mine production for 2021 as part of the plan to achieve 100,000 tons per monthly.

#### Strategic developments and geology

Aranzazu continues to advance its program to consolidate a balanced exploration pipeline. The infill drilling program focused on resources conversion on Glory Hole, with a total of 11,830 meters totaling 19 holes completed in 2020.

Exploration drilling continued during the fourth quarter of 2020 at Glory Hole downdip, where a second hole expected to be 1,050 meters was started in late December 2020 and is still underway. In Cabrestante, two holes were concluded. Exploration drilling also started at El Cobre with one hole totaling 857 meters completed to date, and a second hole expected to start in early first quarter of 2021.

The strategy for 2021 will be similar to 2020. The Company intends to continue convert the Glory Hole from resources to reserves while expanding resources both at Glory Hole, Cabrestante and El Cobre. The conversions of Glory Hole remain steady and predictable in the 80%-90% range.

#### Quality Assurance and Quality Control - Aranzazu

The Company is using Bureau Veritas S.A. via their branch offices located in: 1) 9050 Shaughnessy St, Vancouver BC V6P-



6E5, Canada; and, 2) 428 Panamá St, Unión de los Ladrilleros, Hermosillo Sonora, México for analytical works.

Currently, there are four types of quality assurance and quality control samples that are used to verify laboratory accuracy, precision, and contamination within each batch in labs: i) Standard (5% insertion), ii) Blank (5% insertion), iii) Duplicate (2.5% insertion), and iv) Twin (2.5% insertion). The core samples are cut in half looking for the main structures to be of equal proportion to reduce the bias of the results. They are, then, packed in transparent bags, labeled and sealed. Subsequently, the samples are sent to the preparation laboratory in Durango, Mexico, where they are weighed, broken, pulverized, and homogenized for their subsequent shipment to the laboratories of Hermosillo and Vancouver. Three standard CDN types are inserted, high (2,033% Cu), medium (1.37% Cu) and low (0.529% Cu) grade, and three types of rock blanks from the region; marble, intrusive, and limestone. For gold testing, they are sent to the Hermosillo Sonora laboratory where they are analyzed by the FA430 method with a detection limit of 0.005 ppm and 10 ppm and if it exceeds the detection limit, they are analyzed by the FA530 method. For the assay of 44 elements, they are analyzed in the laboratory in Vancouver, Canada by the MA300 method. The check sample must comply with a minimum of 5% of samples, which are sent to the SGS laboratory in Durango and be analyzed using the GE\_ICP40B and GE\_FAA313 method.

#### **Gold Road**

#### Introduction

Gold Road mine is located in the Oatman Mining District in Arizona, USA, a prolific zone with more than 2 million ounces of gold produced in the past.

After acquiring Gold Road in March 2020, Aura initiated a phased drilling campaign to further delineate and confirm current mineral resources and to expand the minable resource footprint of the property. Aura has developed the property's first 3-D model of the ore body and a mine plan based on above inferred mineral resources.

Aura completed two phased diamond drilling campaigns in Gold Road Mine during 2020 totaling 23,203 ft in 53 holes from underground and 13,372 ft in 8 holes from surface for total budget of \$ 2,064,828. The main objectives of 2020 underground drilling campaign was to upgrade of inferred mineral resource to indicated category. Underground drilling was partially successful in delineating existing inferred resources and provided a robust interim model for short term mine planning.

The main objectives of 2020 surface drilling was to test the western extension of the Sharpe stope at depth and to expand inferred resource footprint. The results of drilling show that Sharpe stope does not have extensive strike length continuity and is limited perhaps by controlling structures. Due to high-risk nature of deep drilling of a narrow vein target from surface, it was decided to continue Sharpe stope zone exploration at depth from a new underground platform in 2021.

In addition, Aura start to drill in Gold Ore target which is in close vicinity of Gold Road Mine in 2020. Gold Ore is an abandoned mine which was partially mined in 1940s. One drill hole was completed during 2020 for total of 2,065 ft to test viability of mineralization below historical mine workings. The plan is to continue drilling in 2021 to better understand geology, geometry and extension of mineralization in Gold Ore.

In order to better understand historical geological framework of orebody in Gold Road Mine, a desktop geological study was completed in 2020 digitizing all available historical level plans for Gold Road Mine. Similar desktop study needs to be completed for historical mines in the Oatman District in 2021.

Aura approved a total budget of \$7 million for exploration program and drilling in Gold Road Mine and Oatman district. A total of 54,000 ft will be drilled from underground in 119 holes and a total of 52,465 ft from surface in Gold Road Mine. The objective of these drilling campaigns, similar to 2020, is to delineate upgrade and expand resource footprint at Gold Road. In district scale, the 2021 exploration program intend to identify at least three drill ready targets which can be subject further exploration in the future.

Aura's plan is to incorporated drilling data and information into new updated 43-101 in 2021.



#### **Operational Performance**

Gold Road continued to ramp-up during the fourth quarter of 2020 and declared commercial production in December 2020. The mine contractor met management's performance expectations for daily advance rates and haulage. The plant was fully commissioned and averaged 378 tons per day or 76% of rated throughput capacity. Exploration on the Gold Road vein continued with two drills for most of the fourth quarter of 2020 and wide-spaced drilling results have confirmed mineralization for most of the mining areas planned for 2021. The mine began accelerating development in December to open more mining areas, which will provide additional flexibility in the mine plan.

#### **Strategic Development**

During the fourth quarter of 2020, Aura continued exploration drilling to confirm the 2021 mine plan and beyond. A total of 36,575 ft (11,148 meters) were drilled from underground and surface during 2020 in 100 Level, 5000 Zone, 3080 Zone, 2609 Zone, Sharpe Stope and Shaft#1.

Exploration drilling started and is still ongoing at Gold Ore, which is a parallel northwest – southeast trending vein structure mined in the past, located approximately 800 meters east of Gold Road.

#### **Quality Assurance and Quality Control - Gold Road**

Currently, analytical work is being carried out by ALS Geochemistry Lab ("ALS") in Reno, Nevada, USA. Drill core samples were crushed, pulverized, and homogenized in the mine's laboratory at Gold Road, then pulp samples were shipped to ALS's lab in Reno. All samples were analyzed for gold values determined by fire assay method (code Au-AA25) with atomic absorption spectrometry finish on 30g aliquots. ALS has routine quality control procedures which ensure that every batch of 20 prepared samples includes one sample repeats, two commercial standards and blanks. ALS's quality assurance an quality control measures are independent from the Company's. The Company has established a standard quality assurance and quality control procedure for the drilling programs at Gold Road by inserting one blank, two standards, and one duplicate for each 20 samples.

