

# 2021 Annual Information Form

March 29, 2022

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**COPPER MOUNTAIN**   
MINING CORPORATION

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## Presentation of Information

Unless otherwise noted, the information contained in this Annual Information Form (“AIF”) is given as at or for the year ended December 31, 2021. All references to the “Company” or “Copper Mountain” herein refer to Copper Mountain Mining Corporation and, where context so requires, includes its subsidiaries.

## Cautionary Statement on Forward-Looking Information

This AIF, including the documents incorporated by reference herein, may contain forward-looking statements and forward-looking information (collectively, “**forward-looking statements**”) within the meaning of Section 27A of the Securities Act, Section 21E of the Securities Exchange Act of 1934, as amended (the “**Exchange Act**”), and within the meaning of applicable Canadian securities legislation. The Company intends for all forward-looking statements to be covered by the safe harbor provisions of the Private Securities Litigation Reform Act of 1995, as amended, and are including this statement for purposes of complying with those safe harbor provisions. Generally, forward-looking statements can be identified by the use of forward-looking terminology such as “plans,” “expects” or “does not expect,” “is expected,” “budget,” “guidance,” “scheduled,” “estimates,” “forecasts,” “strategy,” “target,” “intends,” “objective,” “goal,” “anticipates” or “does not anticipate,” or “believes” or variations of such words and phrases or statements that certain actions, events or results “may,” “could,” “would,” “might” or “will be taken,” “occur” or “be achieved”. Forward-looking statements include, but are not limited to, statements with respect to (i) general business, economic, competitive, political and social uncertainties, (ii) actual results of reclamation activities, (iii) conclusions of economic evaluations, (iv) fluctuations in the value of the Canadian dollar relative to the United States dollar and the Australian dollar to the United States dollar, (v) changes in project parameters as plans continue to be refined, (vi) the development and financing of the Eva Copper Project, (vii) failure of equipment or processes to operate as anticipated, (viii) changes in labor costs and other costs and inflationary impacts and availability of equipment or processes to operate as anticipated, (ix) accidents, labor disputes and other risks inherent to the mining industry, including, but not limited to, environmental hazards, cave-ins, pit-wall failures, flooding, rock bursts and other acts of God or unfavorable operating conditions and losses, detrimental events that interfere with transportation of concentrate or the smelters’ ability to accept concentrate, including declaration of force majeure events, insurrection or war, (x) delays in obtaining governmental approvals or revocation of governmental approvals, (xi) title risks and aboriginal land claims, (xii) delays in obtaining, or unavailability of, financing or delays in the completion of development or construction activities, (xiii) failure to comply with restrictions and covenants in agreements governing the Company’s indebtedness and (xiv) actual results of current exploration activities.

Forward-looking statements are based on the opinions and estimates of management as of the date such forward-looking statements are made. Estimates regarding the anticipated timing, amount and cost of mining at the Company’s projects are based on assumptions underlying Mineral Reserve and Mineral Resource estimates and the probability of realizing such estimates are set out herein. Capital and operating cost estimates are based on extensive research of the Company and independent consultants, actual expenditures incurred, recent estimates of construction and mining costs and other factors set forth in this AIF. Production estimates are based on mine plans and production schedules that have been developed by the Company’s personnel and independent consultants.

Forward-looking statements are subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Company to be materially different from those expressed or implied by such forward-looking statements, including, but not limited to, risks related to:

- the nature of the mining industry is an inherently dangerous business subject to a number of operational risks;
- the risks associated with resource exploration and development including failure to discover mineral deposits or discovering mineral deposits that are insufficient in quantity and quality to return a profit from production;
- fluctuation in commodity prices;
- financing the development and exploration of the Company's projects;
- MMC's continued support of the Copper Mountain Mine;
- environmental hazards that exist on, or adjacent to, the Company's projects that may result in the Company being liable for losses and may be forced to undertake extensive remedial clean-up action;
- adverse weather conditions and unanticipated events related to health, safety and environmental matters;
- the risks and hazards of the mining business may not be fully insurable or coverage may not be available under Copper Mountain's insurance policies;
- the risks related to information technology, cyber security and data leakage;
- the Company conducts operations in several jurisdictions whose laws and regulatory requirements differ significantly and are subject to change in a manner that could limit or adversely affect exploration, development and operations;
- potential cost overruns on any development;
- title to mineral properties and ongoing compliance may be disputed and Copper Mountain's interest in its properties may be subject to title defects, aboriginal land claims or claims of third parties;
- Mineral Resources and Mineral Reserves of Copper Mountain could be lower than estimated;
- competition in the mining industry for funding, labour, supplies and equipment;
- risks relating to dependency upon the services of key executives and directors of Copper Mountain, and potential conflicts of interest;
- risks relating to global economic conditions;
- risks associated with the COVID-19 pandemic resulting in disruption and volatility in financial and commodities markets; and
- volatility in the market price of Copper Mountain shares.

Although management of the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements, there may be other factors that may cause results not to be as anticipated, estimated or intended. There can be no assurance that such forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such forward-looking statements. Accordingly, investors should not place undue reliance on forward-looking statements. The Company does not undertake to update any forward-looking statements, except in accordance with applicable securities laws.

Such information is included, among other places, in this AIF and in the Company's filings with securities regulatory authorities, through SEDAR.

Forward-looking information is not, and cannot be, a guarantee of future results or events. Forward-looking information is based on, among other things, opinions, assumptions, estimates and analyses that, while considered reasonable by the Company at the date the forward-looking information is provided, inherently are subject to significant risks, uncertainties, contingencies and other factors that may cause actual results and events to be materially different from those expressed or implied by the forward-looking information.

Although the Company believes the expectations expressed in such forward-looking information are based on reasonable assumptions, such statements are not guarantees of future performance and actual results may differ materially from those in the forward-looking statements.

These factors should be considered carefully, and you are cautioned not to place undue reliance on any forward-looking statements. You are also cautioned that the foregoing list of risk factors is not exhaustive, and it is recommended that you carefully read the more complete discussion of risks and uncertainties facing the Company included under “*Risk Factors*” in this AIF.

### ***Cautionary Note Regarding Mining Disclosures***

Information concerning Copper Mountain mineral properties has been prepared in accordance with the requirements of Canadian securities laws, which differ in material respects from the requirements of the United States Securities and Exchange Commission (the “**SEC**”) set forth in Industry Guide 7, which was in effect for the historical periods covered in this AIF. Under the SEC’s Industry Guide 7, mineralization could not be classified as a “reserve”, unless the determination had been made that the mineralization could be economically and legally produced or extracted at the time of the reserve determination, and the SEC did not recognize the reporting of mineral deposits which did not meet the SEC Industry Guide 7 definition of “Reserve”. In accordance with NI 43-101, published by the Canadian Securities Administrators, the terms “mineral reserve”, “proven mineral reserve”, “probable mineral reserve”, “mineral resource”, “measured mineral resource”, “indicated mineral resource” and “inferred mineral resource” are defined in accordance with the CIM Standards. While the terms “mineral resource”, “measured mineral resource”, “indicated mineral resource” and “inferred mineral resource” are recognized and required by NI 43-101, the SEC did not previously recognize them. However, the SEC has adopted final rules, effective February 25, 2019, to replace SEC Industry Guide 7 with new mining disclosure rules which recognize estimates of “measured mineral resources”, “indicated mineral resources” and “inferred mineral resources”, and amend the SEC’s definitions of “proven mineral reserves” and “probable mineral reserves” to be substantially similar to international standards. Nevertheless, you are cautioned that, except for that portion of mineral resources classified as mineral reserves, mineral resources do not have demonstrated economic value. Inferred mineral resources have a high degree of uncertainty as to their existence and as to whether they can be economically or legally mined. It cannot be assumed that all or any part of an inferred mineral resource will ever be upgraded to a higher category. Therefore, you are cautioned not to assume that all or any part of an inferred mineral resource exists, that it can be economically or legally mined, or that it will ever be upgraded to a higher category. Likewise, you are cautioned not to assume that all or any part of measured or indicated mineral resources will ever be upgraded into mineral reserves.



## Glossary of Terms

Except as otherwise defined, the following terms, when used in this AIF, shall have the following meanings:

<b>Altona</b>	Altona Mining Limited was incorporated under the security laws of Australia and was an Australian copper exploration company Altona was acquired by Copper Mountain Mining Corporation in April 2018 and subsequently changed its name to Copper Mountain Mining Pty Ltd.
<b>ASX</b>	Australian Stock Exchange.
<b>Business Corporations Act</b>	<i>Business Corporations Act</i> (British Columbia), S.B.C. 2002, c. 57, as amended, including the regulations promulgated hereunder.
<b>Common Share</b>	A common share without par value of the Company.
<b>Company or Copper Mountain</b>	Copper Mountain Mining Corporation, including, unless the context otherwise requires, the Company's subsidiary, Copper Mountain Mine (BC) Ltd.
<b>Copper Mountain Australia</b>	Copper Mountain Mining Pty Ltd (formerly Altona Mining Limited), the Company's subsidiary.
<b>Copper Mountain Mine or Mine</b>	The 141 Crown granted mineral claims, 149 located mineral claims, 14 mining leases, and 12 fee simple properties covering an area of 6,702 hectares or 67 km <sup>2</sup> , located 20 km south of Princeton, British Columbia, and certain assets situated on such property.
<b>CMM</b>	Copper Mountain Mine (BC) Ltd, the Company's subsidiary
<b>Cu</b>	Copper
<b>m</b>	Metre
<b>Mlb</b>	Million pounds
<b>Mineral Reserve</b>	<p>The economically mineable part of a Measured or Indicated Mineral Resource demonstrated by at least a preliminary feasibility study. This study must include adequate information on mining, processing, metallurgical, economic, and other relevant factors that demonstrate, at the time of reporting, that economic extraction can be justified.</p> <p>The terms Mineral Reserve, Proven Mineral Reserve, and Probable Mineral Reserve used in this AIF are Canadian mining terms as defined in accordance with NI 43-101 under the guidelines set out in the Canadian Institute of Mining, Metallurgy and Petroleum (the CIM), Standards on Mineral Resource and Mineral Reserves Definitions and guidelines adopted by the CIM Council on May 10, 2014 (the CIM Standards).</p>
<b>Mineral Resource</b>	A concentration or occurrence of natural, solid, inorganic or fossilized organic material in or on the earth's crust in such form and quantity and of such a grade or quality that it has reasonable prospects for economic extraction. The location, quantity, grade, geological characteristics and continuity of a mineral resource are known, estimated or interpreted from specific geological evidence and knowledge. The term Mineral Resource covers mineralization and natural material of intrinsic economic interest which has been identified and estimated through exploration and sampling and within which Mineral Reserves may subsequently be defined by the consideration and application of technical, economic, legal, environmental, socio-economic and governmental factors. The phrase reasonable prospects for economic extraction implies a judgment by the Qualified Person in respect of the technical and economic factors likely to influence the prospect of economic extraction. A mineral resource is an inventory of mineralization that under realistically assumed and justifiable technical and economic conditions might become economically

	extractable. The term mineral resource used in this AIF is a Canadian mining term as defined in accordance with NI 43-101—under the guidelines set out in the CIM Standards.
<b>mineralization</b>	Mineral-bearing rock; the minerals may have been either a part of the original rock unit or injected at a later time
<b>mineralized</b>	Metallic mineral-bearing material; the minerals may have been either a part of the original rock unit or injected at a later time
<b>MMC</b>	Mitsubishi Materials Corporation
<b>NI 43-101</b>	Canadian National Instrument 43-101— <i>Standards of Disclosure for Mineral Projects</i> of the Canadian Securities Regulators
<b>ounces</b>	Troy ounces (oz)
<b>Qualified Person</b>	An individual who, in accordance with NI 43-101 is an engineer or geoscientist with at least five years of experience in mineral exploration, mine development or operation or mineral project assessment, or any combination of these; has experience relevant to the subject matter of the mineral project and the Technical Report; and is a member in good standing of a recognized professional association
<b>Similco</b>	Similco Mines Ltd., the Company's subsidiary. Name changed to Copper Mountain Mine (BC) Ltd on July 1, 2012
<b>ton or T</b>	A short ton (2,000 lb)
<b>tonne or t</b>	A metric tonne (2,204 lb)
<b>Tpd</b>	Short ton per day
<b>t/d</b>	tonne per day
<b>TSX</b>	Toronto Stock Exchange

## Introduction

### *Date of Information and Nomenclature*

Unless otherwise noted, the information contained in this AIF is given as at or for the year ended December 31, 2021. All references to the Company or Copper Mountain herein refer to Copper Mountain Mining Corporation and, where context so requires, includes its subsidiaries.

### *Currency and Exchange Rates*

The Company reports its financial results and prepares its financial statements in Canadian dollars. All currency amounts in this AIF are expressed in Canadian dollars, unless otherwise indicated. US\$ is used to indicate United States dollar values.

The following table shows the period exchange rates of Canadian dollars to United States dollars as reported by the Bank of Canada:

**Years Ended December 31**

	2021	2020	2019	2018	2017
High	US\$0.8306	US\$0.7863	US\$0.7699	US\$0.8138	US\$0.8245
Low	US\$0.7727	US\$0.6898	US\$0.7537	US\$0.7330	US\$0.7276
Average	US\$0.7980	US\$0.7461	US\$0.7353	US\$0.7684	US\$0.7788

***Historical Copper Prices***

The following table shows the variation in the average daily London Metals Exchange spot copper price in US dollars per pound as reported by Metalprices.com for the following years:

**Years Ended December 31**

	2021	2020	2019	2018	2017
High	US\$4.86	US\$3.61	US\$2.98	US\$3.29	US\$3.27
Low	US\$3.52	US\$2.09	US\$2.51	US\$2.64	US\$2.48
Average	US\$4.23	US\$2.80	US\$2.72	US\$2.96	US\$2.80

***Accounting Policies and Financial Information***

Financial information is presented in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board and with interpretations of the International Financial Reporting Interpretations Committee which the Canadian Accounting Standards Board has approved for incorporation into Part 1 of the CPA Canada Handbook—Accounting.

***Units and Conversion Table***

For ease of reference, the following factors for converting metric measurements into imperial equivalents are provided:

From Metric	To Imperial	Multiply by
Hectares	Acres	2.47105
Metres	Feet	3.28084
Kilometres	Miles	0.62137
Tonnes	Tons	1.10231
Grams/Tonne	Ounces (troy)/ton	0.03215

## *Technical Information*

Where Mineral Resources are stated alongside Mineral Reserves, those Mineral Resources are inclusive of, and not in addition to, the stated Mineral Reserves. Mineral Resources are not Mineral Reserves as they have not demonstrated economic viability. The estimates of Mineral Reserves and Mineral Resources discussed in this AIF may be affected by environmental, permitting, legal, title, taxation, sociopolitical, marketing and other relevant issues. The Company's current Technical Reports, which are available on SEDAR under the Company's profile at [www.sedar.com](http://www.sedar.com), contain further details regarding Mineral Reserve and Mineral Resource estimates, classification, reporting parameters, key assumptions and risks for each of the Company's material mineral properties.

Unless otherwise stated, the scientific and technical information in this AIF has been reviewed and approved by Mr. Peter Holbek, former Chief Geoscientist of Copper Mountain, and Mr. Stuart Collins, Director, Mining Engineering of Copper Mountain. Each is a Qualified Person under NI 43-101. Messrs. Holbek, and Collins are not independent of Copper Mountain for purposes of NI 43-101 as Mr. Holbek is a former employee of Copper Mountain and Mr. Collins is a current employee of Copper Mountain.

### *CIM Resource Category Classification Standards*

In this AIF, the definitions of Proven and Probable Mineral Reserves and Measured, Indicated and Inferred Mineral Resources are those used by Canadian Securities Administrators and conform to the definitions utilized by the CIM in the CIM Standards. The Mineral Reserves and Mineral Resources estimations for the Copper Mountain Mine and Eva Copper Project have been prepared in accordance with the CIM Standards that are incorporated by reference in NI 43-101. The following definitions are reproduced from the CIM Standards:

A **Mineral Resource** is a concentration or occurrence of solid material of economic interest in or on the earth's crust in such form, grade or quality and quantity that there are reasonable prospects for eventual economic extraction. The location, quantity, grade, geological characteristics and continuity of a Mineral Resource are known, estimated or interpreted from a specific geological evidence and knowledge, including sampling.

An **Inferred Mineral Resource** is that part of a Mineral Resource for which quantity and grade or quality are estimated on the basis of limited geological evidence and sampling. Geological evidence is sufficient to imply but not verify geological and grade or quality continuity. An Inferred Mineral Resource has a lower level of confidence than that applying to an Indicated Mineral Resource and must not be converted to a Mineral Reserve. It is reasonably expected that the majority of Inferred Mineral Resources could be upgraded to Indicated Mineral Resources with continued exploration.

An **Indicated Mineral Resource** is that part of a Mineral Resource for which quantity, grade or quality, densities, shape and physical characteristics are estimated with sufficient confidence to allow the application of Modifying Factors in sufficient detail to support mine planning and evaluation of the economic viability of the deposit. Geological evidence is derived from adequately detailed and reliable exploration, sampling and testing and is sufficient to assume geological and grade or quality continuity between points of observation. An Indicated Mineral Resource has a lower level of confidence than that applying to a Measured Mineral Resource and may only be converted to a Probable Mineral Reserve.

A **Measured Mineral Resource** is that part of a Mineral Resource for which quantity, grade or quality, densities, shape and physical characteristics are estimated with confidence sufficient to allow the application of Modifying Factors to support detailed mine planning and final evaluation of the economic viability of the deposit. Geological evidence is derived from detailed and reliable exploration, sampling and

testing and is sufficient to confirm geological and grade or quality continuity between points of observation. A Measured Mineral Resource has a higher level of confidence than that applying to either an Indicated Mineral Resource or an Inferred Mineral Resource. It may be converted to a Proven Mineral Reserve or to a Probable Mineral Reserve.

A **Mineral Reserve** is the economically mineable part of a Measured Mineral Reserve and/or Indicated Mineral Resource. It includes diluting materials and allowances for losses, which may occur when the material is mined or extracted and is defined by studies at pre-feasibility or feasibility level as appropriate that include application of Modifying Factors. Such studies demonstrate that, at the time of reporting, extraction could reasonably be justified. The reference point at which Mineral Reserves are defined, usually the point where the ore is delivered to the processing plant, must be stated. It is important that, in all situations where the reference point is different, such as for a saleable product, a clarifying statement is included to ensure that the reader is fully informed as to what is being reported. The public disclosure of a Mineral Reserve must demonstrate economic viability by a Pre-Feasibility Study or Feasibility Study.

A **Probable Mineral Reserve** is the economically mineable part of an Indicated Mineral Reserve and, in certain circumstances, a Measured Mineral Resource. The confidence in the Modifying Factors applying to a Probable Mineral Reserve is lower than that applying to a Proven Mineral Reserve.

A **Proven Mineral Reserve** is the economically mineable part of a Measured Mineral Resource. A Proven Mineral Reserve implies a high degree of confidence in the Modifying Factors.

A **Feasibility Study** is a comprehensive technical and economic study of the selected development option for a mineral project that includes appropriately detailed assessments of applicable Modifying Factors together with any other relevant operational factors and detailed financial analysis that are necessary to demonstrate, at the time of reporting, that extraction is reasonably justified (economically mineable). The results of the study may reasonably serve as the basis for a final decision by a proponent or financial institution to proceed with, or finance, the development of the project. The confidence level of the study will be higher than that of a Pre-Feasibility Study.

**Modifying Factors** are considerations used to convert Mineral Resources to Mineral Reserves. These include, but are not limited to, mining, processing, metallurgical, infrastructure, economic, marketing, legal, environmental, social and governmental factors.

### ***Non-GAAP Performance Measures***

The Company uses certain performance measures in its analysis. These performance measures have no meaning within generally accepted accounting principles under IFRS as issued by the International Accounting Standards Board and, therefore, amounts presented may not be comparable to similar data presented by other mining companies. This 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 following are non-GAAP measures that the Company uses as key performance indicators: cash costs per pound, C1 cash cost per pound, all-in sustaining cost (“AISC”) per pound, all-in costs (“AIC”) per pound, adjusted net income, EBITDA and adjusted EBITDA and sustaining and development capital expenditures, adjusted EBITDA, adjusted net income and adjusted net income per share. For a description and reconciliation of non-GAAP measures, please refer to Copper Mountain’s MD&A which is available on SEDAR under the Company’s profile at [www.sedar.com](http://www.sedar.com). information is presented in accordance with IFRS as issued by the International Accounting Standards Board and with interpretations of the International Financial Reporting Interpretations Committee which the Canadian Accounting Standards Board has approved for incorporation into Part 1 of the CPA Canada Handbook – Accounting.

## Corporate Structure

### *Name, Address, and Incorporation*

Copper Mountain was incorporated pursuant to the provisions of the *Business Corporations Act* on April 20, 2006.