#### **Exploration Projects**

- At Matupá, a total of five diamond exploration holes totaling 2,085 meters were undertaken in the fourth quarter of 2020, focussing on Eron Vein, X1 and Target 47 Cu-Mo anomaly. In parallel, 20 reverse circulation holes totaling 1,120m were completed to test important gold soil anomalies in Alto Alegre. Soil sampling was also completed in Guarantã Ridge polymetallic target.
- Surface exploration activities continued at Almas, aiming to generate new exploration targets in the district and improve the exploration pipeline of the project.
- At Tolda Fria, Colombia, a surface exploration program in the district started in the third quarter of 2020 and continued during the fourth quarter. Aura now controls approximately 6,625 hectares in claims. The Company expects to generate significant early-stage target in Tolda Fria district along 2021. The Tolda Fria district in part of greater prolific Middle Cauca district where several world class porphyry and epithermal gold deposits exists. The surface mapping performed in 2020 was very promising with some high grade chip sampling found. Those targets are going to be further studied to allow for a decision whether to drill them. Based on the results, Aura submitted to the Colombian authorities a request to expand the research rights in a specific area neighboring its existing rights.

#### **Ouality Assurance and Quality Control - Exploration Projects**

At Matupa, Aura implemented QA/QC program for drilling, trenching and channel sampling which includes one high grade standard, one low grade standard, and one Blanks in each batch (mainly after mineralized zones) and 1/20 core duplicate (5%); Blank sample are fragments of regional barren granodiorite without any hydrothermal alteration or sulfides.



Currently Aura uses the Certified Reference ITAK 528 and ITAK 529 for Gold samples, which was prepared by Itak lab following Rio Novo's request to prepare a certified reference material from a sample collected from the reject of drilling performed by Rio Novo (separated by range of levels: low grade 0.315 and high grade 2.76) and forwarded to the Itak. A sample of approximately 100 kg of material was dried at a temperature of 105 °C and homogenized. After homogenization, the material was fourth in aliquots of approximately 60g. Then they were evaluated on the degree of homogeneity for Au. Finally, a group of specialized laboratories was invited to perform the certification tests of the parameter Au.

For Copper samples Aura uses Certified Reference SG-091, SG-092 and SG-093 which was prepared by SGS Geosol lab following their internal standards. The reference material was prepared using copper ore samples from Bahia, Brazil and the raw material was dried in an oven at  $105^{\circ}$ C for over twelve hours, pulverized down to 75 microns, homogenized and split into 372 aliquots of 120 grams, which were individually packed in airtight plastic jars. A subset of twenty-four aliquots of 10 grams selected at random was then subjected to XRF analysis at SGS GEOSOL, followed by consensus testing to ensure homogeneity.

Aura is not implanting any QA/QC samples for surface sampling (including soil , stream sediment or chip samples) in exploration projects.

## 9. RESULTS OF OPERATIONS

Details of net revenues, cost of production, depletion and amortization and gross margin are presented below:

For the three	For the three	For the twelve	For the twelve
months ended	months ended	months ended	months ended
December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
\$ 28,182	\$ 27,075	\$ 95,060	\$ 79,586
42,541	19,305	114,741	75,911
27,884	23,273	88,074	70,705
1,999	-	1,999	-
\$ 100,606	\$ 69,653	\$ 299,874	\$ 226,202
\$ 11,989	\$ 15,750	\$ 49,673	\$ 53,766
13,546	12,948	50,246	52,689
14,384	10,681	53,674	49,142
1,593	-	1,593	-
\$ 41,512	\$ 39,379	\$ 155,186	\$ 155,597
\$ 1,928	\$ 1,705	\$ 5,694	\$ 6,732
3,374	2,717	7,576	8,663
2,724	1,975	9,324	6,949
212	-	212	-
\$ 8,238	\$ 6,397	\$ 22,806	\$ 22,344
\$ 14,265	\$ 9,620	\$ 39,693	\$ 19,088
25,621	3,640	56,919	14,559
10,776	10,617	25,076	14,614
194	-	194	-
\$ 50,856	\$ 23,877	\$ 121,882	\$ 48,261
	months ended December 31, 2020  \$ 28,182	months ended December 31, 2020         months ended December 31, 2019           \$ 28,182         \$ 27,075           42,541         19,305           27,884         23,273           1,999         -           \$ 100,606         \$ 69,653           \$ 11,989         \$ 15,750           13,546         12,948           14,384         10,681           1,593         -           \$ 41,512         \$ 39,379           \$ 1,928         \$ 1,705           3,374         2,717           2,724         1,975           212         -           \$ 8,238         \$ 6,397           \$ 14,265         \$ 9,620           25,621         3,640           10,776         10,617           194         -	months ended December 31, 2020         months ended December 31, 2019         months ended December 31, 2020           \$ 28,182         \$ 27,075         \$ 95,060           42,541         19,305         114,741           27,884         23,273         88,074           1,999         -         1,999           \$ 100,606         \$ 69,653         \$ 299,874           \$ 11,989         \$ 15,750         \$ 49,673           13,546         12,948         50,246           14,384         10,681         53,674           1,593         -         1,593           \$ 41,512         \$ 39,379         \$ 155,186           \$ 1,928         \$ 1,705         \$ 5,694           3,374         2,717         7,576           2,724         1,975         9,324           212         -         212           \$ 8,238         \$ 6,397         \$ 22,806           \$ 14,265         \$ 9,620         \$ 39,693           \$ 25,621         3,640         56,919           10,776         10,617         25,076           194         -         194

#### **Net revenues**

Net revenues for the three months ended December 31, 2020 increased \$30,953, a 44 % growth compared to same period of 2019; this was mainly a result of the increase in higher production and volume sales of 188,231 GEO (not including ounces capitalized from EPP and Gold Road) and an increase in metal prices.

#### **Exploration expenses**



	For the three	For the three	For the twelve	For the twelve
	months ended	months ended	months ended	months ended
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
San Andres mine	\$ 335	\$ 68	\$ 1,065	\$ 242
EPP projects	1,152	457	3,671	3,005
Aranzazu mine	408	40	475	278
Gold Road	171	-	179	-
Total	\$ 2,066	\$ 565	\$ 5,390	\$ 3,525

The exploration expense for EPP and Aranzazu mainly represents costs related to increased efforts to discover potential new mining areas. At Gold Road, which was acquired on March 27, 2020, exploration expenditures have been incurred to detail mine reserves and resources.

#### Care and maintenance expenses

	For the three		For the three	For the twelve	For the twelve	
	months ended		months ended	months ended	months ended	
	December 31, 2020		December 31, 2019	December 31, 2020	December 31, 2019	9
Almas, Matupa and Tolda Fria	\$ 2	70 \$	(608)	\$ 714	\$	253
EPP Mines	2	82	227	743	1,	,270
Gold Road		28	-	135		-
Total	\$ 5	<b>82</b> \$	(381)	\$ 1,594	\$ 1,	,523

The care and maintenance expense for Almas, Matupá and Tolda Fria projects mainly represents costs with respect to maintaining adequate provisions for security, contracts, environmental licenses and adequate maintenance of the assets.

#### General and administrative ("G&A") costs

	For the thre months end December 31,	ed	For the three months ended December 31, 2019	For the twelve months ended December 31, 2020	For the twelve months ended December 31, 2019
Salaries, wages and benefits	\$	1,623	\$ 1,283	\$ 6,193	\$ 5,434
Professional and consulting fees		1,694	960	3,814	3,106
Legal, Filing, listing and transfer agent fees		573	(22	) 1,591	127
Insurance		696	306	1,688	914
Directors' fees		160	55	1,179	168
Occupancy cost		(85)	46	53	178
Merger and acquisition		- ;	-	366	-
Travel expenses		40	93	251	530
Share-based payment expense		201	137	594	449
Depreciation and amortization		4	5	20	26
Lease depreciation expense		43	28	119	102
Other		1,100	59	2,568	826
Total	\$	6,049	\$ 2,950	\$ 18,436	\$ 11,860

The Company incurred in several non-recurring G&A expenses during 2020, such as Secondary Offering expenses, M&A fees, other legal fees, expenses associated with the prevention of the Pandemic in our operations, DSU expenses and other.

Professional and consulting fees includes expenses with the Company's auditors, which increased due to reporting obligations in Brazil following the Initial Public Offering, including the obligation of quarterly reports reviews and audited annual financial statements by an Audit Company registered in Brazil.

Legal, listing and transfer agent fees were impacted by expenses related to the Secondary Offering and general legal advice related to securities laws, review of stock option plans including consultancy for share split, Company's annual general and special meeting of shareholders, and other legal advice.

Increase in insurance amounts are primarily related to the increase in Property & Business interruption coverages, as result of increases in production and revenues and to the acquisition of Gold Road. In addition, increase in D&O premiums, which increased as result of higher market value of the Company, dual listing and the general market conditions of the insurance market.

The Merger and acquisition category of G&A expense represent the costs incurred in relation to the acquisition of Gold Road.

"Other" includes general expenses incurred related to materials and supplies purchased in connection with the Pandemic,



especially at Aranzazu, IT/Software subscriptions, office supplies, and other items.

#### **Finance Costs**

	For	the three	For the three	For the twelve	For the twelve
	mo	nths ended	months ended	months ended	months ended
	Decen	nber 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
Accretion expense	\$	(427)	\$ 1,653	\$ 1,238	\$ 2,333
Lease interest expense		129	12	282	49
Interest expense on debts		1,769	808	6,342	2,962
Finance cost on post-employment benefit		112	463	656	867
Other interest and finance costs		514	1,003	762	1,591
Total	\$	2,097	\$ 3,939	\$ 9,280	\$ 7,802

The increase in interest expense on debts is mostly related to the addition of the Gold Road non-recourse debt, which has an implicit cost of 15.75% p.a. For further information, refer to Note 13 of the Financial Statements.

The increase in accretion expense is related to changes in assumptions during 2019 for related to the new right-of-use assets. For further information, refer to Note 17 of the Financial Statements.

#### Other (losses) income

	For the three months ended December 31, 2020	For the three months ended December 31, 2019	For the twelve months ended December 31, 2020	For the twelve months ended December 31, 2019
Net loss on call options and fixed price contracts - Gold	\$ (516)	\$ (65)	\$ (7,391)	\$ (4,728)
Net gain (loss) on call options - Copper	(635)	-	(1,375)	-
Net gain (loss) on foreign currency derivatives	\$ (54)	\$ 54	\$ (6,032)	\$ (416)
Gain (loss) on FV Option of Pandion Debt	72	-	3,223	-
Foreign exchange (loss) gain	\$ 1,331	\$ 464	\$ (2,358)	\$ (2,258)
Gain (loss) on FV change of MVV Promissory note receivable	2,480	-	2,480	-
Other items	\$ 440	\$ (439)	\$ (245)	\$ 523
Total	\$ 3,118	\$ 14	\$ (11,698)	\$ (6,879)

The net loss on call/put options and fixed price contracts for gold increased in 2020 once gold market prices appreciated from \$1,392 to \$1,768. Thus, as the Company had short-term hedges it incurred into realized and unrealized losses with derivatives (zero cost collars and forwards).

The net gain (loss) on foreign currency derivatives and the foreign exchange gain (loss) increased during 2020 once there as a result of a significant devaluation of the Brazilian Reais against the US Dollar.

The gain on FV change of MVV promissory note is related to an agreement which the Company entered on December 1, 2017, to sell MVV which owns the Serrote Project for an aggregate consideration of \$40 million. The aggregate consideration of \$40 million was made up of a cash payment of \$30 million (paid), as well the delivery by the purchasers of a subordinated unsecured promissory note in the principal amount of \$10 million, payable from 75% of excess cash from the project after the project has repaid project financing and operating cash requirements. The determination of the probability of payment and the timing of payment, significantly impact the fair value of the promissory note. Considering the recent developments related to the Serrote Project, the Company estimated the fair value of the promissory note to be \$2.5 million as of December 31, 2020 . The Company will continue to monitor the project, with special attention to when commercial production will be declared, and when positive cash flows will start to be generated, in order to reassess the fair value at each reporting date.

## 10./ SUMMARY OF QUARTERLY RESULTS

The following table sets forth selected unaudited interim consolidated financial information for each of the eight most recently completed quarters.