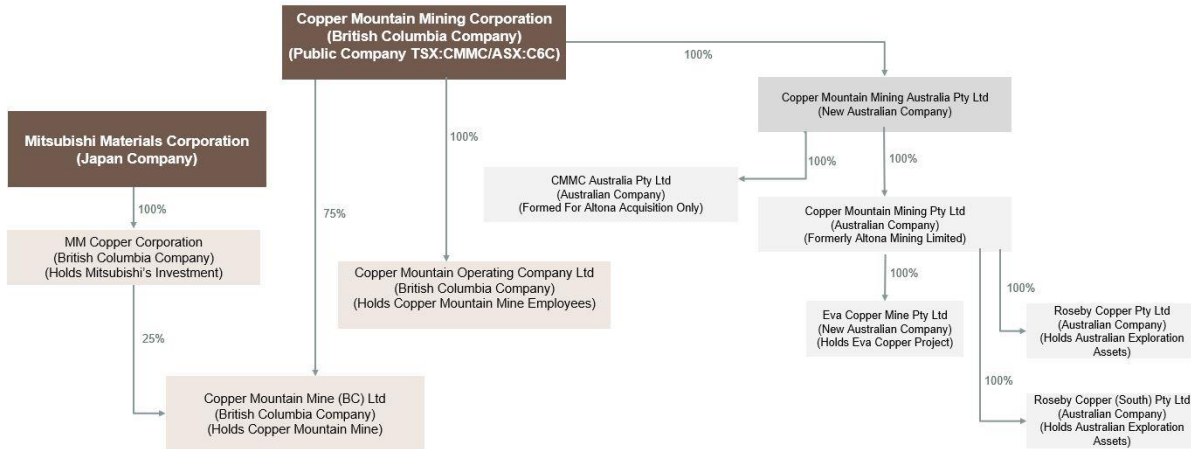
The head office of the Company is located at Suite 1700-700 West Pender Street, Vancouver, British Columbia, V6C 1G8 and the registered office of the Company is located at Suite 2600-700 West Georgia Street, Vancouver, British Columbia, V7Y 1B3.

The Company's common shares are listed on the TSX under the symbol CMMC and on the ASX under the symbol C6C.

### *Intercorporate Relationships*

The Company has several subsidiaries. One subsidiary is through which the Company owns a 75% interest in the Copper Mountain Mine. MMC owns the other 25% ownership in the Copper Mountain Mine through their wholly owned Canadian subsidiary MM Copper Corporation. CMM was created pursuant to the laws of the Province of British Columbia on November 1, 1996, pursuant to the amalgamation of Similco Mines Ltd. (incorporated in British Columbia on April 20, 1988) and Similco Resources Ltd. (incorporated in British Columbia on September 8, 1994). Copper Mountain Operating Company Ltd. (CMOC) which is owned 100% by the Company, was created solely for facilitating the development of the Copper Mountain Mine. CMOC was created pursuant to the laws of the Province of British Columbia on May 1, 2010. Two other subsidiaries were formed in early 2018 to facilitate the acquisition of Altona, they are Copper Mountain Mining Australia Pty Ltd and CMMC Australia Pty Ltd. Altona was renamed Copper Mountain Mining Pty Ltd (Copper Mountain Australia) and holds through certain subsidiaries the Australian assets purchased with the Altona acquisition. Please see chart below for schematic of corporate structure as at March 29, 2022.

# Copper Mountain Mining Corporation Organizational Structure



Note: Corporate structure as of March 29, 2022

## General Development of the Business

### Overview

Copper Mountain is a Canadian-based copper mining company focused on the operation and further development of its principal mining operation, the 75% owned Copper Mountain Mine in southern British Columbia, Canada. The remaining 25% of the Copper Mountain Mine is owned by MMC. The Company is also focused on the development of its 100% owned Eva Copper Project and ongoing exploration projects in Queensland, Australia.



Figure 1—Property Location Map

## *Three-Year History*

### **2019**

During the year ended December 31, 2019, the Copper Mountain Mine produced 72.0 Mlb of copper, 26,747 oz of gold, and 271,835 oz of silver. C1 cash cost per pound of copper produced for the year ended December 31, 2019 was US\$1.92.

On October 15, 2019, the Company increased the Eva Copper Mineral Reserve by 836 million pounds of copper (77.3Mt averaging 0.49% copper) with the addition of the Blackard deposit.

On February 25, 2019 the Company announced a new integrated life of mine production plan for the Copper Mountain Mine. The life of mine plan included a modest expansion of the existing Copper Mountain Mine mill to 45,000 t/d and production from New Ingerbelle. The results included a 102% increase in Mineral Reserves, a 27% increase in average annual copper equivalent production to 116 Mlb (over the first ten years), a 12-year extension in mine life to 26 years and a decrease in C1 cash costs to US\$1.87/lb produced, when compared to the previous CMM production plan included in the Company's 2018 NI 43-101 Technical Report for the Copper Mountain Mine.

### **2020**

In reaction to the global COVID-19 pandemic and the resulting lower copper price environment experienced in the first half of 2020, the Company implemented a revised operating plan, which enabled the Mine to maintain positive margins and cash flow.

During the year ended December 31, 2020, the Copper Mountain Mine produced 77.6 Mlb of copper, 29,227 oz of gold, and 392,494 oz of silver. Production was higher in the year as a result of processing higher grade ore. C1 cash cost per pound of copper produced for the year ended December 31, 2020 was US\$1.53 and all-in cost per pound of copper produced was US\$1.90. The Company exceeded 2020 production guidance and achieved 2020 all-in cost guidance.

During the year ended December 31, 2020, the Company closed the purchase of the Nufort royalty from Hornby Bay Exploration. The 5% NSR Nufort royalty, which dated back to the late 1960's, covered 17% of the property but mostly in areas peripheral to mineralization with the exception of some claims located in the North Pit area.

On May 7, 2020 the Company announced improved feasibility study update results for the 100% owned Eva Copper project. The updated feasibility study demonstrated a significant increase to the after-tax Net Present Value ("**NPV**") of the project as a result of a 57% increase in total copper production, a 17% decrease in C1 cash costs and a 25% increase in the mine life.

On November 30, 2020, the Company announced a new life of mine plan for the Copper Mountain Mine, which included a proposed further mill expansion to 65,000 t/d (the "**Expansion Plan**"), building upon the 45,000 t/d mill expansion, and the integration of the New Ingerbelle deposit. The Expansion Plan increased the Copper Mountain Mine's NPV at an 8% discount rate to US\$1.0 billion. The Expansion Plan also included a 15% increase in average annual copper production to 106 Mlb (over the first ten years) and a 35% decrease in C1 cash cost to US\$1.21/lb produced, when compared to the previous Copper Mountain Mine production plan included in the 2019 NI 43-101 Technical Report.

On November 26, 2020, the Company announced the closing of a \$17.25 million bought deal offering. The net proceeds of the offering was for regional exploration on the Company's prospective land package in Australia, advancing the development of the Eva Copper Project and general corporate purposes.



In 2020, the Company achieved its 2020 sustainability targets, receiving a “AA” rating for its Tailings Management, a “AAA” rating for its Aboriginal and Community Outreach and a “AA” rating for its Health and Safety, under the Canadian Mining Association’s Towards Sustainable Mining (TSM) standards. The Company announced it is targeting to achieve at least an A rating on the remaining TSM protocols by the end of 2021. These protocols include: Biodiversity Conservation Management, Crisis Management Planning, Energy Use and GHG Management, Child and Forced Labour Free Certification and Water Stewardship.

## **2021**

During the year ended December 31, 2021, the Copper Mountain Mine produced 90.1 Mlb of copper, 28,736 oz of gold, and 523,821 oz of silver. C1 cash cost per pound of copper produced for the year ended December 31, 2021 was US\$1.49 and the Company ended the year with \$178 million in cash on hand.

On April 9, 2021, the Company successfully closed a US \$250 million senior secured 5-year bond in the Nordic Bond market to refinance existing debt enabling the Company to access 100% of the cash flow from the Mine.

During the fourth quarter of 2021 the Company successfully installed and commissioned Ball Mill 3, which increases throughput to 45,000 tpd and improves recoveries. The Company also commenced several plant optimization projects, which are expected to improve efficiencies, throughput and recoveries.

On December 13, 2021, the Company announced updated economics, including capital and operating costs for its 100% owned Eva Copper Project. Eva’s after-tax NPV, based on an 8% discount rate, is \$622 million, a 42% increase compared to the May 2020 Feasibility Study Update. The main factor for the growth in value was higher metal prices, offset by a stronger Australian dollar and higher capital.

The Company achieved its 2021 sustainability targets, which was to achieve at least an “A” or “Yes” rating on all of the TSM protocols: Tailings Management, Aboriginal and Community Outreach, Biodiversity Conservation Management, Crisis Management Planning, Energy Use and GHG Management, Child and Forced Labour Free Certification and Water Stewardship.

## **Description of the Business**

### ***General Description***

Copper Mountain is a Canadian copper metal mining company with operations in British Columbia, Canada and a development project in Queensland, Australia. The Company also has a large exploration land package in the Mt Isa Inlier region in Queensland, Australia. The Company’s principal operating asset is the Copper Mountain Mine in southern British Columbia, the fourth largest open pit copper mine in Canada.

### ***Employees***

As of December 31, 2021, Copper Mountain had a total of approximately 567 employees located in Canada, the United States and Australia. The Company’s success at mining and marketing its minerals is reliant on the services of key employees and contractors, as well as the development and continued relationships with certain third parties, including geologists, engineers, metallurgists and other personnel with specialized skill and knowledge. There remains demand for highly skilled, experienced and diverse workers in the resource industry despite the ongoing volatility. See Risks and Uncertainties below.

## ***Foreign Operations***

The Company currently owns, among other interests, 75% of the Copper Mountain Mine in Canada and 100% of the Eva Copper Project in Australia. The Company's operations are exposed to various levels of political, economic and other risks and uncertainties. These risks and uncertainties vary from country to country. Future development and operations may be affected in varying degrees by such factors as government regulations (or changes thereto) with respect to restrictions on production, export controls, import restrictions, such as restrictions applicable to, among other things, equipment, services and supplies, taxes, expropriation of property, repatriation of profits, environmental legislation, land use, water use, surface land access, land claims of local people and mine safety. The effect of these factors cannot be accurately predicted. See Risks and Uncertainties below.

## ***ESG Focus***

Copper Mountain is *Powering a Sustainable Future*. The company mines with integrity and integrates sustainability into all facets of the business, recognizing the Company's role in the green energy transformation.

Sustainably mining copper, a resource vital to a future built on low carbon energy, is a responsibility the company takes seriously. The Company is committed to continuous improvement and is motivated to perform to best in class industry standards, while demonstrating industry leadership in emissions reduction.

Environmental, Social and Governance (ESG) principles are foundational to the corporate strategy, and central to the achieving the safe, sustainable production of copper.

The Company will be publishing its inaugural Sustainability Report in 2022, which will document performance and initiatives towards our ESG objectives.

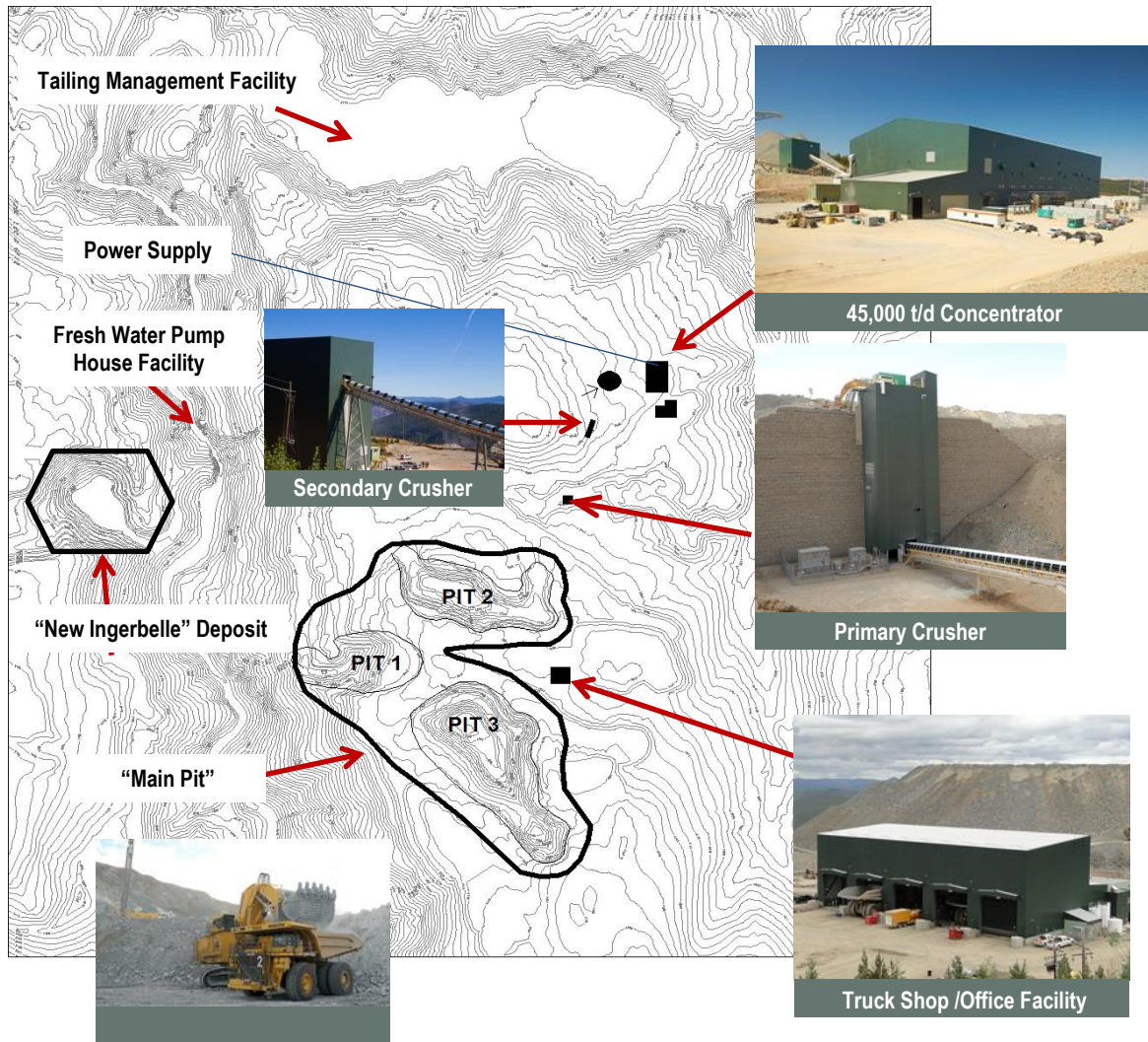
## ***Environmental Protection Requirements***

The Company's mining, development and exploration activities are subject to various levels of federal, provincial, state and local laws and regulations relating to the protection of the environment, including requirements for closure and reclamation of mining properties. The Company believes in progressive reclamation and currently is committed to reclaiming 25 hectares per year. The Company's total liability for reclamation and other closure provisions at December 31, 2021 was \$22 million.

## ***Description of Properties***

The Company's principal operating asset is the Copper Mountain Mine in southern British Columbia, the fourth largest open pit copper mine in Canada. Copper Mountain Mine also produces gold and silver as by-product metals and has an expected mine life of at least 30 years based on a 45,000 t/d milling rate and Proven and Probable Mineral Reserves at the Copper Mountain Mine of 501 Mt with grades of 0.24% copper, 0.10 g/t gold and 0.72 g/t silver, as of January 1, 2022.

The Copper Mountain Mine located near Princeton, British Columbia, is a conventional open pit, truck and shovel operation that has a 45,000 t/d concentrator that produces a copper, gold and silver concentrate.



**Figure 2—Copper Mountain Mine Site View**

The primary crusher and concentrator were built close to the existing Copper Mountain Mine Main Pit. The mine site is connected to the BC Hydro grid via a 138 kV power line and obtains its make-up-water from a 347 litres per second (L/s) (5,500 gpm) freshwater facility. Seventy-five percent of the Mines process water is reclaimed and re-used from the 2-km long tailings management facility. The truck maintenance shop is located adjacent to the existing warehouse to service the mining fleet. The Mine utilizes the existing tailings management facility already established on site. Copper concentrate from the Mine is trucked to the Port of Vancouver where it is placed in a 20,000-tonne capacity storage shed prior to loading onto ocean going vessels for transport to Japan.

Mining is divided into multiple development phases with sequential pushbacks in each phase. The Mine is currently mining from the Main Pit and the North Pit. This development sequence is designed to maximize the discounted cash flow which is reflected in the planned pit phases.

During the year ended December 31, 2021, the Copper Mountain Mine produced 90.1 million pounds of copper, 28,736 ounces of gold, and 523,821 ounces of silver compared to 77.6 million pounds of copper, 29,227 ounces of gold, and 392,494 ounces of silver for the year ended 2020. The Company achieved its 2021 annual copper production guidance range of 90 to 100 million pounds of copper, which was increased within the year. Higher mill feed grades was the primary driver of significantly higher production for the

2021 year as compared to 2020. Average feed grade was 0.38% Cu during the year ended December 31, 2021, compared to average feed grade of 0.32% Cu for the year ended 2020.

Copper recovery was 79.8% for the year ended December 31, 2021 as compared to 78.0% for the year ended 2020. The mill processed a total of 13.4 million tonnes of ore for the year ended December 31, 2021, as compared to 14.3 million tonnes for the year ended December 31, 2020. Mill tonnage was intentionally reduced in 2021 to manage the volume of copper concentrate being produced and to maintain recovery while processing the higher head grade of Phase 3 ore. Also contributing to slightly lower mill tonnage was the commissioning of Ball Mill 3 and the maintenance issue with the secondary crusher in the fourth quarter of 2021. The Company is advancing the installation of additional cleaner and filtration capacity to maintain full throughput during periods of high-grade production. These projects are expected to be completed in the first half of 2022. The Company is also advancing additional rougher flotation to maintain high recovery with slower kinetic ores. The rougher flotation expansion project is estimated to be complete by the middle of the third quarter of 2022. Mill availability averaged 91.9% for the year ended December 31, 2021 as compared to 92.4% for the year ended December 31, 2020.

In 2021, the Copper Mountain Mine moved a total of 56.9 Mt including 13.4 Mt of ore at a strip ratio of 3.26 as compared to 55.0 Mt including 14.2 Mt of ore in 2020 at a strip ration of 2.88.

The Company currently has 514 operating employees engaged at the Mine site and has maintained an excellent safety record.

The Company closed on its acquisition of the Australian listed company, Altona, in April 2018. Altona's main assets were the permitted Eva Copper Project in Queensland, Australia and a highly prospective land package located within the Eastern Fold Belt of the Mount Isa Geological Province in Queensland, Australia. Since the acquisition of Altona, the Company has been improving the development plan for the Eva Copper Project.

The Eva Copper Project is located approximately 76 km northwest of Cloncurry, and 195 km northeast of Mt. Isa in Queensland, Australia. The Eva Copper Project currently has a reserve of 171 Mt of ore from seven open pit deposits. The seven deposits are Little Eva (largest pit) Blackard, Scanlan, Turkey Creek, Lady Clayre, Bedford, and Ivy Ann. The Company completed a Feasibility Study update in 2020 which demonstrated average annual production of 100 Mlb of copper and 14 koz of gold over a 15-year mine life. Mineral Reserves will be mined using conventional earthmoving equipment and will be hauled to a processing plant by way of haul roads from each pit. Non-economic rock will be stacked in storage areas adjacent to each pit, except for some material that will be used to construct the tailings management facility.

Existing major infrastructure near the Eva Copper Project includes the sealed Burke Developmental Road, located 8 km to the east of the Project, which connects Cloncurry with Normanton. A power line installed by MMG Limited (MMG)'s Dugald River mine is located about 11 km to the south of the Eva Copper Project. A water pipeline that runs from Lake Julius to the Ernest Henry Mine, located 60 km to the east, traverses the southern portion of the Eva Copper Project's property boundary. Infrastructure located on the Project site itself is minor, and includes dirt tracks for exploration, drill pads and holes, fences, water points for stock, and yards for grazing purposes.

The Company is adhering to a disciplined project execution plan to closely manage capital expenditures and the project schedule. The Company's Board of Directors has formally approved the plan to construct the Project, subject to; advancing detailed engineering to the 80% level, obtaining committed project financing, and the lifting of COVID-19 restrictions and a return to normalcy for the supply chain management system in Australia.

## Description of Property – Copper Mountain Mine

### *Property Description, Location, and Access*

The Copper Mountain Project is situated 20 km south of Princeton, British Columbia and 300 km east of Vancouver (Lat. 49 20' N; Long. 120 31' W). The National Topographic System map sheet is 92H/7E. Access to the Copper Mountain Mine is via a 28km paved road from the town of Princeton to the mine gate. Almost all of the Project area is accessible by highways or the paved access road. The property consists of 141 Crown granted mineral claims, 149 located mineral claims, 14 mining leases, and 12 fee simple properties covering an area of 6,702.1 hectares or 67 km<sup>2</sup>. Approximately 7% of the claim area is subject to certain production royalties (from 1% to 5%). The claims, which have royalties are generally peripheral to the active mining areas and are not within the Company's current mine plans, except for the North Pit, which is partly covered by a royalty claim. There are five individual claims north and south of the mined pits which are only partially owned by Copper Mountain (50% to 93.75%). The Company has no royalty obligations, other than approximately 50% of the Copper Mountain North Deposit.

The total claim area straddles the Similkameen River with the New Ingerbelle deposit on the west side of the river and the Copper Mountain Mine deposits on the east side of the river. The New Ingerbelle side of the property is immediately adjacent to the Hope-Princeton Highway (Hwy. 3) and has numerous roads from previous mining activity.