Fiscal quarter ended		December 31, 2020	September 30, 2020	June 30, 2020	March 31, 2020	December 31, 2019	September 30, 2019	June 30, 2019	March 31, 2019
Net Revenue		\$ 100,606	\$ 89,808	\$ 60,834	\$ 48,626	\$ 69,653	\$ 69,919	\$ 50,374	\$ 36,255
Net current assets (liability)		96,643	66,235	7,409	19,233	22,820	9,528	(3,279)	6,179
Property, plant and equipment		271,159	259,236	244,225	243,402	212,496	214,361	215,059	214,441
Impairment recovery		-	-	-	-	-	-		-
(Loss) Income for the period		57,567	24,201	3,985	(17,664)	29,725	3,799	(3,913)	(4,723)
(Loss) Income per share									
	Basic	\$ 0.81	\$ 0.34	\$ 0.92	\$ (4.06)	\$ 6.83	\$ 0.87	\$ (0.90)	\$ (1.08)
	Diluted	\$ 0.80	\$ 0.34	\$ 0.92	\$ (4.02)	\$ 6.80	\$ 0.87	\$ (0.90)	\$ (1.08)

The Company maintains its trend of growth in net revenues over the quarters, despite impact from the Pandemic during first and second quarters of 2020.

## 11. LIQUIDITY AND CAPITAL RESOURCES

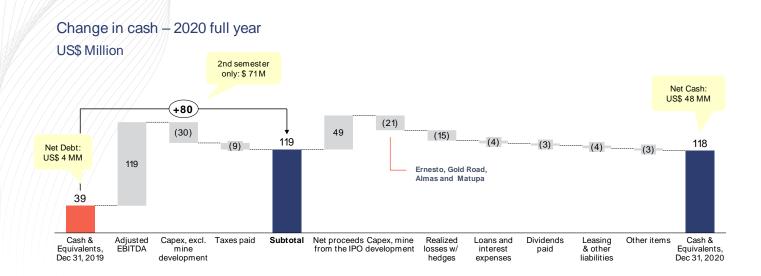
Management of the Company believes that our ongoing operations and associated cash flows will provide sufficient liquidity to continue financing our planned growth in the near term and that we will have access to additional debt as we grow to support further expansion.

The Company will, from time to time, repay balances outstanding on its revolving credit with operating cash flow and cash flow from other sources.

The changes in the Company's cash position during the twelve months of 2020 are detailed as follows:

	mont	ne three hs ended er 31, 2020	For the three months ended December 31, 2019	For the twelve months ended December 31, 2020	For the twelve months ended December 31, 2019
Net cash generated by (used in) operating activities	\$	44,425	\$ 18,320	\$ 90,359	\$ 36,126
Net cash generated by (used in) investing activities		(12,296)	(6,272)	(51,061)	(15,399)
Net cash generated by (used in) financing activities		(631)	2,712	41,305	7,895
	\$	31,498	\$ 14,760	\$ 80,603	\$ 28,622

The charts below show the increase in cash position for the twelve months ended December 31, 2020 from a managerial perspective:





#### Financial debt

Financial debt		Total	Less than 1 year		1 - 3 years		4 - 5 years	
Banco Occidente	\$	500	\$	500	\$	-	\$	- \
Banco Atlántida		4,789		1,741		3,048		-
Banco ABC Brasil S.A.		6,786		1,540		5,246		-
Banco Santander Brasil		10,686		3,033		7,653		-
Banco Votorantim		3,146		1,599		1,547		-
FIFOMI Credit Facility	•	3,413	•	870		1,742		801
IXM S.A.		5,873		5,873		-		-
Pandion		26,804		9,700		17,104		-
Itau		8,429		3,629		4,800		-
Total	\$	70,426	\$	28,485	\$	41,140	\$	801

For a detailed discussion of the above noted debts, please see Note 13 in the Financial Statements. In the ordinary course of business, the Company has trade and other payables owing and for mine closure and restoration which are discussed in the Financial Statements.

## 12. CONTRACTUAL OBLIGATIONS

Except as set forth in this MD&A, for the quarter ended December 31, 2020 and as at the date of this MD&A, the Company has not entered into any contractual obligations that are outside of the ordinary course of business.

The Company has the following future liabilities and payables:

Financial instrument	Total		Less than 1 year	1 - 3 years	4 - 5 years	Over 5 years
Trade and other payables	\$	<b>72,892</b> \$	72,892 \$	- \$	- \$	-
Derivative financial liabilities		156	156	-	-	-
Short-term & Long-term debt		70,426	28,485	41,140	801	-
Provision for mine closure and restoration		39,445	-	8,647	9,280	21,518
Other liabilities and Leases		3,568	2,558	1,010	-	-
Total	\$	186,487 \$	104,091 \$	50,797 \$	10,081 \$	21,518

## 13. RELATED PARTY TRANSACTIONS

#### Irajá Royalty Payments

As part of the EPP transaction with Yamana Gold Inc. ("Yamana"), Mineração Apoena S.A. ("Apoena") entered into a royalty agreement (the "EPP Royalty Agreement"), dated June 21, 2016, with Serra da Borda Mineração e Metalurgia S.A. ("SBMM"), Yamana's wholly-controlled subsidiary. Commencing on and from June 21, 2016, Apoena would pay to SBMM a royalty (the "Royalty") that is equal to 2.0% of Net Smelter Returns on all gold mined or beneficiated from Apoena (the "Subject Metals") sold or deemed to have been sold by or for Apoena. Effective as at such time as Apoena has paid the Royalty on up to 1,000,000 troy ounces of the Subject Metals, the Royalty shall without the requirement for any further act or formality, reduce to 1.0% of Net Smelter Returns on all Subject Metals sold or deemed to have been sold by or for Apoena.

On October 27, 2017, SBMM entered into an agreement (the "Royalty Swap Agreement") with Irajá Mineração Ltda, a company beneficially owned or controlled by Paulo de Brito, for the swap of the EPP Royalty with the RDM Royalty (as defined in the Royalty Swap Agreement) with no change to the terms of the royalty calculation. The Company has incurred expenses of the related royalties of \$2,411 in the twelve months of 2020 and has a liability outstanding of \$287 at December



31, 2020.

#### **Northwestern Stabilization Loan Royalty Payments**

As disclosed by the Company in a material change report dated July 12, 2020 (the "MCR"), in connection with facilitating the stabilization procedures under the Initial Brazilian Offering, Northwestern Enterprises Ltd. ("Northwestern"), a company controlled by Mr. Paulo de Brito, the chairman of the board of the Company, agreed to loan to a Brazilian underwriter that acted as stabilization agent under the Initial Brazilian Offering 143,568 BDRs, representing 15% of the BDRs offered under the base offering (the "Northwestern Stabilization Loan"). As consideration for entering into the Northwestern Stabilization Loan, Northwestern received a fee equal to 0.00001% per annum of the product obtained when the number of BDRs loaned by Northwestern was multiplied by the price per BDR set under the Initial Brazilian Offering, which was equal to R\$820.00 or C\$204.75, based on the daily average rate of exchange published by the Bank of Canada on June 30, 2020, calculated pro rata daily for the term of the loan, which amount was intended to be nominal. See the MCR on <a href="https://www.sedar.com">www.sedar.com</a> for further details.