### *History*

The Copper Mountain Mine area has a long history of exploration and production, beginning with initial exploration in the late 1890's. A few attempts at initiating production were made during the period from 1892 to 1922 but were unsuccessful. In 1922, Granby acquired the property, built a milling facility in Allenby (adjacent to Princeton), and between 1927 and 1957 extracted 31.5 Mt of ore with a calculated head grade of 1.08% Cu, as well as significant amounts of gold, and silver, mostly from underground operations. There was some mining of open pit material in the later years. Subsequently, Newmont Mining Corporation (Newmont) began open pit operations at Ingerbelle in 1972 with an initial reserve of 69 Mt grading 0.53% Cu (Dolan et al., 1975). In 1979, development of mineable reserves on the Copper Mountain side (east side of the Similkameen River) of the Project commenced with the installation of a new primary crusher and conveyer system across the Similkameen River. This helped feed the mill, which was expanded from 13,500 t/d to over 20,000 t/d. Production from the Copper Mountain Mine side was from Pit 1, Pit 2, and Pit 3. The entire property was sold by Newmont in 1988 to Cassiar Mining Corporation, later to become Princeton Mining Corporation. Mining operations during this period ceased in 1996 when Princeton Mining Corporation built the Huckleberry Mine in Northern BC and relocated a majority of the mobile mining equipment there.

Copper Mountain acquired the Copper Mountain Project in late 2006 and, following extensive exploration, which resulted in a significant increase in reserves and engineering studies completed between 2007 and 2009 demonstrated that the Project should be placed into production. With the completion of permitting, construction was initiated in early 2010, and the current phase of open pit mining on the site began in 2011. The newly built mill was located adjacent to the existing pits on the opposite side of the river as compared to the original mill, and was designed to process 35,000 t/d, however, it was unable to achieve that level of production, primarily due to hard ore feed. A secondary crushing circuit between the primary crusher and the semi-autogenous grinding (SAG) mill was installed in 2014, and this circuit has resulted in higher mill throughput, with approximately 40,000 t/d becoming the new mill throughput benchmark.

The 2009 Feasibility Study upon which the Copper Mountain Project and production decision was based, had a 17-year mine plan based on twelve years of mine production, during which low-grade material would be stockpiled, and processed for an additional five years of stockpile milling. Mill throughput over the 17 years of mine life would average 12.7 Mt/a (35,000 t/d). In early 2019, the Company completed a new mine plan which planned for a further mill expansion to 16.4 Mt/a (45,000 t/d) with the integration of the New Ingerbelle deposit. Based on the updated reserves, the mine life was extended to 31 years. The Company completed the 45,000 t/d mill expansion in the fourth quarter of 2021.

## ***Geological Setting***

The Copper Mountain Mine area is a large, structurally complex, alkalic porphyry copper-gold system where historical mining operations have produced 1.7 Blb of copper, 700,000 oz of gold, and 9 Moz of silver from six pits and underground areas. Most of the copper-gold mineralization at the Copper Mountain Mine is in the form of veins, fracture fillings, and disseminations within volcanic rocks of the Nicola Group and intrusive rocks of the Lost Horse Intrusive Complex. Mineralization within Nicola Group rocks was more prevalent in the upper parts of the deposit and to the southeast of the mine area whereas mineralization within intrusive rocks increases with depth and to the northwest of the mine area. Mineralization typically has strong vertical continuity, but the dominant lateral orientations for veins and fractures varies with location. Mineralization consists of chalcopyrite, bornite, and chalcocite (hypogene), with gangue sulphide and oxide minerals of pyrite, magnetite, and calcite. Overall, copper-bearing sulphide minerals are more abundant than pyrite in the ore zones. Alteration associated with mineralization includes both sodic and potassic metasomatism, with the sodic alteration predominant in the south, and potassic alteration predominant in the north. A bornite-chalcopyrite-pyrite mineral assemblage is typical of the Pit 3 area, whereas a chalcopyrite-pyrite-magnetite assemblage is typical of the mineralization in the north side of the camp. Pit 2, which is situated near the middle of the camp, has overlapping mineral assemblages. Calcite is an abundant gangue mineral which is present in sufficient concentrations such that most rocks are acid-consuming rather than acid-generating during weathering.

The geological setting of Copper Mountain Mine is a large, submarine, mafic volcano, where the magmatic source rocks have intruded into the volcanic pile. Intrusive-related hydrothermal activity was accompanied by active tectonism, resulting in strong structural control of mineralization and associated alteration. Metal grades are generally independent of either rock type or alteration type and intensity, and more dependent on fracture intensity and orientation, as well as proximity to major conduits of hydrothermal fluids such as large pre-mineral faults. The highest-grade zones are commonly associated with intersecting fracture systems that form vertically oriented pipe-like features. Understanding the orientation of structural controls on the mineralization is best achieved through investigations of closely-spaced blastholes and; consequently, resource estimation techniques have improved as more mine-related data becomes available.

Mineralized areas have been subdivided into numerous domains, based on a combination of structural orientation and mineralization characteristics, for resource estimation. Similarly, geometallurgical domains used to predict metallurgical performance are based on geology, alteration, and sulphide grain size. The area of mineralization at the Copper Mountain Mine is an approximately 4 km by 3 km triangular area, bounded by pre-mineral intrusive rocks. The eastern part of the mineralized area is also cut by many barren, post-mineral felsite dykes, which require consideration during resource estimation and mine planning.

## ***Mineralization***

As a broad simplification, mineralization at the Copper Mountain Mine consists of structurally controlled, multi-directional veins and vein stock works. Mineralization includes four types, as follows: 1) disseminated and stock work chalcopyrite, bornite, chalcocite and pyrite in altered Nicola and LHIC rocks; 2) hematite-

magnetite-chalcopyrite replacements and/or veins; 3) bornite-chalcocite-chalcopyrite associated with pegmatite type veins and 4) magnetite breccias. Each mineralization type can be found in all pit areas, however each pit is unique with respect to the relative quantities and character of mineralization type. The alteration that is associated with each mineralization type has some degree of variation as well. Each pit area also has distinctive Cu;Ag;Au ratios which may reflect the relative abundance of mineralization/alteration type or zonation caused by a camp scale thermal regime.

## *Exploration History*

There is little documentation of the early exploration history (pre-1950s) on the property and most of this information must be inferred. Evidence of early workings such as trenches and adits, indicate that early prospecting (1900-1940s) must have been fairly significant. By the mid 1950s Granby was using diamond drilling in addition to percussion drilling for exploration. During their exploration and production drilling, Granby located most known zones of mineralization, with possible exception of the Virginia and Alabama zones, but did not define significant resources in all locations. Most of Granby's exploration work took place along the Copper Mountain Fault where grades were sufficient to support underground mining. Exploration was also conducted on the Voigt zone but this deposit was never developed.

Although Granby developed some small areas of open pit ore at a few locations during the later stages of the mine life, their equipment was ill-suited for efficient open pit mining and most of their exploration was directed towards development of underground resources. Newmont initiated exploration on claims on the western side of the Similkameen River and successfully delineated the Ingerbelle deposit. Following acquisition of Granby's Copper Mountain property, Newmont applied the same exploration techniques that had been successful in discovering the Ingerbelle deposit, namely Induced Polarization geophysical surveys and extensive diamond drilling. Newmont's IP surveys covered a significant part of the area east of the Copper Mountain fault between Pits 1 and 3 and resulted in focused exploration in the Pit 2 area. Most of Newmont's drilling on the Copper Mountain Mine was in the Pit 1 and Pit 2 areas.

Similco Mines Inc. ("Similco Mines") carried out diamond drill programs during the periods from 1989 to 1991 and from 1993 to 1997. The early drill programs were carried out in the area extending from the eastern end of Pit 2 to the northeast through the Mill Zone across the Lost Horse Gulch and into the eastern end of the Alabama Zone. All holes encountered some mineralization with the most success coming from what would become the Virginia deposit. Drilling in the Alabama area yielded favourable results, resulting in an inferred resource being estimated for the Alabama area by the mine operators. Drilling in the Ingerbelle area in 1994 and 1995 defined additional resources extending easterly, and at depth from the Ingerbelle deposit; the 'low-strip' part of these newly defined resources were mined through 1996. A 61-hole, 11,800 m drill program was undertaken in late 1996 and early 1997 to see if additional resources could be defined in the areas surrounding Pit 2 and Pit 3 and these results are incorporated into the Company's Mineral Resources.

Precious metals were not routinely analyzed for in the historical data and consequently were not included in estimates of historical resources. Precious metal contents are reasonably well known from production records and grades can be back-calculated using assumed metallurgical recoveries. The ratio of silver to gold varies, somewhat systematically, from north to south, and in general, historical precious metal payments received from smelters generally averaged about 12% of the concentrate's value, however, at current metal prices the value of precious metals within the concentrate is higher.

An extensive amount of both exploration and production drilling has been carried out on the Copper Mountain Mine. The exploration database compiled and verified by the Company contains approximately 6,200 drill holes or 'data strings' representing a total of approximately 1.32 million feet (404,000 m). Within this database there are more than 100,000 assays or analyses. It is estimated that between 30% and 40%

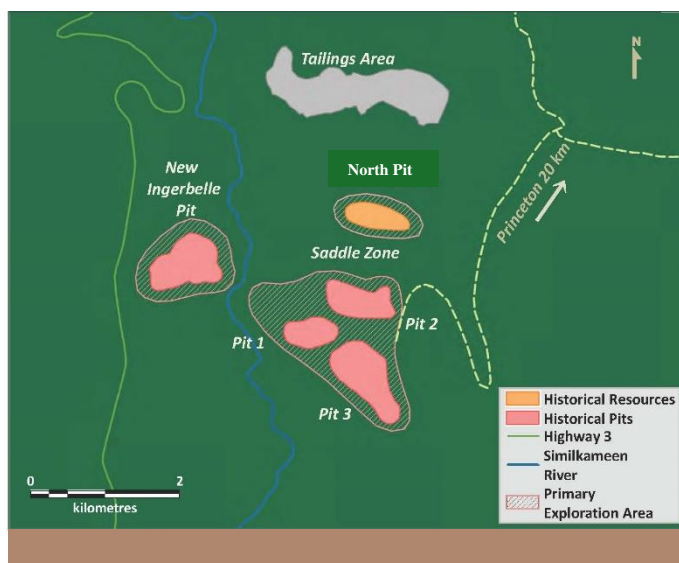
of the volume represented by the drilling has been mined out. Drilling can be divided into three phases: 1) drilling by Granby during the underground era, 2) drilling by Newmont during the open-pit era, 3) drilling by Princeton (Similco Mines) up to 1996.

Granby initiated exploration and production in the 1930s and maintained very good records of drill locations, results and logs. All the Granby drill data was incorporated into the Copper Mountain data base and used by past operators in reserve estimates and production planning for Pits 1, 2 and 3. Although none of the Granby era core has remained useable for verification today, the high level of correlation between reserves supported by Granby drill data and mill-head grades mined from Pits 1 and 3 suggest that both the location and copper assays of the Granby data were generally of high quality. Granby drilled more than 850 holes on the property, with the highest concentration in the Pit 3 area where underground mining took place. A significant feature of the Granby drill-holes is that much of the underground drilling was in flat or horizontal holes, which provides excellent data for mineralization occurring in dominantly vertical structures.

Newmont began exploration on the western side of the Similkameen River which led to the discovery of the Ingerbelle deposit. Newmont relied almost exclusively on vertical drill holes in the Ingerbelle, Pit 1 and Pit 2 deposits, which tended to lead to overestimates of resource grades and underestimates of tonnage. Newmont carried out limited exploration drilling on other exploration targets around the property through the 1980s.

Similco Mines carried out exploration drill programs periodically during its mining operations, most notably during the periods of 1989–1991, and 1994–1997. Most of these programs were focused in a few small areas and lead to the definition of reserves in the Virginia deposit and resources in the Alabama deposit, although numerous other areas also received some attention.

The Company initiated an exploration program in early 2007 immediately after acquiring and compiling available historical data, including the recovery of historical digital data from the mine site. Figure 4 shows a schematic diagram of the Copper Mountain Mine in early 2007 showing historical open pits, areas of known mineralization and areas designated for future exploration.



**Figure 4—Schematic Diagram of Copper Mountain Mine Showing Historical Open Pits**

During 2007 and 2008 the Company drilled 419 holes in the Pit 2, Pit 3 and Saddle Zone areas for a total of 106,000 m and an updated resource was prepared at that time by Giroux Consultants Ltd. of Vancouver, British Columbia, an independent qualified person as defined by NI 43-101.

During 2010 and 2011 the Company completed a two phased 18,400-m drill program. Phase I was designed to provide more drill information for detailed mine design, while Phase II was focused on the deep drilling of geophysical targets below the Pits to better understand the total resource potential and to assist in long term mine planning. Significant drill results have been presented in press releases which are available on the Company’s website.



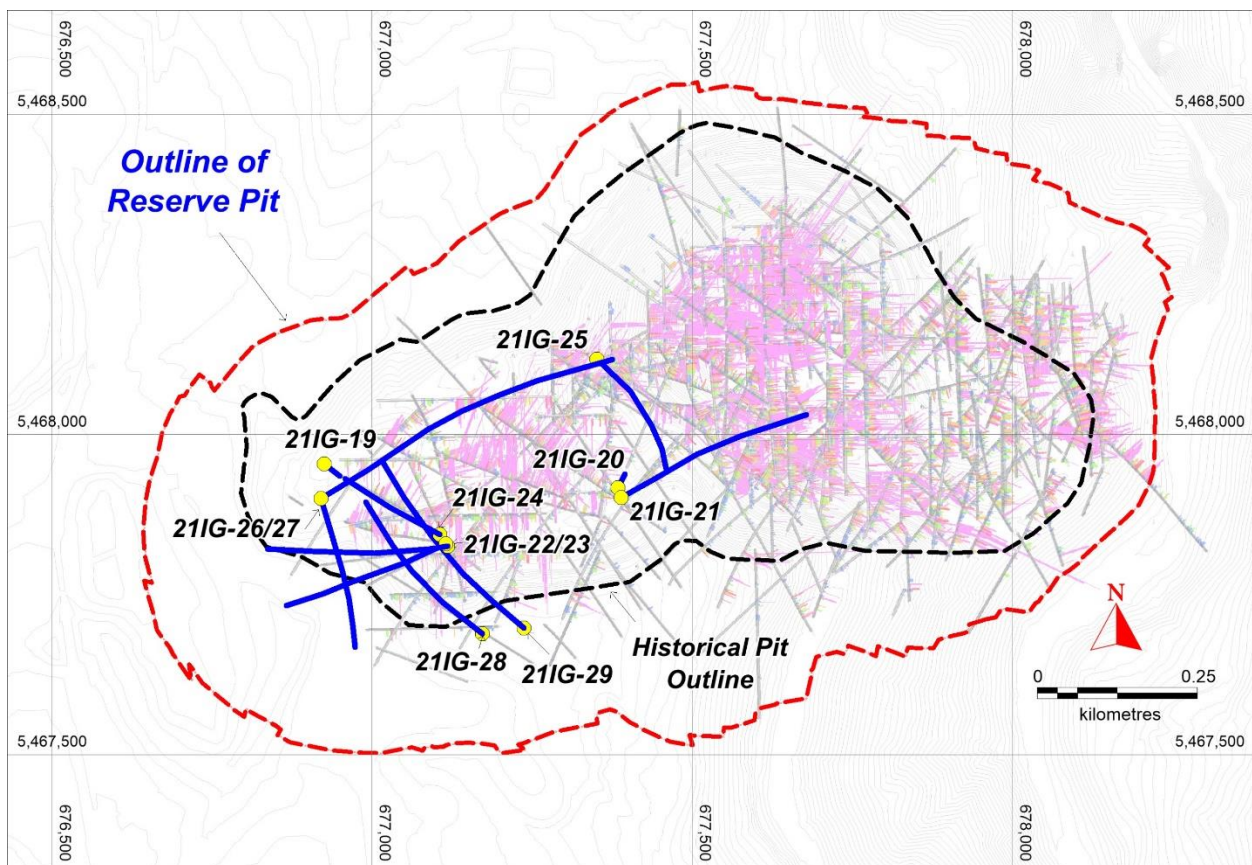
Exploration drill programs were carried out in almost all years from 2012 to 2021, with significant programs in 2017, 2018, and 2021 confirming significant resources and exploration potential in the New Ingerbelle area, as well as expanding reserves in the Main Pit area.

### Current Exploration

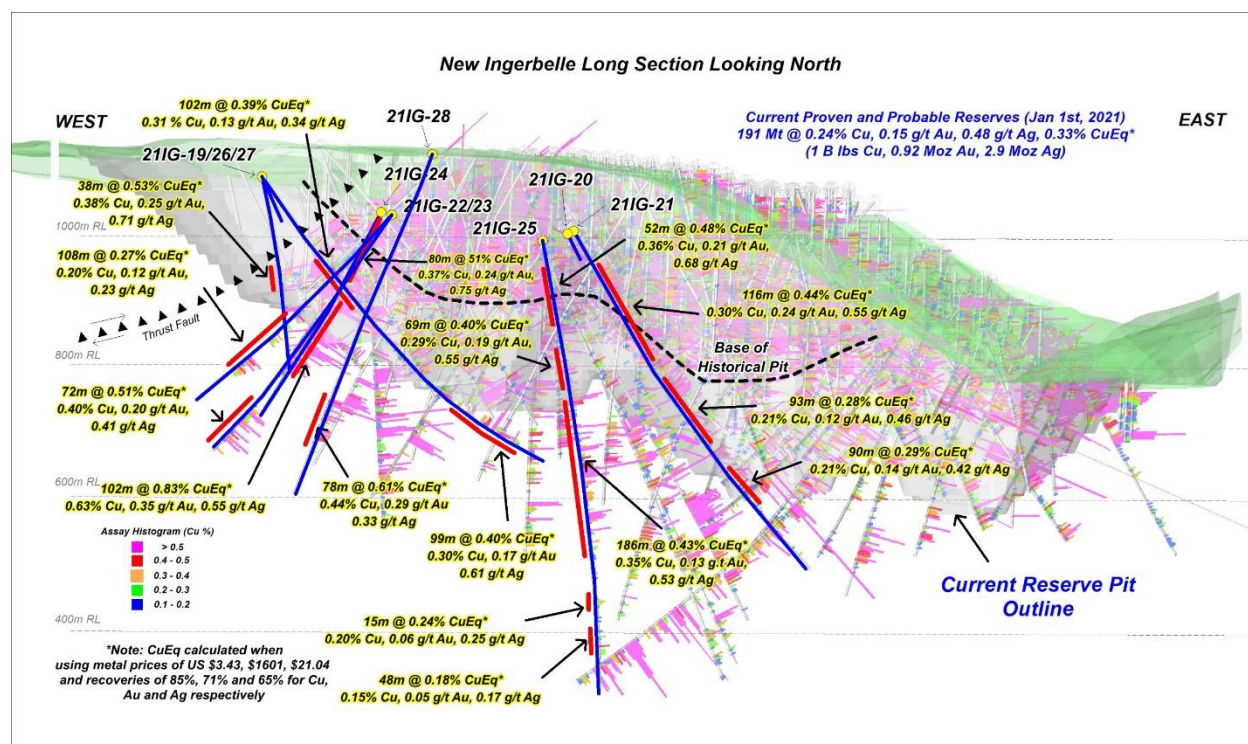
The 2021 exploration drilling program, which was initiated in March 2021 with the objective of expanding resources and reserves at the Copper Mountain Mine Main Pit, North Pit and New Ingerbelle, continued for the balance of the year and was completed in the first quarter of 2022. A total of about 50,000 meters were drilled during the 2021 exploration program.

The 2021 drill program encountered long intercepts of high-grade mineralization with continuity, doubling the vertical extent of mineralization below the existing pit and extending mineralization to the west. Drilling results for an additional 10 holes from New Ingerbelle were published in a press release issued on January 20, 2022 with the graphics below.

**Figure 4: Plan View (Drill Hole Location Map)**



**Figure 5 Longitudinal Section**



Drilling results to date have been positive with significant copper intersections below the current reserve pits and better definition of the limits of mineralization. Currently the Company is doing statistical analysis of the data and building the updated resource block model from which an updated reserve and life of mine plan will be calculated in 2022.

The 2020 exploration was initially delayed due to COVID-19 travel restrictions. However, later in the year, exploration drilling commenced. Six drill holes totalling 3,505 m were drilled in the New Ingerbelle deposit area, three of these holes were drilled within barren wall rock on the south side of the deposit for mine planning purposes, with two of those holes continuing to depth below current resource areas. Three other holes were drilled to test the depth potential of the deposit and successfully extended mineralization to depths 450 m below the current pit and 200 m below the proposed pit. A drill program consisting of 21 holes totalling 3,370 m was successfully completed in 2020 on the northwest corner of the Main Pit to convert Inferred resources into Measured and Indicated for inclusion in the reserve base. All of these results were followed up with further drilling in 2021.

The 2019 exploration program for the Copper Mountain Mine included approximately 15,000 metres of drilling with the objective of defining resources adjacent to and below current reserves in high potential areas. Key areas of drilling included the westward extension of the current pit area towards the New Ingerbelle deposit; the eastern edge of the Pit 3 area to follow-up on the strong drill results obtained in 2018.

### Sampling and Analytical Procedure

Drill core is geologically logged, and sample selections are determined based on visual observation of mineralization. Sample locations are marked on core, and assay tags are stapled onto wooden core boxes;

the core is photographed in the boxes, and sent to the cutting area, where it is cut in half using diamond-blade saws. Sample sizes are usually 3 m long in NQ core and 2 m long in HQ core; however, these may be shorter based on geological or mineralogical boundaries. Cut core is placed in plastic bags, sealed, and transported to the Copper Mountain Mine Laboratory for analysis. Core samples are crushed, pulverized (80% passing (P<sub>80</sub>) 75 microns (µm)), and analyzed by x-ray fluorescence (XRF) for copper and silver. High copper values (greater than 0.10% Cu) are reanalyzed by atomic absorption (AA) methods. Standard quality assurance/quality control (QA/QC) processes are in place. All sample pulps with greater than 0.10% Cu are sent to a commercial lab for gold assays, with ten percent of these samples reanalyzed for copper and silver as part of the QA/QC program.

## Mineral Resource and Mineral Reserve Estimation

Methodology for mineral resource and reserve estimations is provided in the company's most recent NI: 43-101 Technical Report filed on SEDAR titled: *NI 43-101 Technical Report for The Copper Mountain Mine 65 t/d Expansion Study and Life of Mine Plan dated November 30, 2020*. All resources are constrained by a Whittle optimized pit shell generated using current mining costs and a US\$2.75 copper price. Mineral Resources are inclusive of Mineral Reserves, and are from all mineralized areas, including the New Ingerbelle deposit. Reserves are estimated by summing all Measured and Indicated resource blocks within the current pit designs.

The Mineral Resource base from which the Mineral Reserves and the mine plan are derived is summarized below. The total Copper Mountain Mine Mineral Resource estimate (at a 0.10% Cu cut-off grade) as of December 31, 2021, is 698 Mt grading 0.23% Cu, 0.10 g/t Au, and 0.68 g/t Ag, as shown in the table below.

### Total Combined Copper Mountain and New Ingerbelle Mineral Resources (at a 0.10% Cu cut-off)

	Tonnes ('000s)	Cu%	Au g/t	Ag g/t	Copper (Mlb)	Gold (Moz)	Silver (Moz)
Measured	258,855	0.24	0.10	0.76	1,360	0.80	6.33
Indicated	438,834	0.23	0.11	0.64	2,182	1.48	8.98
<b>Measured and Indicated</b>	<b>697,689</b>	<b>0.23</b>	<b>0.10</b>	<b>0.68</b>	<b>3,542</b>	<b>2.28</b>	<b>15.31</b>
Inferred	334,547	0.21	0.10	0.50	1,512	1.03	5.36

**Notes:** 1. Mineral Resources were estimated using the December 31, 2021 mining surface for Copper Mountain Mine. 2. Mineral Resources are constrained by a \$3.50/lb Cu pit shell. 3. Cut-off grade is based on copper grade only. 4. Mineral Resources are inclusive of Mineral Reserves and include stockpiled material. 5. Cut-off grades applied at 0.10% Cu. 6. Totals may not add due to rounding.

Mineral Reserves are prepared in accordance with definitions and practices published by the CIM in the CIM Standards. The total Copper Mountain Mine Mineral Reserve (at a 0.10% Cu cut-off grade) as of December 31, 2021 is 501 Mt grading 0.24% Cu, 0.10 g/t Au, and 0.72 g/t Ag, as shown in the table below. Proven and Probable reserves are derived from the Measured and Indicated resources, respectively, in the resource block model that can be economically extracted from fully designed pits with a sufficiently detailed life of mine plan. The process of estimating reserves begins with the generation of a series of pit shells using Whittle® 4D software, which incorporates the Lerchs-Grossmann (LG) optimization algorithm. All economic parameters are considered during the pit optimization, which is based on net smelter return (NSR) value. The block NSR is based on estimated grade and metal recoveries, metal prices, and all costs related to transportation, smelting, and refining of the concentrate. The processing costs consist of milling costs, administrative costs, and the cost of tailings management. Copper Mountain Mine Mineral Reserves are summarized as follows:

## Copper Mountain Mine Mineral Reserves, December 31, 2021

Category	Tonnes ('000s)	Cu Grade (% Cu)	Au Grade (g/t)	Ag Grade (g/t)	Cu Pounds (Mlb)	Au Ounces ('000s)	Ag Ounces ('000s)
<b>Proven</b>							
CMM Main Pit	54,921	0.36	0.09	1.56	430	166	2,751
CMM North Pit	67,140	0.19	0.08	0.55	287	182	1,193
New Ingerbelle Pit	58,040	0.25	0.16	0.51	324	296	952
Subtotal Pit Only	180,101	0.26	0.11	0.85	1,041	644	4,896
Stockpile	44,094	0.15	0.04	0.45	150	57	638
<b>Total Proven</b>	<b>224,196</b>	<b>0.24</b>	<b>0.10</b>	<b>0.77</b>	<b>1,191</b>	<b>700</b>	<b>5,534</b>
<b>Probable</b>							
CMM Main Pit	98,909	0.26	0.07	1.02	560	230	3,234
CMM North Pit	43,647	0.19	0.08	0.58	183	119	810
New Ingerbelle Pit	134,757	0.23	0.14	0.46	683	625	1,999
Stockpile	-	-	-	-	-	-	-
<b>Total Probable</b>	<b>277,313</b>	<b>0.23</b>	<b>0.11</b>	<b>0.68</b>	<b>1,426</b>	<b>974</b>	<b>6,043</b>
<b>Proven + Probable</b>							
CMM Main Pit	153,830	0.29	0.08	1.21	990	396	5,985
CMM North Pit	110,787	0.19	0.08	0.56	470	301	2,003
New Ingerbelle Pit	192,797	0.24	0.15	0.48	1,006	920	2,951
Subtotal Pit Only	457,415	0.25	0.11	0.75	2,466	1,617	10,939
Stockpile	44,094	0.15	0.04	0.45	150	57	638
<b>Total</b>	<b>501,509</b>	<b>0.24</b>	<b>0.10</b>	<b>0.72</b>	<b>2,615</b>	<b>1,674</b>	<b>11,576</b>

### Notes: Mineral Reserves:

1. Joint Mineral Reserves Committee (JORC) and the CIM Standards were followed for Mineral Reserves. 2. Mineral Reserves were generated using the December 31, 2021 mining surface. 3. Mineral Reserves are reported at a 0.10% Cu cut-off grade. 4. Mineral Reserves are reported using long-term copper, gold, and silver prices of \$2.75/lb, \$1,500/oz, and \$18.50/oz, respectively. 5. An average Copper Mountain Mine copper process recovery of 80%, gold process recovery of 65%, and silver process recovery of 70% is based on geometallurgical domains and actual plant values. 6. An average New Ingerbelle copper process recovery of 88.5%, gold process recovery of 71%, and silver process recovery of 65% is based on geo-metallurgical domains, historical recoveries, and recent test work. 7. Average bulk density is 2.78 tonnes per cubic metre (t/m<sup>3</sup>). 8. Stockpile grades are approximations based on grade control results. 9. Stockpile tonnes and grade based on production grade control process. 10. Totals may not add due to rounding.

## Mining Operations

The Copper Mountain Mine employs conventional open pit mining methods composed of blast hole drilling, blasting, shovel loading, and rigid-frame, rear-dump truck haulage. The Company's mining equipment fleet consists of three Atlas Copco PV271 drills, one Atlas Copco PV351 drill, two Komatsu PC 8000 electric-hydraulic shovels, a Hitachi EX 5500 hydraulic shovel, a Komatsu PC 4000 hydraulic shovel, twenty-eight Komatsu 240-ton capacity haul trucks, a Komatsu WA 1200 loader, six Komatsu D375 dozers, three Caterpillar 16M graders and a fleet of support equipment typical for an operation of this size.

Mine production information for the 2021 and 2020 year is presented in the following table:

### Mine Production Information

Copper Mountain Mine (100% Basis)	2021 Annual	2020 Annual
<b>Mine</b>		
Total Tonnes Mined (000s)	56,897	55,045
Ore Tonnes Mined (000s)	13,358	14,173
Waste Tonnes (000s)	43,540	40,872
Stripping Ratio	3.26	2.88
<b>Mill</b>		
Tonnes Milled (000s)	13,406	14,336
Feed Grade (Cu%)	0.38	0.32
Recovery (%)	79.8	78.0
Operating time (%)	91.9	92.4
Tonnes milled (TPD)	36,729	39,169
<b>Production:</b>		
Copper (000s lbs)	90,140	77,551
Gold (oz)	28,736	29,227
Silver (oz)	523,821	392,494
<b>Sales</b>		
Copper (000s lb)	93,004	73,277
Gold (oz)	29,691	26,137
Silver (oz)	533,096	323,276
C1 cash cost per pound of copper produced (US\$)	\$1.49	\$1.53
AISC per pound of copper produced (US\$)	\$1.84	\$1.69
AIC per pound of copper produced (US\$)	\$2.12	\$1.90

During the year ended December 31, 2021, the Copper Mountain Mine produced 90.1 million pounds of copper, 28,736 ounces of gold, and 523,821 ounces of silver compared to 77.6 million pounds of copper, 29,227 ounces of gold, and 392,494 ounces of silver for the year ended 2020. The Company achieved its 2021 copper production guidance range of 90 to 100 million pounds of copper, which was increased within the year. Higher mill feed grades are the primary driver of significantly higher production for the 2021 year as compared to 2020. Average mill feed grade was 0.38% Cu during the year ended December 31, 2021, compared to average feed grade of 0.32% Cu for the year ended 2020.

Copper recovery was 79.8% for the year ended December 31, 2021 as compared to 78.0% for the year ended 2020. The mill processed a total of 13.4 million tonnes of ore for the year ended December 31, 2021 as compared to 14.3 million tonnes for the year ended December 31, 2020. Mill tonnage was intentionally reduced in 2021 to manage the volume of copper concentrate being produced and to maintain recovery while processing the higher head grade of Phase 3 ore. Also contributing to slightly lower mill tonnage was

the commissioning of Ball Mill 3 and the maintenance issue with the secondary crusher in the fourth quarter of 2021. The Company is advancing the installation of additional cleaner and filtration capacity to maintain full throughput during periods of high-grade production. These projects are expected to be completed in the first half of 2022. The Company is also advancing additional rougher flotation capacity to maintain high recovery with slower kinetic ores. The rougher flotation expansion project is estimated for completion by mid year. Mill availability averaged 91.9% for the year ended December 31, 2021 as compared to 92.4% for the year ended December 31, 2020.

C1 cash cost per pound of copper produced, net of precious metals credits, for the year ended December 31, 2021 was US\$1.49, as compared to US\$1.53 for the year ended December 31, 2020. The decrease in cost per pound in 2021 was due to higher production and larger by-product credits for the gold and silver produced as compared to 2020. Higher by-product credits were due to greater silver production and higher metal prices in 2021 as compared to 2020. The decrease is also due to \$31.2 million in deferred stripping costs capitalized in 2021, compared to \$21.0 million that were capitalized in 2020.

AISC per pound of copper produced for the year ended December 31, 2021 was US\$1.84 and was higher than AISC for the year ended December 31, 2020 of US\$1.69. AISC carries forward from C1 cash cost with the addition of \$39.6 million in sustaining capital, lease and applicable administration expenditures in the year as compared to \$16.6 million for the year ended December 31, 2020. The increase is largely due to higher sustaining capital of \$23.0 million and lease payments of \$14.0 million in 2021 as compared to \$7.1 million and \$6.9 million, respectively, in 2020. Higher lease costs were a result of four new haul truck leases contracted in the first half of 2021, in addition to four new haul truck leases entered into in late 2020. All of the new trucks are electric Trolley Assist capable.

## ***Contracts and Markets***

Copper Mountain Mine's copper concentrate has no significant deleterious elements. All of the Mine's copper concentrate is sold for the life of the mine under agreement to MMC and is sold at prices based on London Metal Exchange (LME) quotations. Precious metal pricing is fixed based on the average price of the LME following the month of arrival of the concentrate at the smelter. Copper pricing is fixed based on the average price of the LME, either one month or three months following the month of arrival of the concentrate at the smelter, depending on which period was declared by MMC at the start of the year. During 2021, MMC elected to fix copper pricing three months after the month of arrival.

## ***Environmental Consideration***

There have been no material environmental incidents at the Copper Mountain Mine during 2021. The M-29 Permit, covering the operation and reclamation obligations of the Company was last amended on March 3, 2021. The reclamation plan includes a water management and monitoring program and establishment of vegetation on all areas in order to meet land use objectives of returning the land to its original use. Decommissioning and restoration costs are estimated to cost approximately \$22 million. The Company has fully funded this estimated cost by posting a reclamation bond with the Government of British Columbia in the amount of \$4.1 million along with a surety bond for \$17.5 million for total reclamation security of \$22 million.

## Description of Property – Eva Copper Project

### *Property Description, Location, and Access*

The Eva Copper Project is located 76 km northwest by road from the Cloncurry area in Queensland, Australia and 194 km northeast by road from Mt. Isa, a regional mining centre. Access to the Eva Copper Project is via the sealed Burke Developmental Road that runs from Cloncurry to Normanton. This road passes 8 km to the east of the proposed plant site and Little Eva and Turkey Creek pits. The site is also 11 km north of the major operating Dugald River zinc mine.

The Mineral Resources sit within five granted mining leases (the MLs), except for the Ivy Ann pit, which sits within Exploration Permit for Minerals (EPM) 25760 (King). The MLs total 143 km<sup>2</sup> in area and are situated across two pastoral lease holdings and within one native title grant. There are two freehold lots that were granted in the late 1800s, and 100% owned by the Company, which sit within the MLs. The first sits over part of the Little Eva deposit, the second over part of the Longamundi deposit.

Necessary agreements are secured with the pastoral lease holders and native title party (Kalkadoon people) that set out conduct and compensation terms for the planned mining activities to proceed. Additional required third-party agreements and consents have been secured for the Eva Copper Project access road from the sealed Burke Developmental Road. Variations are required to two agreements to permit the realignment of the access road proposed in the current design.

There are royalties that apply to the Eva Copper Project. Royalties on minerals are payable annually to the Queensland State Government on an *ad valorem* basis with various costs being permitted as a deduction from sales revenue. Copper and gold royalty rates vary between 2.50% and 5.00% of value, depending on average metal prices as per Schedule 3 of the Mineral Resources Regulation of 2003. No state royalty on copper is applicable to the two freehold lots owned by the Company. It has not been confirmed if a royalty on gold is payable to the Queensland State Government on these freehold titles. Several royalties also apply to the Eva Copper Project from purchase agreements and are payable to several parties variably across portions of the Eva Copper Project area. These apply to all of the deposits in the Eva Copper Project mine plan, a total 1.5% NSR royalty is applicable to the Little Eva, Bedford, Lady Clayre and Turkey Creek deposits. A total 2% NSR royalty is applicable to the Ivy Ann deposit. Compensation for the effects of mining activities on the native title of the Kalkadoon people has been agreed upon.

In addition to the granted MLs, the key environmental and permitting consideration for a mining project in Queensland is the approved Environmental Authority (EA) from the Department of Environment and Science (DES) that regulate the environmental management of the Eva Copper Project. The EA sets out key environmental management conditions. The current EA is based on the current mine layout. Significant changes to the mine layout will require submission of an amendment.

### *History*

The Eva Copper Project has a long history and has been held under various tenures by a variety of exploration and mining companies. Small scale mining dating back to the early 1900s has occurred at deposits such as Little Eva, Bedford and Lady Clayre. Early explorers that contributed significantly to the Eva Copper Project with the discovery of the 'Copper only' or native copper deposits are Ausminda Pty Ltd and then CRA Exploration (*CRAE*) which completed the first substantive work between 1990 and 1996, also defining a small resource at Little Eva. CRAE sold its interest in the Eva Copper Project to Pasmaenco in 1998. Copper Mountain Australia acquired the Eva Copper Project in 2001 through two separate

transactions. Altona purchased the tenement hosting the Ivy Ann deposit from Dominion Metals Pty Ltd and Pan Australian Resources NL.

The remaining property was acquired by purchasing tenure from both Pasminco and Lake Gold Pty Ltd in a 50:50 ownership split between Altona and Roseby Copper Pty Ltd (RCPL). In 2004, Altona purchased RCPL, and held 100% of the Eva Copper Project resources. Until 2009, work focused extensively on the “Copper only” resources with completion of two feasibility studies based on blends of sulphide ore and “Copper only” ore. From 2009 to 2012, Altona carried out additional drilling resulting in Mineral Resource upgrades at the Little Eva, Bedford, Lady Clayre, Ivy Ann, Blackard, Legend, and Scanlan deposits. Little Eva’s resource estimate was doubled due to the additional drilling.

In 2012, Altona completed a feasibility study based on the increased resources at the copper-gold sulphide deposits and excluded the Blackard and Scanlan deposits. Altona published Mineral Reserves for Little Eva, Bedford, Lady Clayre and Ivy Ann deposits as part of the 2012 feasibility study. Updates to the feasibility study were published in 2014 and 2017 by Altona. The 2017 update incorporated the subsequently delineated significant Mineral Resource at Turkey Creek.

Mining Leases and an EA were granted in 2012 based on the 2009 feasibility study mine plan. An EA amendment was granted in 2016 based on the revised 2012 feasibility study mine plan and the integration of Turkey Creek into that mine plan.

Altona completed a definitive feasibility study update in 2017 incorporating the Turkey Creek deposit in the mine plan and significant layout changes that included changes to the size and location of the tailings storage facility, and a significant Cabbage Tree Creek diversion channel at Little Eva pit. To support the previous studies the Little Eva, Bedford, Lady Clayre, and Ivy Ann deposits, have had a number of formal Mineral Resource estimates that reflect stages of resource definition dating from 2006 to 2017. The only Mineral Resource estimate for Turkey Creek was completed in 2015. Estimates were largely undertaken by external independent experts; initially by McDonald Speijers and most recently Optiro based on data and geology models provided by the Company.

On April 4, 2018 the Company commenced a detailed feasibility study (the “2018 Feasibility Study”), the Eva Copper Project Technical Report, in which revised Mineral Resource estimates were produced by in-house experts. No significant resource drilling has been completed since the previous published resource updates; however, metallurgical data was collected from existing samples and two new drill holes were completed in the Little Eva pit.

On May 7, 2020 the Company announced positive results from its 2020 Feasibility Study Update, NI 43-101 Technical Report For The Eva Copper Project – Feasibility Study Update (the “2020 Feasibility Study Update”). The 2020 Feasibility Study Update demonstrated significantly improved economics and operating metrics, including a higher after-tax NPV, increased production, lower costs and a longer mine life, when compared to the prior 2018 Feasibility Study.

The 2020 Feasibility Study Update was followed up in December 2021 with an update on economics, including capital and operating costs (the “December 2021 Update”). All other technical aspects of the project including mining, mineral processing, production plan, and Mineral Reserves and Mineral Resources, remained unchanged from the 2020 Feasibility Study Update. The December 2021 update included capital costs of Australian \$836 million which compares to Australian \$705 million in the 2020 Feasibility Study Update. The after-tax NPV based on an 8% discount rate increased to US \$622 million from US \$437 million.



Approximately US\$60.8 million has been expended on exploration, resource development, metallurgical and engineering studies, compensation payments and government fees and charges by the various parties involved over the past 29 years.

## *Geological Setting*

The Eva Copper Project area is situated within the Mount Isa Province of Queensland, Australia, a region that is one of the premiere base metal bearing areas of Australia with mining activities having taken place since the discovery of copper and gold near Cloncurry in the 1860s. The Mount Isa Province hosts numerous base metal copper, zinc and lead deposits of global significance, including the Mt Isa, Ernest Henry, Century, Dugald River, Canington, and Selwyn deposits. The Eva Copper Project is hosted by Proterozoic aged, metamorphosed and poly-deformed marine sedimentary and volcanic rocks of the Mary Kathleen domain of the Eastern Fold Belt Inlier. Deformation, metamorphism and plutonic activity took place during the Isan Orogeny approximately 1,600 to 1,500 million years ago.

## *Mineralization*

Mineralization within the Eva Copper Project area occurs as primary sulphide bearing and non-sulphide copper minerals in two deposit types: breccia, fracture, vein and shear hosted copper-gold deposits and stratabound 'Copper only' deposits. Both these deposit types can have non-sulphide oxide and supergene mineralization at the surface underlain by primary sulphide bearing mineralisation.

There are twelve known mineral deposits in the Project area, of which seven have been included in the current mine plan. Mineral deposits are grouped into two types: copper-gold, and copper only. There are five of the copper-gold deposits, all of which are in the mine plan. These deposits are classified as iron oxide copper-gold (IOCG) deposits, where mineralization is associated with regional-scale hematite and albite alteration (red-rock alteration), and localized magnetite alteration. Copper sulphide mineralization, primarily chalcopyrite with lesser bornite, occurs as veins, breccias, fracture fill, and disseminations in mafic to intermediate volcanic or intrusive rocks. Gold is generally correlated with copper, and is recovered in the copper concentrate. Mineralization appears to be localized and/or bounded by faults and other deformation-related structures.