#### **Key Management Compensation**

Total compensation paid to key management personnel, remuneration of directors and other members of key executive management personnel for the three months and twelve months ended December 31, 2020 and 2019 are as follows:

	mont	ne three hs ended er 31, 2020	For the three months ended December 31, 2019	For the twelve months ended December 31, 2020	For the twelve months ended December 31, 2019
Salaries and short-term employee benefits	\$	581 \$	384	\$ 3,308	\$ 2,417
Share-based payments		141	126	569	432
Directors' Fees		160	55	1,179	168
Termination benefits		40	-	84	348
Total	\$	922 \$	565	\$ 5,140	\$ 3,365

The increase on 2020 is partially the reflect of the company's growth, the approval to fill the positions of CFO (Chief Financial Officer), COO (Chief Operating Officer) and CTO (Chief Transformation Officer), which strengthened Aura's ability to grow while improving efficiency and generating shareholder's value.

Increase in director's fees are associated with DSUs held by one of the Company's directors, which were settled in cash and had its value increased as result of the appreciation of the share price of the Company.

## 14. PROPOSED TRANSACTION

Other than as disclosed in this MD&A, the Company has not entered into a binding agreement for an asset or business acquisition or disposition. Management is committed to further analyzing and where applicable, negotiating, one or more transactions to maximize the value of its assets and increasing shareholder value.

## 15. CRITICAL ACCOUNTING ESTIMATES

The preparation of consolidated financial statements requires management to make estimates, judgments and to form assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent liabilities. Management's estimates and judgments are continually evaluated and are based on historical experience and other factors that management believes to be reasonable under the circumstances. Actual results may differ from these estimates.

The Company has identified the following critical accounting policies under which significant judgments, estimates and assumptions are made and where actual results may differ from these estimates under different assumptions and conditions and may materially affect financial results or the Company's consolidated statements of financial position reported in future



periods.

#### a) Determination of Life of Mine (LOM) Plans ore reserves and reserves

Estimates of the quantities of ore reserves and resources form the basis for our LOM plans, which are used for a number of important business and accounting purposes, including: the calculation of depletion expense; the capitalization of production phase stripping costs, for forecasting the timing of the payment of mine closure and restoration costs, and for the assessment of impairment charges and the carrying values of assets. In certain cases, these LOM plans have made assumptions about our ability to obtain the necessary permits required to complete the planned activities.

The Company determines mineral resources and reserves under the principles incorporated in the Canadian Institute of Mining, Metallurgy and Petroleum standards for mineral reserves and resources, known as the CIM Standards. The information is regularly compiled by Qualified Persons and reported under National Instrument 43-101, Standards of Disclosure for Mineral Projects ("NI-43-101").

There are numerous uncertainties inherent in estimating mineral resources and reserves, and assumptions that are valid at the time of estimation may change significantly when new information becomes available. Changes in the forecast prices of commodities, exchange rates, production costs or recovery rates may change the economic status of reserves and resources and may, ultimately, result in reserves and resources being restated.

#### b) Impairment of assets

In accordance with the Company's accounting policy, each asset or CGU is evaluated at each reporting date to determine whether there are any indications of impairment. Internal and external factors evaluated for indications of impairment include: (i) whether the carrying amount of net assets of the entity exceeded its market capitalization; (ii) changes in estimated quantities of mineral resources and the Company's ability to convert resources to reserves, (iii) a significant deterioration in expected future metal prices; (iii) changes in expected future production costs and capital expenditures; and (iv) changes in interest rates.

If any such indication exists, a formal estimate of recoverable amount is performed, and an impairment loss is recognized to the extent that the carrying amount exceeds the recoverable amount. The recoverable amount of an asset or CGU is measured at the higher of FVLCD or VIU.

The determination of FVLCD and VIU requires management to make estimates and assumptions about expected production and sales volumes, metals prices, reserves, operating costs, mine closure and restoration costs, future capital expenditures and appropriate discount rates for future cash flows. The estimates and assumptions are subject to risk and uncertainty, and as such there is the possibility that changes in circumstances will alter these projections, which may impact the recoverable amount of the assets. In such circumstances, some or all of the carrying value of the assets may be further impaired or the impairment charge reduced with the impact recorded in the consolidated statements of income (loss).

If, after the Company has previously recognized an impairment loss, circumstances indicate that the recoverable amount of the impaired assets is greater than the carrying amount, the Company reverses the impairment loss by the amount the revised fair value exceeds its carrying amount, to a maximum of the previous impairment loss. In no case shall the revised carrying amount exceed the original carrying amount, after depreciation or amortization, that would have been determined if no impairment loss had been recognized.

#### c) Valuation of work-in-process inventory

The measurement of inventory including the determination of its net realizable value, especially as it relates to ore in stockpiles, involves the use of estimates. Net realizable value is determined with reference to relevant market prices less applicable variable selling expenses. Estimation is also required in determining the tonnage, recoverable gold and copper contained therein, and in determining the remaining costs of completion to bring inventory into its saleable form. Judgment also exists in determining whether to recognize a provision for obsolescence on mine operating supplies, and estimates are required to determine salvage or scrap value of supplies.

Estimates of recoverable gold or copper on the leach pads are calculated from the quantities of ore placed on the leach pads (measured tones added to the leach pads), the grade of ore placed on the leach pads (based on assay data) and a recovery



percentage (based on ore type).

#### d) Provisions for mine closure and restoration

The amounts recorded for mine closure and restoration obligations are based on estimates prepared by third party environmental specialists, if available, in the jurisdictions in which the Company operates or by environmental specialists within the Company. These estimates are based on remediation activities that are required by environmental laws, the expected timing of cash flows, and the pre-tax risk-free interest rates on which the estimated cash flows have been discounted. These estimates also include an assumption on the rate at which the costs may inflate in future periods. Actual results could differ from these estimates. The estimates on which these fair values are calculated require extensive judgment about the nature, cost and timing of the work to be completed, and may change with future changes to costs, environmental laws and regulations and remediation practices.

#### e) Purchase price allocation

Business combinations require judgment and estimates to be made at the date of acquisition in relation to identifying the acquirer, determining assets and liability fair values. The estimate of reserves and resources is subject to assumptions relating to life of the mine and may change when new information becomes available.

Changes in reserves and resources as a result of factors such as production costs, recovery rates, grade or reserves or commodity prices could impact depreciation rates, asset carrying values and decommissioning provision. Changes in assumptions over long-term commodity prices, market demand and supply, and economic and regulatory climates could also impact the carrying value of assets.