The copper-only deposits are stratabound, locally stratiform, and most occur within metamorphosed calcareous metasedimentary rocks, forming an approximately linear trend stretching over 7 km. The origin of these deposits is uncertain; they may be deformed and metamorphosed versions of sedimentary or red-bed type copper deposits, or they could be more closely related to the IOCG deposits, but with enhanced stratigraphic controls related to the calcareous beds being particularly reactive with hydrothermal fluids.

All of the deposits have a 10 m to 25 m thick overlying zone of oxidation, where the rock is extensively weathered, and copper sulphide minerals have been leached or converted to various oxide minerals that cannot be recovered by flotation. The oxide zones are treated as waste, but tonnages and copper grades have been estimated. With the exception of the Turkey Creek deposit, the copper-only deposits commonly have a significant thickness of supergene material, where carbonate has been leached from the rock, reducing hardness and density, and the copper occurs as native-copper, chalcocite, and other low-sulphur copper species. The carbonate-leached zone is separated from the underlying sulphide zone by a thin transition zone. Each of these mineralogical zones has been modelled so that resources can be estimated for each and the appropriate metallurgical recoveries can be applied for reserve estimation.

## Exploration History

Mineral exploration on lands of the Eva Copper Project dates back more than 40 years. The exploration database for the area contains information from numerous geological, geophysical and geochemical surveys carried out by the current and previous operators, in addition to more regional government data on geology and geophysics. Almost all data from historical geophysical and geochemical work is compiled in the Company database and used in the design and guidance of current exploration work.

The most useful historical geophysical surveys include ground and airborne magnetics and gravity, which when combined with soil geochemistry provide good drill targeting tools. Induced polarization geophysical surveys have also proven to be useful. Continuous improvements in electronic instrumentation, computer processing of data and inversion technology for geophysics and improvements in multi-element analysis, particularly in handheld portable XRF units, provides significant rationale to continue geophysical and geochemical surveying on the property.

Although exploration work has been recorded within the Eva Copper Project since 1963, useable drill data dates back to 1988. Total drilling in the seven deposits with planned production includes 1,470 drill-holes totalling 208,637 metres. All the drill holes used for Mineral Resource estimation have accurate collar and down-hole surveys, including the older holes, which were subsequently resurveyed by later exploration companies (URL, or more recently, AML). Most of the exploration drilling has been by reverse circulation methods with a small percentage of diamond drill holes. Approximately 50% of the drilling and 30% of the meterage in the Ivy Ann deposit is from percussion holes. Statistical analysis of the type of drilling, age and operating company, does not indicate any bias to the drill assay data. Assay data from two diamond drill holes within the Little Eva deposit, which were recently completed in 2018 by Copper Mountain Australia for metallurgical sample material, are in close agreement with the deposit block model grades providing local verification of the drill hole database.

## Mineral Resource and Mineral Reserve Estimation

Methodology for Mineral Resource and Mineral Reserve estimations is provided in the Company's 2020 NI: 43-101 Technical Report filed on Sedar entitled: Eva Copper Project—Feasibility Study Update. The Eva Copper Project has a Mineral Reserve of 171 Mt grading 0.46% Cu and 0.05 g/t Au for 1.718 billion pounds contained copper and 260,000 ounces contained gold. Approximately 95% of the Mineral Reserve is contained in the Little Eva, Blackard, Scanlan, and Turkey Creek deposits. The Bedford, Lady Clayre, and Ivy Ann satellite deposits compose the remaining 5% of the Mineral Reserves.

All deposits have ore tonnages classified as either Proven or Probable Mineral Reserves only. All Mineral Reserves are classified and reported in accordance with the 2011 CIM Standard. The Mineral Reserves are generated based on the mine designs applied to the Measured and Indicated Mineral Resources only. The design methodology uses both the cut-off grade estimation and economic assessment to design and validate the Mineral Reserves. The Company is not aware of any mining, metallurgical, infrastructure, permitting, or other relevant factors that could materially affect the Mineral Reserve estimate.

Mineral Resources for the Eva Copper Project are as at December 31, 2021 and are shown in the table below:

	Tonnes (kt)	Cu Grade (% Cu)	Au Grade (g/t)	Cu Pounds (Mlb)	Au Ounces (koz)
<b>Measured</b>					

	Tonnes (kt)	Cu Grade (% Cu)	Au Grade (g/t)	Cu Pounds (Mlb)	Au Ounces (koz)
Little Eva	56,671	0.39	0.07	492	129
Turkey Creek	6,938	0.47	-	72	-
Blackard*	30,595	0.51	-	343	-
Scanlan*	11,397	0.59	-	147	-
Bedford	-	-	-	-	-
Lady Clayre	5,113	0.42	0.17	47	28
Ivy Ann	1,107	0.38	0.07	9	3
<b>Total Measured</b>	<b>111,821</b>	<b>0.45</b>	<b>0.05</b>	<b>1,110</b>	<b>160</b>
<b><i>Indicated</i></b>					
Little Eva	65,154	0.34	0.07	486	135
Turkey Creek	6,871	0.44	-	67	-
Blackard*	53,073	0.45	-	521	=
Scanlan*	14,453	0.46	-	146	-
Bedford	3,002	0.54	0.14	36	14
Lady Clayre	2,228	0.40	0.18	20	13
Ivy Ann	4,037	0.35	0.08	31	10
<b>Total Indicated</b>	<b>148,818</b>	<b>0.40</b>	<b>0.04</b>	<b>1,307</b>	<b>172</b>
<b><i>Measured + Indicated</i></b>					
Little Eva	121,826	0.36	0.07	978	264
Turkey Creek	13,808	0.46	-	140	-
Blackard*	83,688	0.47	-	864	-
Scanlan*	25,850	0.52	-	294	-
Bedford	3,002	0.54	0.14	36	14
Lady Clayre	7,341	0.41	0.17	66	40
Ivy Ann	5,144	0.36	0.08	41	13
<b>Total Measured + Indicated</b>	<b>260,659</b>	<b>0.42</b>	<b>0.04</b>	<b>2,419</b>	<b>330</b>
<b><i>Inferred</i></b>					
Little Eva	3,764	0.31	0.07	26	23
Turkey Creek	12,897	0.40	-	113	-
Blackard*	19,457	0.48	-	207	-
Scanlan*	3,432	0.44	-	33	-
Bedford	792	0.42	0.14	7	3
Lady Clayre	4,964	0.36	0.15	40	23
Ivy Ann	961	0.32	0.07	7	2
<b>Total Inferred</b>	<b>46,267</b>	<b>0.42</b>	<b>0.04</b>	<b>431</b>	<b>51</b>

**Notes:** \*Blackard and Scanlan deposit cut-off grades are based on NSR values which vary by mineralogical zone to reflect estimated recoveries and distance from the processing plant.

Mineral Resources:

1. JORC and the CIM Standards were followed for Mineral Resources.
2. Mineral Resources are inclusive of Mineral Reserves.
3. Mineral Resources are constrained within a Whittle pit shell generated with a copper price of \$3.50/lb, a gold price of \$1,250/oz and an exchange rate of AU\$1.35 = US\$1.00.
4. Density measurements were applied (ranges from 2.4 t/m<sup>3</sup> to 3.0 t/m<sup>3</sup>).
5. Significant figures have been reduced to reflect uncertainty of estimations and therefore numbers may not add due to rounding.

Mineral Reserves for the Eva Copper Project are as at December 31, 2021 and are shown in the table below:

Deposit	Mineral Reserve Classification	Cut-off Value (US\$/t)	Ore Tonnes (kt)	Cu Grade (% Cu)	Au Grade (g/t)	Total Cu (Mlb)	Total Au (koz)
Little Eva	Proven	8.95	53,907	0.40	0.07	480	126
Lady Clayre	Proven	10.32	2,648	0.46	0.19	27	16
Ivy Ann	Proven	11.44	685	0.44	0.09	7	2
Bedford	Proven	9.35	-	-	-	-	-
Blackard	Proven	9.35	22,951	0.58	-	295	-
Scanlan	Proven	10.32	6,279	0.72	-	100	-
Turkey Creek	Proven	8.95	6,151	0.49	-	66	-
<b>Total</b>	<b>Proven</b>	<b>Varies</b>	<b>92,623</b>	<b>0.48</b>	<b>0.05</b>	<b>975</b>	<b>144</b>
<b>Total Gold Grade only</b>	<b>Proven</b>		57,241	0.41	0.08	513	144
Little Eva	Probable	8.95	43,805	0.36	0.06	348	91
Lady Clayre	Probable	10.32	831	0.45	0.21	8	6
Ivy Ann	Probable	11.44	1,640	0.42	0.09	15	5
Bedford	Probable	9.35	2,863	0.56	0.15	35	14
Blackard	Probable	9.35	19,756	0.52	-	228	-
Scanlan	Probable	10.32	4,987	0.58	-	64	-
Turkey Creek	Probable	8.95	4,544	0.45	-	45	-
<b>Total</b>	<b>Probable</b>	<b>Varies</b>	<b>78,425</b>	<b>0.43</b>	<b>0.05</b>	<b>743</b>	<b>115</b>
<b>Total Gold Grade only</b>	<b>Probable</b>		49,139	0.37	0.07	406	115
Little Eva	Proven + Probable	8.95	97,712	0.38	0.07	828	217
Lady Clayre	Proven + Probable	10.32	3,479	0.45	0.20	35	22
Ivy Ann	Proven + Probable	11.44	2,325	0.43	0.09	22	7
Bedford	Proven + Probable	9.35	2,863	0.56	0.15	35	14
Blackard	Proven + Probable	9.35	42,707	0.56	0.00	523	-
Scanlan	Proven + Probable	10.32	11,266	0.66	0.00	164	-
Turkey Creek	Proven + Probable	8.95	10,695	0.47	0.00	112	-
<b>Total</b>	<b>Proven + Probable</b>	<b>Varies</b>	<b>171,047</b>	<b>0.46</b>	<b>0.05</b>	<b>1,718</b>	<b>260</b>

Deposit	Mineral Reserve Classification	Cut-off Value (US\$/t)	Ore Tonnes (kt)	Cu Grade (% Cu)	Au Grade (g/t)	Total Cu (Mlb)	Total Au (koz)
<b>Total Gold Grade Only</b>	<b>Proven + Probable</b>		106,380	0.39	0.08	919	260

**Notes:** 1. The CIM Standards were followed for Mineral Reserves. 2. Mineral Reserves were generated using the January 31, 2019 mining surface. 3. Mineral Reserves are reported at an NSR cut-off value of \$8.95/t for Little Eva and Turkey Creek, \$9.35/t for Bedford and Blackard, \$10.32/t for Lady Clayre and Scanlan, and \$11.44/t for Ivy Ann. 4. Mineral Reserves are reported using long-term copper and gold prices of \$2.75/lb and \$1,250/oz, respectively. 5. Average process recoveries used in pit optimization ranged from 90% to 93% for copper sulphide, 63% for native copper, and 78% for gold were used for all deposit areas. 6. Little Eva, Turkey Creek, Bedford, and Lady Clayre have an equivalent 5.3% NSR royalty; Ivy Ann has an equivalent 5.8% royalty. 7. Blackard, Scanlan, and Turkey Creek do not contain gold. 8. Totals may show apparent differences due to rounding.

## *Next Steps for the Eva Copper Project*

The Company is finalizing its development plan for the Eva Copper Project, which it expects to complete in the third quarter 2022. This includes detailed engineering to the 80% level and finalization of project financing.

## *Contracts and Markets*

The Eva Copper Project is expected produce a copper concentrate with a mine life grade averaging 25% Cu, and 4 g/dmt Au. The mine is expected to produce between 140,000 and 219,000 dmt/a of copper concentrate. The material will be considered a clean concentrate with no deleterious elements that would cause smelters to penalize the material.

An offtake agreement has been finalized, with Glencore International AG for 100% of the mine's output, with a fixed duration of five years, commencing with the start of production of the mine. The contract may be extended for a further five-year period, by mutual agreement. The sale of the concentrate was made on the basis of the free carrier agreement (FCA) seller's mine gate.

## *Environmental Consideration*

To support the EA applications, flora and fauna surveys and waste and tailings rock characterization were undertaken. This included work to support mining of the open pits, location of the waste dump, tailings storage facility ("TSF"), and Cabbage Tree Creek diversion bund and channel. From flora and fauna surveys the key management issue relates to three regional ecosystems listed as 'endangered' or 'of concern' that generally have a restricted distribution along major drainages. Clearing in these areas triggers an environmental offset requirement in the form of a financial settlement or conservation work programs to be approved by the DES.

The Eva Copper Project planned development area is uninhabited with the closest sensitive receptor being Mount Roseby homestead, approximately 17.5 km southeast of Little Eva pit. Noise and air quality monitoring is a requirement of the EA, and dust baseline monitoring has been completed. Tailings and waste characterization work has shown both to be geochemically benign.

The current EA for the Eva Copper Project is based on the previous 2016 mine layout. Changes to the mine layout will require submission of an amendment. These are simple procedural requirements taking one to three and a half months.

## Risks and Uncertainties

The operations of the Company are speculative due to the high-risk nature of its business, which are the acquisition, financing, exploration, development and operation of mining properties. The risks below are not the only ones facing the Company. Additional risks not currently known to the Company, or that the Company currently deems immaterial may also impair the Company's operations. The order in which the following risk factors appear does not necessarily reflect management's opinion of their order or priority.

**General**—The Company is in the business of exploring and developing mineral properties, which is a highly speculative endeavour.

**Reliance On CMM Operations**—The Company's ability to produce copper is subject to the continued successful operation of the Copper Mountain Mine in accordance with the annual budget. Although the annual budgets are completed with the Company's knowledge of the prior operating history of the Mine, and the operating history of other mines in the region, actual operating results of the Copper Mountain Mine may differ materially from those anticipated.

The profitable operations of the Copper Mountain Mine are subject to a number of uncertainties. The following events, among others, could affect the profitability or economic feasibility of the Copper Mountain Mine:

- unanticipated changes in grade and tonnage of ore to be mined and processed;
- unanticipated adverse geotechnical conditions;
- incorrect data on which engineering assumptions are made;
- costs of constructing and operating a mine;
- unanticipated transportation costs;
- government regulations (including regulations to prices, royalties, duties, taxes, permitting, restrictions on production; quotas on exportation of minerals, as well as the costs of protection of the environment and agricultural lands);
- fluctuations in commodity prices and exchange rates; and
- accidents, labour action and force majeure events of Copper Mountain Mine and that of other parties to material contracts with Copper Mountain Mine.

It is not unusual in mining operations to experience unexpected problems during the early years, and delays can often occur.

**Financing Risks**—In April 2021, Copper Mountain completed a US \$250 million senior secured bond offering in the Nordic markets (the "Bond or Bonds") and repaid the balance owing on the senior loan agreement with The Bank of Tokyo-Mitsubishi UFJ, Ltd. and Mizuho Corporate Bank Ltd.

The Bond Agreement contains certain covenants and imposes certain restrictions on the Company's ability to complete certain transactions. For example, the Bond Agreement requires that the Company's subsidiary obtain bond holder approval for any cumulative leases over US\$85 million. The Nordic Bond Agreement also restricts Copper Mountain from incurring additional indebtedness other than those expressly permitted by the Bond Agreement. While the Company is currently in compliance with all such covenants and restrictions, a breach by the Company of any covenant or restriction in the Bond Agreement will constitute an event of default under the Bond, entitling the lenders thereunder to accelerate the payment of amounts due there under. An obligation to repay the amount owing under the Bond Agreement before its stated maturity could have an adverse effect on the Company and its financial position.

**Exploration and Development Risks**—Resource exploration and development is a speculative business, characterized by a number of significant risks including, among other things, unprofitable efforts resulting not only from the failure to discover mineral deposits but also from finding mineral deposits that, though present, are insufficient in quantity and quality to return a profit from production. The marketability of minerals acquired or discovered by the Company may be affected by numerous factors that are beyond the control of the Company and that cannot be accurately predicted, such as market fluctuations, the proximity and capacity of milling facilities, mineral markets and processing equipment, and such other factors as government regulations, including regulations relating to royalties, allowable production, importing and exporting minerals and environmental protection, which factors alone or in combination, may result in the Company not receiving an adequate return of investment capital. All of the claims to which the Company has a right to acquire an interest, except for the Copper Mountain Mine and the Eva Copper Project are in the exploration stage only and are without a known body of commercial ore. Development of the subject mineral properties would follow only if favourable exploration results are obtained.

The business of exploration for minerals and mining involves a high degree of risk. Few properties that are explored are ultimately developed into producing mines. There is no assurance that future exploration activities of the Company's mineral properties will result in any discoveries of commercial bodies of ore. The long-term profitability of the Company's operations will in part be directly related to the costs and success of its exploration programs, which may be affected by a number of factors.

Substantial expenditures are required to establish reserves through drilling and to develop the mining and processing facilities and infrastructure at any site chosen for mining. Although substantial benefits may be derived from the discovery of a major mineralized deposit, no assurance can be given that minerals will be discovered in sufficient quantities to justify commercial operations or that funds required for development can be obtained on a timely basis.

**Lack of Availability of Resources**—Mining exploration requires ready access to mining equipment such as drills, and crews to operate that equipment. There can be no assurance that such resources will be available to the Company on a timely basis or at a reasonable cost. Failure to obtain these resources when needed may result in delays in the Company's exploration programs.

**Requirement for Additional Financing**—The development and exploration of additional Company projects depends upon the Company's ability to obtain financing through equity financing, joint ventures, debt financing, or other means. There is no assurance that the Company will be successful in obtaining required financing as and when needed. Volatile markets for precious and base metals may make it difficult or impossible for the Company to obtain equity financing or debt financing on favourable terms or at all. Failure to obtain additional financing on a timely basis may cause the Company to postpone its development plans, forfeit rights in some or all of its properties or reduce or terminate some or all of its operations.

**Uninsurable Risks**—The Company's business is subject to a number of risks and hazards generally, including adverse environmental conditions, industrial accidents, labour disputes, unusual or unexpected geological conditions, ground or slope failures, cave-ins, changes in the regulatory environment and natural phenomena such as inclement weather conditions, floods and earthquakes. Such occurrences could result in damage to mineral properties or production facilities, personal injury or death, environmental damage to the Company's properties or the properties of others, delays in mining, monetary losses and possible legal liability.

Although the Company maintains insurance to protect against certain risks in such amounts as it considers to be reasonable, its insurance may not cover all the potential risks associated with a mining company's operations. The Company may also be unable to maintain insurance to cover these risks at economically feasible premiums. Insurance coverage may not continue to be available or may not be adequate to cover

any resulting liability. Moreover, insurance against risks such as environmental pollution or other hazards as a result of exploration and production is not generally available to the Company or to other companies in the mining industry on acceptable terms. The Company might also become subject to liability for pollution or other hazards which may not be insured against or which the Company may elect not to insure against because of premium costs or other reasons. Losses from these events may cause the Company to incur significant costs that could have a material adverse effect upon its financial performance and results of operations.

***Environmental Regulations, Permits and Licenses***— Upon purchase of the Copper Mountain Mine, the Company has assumed certain pre-existing site reclamation obligations in respect of the Copper Mountain Mine. These costs are reflected in the Company's financial statements that are incorporated by reference into this AIF.

The Company's operations may be subject to environmental regulations promulgated by government agencies from time to time. Environmental legislation provides for restrictions and prohibitions on spills, releases or emissions of various substances produced in association with certain mining industry operations, such as seepage from tailings disposal areas, which could result in environmental pollution. A breach of such legislation may result in the imposition of fines and penalties. In addition, certain types of operations require the submission and approval of environmental impact assessments. Environmental legislation is evolving in a manner that means standards are stricter, and enforcement, fines and penalties for non-compliance are more stringent. Environmental assessments of proposed projects carry a heightened degree of responsibility for companies and directors, officers and employees. The cost of compliance with changes in governmental regulations has a potential to reduce the profitability of operations. The Company intends to comply fully with all environmental regulations. The current or future operations of the Company, including development activities and commencement of production on its properties, require permits from various federal, provincial/state and local governmental authorities in Canada and Australia, as appropriate, and such operations are and will be governed by laws and regulations governing prospecting, development, mining, production, exports, taxes, labour standards, occupational health, waste disposal, toxic substances, land use, environmental protection, mine safety and other matters.

Such operations and exploration activities are also subject to substantial governmental regulation under applicable laws by governmental agencies that may require the Company to obtain permits or permit amendments from various governmental agencies. There can be no assurance, however, that all permits or permit amendments that the Company may require for its operations and exploration activities will be obtainable on reasonable terms or on a timely basis or that such laws and regulations will not have an adverse effect on any mining project which the Company might undertake.

Failure to comply with applicable laws, regulations, and permitting requirements may result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Parties engaged in mining operations may be required to compensate those suffering loss or damage by reason of mining activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations and, in particular, environmental laws.

Amendments to current laws, regulations and permits governing operations and activities of mining companies, or more stringent implementation thereof, could have a material adverse impact on the Company and cause increases in capital expenditures or production costs or reduction in levels of production at producing properties or require abandonment or delays in development of new mining properties.



**Mineral Exploration and Mining Carry Inherent Risks**—Mining operations are subject to all hazards that are normally encountered in exploration, development and production. These include unexpected geological formations, rock falls, flooding, dam wall failure and other incidents or conditions which could result in damage to plant or equipment or the environment and which could impact production throughput. Although it is intended to take adequate precautions to minimize risk, there is a possibility of a material adverse impact on the Company's operations and its financial results.

**Title Risks**—Although the Company has exercised the usual due diligence with respect to determining title to properties in which it has a material interest, there is no guarantee that title to such properties will not be challenged or impugned. The Company's mineral property interests may be subject to prior unregistered agreements or transfers or aboriginal land claims and title may be affected by undetected defects. Surveys have not been carried out on all of the Company's mineral properties in accordance with the laws of the jurisdiction in which such properties are situated; therefore, their existence and area could be in doubt. Until competing interests in the mineral lands have been determined, the Company can give no assurance as to the validity of title of the Company to those lands or the size of such mineral lands.

The Company has reviewed the land title searches for its Crown granted mineral claims at the Copper Mountain Mine. These searches contain remarks which purport to describe the nature of the undersurface rights held by the Company however these remarks are not binding or definitive. A full review of the original Crown grants and all subsequent transfer documents would be required in order to determine the definitive rights of the Company to undersurface rights. This review has not been conducted at this time.

In addition, certain claims are subject to production royalties ranging from 1% to 5%. The current development plan does not extend onto any claims which are subject to these royalties.

**Aboriginal Land Claims**—Many lands in British Columbia and Queensland are or could become subject to aboriginal lands claim to title, which could adversely affect the Company's title to its properties. While the Company actively consults with all groups which may be adversely affected by the Company's activities, including aboriginal groups, there can be no assurance that satisfactory agreements can be reached.

**Competition**—The mining industry is intensely competitive in all its phases, and the Company competes with other companies that have greater financial resources and technical facilities. Competition could adversely affect the Company's ability to acquire additional suitable properties or prospects in the future.

**Board of Directors and Management**—The success of the Company is currently largely dependent on the performance of its board of directors and its' senior management. There is no assurance the Company can maintain the services of its board of directors and management or other qualified personnel required to operate its business. Failure to do so could have material adverse affect on the Company and its prospects.

**Metal Prices are Volatile**—The mining industry is intensely competitive and there is no assurance that, even if commercial quantities of a mineral resource are discovered, a profitable market will exist for the sale of the same. There can be no assurance that metal prices will be such that the Company's properties can be mined at a profit. Factors beyond the control of the Company may affect the marketability of any minerals discovered. Metal prices are subject to volatile price changes from a variety of factors including international economic and political trends, expectations of inflation, global and regional demand, currency exchange fluctuations, interest rates and global or regional consumption patterns, speculative activities and increased production due to improved mining and production methods. The supply of, and demand for, the Company's principal products and exploration targets, gold, copper and silver, is affected by various factors, including political events, economic conditions and production costs.

**Infrastructure**—Mining, processing, development and exploration activities depend, to one degree or another, on adequate infrastructure. Reliable roads, bridges, power sources and water supply are important determinants which affect capital and operating costs. Unusual or infrequent weather phenomena, terrorism, sabotage, government or other interference in the maintenance or provision of such infrastructure could adversely affect the Company's operations, financial condition and results of operations.

**Conflict of Interests**—Certain of the directors of the Company are directors of, or have significant shareholdings in, other mineral resource companies and, to the extent that such other companies may participate in ventures in which the Company may participate or may wish to participate, the directors of the Company may have a conflict of interest in negotiating and concluding terms respecting the extent of such participation. Such other companies may also compete with the Company for the acquisition of mineral property rights. In the event that any such conflict of interest arises, a director or officer who has such a conflict will disclose the conflict to a meeting of the board of directors of the Company and, if the conflict involves a director, the director will abstain from voting for or against the approval of such a participation or such terms. In appropriate cases, the Company will establish a special committee of independent directors to review a matter in which several directors, or management, may have a conflict. From time to time, several companies may participate in the acquisition, exploration and development of natural resource properties thereby allowing their participation in larger programs, permitting involvement in a greater number of programs and reducing financial exposure in respect of any one program. It may also occur that a particular company will assign all or a portion of its interest in a particular program to another of these companies due to the financial position of the Company making the assignment. In accordance with the provisions of the British Columbia Business Corporations Act the directors and officers of the Company are required to act honestly in good faith, with a view to the best interests of the Company. In determining whether or not the Company will participate in a particular program and the interest therein to be acquired by it, the directors will primarily consider the potential benefits to the Company, the degree of risk to which the Company may be exposed and its financial position at that time.

**Key Personnel**—Recruiting and retaining qualified personnel is critical to the Company's success. The number of persons skilled in the acquisition, exploration and development of mining properties is limited and competition for such persons is intense. As the Company's business activity grows, it will require additional key financial, administrative, mining, marketing and public relations personnel as well as additional staff on the operations side. Although the Company believes that it will be successful in attracting and retaining qualified personnel, there can be no assurance of such success.

**Dilution**—There are a number of outstanding options pursuant to which additional Common Shares may be issued in the future. Exercise of such options may result in dilution to the Company's shareholders. In addition, if the Company raises additional funds through the sale of equity securities, shareholders may have their investment further diluted.

**Operations Dependent on Revenues and Financings**—The continued operation of the Company will be dependent upon its ability to generate operating revenues and to procure additional financing. There can be no assurance that any such revenues can be generated or that other financing can be obtained. If the Company is unable to generate such revenues or obtain such additional financing, any investment in the Company may be lost. In such event, the probability of resale of the shares purchased would be diminished.

**Price Volatility of Publicly Traded Securities**—In recent years, the securities markets in the United States and Canada have experienced a high level of price and volume volatility, and the market prices of securities of many companies have experienced wide fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. There can be no assurance that continual fluctuations in price will not occur. It may be anticipated that any quoted

market for the Company's common shares will be subject to market trends generally, notwithstanding any potential success of the Company in creating revenues, cash flows or earnings.

The operations of the Company are speculative due to the high-risk nature of its business, which are the acquisition, financing, exploration, development and operation of mining properties. The risks noted in this AIF are not the only ones facing the Company. Additional risks not currently known to the Company, or that the Company currently deems immaterial may also impair the Company's operations. The order in which the following risk factors appear does not necessarily reflect management's opinion of their order or priority.

**Information Technology and Infrastructure**-The Company relies on secure and adequate operations of information technology systems in the conduct of its operations. Access to and security of the information technology systems are critical to the Company's operations. The Company has implemented ongoing policies, controls and practices to manage and safeguard the Company and its stakeholders from internal and external cybersecurity threats and to comply with changing legal requirements and industry practice. Given that cyber risks cannot be fully mitigated and the evolving nature of these threats, the Company may not have the resources or technical sophistication to anticipate, prevent, or recover from cyber-attacks and cannot assure that its information technology systems are fully protected from cybercrime or that the systems will not be inadvertently compromised, or without failures or defects. Disruptions to the Company's information technology systems, including, without limitation, security breaches, power loss, theft, computer viruses, cyber-attacks, natural disasters, and non-compliance by third-party service providers and inadequate levels of cybersecurity expertise and safeguards of third-party information technology service providers, may adversely affect the operations of the Company as well as present significant costs and risks including, without limitation, loss or disclosure of confidential, proprietary, personal or sensitive information and third-party data, material adverse effect on its financial performance, compliance with its contractual obligations, compliance with applicable laws, damaged reputation, remediation costs, potential litigation, regulatory enforcement proceedings and heightened regulatory scrutiny.

**Climate Change, Natural and Other Disasters** - The Company's financial and/or operating performance could be adversely affected by climate change and the impact of natural or other disasters, such as earthquakes, fires, floods, epidemics or pandemics. This is due to volatility and disruption to global supply chains, operations, mobility of people and the financial markets, which could affect interest rates, credit ratings, credit risk, inflation, business, financial conditions and other factors relevant to the Company.

Global climate change could exacerbate certain of the threats facing the Company's business, including the frequency and severity of weather-related events, resource shortages, changes in rainfall and storm patterns and intensities, water shortages, rising water levels and changing temperatures which can disrupt the operations, damage infrastructure or properties, create financial risk or otherwise have a material adverse effect on financial position or liquidity. These threats may result in substantial costs to respond during the event, to recover from the event and possibly to modify existing or future infrastructure requirements to prevent recurrence. Global climate change also results in regulatory risks, which creates economic and regulatory uncertainty.

In the course of exploration, development and production of mineral properties, certain risks, and in particular, unexpected or unusual geological operating conditions including rock bursts, cave-ins, fires, flooding and earthquakes may occur. It is not always possible to fully insure against such risks, and the Company may decide not to insure such risks as a result of high premiums or other reasons. Should such liabilities arise, they could reduce or eliminate any future profitability and result in increasing costs and a decline in the value of the Company's common shares.

## Dividend Record and Policy

The Company has not paid any dividends since incorporation and does not anticipate declaring any dividends on its Common Shares in the foreseeable future. The directors of the Company will determine if and when dividends should be declared and paid in the future based on the Company's financial position at the relevant time.

## Description of Capital Structure

The Company has an authorized share capital of an unlimited number of Common Shares without par value of which 211,250,049 Common Shares were issued and outstanding as fully paid and non-assessable as of December 31, 2021. Each Common Share is entitled to one vote and to participate equally in any dividends declared or on a distribution of assets or a winding up of the Company.

As at March 29, 2022, an aggregate of 211,250,049 Common Shares were issued and outstanding. An additional 7,760,478 Common Shares are issuable upon the exercise of outstanding stock options.

The last equity financing completed by the Company was in the fourth quarter of 2020, when the Company closed a \$17.25 million bought deal financing on November 26, 2020. The offering consisted of the issue of 15,000,002 common shares at a price of \$1.15 per share, resulting in \$17,250,002 in gross proceeds to the Company.

## *Bond Facility*

In April 2021, the Company completed the Bond offering. The Bonds mature on April 9, 2026 and bear interest at an annual rate of 8.0%, payable semi-annually on April 9 and October 9. Semi-annual principal installments in the amount of US\$5 million are payable on each interest payment date. At December 31, 2021, the Company had deposited US\$5.1 million into a debt service account to satisfy the next semi-annual principal installment and interest payment. The debt service account is presented on the statement of financial position as restricted cash. A semi-annual principal installment of US\$5 million and interest payment of US\$10 million was made on October 8, 2021.

The net Bonds proceeds of US\$237.6 million, after transaction costs of US\$12.4 million, were used to repay the remaining balance of the SCF (defined below), the remaining balance of the Term Loan (defined below), the subordinated loan and other related party debts due to MMC.

The Bonds are secured by a general security agreement on the assets of the Company. The Company may redeem all or part of the principal amount of the outstanding Bonds at any time from October 2023, at redemption prices ranging from 104% to 100%, plus accrued and unpaid interest to the date of redemption. The prepayment options are not closely related to the host debt instrument and are separately accounted for as embedded derivatives. At December 31, 2021, the value of the prepayment options was nominal.

## *Senior Credit Facility*

In July 2010, the Company entered into a senior credit facility (the SCF) with a consortium of Japanese banks for the development of the Copper Mountain Mine. The maximum amount available under the SCF was US\$162,000,000 and this was fully drawn to fund the construction of the Mine. The SCF was repayable in 24 semi-annual instalments commencing December 15, 2011, with 40% of the principal balance due in the final two years before maturity on June 15, 2023. The instalments are payable on a fixed schedule, subject to mandatory prepayment based on the cash flows relating to the project.

On June 8, 2021, the remaining balance of \$84.3 million (US\$69.7 million) of the SCF and accrued interest was repaid.

### *Term Loan*

In May 2010, the Company entered into the term loan (the Term Loan) with the Japan Bank for International Corporation. The maximum amount available under the Term Loan was US\$160,000,000. The Term Loan carried a variable interest rate of LIBOR plus 0.551% and was to mature on February 10, 2022. The Term Loan was unsecured and repayable in increasing installments every six months commencing February 2013.

On August 16, 2021, the remaining balance of \$40.1 million (US\$32 million) of the Term Loan and accrued was repaid.

## **Market for Securities**

### *Trading Price and Volume*

The Common Shares are currently listed on the TSX under the trading symbol CMMC and on the ASX under the trading symbol C6C. The following table lists the price ranges (high and low) for the Common Shares as quoted on the TSX, where the Company's common shares primarily trade, and the total traded volume on a monthly basis from January 1, 2021 to March 29, 2022.

Period	Price (Cdn\$)		Monthly Volume
	High	Low	
To March 1 - 29, 2022	\$3.99	\$3.20	26,226,500
February 2022	\$4.38	\$3.23	24,682,000
January 2022	\$4.17	\$2.97	27,285,000
December 2021	\$3.67	\$2.97	20,130,500
November 2021	\$3.85	\$3.30	24,620,000
October 2021	\$4.13	\$2.82	25,511,400
September 2021	\$3.45	\$2.70	23,596,200
August 2021	\$3.63	\$3.05	15,066,400
July 2021	\$3.88	\$3.07	17,906,100
June 2021	\$4.43	\$3.39	22,110,200
May 2021	\$5.07	\$3.80	33,467,800
April 2021	\$4.56	\$2.95	35,102,100
March 2021	\$3.39	\$2.71	27,917,500
February 2021	\$3.57	\$2.16	30,500,700
January 2021	\$2.64	\$1.83	25,748,300

## Escrowed Securities

None

## Directors and Officers

### *Name, Address and Occupation*

The names, province or state, country of residence, positions held and principal business occupations in which each of the Company's current directors and executive officers of the Company has been engaged during the immediately preceding five years is as follows:

Name and Province and Country of Residence	Position and Term with the Company
Gilmour Clausen, P.Eng. <sup>(5)</sup> Colorado, United States	Director, President and Chief Executive Officer since June 1, 2018
Rodney Shier, B.Com, CPA, CA British Columbia, Canada	Chief Financial Officer since April 20, 2006
Donald Strickland, B.Sc. (Hons), P.Eng. Newfoundland, Canada	Executive Vice President, Sustainability since July 2021, prior Chief Operating Officer (2018-2021), prior Copper Mountain Mine's General Manager (2013-2018)
Letitia Wong, B.Com, CFA Ontario, Canada	Executive Vice President, Strategy and Corporate Development since November 1, 2020
Eric Dell, B.Sc. (Hons), P.Eng. British Columbia, Canada	Senior Vice President of Operations since July 2021, prior Copper Mountain Mine's General Manager (2018-2021)
Patrick Redmond, Ph.D. British Columbia, Canada	Senior Vice President, Exploration & Geoscience since November 1, 2021
Brad Bolger, BBA, LL.M, CPA, CA British Columbia, Canada	Vice President, Finance since March 21, 2019, prior Director of Finance (2016-2019), prior Controller (2013-2016)
Richard Klue, FSAIMM, Ext.Met, B.Com British Columbia, Canada	Vice President, Technical Services since May 1, 2018
Matthew Langford, B. Comm, LL.B. British Columbia, Canada	Vice President, General Counsel and Corporate Secretary since June 7, 2021
Lance Newman, B.Sc.(Hons) Colorado, United States	Vice President Project Development since July 16, 2018
Bryony White, BA (Hons) British Columbia, Canada	Vice President People since June 1, 2021
Bruce Aunger <sup>(1)(3)</sup> British Columbia, Canada	Director since February 10, 2011
Michele Buchignani, BA (Hons), J.D., ICD.D <sup>(2)(4)</sup> British Columbia, Canada	Director since March 18, 2019

Name and Province and Country of Residence	Position and Term with the Company
Edward Dowling B.Eng., M.Eng., Ph.D. <sup>(5)(6)</sup> Massachusetts, United States	Director since January 14, 2021
M. Stephen Enders, B.Sc., M.Sc., Ph.D. <sup>(4)(5)</sup> Colorado, United States	Director since June 10, 2021
Paula Rogers, B.Com, CPA, CA <sup>(1)(2)</sup> British Columbia, Canada	Director since March 5, 2021
Peter Sullivan, B.Eng., M.B.A. <sup>(3)(4)</sup> Western Australia, Australia	Director since October 29, 2020
Bill Washington, B.A. Sc., MBA, ICD.D <sup>(1)(2)(3)</sup> Ontario, Canada	Director, since June 20, 2018

- Notes:
- <sup>(1)</sup> Denotes member of the Audit Committee.
  - <sup>(2)</sup> Denotes member of the Corporate Governance Committee.
  - <sup>(3)</sup> Denotes member of the Compensation Committee.
  - <sup>(4)</sup> Denotes member of the Corporate Social Responsibility Committee
  - <sup>(5)</sup> Denotes member of the Technical Committee
  - <sup>(6)</sup> Denotes Chair of the Board of Directors

As at the date of this AIF, the directors and officers of the Company as a group beneficially own, directly or indirectly, or exercise control or direction over approximately 8.8 million Common Shares, representing 4.6% of the issued Common Shares. In addition, such individuals hold stock options to acquire an additional 5.8 million Common Shares.

Each of the directors of the Company will hold office until the next annual general meeting of the shareholders of the Company pursuant to the British Columbia Business Corporations Act, or unless his or her office is earlier vacated in accordance with the Articles of the Company, or with the provisions of the British Columbia Business Corporations Act.

## Principal Occupations and Other Information about Copper Mountain’s Directors and Management

### *Gilmour (Gil) Clausen—Director, President and Chief Executive Officer*

Gilmour (Gil) Clausen is a mining executive with more than 30 years’ experience in the areas of management, finance, development and operations in the base metals and precious metals industry. Prior to becoming President and Chief Executive Officer of Copper Mountain, Mr. Clausen was the President and Chief Executive Officer of Brio Gold Inc. since its inception in 2014 until its acquisition in May 2018 by Leagold Mining Corporation. Prior positions include being President, Chief Executive Officer and a director of Augusta Resource Corporation from its inception in 2005 until its acquisition by HudBay Minerals Inc. in July 2014. Mr. Clausen was Executive Vice President, Mining at Washington Group International, Inc. from 2001 to 2005 and served as the Vice President of Operations of Stillwater Mining Company from 1995 to 1999. Prior to 1995, Mr. Clausen was a mine general manager at several precious and base metals operations of Placer Dome Inc in British Columbia and Ontario.

Mr. Clausen is a registered Professional Engineer in the province of British Columbia with Bachelors and Masters degrees in Mining Engineering from Queen’s University. He is a graduate of Queen’s University’s executive business program and the Harvard University Business School’s program in corporate board governance.

*Rodney Shier—Chief Financial Officer*

Rodney (Rod) A. Shier graduated from the University of British Columbia in 1986 with a Bachelor of Commerce degree and earned his Chartered Accountant designation in 1989 while articling at the international accounting firm of PricewaterhouseCoopers where he also worked overseas for two years. Mr. Shier has over 25 years' experience as a corporate officer and director to a number of publicly-traded mining companies, and has experience in raising over \$1 billion in debt and equity financing transactions. Mr. Shier is a founding shareholder and was appointed Chief Financial Officer of Copper Mountain on its incorporation on April 20, 2006. Mr. Shier is a member of the Institute of Chartered Accountants of British Columbia and the 2013 recipient of the Edgar A. Scholz Medal for Excellence in Mine Development in British Columbia.

*Don Strickland—Executive Vice President, Sustainability*

Don Strickland graduated from Queens university with a B.Sc.(hons) in Materials Science and Metallurgical Engineering (1993) and has over 25 years Canadian as well as international mining experience. Prior to this role, Mr. Strickland was Chief Operating Officer at Copper Mountain Mining Corporation. Mr. Strickland has gained extensive experience in mineral processing, project development and mine management while working with Placer Dome, Barrick Gold Corp and Yukon Zinc. Mr. Strickland is a senior executive with proven leadership, team building skills with a track record of success.

*Letitia Wong—Executive Vice President, Strategy & Corporate Development*

Letitia Wong graduated from the Sauder School of Business at the University of British Columbia with a Bachelor of Commerce degree in Finance and is a CFA Charterholder. Ms. Wong has over 15 years' experience in corporate development, strategic transactions, finance and investor relations in the mining industry in Canada and the United States. Prior to her position at the Company she was most recently Vice President, Corporate Development at Brio Gold Inc., which was acquired in May 2018. Ms. Wong has also been Vice President, Investor Relations at Augusta Resource Corporation, which was acquired in July 2014, Arizona Mining and Ventana Gold, which was acquired in March 2011.

*Eric Dell—Senior Vice President, Operations*

Eric Dell holds a Bachelor of Science degree (Hons) in Mining Engineering and a Masters of Business Administration from Queens University. Mr. Dell has over 25 years' of international mining experience, in both base metals and precious metals operations. Prior to becoming Senior Vice President, Operations, Mr. Dell was Mine General Manager at the Copper Mountain Mine. Previous to joining the Company, Mr. Dell held numerous senior technical and operational roles including Mine Manager at Vale S.A. and Barrick Gold Corporation.

*Patrick Redmond—Senior Vice President, Exploration and Geoscience*

Patrick Redmond received his Ph.D. in Geology and Environmental Sciences from Stanford University, and prior to that graduated from Dublin University, Trinity College with a Masters of Science degree in Geology, and a B.A. (Hons) in Earth Sciences. Mr. Redmond has over 25 years experience in international mineral exploration and the mining industry. He has a track record of value creation through exploration and discovery in multiple jurisdictions and across a range of commodities. He has in-depth technical expertise in ore-forming hydrothermal systems across a range of ore deposit styles and has particular expertise in porphyry copper deposits. Prior to his position at the Company, he was most recently Vice President of Exploration at KoBold Metals and prior to that he worked for Teck Resources for over 12 years in various senior exploration roles. Mr. Redmond is a member of AusIMM and a Fellow of the Society of Economic Geologists.