#### The excess of the:

- Consideration transferred,
- Amount of any non-controlling interest in the acquired entity, and
- Acquisition-date fair value of any previous equity interest in the acquired entity over the fair value of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognized directly in profit or loss as a bargain purchase.

#### f) Recoverability of deferred tax assets

Preparation of the consolidated financial statements requires an estimate of income taxes in each of the jurisdictions in which the Company operates. The process involves an estimate of the Company's current tax exposure and an assessment of temporary differences resulting from differing treatment of items, such as depletion and amortization, for tax and accounting purposes, and when they might reverse.

These differences result in deferred tax assets and liabilities that are included in the Company's consolidated statements of financial position. An assessment is also made to determine the likelihood that the Company's future tax assets will be recovered from future taxable income.

Judgment is required to continually assess changes in tax interpretations, regulations and legislation, and make estimates about future taxable profits, to ensure deferred tax assets are recoverable.

## 16. FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

The Company's financial instruments as of December 31, 2020 consist of cash and cash equivalents, receivables, derivative liabilities, short-term loans, and trade and other payables, presented at fair value. The Company's financial instruments are denominated in USD.

Gold Price Risk is associated primarily with the volatility that will occur in the precious metals' commodity market. Such risk can be managed by hedging a portion of the Company's oxide gold production through fixed price contracts and put/call option contracts. During the twelve months ended December 31, 2020, the Company entered into zero-cost put/call collars



intermediated by several financial institutions, in a total of 17,500 ounces with floor prices between \$1,440 and \$1,720 (average strike price of \$1,600) and ceiling prices between \$1,555 and \$2,120 (average strike price of \$1,764) per ounce of gold expiring between March 31, 2020 and December 31, 2020. As of December 31, 2020, there were no outstanding put/call option positions.

Copper Price Risk is associated primarily with the volatility that will occur in the base metals commodity market. Such risk can be managed by hedging a portion of the Company's copper production through fixed price contracts and put/call option contracts. During the twelve months ended December 31, 2020, Aura entered into zero-cost put/call collars intermediated by several financial institutions, in a total of 18,334.75 pounds with floor prices between \$2.3002 and \$2.9003 (average strike price of \$2.5860) and ceiling prices between \$2.4294 and \$4.1195 (average strike price of \$2.7301) per pound of copper expiring between January 22, 2020 and March 31, 2021. As of December 31, 2020, there were 6,191.91 pounds with floor prices between \$2.7900 and \$2.9003(average strike price of \$2.8591) and ceiling prices between \$3.4441 and \$4.1195 (average strike price of \$3.8673) per ounce of gold expiring between January 1, 2021 and March 31, 2021. As of December 31, 2020, Aura recorded a derivative liability on these outstanding options of \$155.

*Credit Risk* is associated primarily with trade receivables and derivative contracts. As of December 31, 2020, the Company considers the credit risk with these financial contracts to be low.

Interest Rate Risk is generally associated with variable rate financial instruments and available market interest rates at the time financial instruments are acquired. The Company is exposed to interest rate risk on its cash, cash equivalents as it holds a portion of cash and cash equivalents and restricted cash in bank accounts that earn variable interest rates. Some of the borrowings in Mexico have a variable interest rate based on LIBOR plus 7.00% or TIEE plus 4.2%. The Company monitors its exposure to interest rates and has not entered into any derivative contracts to manage this risk.

Foreign Currency Risk is generally associated with transactions denominated in non-USD currencies. The Company is exposed to financial gain or loss as a result of foreign exchange movements against the USD. The Company has operations located in Honduras, Brazil, Mexico and the United States. The Company holds sufficient amounts of its currency to meet its estimated expenditure requirements for these currencies. At December 31, 2020, the Company had cash and cash equivalents of \$117,779, of which, \$103,360 were in United States dollars, \$167 in Canadian dollars, \$12,612 in Brazilian reais, \$1,550 in Honduran lempiras, \$84 in Mexican pesos, and \$6 in Colombian pesos. An increase or decrease of 10% in the United States dollar exchange rate to the currencies listed above could have increased or decreased Aura's income for the year by \$1,442.

# 17. DISCLOSURE CONTROLS AND INTERNAL CONTROLS OVER FINANCIAL REPORTING

The Company's management is responsible for designing and maintaining adequate internal controls over financial reporting ("ICFR"), under the supervision of the CEO, CFO and Corporate Controller, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the consolidated financial statements in accordance with IFRS. Management is also responsible for the design and effectiveness of disclosure controls and procedures ("DC&P"), under the supervision of the CEO, CFO and Corporate Controller, to provide reasonable assurance that material information related to the Company is made known to the Company's certifying officers. As at December 31, 2020, the Company's CEO, CFO and Corporate Controller have certified that DC&P and ICFR are effective and that, during the quarter ended December 31, 2020, the Company did not make any material changes in the ICFR that materially affected or are reasonably likely to materially affect the Company's ICFR.

## 18. NON-GAAP PERFORMANCE MEASURES

In this MD&A, the Company has included realized average gold price per ounce sold, gross; realized average gold price per ounce sold, net of sales taxes; cash operating cost per ounce of gold equivalent ounce produced; cash operating costs per



copper pound produced; EBITDA; Adjusted EBITDA; and Net Debt, which are non-GAAP performance measures. These non-GAAP measures do not have any standardized meaning within IFRS and therefore may not be comparable to similar measures presented by other companies. The Company believes that these measures provide investors with additional information which is useful in evaluating the Company's performance and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS.

#### A. Reconciliation from income for the quarter to EBITDA and Adjusted EBITDA:

	For the three		For the three	For the twelve	For the twelve
	months ended		months ended	months ended	months ended
	December 3	31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
Income (loss) for the year	\$	57,567	\$ 29,725	\$ 68,477	\$ 24,887
Income tax (expense) recovery		10,450	5,044	23,455	9,797
Deferred income tax (expense) recovery	\$	(24,837)	\$ (17,951)	\$ (16,448)	\$ (18,012)
Finance costs		2,097	3,939	9,280	7,802
Other gains (losses)	\$	(3,118)	\$ (14)	\$ 11,698	\$ 8,207
Depreciation		8,285	6,430	22,945	22,472
EBITDA	\$	50,444	\$ 27,173	\$ 119,407	\$ 55,153
Impairment reversal		-	-		-
Adjusted EBITDA	\$	50,444	\$ 27,173	\$ 119,407	\$ 55,153

## B. Reconciliation from the consolidated financial statements to cash operating costs per gold equivalent ounce produced\*:

\* excluding Gold Road, not representative – 1 month in commercial production in December 2020.

	mon	the three ths ended ber 31, 2020	С	For the three months ended December 31, 2019	D	For the twelve months ended lecember 31, 2020	For the twelve months ended December 31, 2019
Cost of goods sold	\$	47,945	\$	45,776	\$	176,187	\$ 177,941
Depreciation		(8,026)		(6,397)		(22,594)	(22,344)
Proceeds from Insurance Claim		2,600		-		2,600	-
Cost of production	\$	42,519	\$	39,379	\$	156,193	\$ 155,597
Change in inventory (1)		4,001		4,104		(18)	(1,475)
Total operating cost of production	\$	46,520	\$	43,483	\$	156,175	\$ 154,122
Gold Equivalent Ounces produced <sup>(2,3)</sup>		62,970		53,385		193,115	177,500
Cash operating costs per gold equivalent ounce produced	\$	739	\$	815	\$	809	\$ 868

<sup>1)</sup> Considers exclusively finished product

#### C. Reconciliation from the consolidated financial statements to cash operating costs per copper equivalent pound produced:

	For the th months er December 3	ded	For the three months ended December 31, 2019	mo	r the twelve onths ended mber 31, 2020	mo	the twelve nths ended nber 31, 2019
Cost of goods sold	\$	49,750	\$ 45,776	\$	177,992	\$	177,941
Cost of production related to gold operation		(32,642)	(33,120	))	(114,994)		(121,850)
Depreciation related to copper		(2,724)	(1,975	5)	(9,324)		(6,949)
Cost of production	\$	14,384	\$ 10,683	. \$	53,674	\$	49,142
Change in inventory (1)		72	13		1,485		(2,400)
Total operating cost of copper pounds produced	\$	14,456	\$ 10,694	\$	55,159	\$	46,742
Contained copper pounds produced	10	,859,592	10,997,000	)	41,329,197		33,067,000
Cash cost per pound of copper produced	\$	1.33	\$ 0.97	\$	1.33	\$	1.41

<sup>(1)</sup> Considers exclusively finished product

D. Reconciliation from the consolidated financial statements to realized average gold price per ounce sold, gross:

<sup>(2)</sup> Do not considers pre-commercial production and sale from Ernesto, São Francisco and Rio Alegre, capitalized.

<sup>(3)</sup> Do not consider production and sale from Gold Road, not representative



	For the three months ended		three s ended	For the twelve months ended	For the twelve months ended
	oer 31, 2020		r 31, 2019	December 31, 2020	December 31, 2019
Gross gold revenue	\$ 74,459	\$	47,365	\$ 219,332	\$ 158,524
Local gold sales taxes	(1,737)		(985)	(7,532)	(3,027)
Gold revenue, net of sales taxes	\$ 72,722	\$	46,380	\$ 211,800	\$ 155,497
Ounces of gold sold	41,079		34,593	124,252	115,426
Realized average gold price per ounce sold, gross	\$ 1,813	\$	1,369	\$ 1,765	\$ 1,373
Realized average gold price per ounce sold, net	\$ 1,770	\$	1,341	\$ 1,705	\$ 1,347

#### E. Net Debt:

	December 31, 2020	December 31, 2019
Short Term Loans	\$ 28,485	\$ 22,104
Long-Term Loans	41,941	20,850
Less: Cash and Cash Equivalents	(117,778)	\$ (38,870)
Less: Restricted Cash	(341)	(230)
Net Debt	\$ (47.693)	\$ 3.854

#### F. Adjusted EBITDA Margin (Adjusted EBITDA/Revenues):

For	the three	For the three	For the twelve	For the twelve
mor	ths ended	months ended	months ended	months ended
Decem	ber 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
\$	100,606	\$ 69,653	\$ 299,874	\$ 226,20
\$	50,444	\$ 27,173	\$ 119,407	\$ 53,82
	50%	39%	40%	24

## 19. RISK FACTORS

The operations of the Company contain significant risk due to the nature of mining, exploration, and development activities. For details of these risks, please refer to the risk factors set forth in the Company's AIF which could materially affect the Company's future operating results and could cause actual events to differ materially from those described in forward-looking statements relating to the Company. See Section 21: Cautionary Note Regarding Forward-Looking Information.

## 20. DISCLOSURE OF SHARE DATA

As of December 31, 2020, the Company had the following outstanding: 70,742,460 common shares, 3,436,800 stock options, and 585,750 deferred share units.

# 21. CAUTIONARY NOTE REGARDING FORWARD-LOOKING INFORMATION

This MD&A, and the documents incorporated by reference herein, contain certain "forward-looking information" and "forward-looking statements" as defined in applicable securities laws (collectively, "forward-looking statements"). All statements other than statements of historical fact are forward-looking statements. Forward-looking statements relate to future events or future performance and reflect the Company's current estimates, predictions, expectations or beliefs regarding future events and include, without limitation, statements with respect to: expected production from, and the further potential of the Company's properties; the ability of the Company to achieve its longer-term outlook and the anticipated timing and results thereof' the ability to lower costs and increase production; the economic viability of a project; strategic plans, including the Company's plans with respect to its properties; the amount of mineral reserves and mineral resources; the amount of future production over any period; capital expenditure and mine production costs; the outcome of



mine permitting; other required permitting; the outcome of legal proceedings which involve the Company; information with respect to the future price of copper, gold, silver and other minerals; estimated mineral reserves and mineral resources, the Company's exploration and development program; estimated future expenses; exploration and development capital requirements; the amount of waste tons mined; the amount of mining and haulage costs; cash operating costs per gold equivalent ounce produced; cash operating costs per copper pound produced; operating costs; strip ratios and mining rates; expected grades and ounces of metals and minerals; expected processing recoveries; expected time frames; prices of metals and minerals; mine life; gold hedge programs; the duration or extent of the restrictions and suspensions imposed by governmental authorities as a result of the Pandemic, and the effect that any such restrictions or suspensions may have on our operations and our financial and operational results; the ability of the Company to successfully maintain operations at its producing assets, or to restart these operations efficiently or economically, or at all; the impact of the Pandemic on our workforce, suppliers and other essential resources and what effect those impacts, if they occur, would have on our business; and the ability of the Company to continue as a going concern. Often, but not always, forward-looking statements may be identified by the use of words such as "expects", "anticipates", "plans", "projects", "estimates", "assumes", "intends", "strategy", "goals", "objectives" or variations thereof or stating that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved, or the negative of any of these terms and similar expressions.

Forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable by the Company, are inherently subject to significant business, economic and competitive uncertainties and contingencies. Forward-looking statements in this MD&A are based upon, without limitation, the following estimates and assumptions: the ability of the Company to successfully achieve business objectives; the presence of and continuity of metals at the Company's projects at modeled grades; gold and copper price volatility; the capacities of various machinery and equipment; the availability of personnel, machinery and equipment at estimated prices; exchange rates; metals and minerals sales prices; appropriate discount rates; tax rates and royalty rates applicable to the mining operations; cash operating costs per gold equivalent ounce produced, cash operating costs per copper pound produced and other financial metrics; anticipated mining losses and dilution; metals recovery rates, reasonable contingency requirements; our expected ability to develop adequate infrastructure and that the cost of doing so will be reasonable; our expected ability to develop our projects including financing such projects; and receipt of regulatory approvals on acceptable terms.

Known and unknown risks, uncertainties and other factors, many of which are beyond the Company's ability to predict or control, including any changes to the conditions and limitations imposed by governmental authorities in response to the Pandemic and the duration of such conditions or limitations, could cause actual results to differ materially from those contained in the forward-looking statements. Specific reference is made to the Company's most recent AIF for a discussion of some of the factors underlying forward-looking statements, which include, without limitation, gold and copper or certain other commodity price volatility, changes in debt and equity markets, the uncertainties involved in interpreting geological data, increases in costs, environmental compliance and changes in environmental legislation and regulation, interest rate and exchange rate fluctuations, general economic conditions, political stability and other risks involved in the mineral exploration and development industry. Readers are cautioned that the foregoing list of factors is not exhaustive of the factors that may affect the forward-looking statements.

All forward-looking statements herein are qualified by this cautionary statement. Accordingly, readers should not place undue reliance on forward-looking statements. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements whether as a result of new information or future events or otherwise, except as may be required by law. If the Company does update one or more forward-looking statements, no inference should be drawn that it will make additional updates with respect to those or other forward-looking statements.

## 22. TECHNICAL DISCLOSURE

Unless otherwise stated in this MD&A, the technical and scientific information included herein has been derived from the following reports:



- the technical report with an effective date of January 31, 2018, and entitled "Feasibility Study of the Re-Opening of the Aranzazú Mine, Zacatecas, Mexico," prepared for Aura Minerals by F. Ghazanfari, P.Geo. (Farshid Ghazanfari Consulting), A. Wheeler, C.Eng. (Independent Mining Consultant), C. Connors, RM-SME (Aura Minerals Inc.), B. Dowdell, C.Eng. (Dowdell Mining Limited), P. Cicchini P.E. (Call & Nicholas, Inc.), G. Holmes, P.Eng. (Jacobs Engineering), B. Byler, P.E. (Wood Environment and Infrastructure Solutions), C. Scott, P.Eng. (SRK Canada), D. Lister, P.Eng. (Altura Environmental Consulting), F. Cornejo, P.Eng. (Aura Minerals Inc.);
- the technical report dated July 2, 2014, with an effective date of December 31, 2013, and entitled "Mineral Resource and Mineral Reserve Estimates on the San Andrés Mine in the Municipality of La Union, in the Department of Copan, Honduras" prepared for Aura Minerals by Bruce Butcher, P.Eng., former Vice President, Technical Services, Ben Bartlett, FAusiMM, former Manager Mineral Resources and Persio Rosario, P. Eng., former Principal Metallurgist;
- the technical report dated January 13, 2017, with an effective date of July 31, 2016, and entitled "Feasibility Study and Technical Report on the EPP Project, Mato Grosso, Brazil" prepared for Aura Minerals by a group of third-party consultants, including P&E Mining Consultants Inc., MCB Brazil and Knight Piesold Ltd.;
- the technical report dated March 10, 2021, with an effective date of December 31, 2021, and entitled "Updated Feasibility Study Technical Report For the Almas Gold Project, Almas Municipality, Tocantins, Brazil" prepared by Aura Minerals and authored by F. Ghazanfari, P.Geo. (Aura Minerals), B.T Hennessey, P.Geo. (Micon International, Canada), L. Pignatari, P.Eng. (EDEM, Brazil), T.R. Raponi, P.Eng. (Ausenco, Canada), I.Dymov, P.Eng. (Metallurgy consultant, Canada) and P.C. Rodriguez, P.Eng. (GE21 Mineral Consultants Ltd, Brazil);
- the technical report dated May 3, 2018, titled "NI 43-101 Technical Report, Preliminary Economic Assessment of the Gold Road Mine, Arizona, USA" prepared for Soma Gold Corp. (formerly Para Resources Inc., the vendor of the Gold Road Project, or Para Resources) by RPM Global;
- the technical report dated September 30, 2011, authored by J.Britt Reid, P.Eng, Bruce Butcher, P.Eng, Chris Keech, P.Geo and titled "Resource and Reserve Estimates on The São Francisco Mine, in the municipality of Vila Bella De Santissima Trindade, State of Mato Grosso Brazil,";
- the technical report dated February 12, 2010, authored by Ronlad Simpson, P.Geo (GeoSim Service Inc.), Susan Poos, P.E and Micheal Ward C.P.G (Marston & Marston, Inc.) and Kathy Altman P.E, PhD, (Samuel Engineering Inc.) and titled Technical Report and Preliminary Resource Estimate on the Guaranta Gold Project, State of Mato Grosso, Brazil,"; and
- the technical report dated May 31, 2011, authored by W.J.Crowl, R.G, and Donald Hulse, P.Eng, and titled "NI 43-101 Report on The Tolda Fria Project, Manizales, Colombia".

The technical information in this MD&A has been approved and verified by Farshid Ghazanfari, P.Geo., who is the Qualified Person as that term is defined under NI 43-101 for Aura. All technical information related to Aura's properties and the Company's mineral reserves and resources is available on SEDAR at <a href="www.sedar.com">www.sedar.com</a>.

Readers are reminded that results outlined in the technical reports for each of these projects are preliminary in nature and may include inferred mineral resources that are considered too speculative geologically to have the economic considerations applied to them that would enable them to be categorized as mineral reserves.

There is no certainty that the mine plans and economic models contained in any of the reports will be realized. Readers are further cautioned that mineral resources that are not mineral reserves do not have demonstrated economic viability. Readers are also advised to refer to the latest annual information form and technical reports of the Company as well as other continuous disclosure documents filed by the Company available at <a href="https://www.sedar.com">www.sedar.com</a>, for detailed information (including qualifications, assumptions and notes set out accordingly) regarding the mineral reserve and mineral resource information contained in this MD&A.