*Brad Bolger—Vice President, Finance*

Brad Bolger is a Chartered Professional Accountant and has a Bachelors of Business Administration from Thompson Rivers University and holds a Master of Laws in International Mineral Law and Policy from the Centre for Energy, Petroleum and Mineral Law and Policy at the University of Dundee, Scotland. Brad has more than 15 years of progressive public accounting, finance, and corporate governance experience, joining Copper Mountain in June 2013. Prior to joining Copper Mountain, he was most recently the Controller for Yukon Zinc and previously worked with a Vancouver based gold producer. Brad also brings public company auditing and assurance experience with PricewaterhouseCoopers, working in the Vancouver mining practice until 2010.

*Richard Klue—Vice President, Technical Services*

Richard Klue has an NHD Ext.Met., is a Fellow of the South African Institute of Mining & Metallurgy (SAIMM) and a Metallurgical Engineer by profession who also holds a Bachelor of Commerce degree. Mr. Klue has more than 35 years in the mining, minerals and metals industry. Mr. Klue has developed and implemented new technologies in Canada, USA, Africa, India, Iran, Russia, Europe, Australia and China. Prior to joining Copper Mountain, Mr. Klue held positions of Senior Vice President, Metallurgical Manager and Plant Superintendent for Tetra Tech, Hatch and Messina Copper.

*Matthew Langford—Vice President, General Counsel and Corporate Secretary*

Matthew Langford has a Bachelor of Laws from the University of Western Ontario and a Bachelor of Commerce degree from the Smith School of Business at Queen's University. Mr. Langford has over 13 years of legal and management experience primarily in the mining industry. He was previously Corporate Counsel and Compliance Officer at SSR Mining until March 2021, following the successful merger and integration with Alacer Gold Corp. During his time at SSR Mining, he was a member of the Senior Leadership Team with responsibility for the global, legal, governance and compliance functions, and also acted as Corporate Secretary. Previously, Mr. Langford was an associate at McMillan LLP in the firm's Toronto and Vancouver offices focused on business law and capital markets.

*Lance Newman—Vice President, Project Development*

Lance Newman holds a Bachelor of Science in Chemistry (Honours) from Rhodes University and is a graduate of the Management Advancement Program at the University of Witwatersrand Graduate School of Business. Mr. Newman has more than 30 years' experience in project management and development, concentrating, smelting and refining operations in base and precious metals. He was most recently Senior Vice President, Technical Services at Brio Gold Inc. until its acquisition in May 2018. Previously, he was Vice President, Project Development at Augusta Resource Corporation until its acquisition in 2014 and previously he held various senior technical positions in operations at Stillwater Mining Company and Gold Fields Limited.

*Bryony White—Vice President, People*

Bryony White graduated from Queen's University with a B.A. (Honours) in Political Science and has nearly 20 years of experience in human resources primarily in the natural resources sector. Ms. White was previously an independent Human Resources consultant over the last two years focused solely in the mining industry. Prior to creating her consulting company, she was Director of Human Resources at Capstone Mining Corp. and Alterra Power Corp. She also held various HR positions at Hatch Ltd., Barrick Gold of Australia Ltd. and Placer Dome Inc.

*Bruce Aunger—Director*

Mr. Aunger has 45 years of experience in accounting, taxation and finance in Canada. He was previously a Partner and CFO of Madison Venture Corporation, a private corporation with extensive operating interests

in a number of industries throughout Canada. Prior to that, Mr. Auger was a tax Partner at Arthur Andersen & Co. Mr. Auger currently serves as Secretary of Glacier Media, Inc. Mr. Auger earned his CA degree in 1973 after graduating from Simon Fraser University with a Bachelor of Arts degree in Commerce.

*Michele Buchignani—Director*

Ms. Buchignani has 30 years of experience in private equity, law, finance, compensation and business consulting. Ms. Buchignani served as a Director with Teachers' Private Capital, the private equity division of the Ontario Teachers' Pension Plan. Prior positions also include Managing Director at CIBC World Markets and CIBC Capital Partners as well as Partner at Stikeman Elliott, where she practiced corporate law in Toronto and London. She is currently the CEO of McLean Drive Consulting Ltd. and the Managing Partner of a US-based property holding company. Ms. Buchignani also has 20 years of corporate board experience and has served on executive, audit, governance, compensation and human resource committees. She currently serves on the advisory board of CAI Capital Partners V. L.P., the Investment Committee of RCF Jolimont Innovation Fund, and the boards of TSX Trust Company, Dane Creek Capital Corp. and Westport Fuel Systems Inc.

Ms. Buchignani graduated from the University of British Columbia with a B.A. (Honours) in English and the University of Toronto Faculty of Law with a J.D. She has completed the Stanford Executive Program at the Graduate School of Business at Stanford University as well as the director education program at the Institute for Corporate Directors. She holds the designation ICD.D.

*Edward Dowling—Director*

Mr. Dowling has over 30 years of mining experience including senior executive and board governance positions with both domestic and international companies. Mr. Dowling is currently on the Board of Teck Resources Ltd., Compass Minerals, SSR Mining Inc. (not standing for re-election this coming May 2022), and was recently Chair of Alacer Gold Corp. until its merger with SSR Mining Inc. in 2020. He was previously President and CEO of Alacer Gold Corp., President and CEO of Anatolia Minerals Development Limited, President and CEO of Meridian Gold Inc., Executive Director (Mining and Exploration) of De Beers SA, Executive Vice-President of Operations of Cleveland-Cliffs and held a variety of operational roles in a leadership capacity at Phelps Dodge Corporation and Cyprus Amax.

Mr. Dowling holds a Bachelor's Degree in Mining Engineering and Mineral Processing, and a Master's Degree and Doctor of Philosophy in Mineral Processing, all granted from Pennsylvania State University.

*M. Stephen Enders—Director*

Mr. Enders has over 45 years of mining technical experience, focused on geology and exploration and has a strong track record of exploration success. Mr. Enders is a co-founder and has been director and technical advisory committee member of Cupric Canyon Capital LLC. He is the senior technical advisor and has been executive chair and COO of EMX Royalty Corp. He is also the Department Head of Mining Engineering at the Colorado School of Mines, where he was previously Department Head of Geology and Geological Engineering. Mr. Enders was previously Senior Vice President of Worldwide Exploration at Newmont Mining Corporation and President of Phelps Dodge Exploration Corporation. Prior to that, Mr. Enders worked as a geologist and exploration manager in numerous projects and mines across the United States. Mr. Enders has been awarded the Ralph W. Marsden Award by the Society of Economic Geologists, the Ben F. Dickerson Award by the Society of Mining, Metallurgy and Exploration and the Distinguished Achievement Medal from the Colorado School of Mines.

Mr. Enders holds a B.Sc. in Geological Engineering from the Colorado School of Mines and a M.Sc. in Geological Engineering and a Ph.D. in Geosciences, both from the University of Arizona. Mr. Enders also has completed a Certificate in Executive Leadership from the University of Denver.

*Paula Rogers—Director*

Ms. Rogers has over 25 years of experience working with international public companies in the areas of corporate governance, treasury, mergers and acquisitions, financial reporting and tax. Ms. Rogers has been an officer of several public companies including Chief Financial Officer of Castle Peak Mining Ltd., Vice President and Treasurer of Goldcorp Inc. and Treasurer of Wheaton River Minerals Ltd. She also held various senior finance positions in corporate reporting, tax and treasury at Finning International Inc. Ms. Rogers is also currently on the Board of Argonaut Gold Inc., and Diversified Royalty Corp as Chair.

Ms. Rogers holds a Bachelor of Commerce degree from the University of British Columbia and is a Chartered Professional Accountant.

*Peter Sullivan—Director*

Mr. Sullivan is an engineer with extensive experience as a non-executive director and in senior executive roles, including in chief executive officer and operational roles. He has valuable insight and experience in engineering and construction, investment banking and capital markets and managing mining operations in Australia and internationally. Mr. Sullivan is currently a non-executive director of Panoramic Resources Limited, GME Resource Ltd, and Horizon Gold Limited. Mr. Sullivan is also non-executive Chairman of Zeta Resources Limited, an ASX listed resource investment company. He was previously Managing Director and CEO of Resolute Mining Limited. Mr. Sullivan has a Bachelor of Engineering (Electrical) from the University of Western Australia and a Master of Business Administration from the Australian Graduate School of Management at the University of New South Wales.

*William (Bill) Washington—Director*

Mr. Washington is currently a Partner at Hydra Capital Partners Inc. Mr. Washington was previously Head of Global Mining & Metals at National Bank Financial Markets from July 2011 until his retirement from the firm at the end of 2015. Mr. Washington joined National Bank as part of the acquisition of Wellington West Capital Markets where he had served as Head of Investment Banking since August 2004. Prior to joining Wellington West, and always focused exclusively on the mining sector, he worked as an investment banker at National Bank Financial/First Marathon, Gordon Capital and Lancaster Financial/TD Securities from 1994. Prior to entering investment banking, Mr. Washington worked as a civil engineer on major infrastructure projects in the U.K., Spain and Hong Kong for six years. Mr. Washington is also a director of Wesdome Gold Mines Ltd. Mr. Washington holds a Bachelor of Applied Science (Civil Engineering) from the University of British Columbia and has an MBA from the University of Western Ontario (Ivey). Mr. Washington has been awarded the ICD.D certification by the Institute of Corporate Directors.

## Cease Trade Orders, Bankruptcies Penalties or Sanctions

Except as set out below, no director or executive officer of the Company is, as at the date of this AIF, or was within 10 years before the date of this AIF, a director, executive officer of any company (including the Company), that while that person was acting in that capacity,

- (a) was subject to a cease trade order, an order similar to a cease trade order or an order that denied the relevant company access to any exemption under securities legislation, for a period of more than 30 consecutive days, that was issued while the director or executive officer was acting in the capacity as director or executive officer; or
- (b) was subject to an event that resulted, after the director or executive officer ceased to be a director or executive officer, in the company being the subject of a cease trade order, an order similar to a

cease trade order or an order that denied the relevant company access to any exemption under securities legislation, for a period of more than 30 consecutive days; or

- (c) or within a year of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets, which resulted from an event that occurred while that person was acting in the capacity as director or executive officer.

Mr. Clausen, a director of the Company, served as a director of Jaguar Mining Inc. (Jaguar) from September 2005 to June 2013, a publicly listed mining company. On December 23, 2013, approximately nine months after Mr. Clausen notified the board of directors of Jaguar that he would not stand for re-election at its annual shareholders' meeting in June 2013, Jaguar commenced proceedings under the Companies' Creditors Arrangement Act (Canada) in respect of a restructuring of its debt (the CCAA Proceedings). In December 2014, the Ontario Superior Court of Justice ordered that the CCAA Proceedings be terminated.

Except as set out above, no director or executive officer of the Company, and no shareholder holding a sufficient number of securities of the Company to affect materially the control of the Company:

- (a) is, as at the date of this AIF, or has been within the 10 years before the date of this AIF, a director or executive officer of any company (including the Company) that, while that person was acting in that capacity, or within a year of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets; or
- (b) has, within 10 years before the date of this AIF, become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or become subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets of the director, executive officer or shareholder.

No director or executive officer of the Company, and no shareholder holding a sufficient number of securities of the Company to affect materially the control of the Company has been subject to:

- (a) any penalties or sanctions imposed by a court relating to securities legislation or by a securities regulatory authority or has entered into a settlement agreement with a securities regulatory authority; or
- (b) any other penalties or sanctions imposed by a court or regulatory body that would likely be considered important to a reasonable investor in making an investment decision.

The foregoing information, not being within the knowledge of the Company, has been furnished by the respective directors, officers and shareholders holding a sufficient number of securities of the Company to affect materially the control of the Company.

## Conflicts of Interest

There are potential conflicts of interest to which the directors and officers of the Company will be subject in connection with the operations of the Company. In particular, certain of the directors of the Company are involved in managerial and/or director positions with other companies whose operations may, from time to time, be in direct competition with those of the Company. Conflicts, if any, will be subject to the procedures

and remedies available under the British Columbia Business Corporations Act. The British Columbia Business Corporations Act provides that in the event that a director has an interest in a contract or proposed contract or agreement, the director shall disclose his interest in such contract or agreement and shall refrain from voting on any matter in respect of such contract or agreement unless otherwise provided by the British Columbia Business Corporations Act. See Risk Factors—Conflicts of Interest for further details.

## Promoters

None

## Legal Proceedings and Regulatory Actions

To the knowledge of the Company's management, there are no material legal proceedings or regulatory actions outstanding, to which the Company is a party, or to which any of its property is subject to during the financial year ended December 31, 2021, and no such proceedings or regulatory actions are known to the Company to be threatened or pending, as of the date hereof, other than disclosed in the Company's financial statements for the year ended December 31, 2021.

## Interest of Management and Others in Material Transactions

To the knowledge of management of the Company and except as disclosed elsewhere in this AIF no director or executive officer of the Company, or any associate or affiliate of a director or executive officer of the Company, is the direct or indirect beneficial owner of or exercises control or direction over more than 10% of any class or series of the Company's outstanding voting securities. In addition, no director or executive officer of the Company, or any associate or affiliate of a director or executive officer of the Company, has any material interest, direct or indirect, in any transaction within the last three recently completed financial years materially affected or will materially affect the Company or any of its subsidiaries.

## Transfer Agent and Registrar

The Company's transfer agent and registrar is Computershare Investor Services Inc., 2nd Floor, 510 Burrard Street, Vancouver, British Columbia, Canada.

## Material Contracts

Other than the agreement to acquire Altona, the Company has not entered into material contracts other than those entered into in the ordinary course of business in operating the Copper Mountain Mine. During the year ended December 31, 2010 the Company's subsidiary entered into material contracts for the project debt financing for the Copper Mountain Mine. The terms of these material contracts are disclosed in note 9 to the Company's consolidated financial statements for the year ended December 31, 2021. During the year ended December 31, 2021 the Company completed the Bonds offering and the terms of this arrangement are disclosed in note 9 to the Company's consolidated financial statements for the year ended December 31, 2021.

## Interests of Experts

The following persons prepared or certified a statement, report or valuation described or included in a filing, or referenced in a filing made by the Company under National Instrument 51-102 – *Continuous Disclosure*

Obligations prescribed by the Canadian Securities Administrators, during or relating to the Company's most recently completed financial year ended December 31, 2021:

Name	Expert with Respect to
PricewaterhouseCoopers LLP Chartered Accountants	PricewaterhouseCoopers LLP, Chartered Accountants, are the Company's auditors and have prepared an opinion with respect to the Company's consolidated financial statements as at and for the year ended December 31, 2021. PricewaterhouseCoopers LLP report that they are independent of the Company within the meaning of the Chartered Professional Accountants of British Columbia Code of Professional Conduct.

## Additional Information

Additional information relating to the Company is available under the Company's profile on the SEDAR website at [www.sedar.com](http://www.sedar.com).

The following documents can be obtained upon request from Copper Mountain's investor relations department by calling (604) 682-2992:

- (i) This Annual Information Form, together with any document incorporated herein by reference;
- (ii) The Annual Report of the Company and any interim financial statements filed with securities commissions subsequent to the audited financial statements for the Company's most recently completed financial year.

Additional information, including directors' and officers' remuneration and indebtedness, principal holders of the Company's securities and securities authorized for issuance under equity compensation plans, will be contained in the Company's information circular for its upcoming annual general meeting of shareholders to be held on June 9, 2022. Additional financial information is presented in the Company's annual audited consolidated financial statements and related management discussion and analysis for the year ended December 31, 2021.

## Additional Disclosure for Companies not Sending Information Circulars

Not applicable.

## Controls and Procedures

### *Internal Controls Over Financial Reporting*

The Company's management, including the Chief Executive Officer and the Chief Financial Officer, are responsible for establishing and maintaining adequate internal control over financial reporting, and evaluating the effectiveness of the Company's internal control over financial reporting as at each fiscal year end. Management has used the Committee of Sponsoring Organizations of the Treadway Commission

(COSO) framework to evaluate the effectiveness of the Company's internal control over financial reporting as at December 31, 2021.

During the year ended December 31, 2021 the Company's management, including the Chief Executive Officer and the Chief Financial Officer, has evaluated the effectiveness of the design and operation of the disclosure controls and procedures and the internal controls over financial reporting (ICFR) and concluded that there has been no material change in the Company's internal controls during the year ended on December 31, 2021, that has materially affected, or is reasonably likely to materially affect, the Company's ICFR.

## ***Disclosure Controls***

Disclosure controls and procedures are designed to provide reasonable assurance that material information is gathered and reported to senior management, including the Chief Executive Officer and the Chief Financial Officer, as appropriate, to permit timely discussions regarding public disclosures. As at December 31, 2021, under the supervision and with the participation of the Company's management, including the Chief Executive Officer and the Chief Financial Officer, the Company conducted an evaluation of the effectiveness of the design and operation of the Company's disclosure controls and procedures. Based on this evaluation, the Chief Executive Officer and the Chief Financial Officer have concluded that, as of the end of the period covered by this report, the Company's disclosure controls and procedures were effective.

## **Audit Committee**

### ***Audit Committee Charter and Composition of Audit Committee***

The Audit Committee has adopted a charter that sets out its mandate and responsibilities, and is available on the Company's web site.

The Audit Committee, consisting of Bruce Aunger, Paula Rogers, and Bill Washington, reviews all financial statements of the Company prior to their publication, review audits, considers the adequacy of audit procedures, recommends the appointment of independent auditors, review and approves the professional services to be rendered by them and review fees for audit services. The Audit Committee charter has set criteria for membership which all members of the Audit Committee are required to meet consistent with National Instrument 52-110 *Audit Committees ("NI 52-110")* and other applicable regulatory requirements. The Audit Committee, as needed, meets separately (without management present) with the Company's auditors to discuss the various aspects of the Company's financial statements and the independent audit.

Each Audit Committee member is an independent director and is financially literate. Mr. Aunger, the Audit Committee's Chair, is a former Chartered Accountant (retired 2020) and hence a financial expert.

### ***Relevant Education and Experience***

Disclosure respecting the education and experience of the Audit Committee is provided in their biographies above. As a result of their education and experience, each member of the Audit Committee has familiarity with, an understanding of, or experience in:

- the accounting principles used by the Company to prepare its financial statements, and the ability to assess the general application of those principles in connection with estimates, accruals and reserves;

- reviewing or evaluating financial statements that present a breadth and level of complexity of accounting issues that are generally comparable to the breadth and complexity of issues that can reasonably be expected to be raised by the Company's financial statements, and
- internal controls and procedures for financial reporting.

### ***Audit Committee Oversight***

At no time since the commencement of the Company's most recently completed financial year was a recommendation of the Audit Committee to nominate or compensate an external auditor not adopted by the Company's Board of Directors.

### ***Reliance on Certain Exemptions***

At no time since the commencement of the Company's most recently completed financial year has the Company relied on the exemption in Section 2.4 of NI 52-110 (De Minimis Non-audit Services) or an exemption from NI 52-110, in whole or in part, granted under Part 8 of NI 52-110.

### ***Pre-Approval Policies and Procedures for Non-Audit Services***

The Audit Committee's policy regarding the pre-approval of non-audit services to be provided to the Company by its independent auditors is that all such services shall be pre-approved by the Audit Committee. All non-audit services performed by the Company's auditors for the fiscal year ended December 31, 2021 have been pre-approved by the Company's Audit Committee. No non-audit services were approved pursuant to the de minimis exemption to the pre-approval requirement.

### ***Code of Ethics***

The Company has adopted a code of ethics that applies to all personnel of the Company. A copy of the Code of Ethics is available on the Company's website at [www.CuMtn.com](http://www.CuMtn.com) or by writing to the Corporate Secretary.

### ***Principal Accountant Fees and Services***

The following table discloses the aggregate fees billed for each of the last two fiscal years for professional services rendered by the Company's audit firm for various services.

Services:	Year ended December 31, 2021	Year ended December 31, 2020
Audit Fees	\$362,900	\$319,300
Tax Fees	\$122,800	\$110,600
Other Fees <sup>(1)</sup>	\$30,000	\$5,000
Total	\$515,700	\$454,900

(1) Other fees in 2021 related to non audit work in assisting with the bond financing and in 2020 related to the review of concentrate contracts presented by MMC.



## Off Balance Sheet Arrangements

None.

## Additional Disclosure Requirements of the ASX

### *ASX Corporate Governance Statement*

The Board of Directors (the Board) of Copper Mountain is committed to adhering to the highest possible standards in its corporate governance practices. The Board is responsible for the stewardship and the general supervision of the management of the business and for acting in the best interests of the Company and its shareholders. The Board will discharge its responsibilities directly and through its committees, currently consisting of the Audit Committee, the Corporate Governance Committee, the Compensation Committee, the Corporate Social Responsibility Committee, and the Technical Committee. The Corporate Governance Committee's primary function is to assist the Board of Directors in fulfilling its oversight responsibilities which, together with the Board Mandate (as set out below), the position descriptions for the Chair of the Board and for the Chief Executive Officer, and the charters of the committees of the Board, provide the general framework for the governance of Copper Mountain. The Board reviews annually the charters and composition of the committees and believes that these guidelines will continue to evolve in order to comply with all applicable regulatory and stock exchange requirements relating to corporate governance and will be modified as circumstances warrant.

This report describes the corporate governance principles that the Company adheres to in accomplishing its business objectives. This statement is of corporate governance practices current as of the date thereof. Governance information on Copper Mountain is also available on the Company's website at [www.CuMtn.com](http://www.CuMtn.com).

## Principle 1: Lay Solid Foundations for Management and Oversight

### *Board Mandate*

The Board is elected by the shareholders of Copper Mountain and is responsible for the stewardship of Copper Mountain and has adopted a formal written charter setting out the Board's stewardship responsibilities, including:

- adopting a strategic planning process;
- understanding and monitoring the political, cultural, legal and business environments in which Copper Mountain operates;
- risk identification and ensuring that procedures are in place for the management of those risks;
- review and approve annual operating plans and budgets;
- corporate social responsibility, ethics and integrity;
- succession planning, including the appointment, training and supervision of management;
- delegations and general approval guidelines for management;
- monitoring financial reporting and management;
- monitoring internal control and management information systems;
- corporate disclosure and communications;

- adopting measures for receiving feedback from stakeholders; and
- adopting key corporate policies designed to ensure that Copper Mountain, its directors, officers and employees comply with all applicable laws, rules and regulations and conduct their business ethically and with honesty and integrity.

## ***Day-to-Day Management***

The Board delegates responsibility for the day-to-day management of Copper Mountain's business and affairs to Copper Mountain's senior officers and supervises such senior officers appropriately.

## ***Committees of the Board***

The Board has determined that there should be five standing Board committees: (i) Audit Committee; (ii) Corporate Governance Committee; (iii) Compensation Committee; (iv) Corporate Social Responsibility Committee; and (v) Technical Committee. The Board will change the Board committee structure and authorize and appoint other committees as it considers appropriate.

The Board may from time-to-time delegates certain matters it is responsible for to Board committees. The Board however, retains its oversight function and ultimate responsibility for these matters and all delegated responsibilities.

The Board reviews the adequacy of the Board charter on an annual basis and approves any proposed changes. The Board has delegated responsibility to the Corporate Governance Committee for developing Copper Mountain's approach to corporate governance, including recommending modifications to the Company's Corporate Governance Guidelines for consideration by the Board.

## ***Committee Charters***

The Board approves written charters for each committee of the Board setting forth the purpose, authority, duties and responsibilities of each committee, as set forth further below. All charters are reviewed annually. The charter for each committee is attached as an appendix to this document.

The Board has determined that all committees will be comprised of a majority of directors determined by the Board to be independent. In addition, all members of the Audit Committee will be financially literate and if required by applicable laws, rules and regulations, at least one member will be a financial expert. Membership and independence of all committee members is publicly disclosed in the Company's Management Information Circular filed on Sedar.com and copies of all charters is available on the company's website at [www.CuMtn.com](http://www.CuMtn.com).

The Board appoints members of the committees annually, and as necessary to fill vacancies, and appoints the chair of each committee. Members of the committees will hold office at the pleasure of the Board.

## ***Committee Responsibilities***

The responsibilities of the *Audit Committee* include assisting the Board in fulfilling its oversight responsibilities with respect to: (a) financial reporting and disclosure requirements; (b) ensuring that an effective risk management and financial control framework has been implemented and tested by management of Copper Mountain; and (c) external and internal audit processes.

The responsibilities of the *Corporate Governance Committee* include assisting the Board in fulfilling its oversight responsibilities with respect to: (a) developing corporate governance guidelines and principles for Copper Mountain; (b) the structure and composition of Board committees; and (c) evaluating the performance and effectiveness of the Board.

The responsibilities of the *Compensation Committee* include assisting the Board in fulfilling its oversight responsibilities with respect to: (a) the establishment of key human resources and compensation policies, including all incentive and equity based compensation plans; (b) the performance evaluation of the Chief Executive Officer (the CEO), and determination of the compensation for the CEO, the CFO and other senior executives of Copper Mountain; (c) the establishment of policies and procedures designed to identify and mitigate risks associated with the Company's compensation policies and practices; (d) succession planning, including the appointment, training and evaluation of senior management; and (e) compensation of directors.

The responsibilities of the *Corporate Social Responsibility Committee* include assisting the Board in fulfilling its oversight responsibilities with respect to the Company's safety, health and environmental, corporate social responsibility, including good community relations, and human rights programs, policies and performance and the corporate culture.

The responsibilities of the *Technical Committee* include assisting the Board in fulfilling its oversight responsibilities with respect to the technical aspects of the Company's exploration opportunities, project development or mining operations, as well as other such matters as may be requested by the Board.

## ***Management Performance and Compensation***

The Compensation Committee conducts an annual review of the performance objectives for the CEO, the CFO and the senior executives and, in the Committee's discretion, presents its conclusions and recommends any compensation changes to the Board for consideration.

## ***Diversity***

The Board has adopted a diversity policy (the Diversity Policy") that sets out the framework for the Company's approach to Board and senior leadership diversity and outlines the key criteria for the composition of the Board and senior leadership that promotes the Company's commitment to diversity and inclusion.

To support the Company's board diversity objectives, the Corporate Governance Committee will, when identifying and considering the selection of candidates for election or re-election to the Board:

- (a) consider candidates on merit, including those persons who are highly qualified based on their experience, functional expertise and personal skills and qualities, and against objective criteria having due regard to the benefits of diversity on the Board;
- (b) consider all aspects of diversity criteria including gender, age, ethnicity, disability and geographical background of the candidates;
- (c) consider the level of representation of women on the Board; and
- (d) in addition to its own searches, as and when appropriate from time to time, engage qualified independent external advisors to conduct a search for candidates who meet the Board's and the Company's expertise, skills and diversity criteria to help achieve the Company's diversity goals.

The Diversity Policy adopted confirms and highlights the importance Copper Mountain places on maintaining an appropriate level of diversity within the Company. While the primary objectives of the Corporate Governance Committee are to ensure consideration of individuals who are highly qualified, based on their talents, experience, functional expertise and personal skills, character and qualities, the Corporate Governance Committee will balance these objectives with the need to identify and promote individuals who are reflective of diversity for nomination for election to the Board. In particular, the Committee will consider the level of representation of women and other diverse candidates on the Board when making recommendations for nominees to the Board.

Given an established Board and executive management team in place with representation of women at both levels Copper Mountain has not adopted any specific targets with respect to the representation of women. However, it will continue to promote its objectives through the initiatives set out in its Diversity Policy with a view to identifying and fostering the development of a suitable pool of candidates for nomination or appointment over time.

With respect to Copper Mountain's organization:

- of the eight members of the Board of Directors, two are female;
- of the most six senior management positions in the corporate office, one is female;
- within the corporate office, excluding executive officers, approximately 30% of staff is female; and
- within the general workforce in the Copper Mountain Mine, approximately 16% of employees are female and approximately 16% of the employees are Indigenous.

## **Principle 2: Structure the Board to Add Value**

### ***Election by Shareholders***

The members of the Board are selected each year by the shareholders of Copper Mountain at the annual general meeting of shareholders. The Board proposes individual nominees to the shareholders for election to the Board at each such meeting. Between annual meetings of shareholders, the Board may appoint directors to serve until the next such meeting in accordance with Copper Mountain's articles and by-laws.

### ***Selection of Chair of the Board***

The Chair of the Board is appointed by the other directors after considering the recommendation of the Corporate Governance Committee. The Board adopts and performs an annual review of the position description for the Chair of the Board.

### ***Role of Chair and Chief Executive Officer***

The roles of each of the Chair and the CEO of Copper Mountain are held by two different individuals. The Chair of the Company is independent.

### ***Independence; Lead Director***

The Board is comprised of a majority of independent directors.

If the Chair of the Board is not independent, the Board shall appoint an independent director as Lead Director who shall act as the de facto leader of the Board and ensure that the Board's agenda will enable

it to successfully carry out its duties. As the Chair of Copper Mountain is independent, the Company does not have a Lead Director at this time.

The primary responsibility of the Lead Director is to seek to ensure that appropriate structures and procedures are in place so that the Board may function independently and to lead the process by which the independent directors seek to ensure that the Board represents and protects the interests of all shareholders. In addition, the lead independent director reviews, comments and is given the opportunity to set agendas for meetings of the Board (full board or independent directors only), oversee the information made available to directors by management and manages requests from or other issues that independent directors may have.

### ***Director Selection Criteria***

The Corporate Governance Committee is required under its charter to annually review the characteristics, qualities, skills and experience which form the criteria for candidates to be considered for nomination to the Board. The objective of this review is to maintain the composition of the Board in a way that provides, in the judgment of the Board, the best mix of skills and experience to provide for the overall stewardship of Copper Mountain. All directors are required to possess fundamental qualities of intelligence, honesty, integrity, ethical behaviour, fairness and responsibility and be committed to representing the long-term interests of the shareholders. They must also have a genuine interest in Copper Mountain, the ability to be objective at all times about what is in the best interests of Copper Mountain, have independent opinions on all issues and be both willing and able to state them in a constructive manner and be able to devote sufficient time to discharge their duties and responsibilities effectively. The Committee is mandated to identify qualified candidates for nomination as directors and to make recommendations to the Board. Directors are encouraged to identify potential candidates.

### ***Board Size***

The Board has the ability to increase or decrease its size within the limits set out in Copper Mountain's articles and by-laws. The Board will determine its size with regard to the best interests of Copper Mountain. The Board believes that the size of the Board should be sufficient to provide a diversity of expertise and opinions and to allow effective committee organization, yet small enough to enable efficient meetings and decision-making and maximize full Board attendance. The Board will review its size if a change is recommended by the Corporate Governance Committee.

### ***Term Limits for Directors***

The Board has determined that fixed term limits for directors should not be established at this time. The Board is of the view that such a policy would have the effect of forcing directors off the Board who have developed, over a period of service, increased insight into Copper Mountain and who, therefore, can be expected to provide an increasing contribution to the Board. The Board does not believe that an arbitrary term limit for Board members is the most effective way of ensuring overall Board effectiveness. At the same time, the Board recognizes the value of some turnover in Board membership to provide fresh ideas and views, and the Corporate Governance Committee is mandated to annually consider recommending changes to the composition of the Board. Over the past two years, the Board has welcomed six new directors.

### ***Director Compensation***

The Board has determined that the directors should be compensated in a form and amount that is appropriate and which is customary for comparative companies, having regard to such matters as time

commitment, responsibility and trends in director compensation. The Compensation Committee is mandated to review the compensation of the directors on an annual basis. All compensation paid to directors is publicly disclosed annually in the Company's management information circular and filed on SEDAR at [www.sedar.com](http://www.sedar.com).

### ***Attendance at Meetings***

Directors are expected to attend all Board and committee meetings either in person or by conference call. A director will notify the Chair of the Board or of a committee or the Corporate Secretary if the director will not be able to attend or participate in a meeting. Copper Mountain publicly discloses the directors' attendance record on an annual basis in the Company's management information circular and filed on SEDAR at [www.sedar.com](http://www.sedar.com).

### ***Assessment of Board and Committee Performance***

The Corporate Governance Committee is mandated to undertake an annual assessment of the overall performance and effectiveness of the Board and each committee of the Board and report on such assessments to the Board. The purpose of the assessments is to ensure the continued effectiveness of the Board in discharging its duties and responsibilities and to contribute to a process of continuing improvement.

## **Principle 3: Promote Ethical and Responsible Decision Making**

The Company has implemented a set of core values designed to act as guidelines for the standards of integrity and performance for the Board, management, employees, and other members of the Company. The Company's Code of Business Conduct and Ethics can be found in the Corporate Governance section of the Company's website at [www.CuMtn.com](http://www.CuMtn.com). All details describing, prescribing and underpinning ethical conduct are contained in the values and key policies outlined therein.

Employees are responsible for their conduct which is expected to comply with Company policies and procedures including those related to health & safety, social & environmental, equal opportunity, human rights, disclosure and trading in Company securities. Induction programs are required for each employee and contractor to ensure they are aware and kept up to date of acceptable behaviour and Company policies.

Procedures are in place to record and publicly report each director's shareholdings in the Company.

The Vice President, General Counsel and Corporate Secretary, together with management, as appropriate, is responsible for investigating any reports of unethical practices and reporting the outcomes to the Chair of the Board and/or the Chair of the Audit Committee, as appropriate.

In summary, Copper Mountain's Code of Business Conduct and Ethics includes an equal opportunity requirement mandating that all employees are to be recruited, and to pursue their careers, free from any form of unwanted discrimination and that Copper Mountain shall not discriminate on the basis of race, religion, color, sex, sexual orientation, age, national or ethnic origin, or physical handicap (unless demands of the position are prohibitive).

## **Principle 4: Safeguard Integrity in Financial Reporting**

The primary function of the Audit Committee is to assist the Board in fulfilling its oversight responsibilities to shareholders with respect to financial reporting, risk management, and external and internal audit

processes. Information with respect to the Audit Committee is contained in this AIF and the management information circular filed annually on SEDAR at [www.sedar.com](http://www.sedar.com).

### ***Composition of the Audit Committee***

The Audit Committee of the Company is currently comprised of three independent members. All members of the Audit Committee are financially literate in that they have the ability to read and understand a set of financial statements that are of the same breadth and level of complexity of accounting issues as can be reasonably expected to be raised by the Company's financial statements.

### ***Relevant Education and Experience***

For summary details regarding the relevant education and experience of each member of the Audit Committee relevant to the performance of his duties as a member of the Audit Committee, please refer to "Directors and Officers" in this AIF and the Company's management information circular filed annually on SEDAR at [www.sedar.com](http://www.sedar.com).

### ***Audit Committee Oversight***

At no time since the commencement of the Company's most recently completed financial year did the Board decline to adopt a recommendation of the Audit Committee to nominate or compensate an external auditor. The Audit Committee is chaired by an independent director who is not the Chair of the Board.

## **Principle 5: Make Timely and Balanced Disclosure**

Copper Mountain has adopted a Corporate Timely Disclosure and Confidentiality Policy (the "Disclosure Policy"). The purpose of the Policy is to ensure that Copper Mountain and all persons to whom this Policy applies meet their obligations under the provisions of securities laws and stock exchange rules by establishing a process for the timely disclosure of all material information. The Policy covers disclosures in documents filed with the securities regulators and written statements made in the Company's annual and quarterly reports, press releases, letters to shareholders, presentations by senior management, discussions with analysts and information contained on the Company's web site and other electronic communications. It extends to oral statements made in meetings and telephone conversations with analysts and investors, interviews with the media as well as speeches, press conferences and conference calls.

The Disclosure Policy states that the Company shall comply with the disclosure laws and policies of all securities laws applicable to the Company, the rules and policies of the Toronto Stock Exchange and so long as there are any CHESSE depository instruments of the Company listed on the Australia Stock Exchange, the disclosure requirements of the ASX Listing Rules.

## **Principle 6: Respect the Rights of Shareholders**

The Company regularly engages with its shareholders and conducts regular analyst briefings. These activities are supported by the publication of the AIF, management information circular, quarterly and annual reports both financial and operational, public announcements and the posting of all press releases (TSX and ASX) on the Company website immediately after their public disclosure. Shareholders can elect to receive email notification of announcements by requesting addition to the Company's email distribution list.

Shareholders are encouraged to attend the Company's annual general meeting and to listen to regular conference calls which are scheduled and disclosed publicly. Replays of conference calls are available for

a limited time. Details of such replays are outlined on the original conference call scheduling announcement. The external auditor typically attends the annual general meeting and is available to answer questions in relation to the audit of the financial statements.

Copper Mountain does not have a distinct communications policy but has the Disclosure Policy as noted above and it is available on the Company's website. It addresses the matters recommended under Principal 6 with respect to promoting effective communication with shareholders and the effective use of electronic communication.

## **Principle 7: Recognize and Manage Risk**

The Board has a strategic planning process to establish objectives and goals for Copper Mountain's business and will review, approve and modify as appropriate the strategies proposed by senior management to achieve such objectives and goals. The Board will review and approve, at least on an annual basis, a strategic plan which takes into account, among other things, the opportunities and risks of Copper Mountain's business and affairs.

Management will identify the principal risks of Copper Mountain's business and the Board will oversee management's implementation of appropriate systems to effectively monitor, manage and mitigate the impact of such risks. In addition, the Board assesses and implements risk management policies, as it deems necessary. The Board will work in conjunction with each Committee, respectively, to oversee the implementation of such policies and procedures.

Under applicable securities laws, Copper Mountain's CEO and CFO are required to certify, on a quarterly basis, on the design and effectiveness of disclosure controls and procedures as well as internal controls over financial reporting, and to indicate any identified weaknesses.

The Board recognizes the importance of managing the risks associated with Copper Mountain's business operations and has defined a set of processes to effectively manage risk within the business. They include (but are not limited to) processes to:

- identify risks relevant to the business to determine what can happen, when and how;
- assess identified risks to determine their potential severity and impact on the business;
- evaluate risks;
- establish treatment plans for risks deemed unacceptable to the business;
- communicate risk management activities and processes to employees; and
- monitor and review risks, risk mitigation strategies and actions as well as the risk management processes and system.

## **Principle 8: Remunerate Fairly and Responsibly**

Copper Mountain operates in the international mining industry, which is a highly competitive market for executives and Copper Mountain has designed its compensation program to ensure it is able to both attract and retain qualified and experienced executives with the skills and experience required to execute its strategy.



## *Composition of the Compensation Committee*

The Compensation Committee is comprised of three independent directors and while the Board determines its members, the CEO is not involved in the selection process for this committee. The Chair of the Compensation Committee is a non-executive independent director.

## *Role of the Compensation Committee*

The Compensation Committee has been established by the Board to assist the Board in fulfilling its oversight responsibilities relating to executive compensation. The Compensation Committee helps to ensure that Copper Mountain has a compensation program that will attract, retain, motivate and reward its executive officers for their performance and contribution in achieving Copper Mountain's long-term strategy.

The Board established a Compensation Committee on the Company's incorporation. Accordingly, the Compensation Committee has remained an active standing committee since 2007 and has fulfilled its responsibilities (described below) on an annual basis.

The Compensation Committee's primary responsibilities include:

*Compensation Philosophy, Policies and Practices*—ensure executive compensation philosophy, policies and practices for the CEO, the executive officers and the directors:

- properly reflect their respective duties and responsibilities;
- are competitive in attracting, retaining and motivating people of the highest quality;
- align the interests of the directors, the CEO and the executive officers with shareholders as a whole;
- are based on established corporate and individual performance objectives; and
- do not encourage the taking of inappropriate or excessive risks.

*Evaluation of Performance*—annually review and evaluate the performance of the CEO and the executive officers and, in light of pre-established performance objectives, report its conclusions to the Board;

*Performance Objectives*—annually review the performance objectives for the CEO and the executive officers and, in the Compensation Committee's discretion, recommend any changes to the Board for consideration;

*Chief Executive Officer Compensation*—annually review the compensation for the CEO and, in the Compensation Committee's discretion, recommend any changes to the Board for consideration;

*Executive Officers Compensation*—annually review the CEO's recommendations for the executive officers' compensation and, in the Committee's discretion, recommend any changes to the Board for consideration;

*Succession Planning*—annually review Copper Mountain's succession plan for the CEO and the executive officers, including appointment, training and evaluation;

*Directors' Compensation*—annually review directors' compensation and, in the Compensation Committee's discretion, recommend any changes to the Board for consideration; and

*Mitigation of Compensation Risk*—annually consider the risks associated with Copper Mountain's compensation policies and practices, to ensure appropriate risk mitigation measures are adopted.

## ***Role of the Chief Executive Officer***

The CEO's role in executive compensation matters includes making recommendations to the Compensation Committee regarding the Company's annual business plan and objectives, which provide the basis for establishing both corporate objectives and individual performance objectives for all executive officers. The CEO reviews the performance of the other executive officers, and also makes recommendations with respect to adjustments in base salary, awarding of annual performance incentives, and awarding of long-term equity incentives to such executive officers. The CEO is not involved in the selection process for the Compensation Committee, or in making recommendations with respect to his or her own compensation package.

The Compensation Committee reviews with the CEO the basis for his recommendations. While the Compensation Committee takes the CEO's recommendations into consideration, the Compensation Committee formulates its own recommendations based upon corporate and executive performance, consultation with the independent compensation consultant engaged by the Compensation Committee, review of comparator company practices, and a variety of other quantitative and qualitative factors in making its recommendations to the Board. Finally, the Compensation Committee retains the right to exercise its sole discretion in making recommendations to the Board.

## ***Compensation Philosophy***

The objective of Copper Mountain's compensation program is to attract, retain, motivate and reward its executive officers for their performance and contribution to executing Copper Mountain's long-term strategy to maximize shareholder value. Copper Mountain's compensation policy revolves around a pay for performance philosophy whereby fixed elements of pay, such as salary, are positioned at median levels for the competitive market, while short- and longer-term incentives are structured to provide above-market total compensation for high levels of corporate and personal performance. The Compensation Committee believes it is necessary to adopt this compensation philosophy in order to attract and retain qualified executive officers with the skills and experience necessary to execute Copper Mountain's strategy.

The achievement of corporate and individual performance is rewarded through short term cash incentives while long-term equity incentives align executives with long-term shareholder value creation. The Board seeks to set Company performance goals that reach across all aspects of the business and to tie individual goals to the area of the executive officer's primary responsibility.

The Compensation Committee will continue to review best practice developments in this regard to ensure that current practices do not create undue risk to Copper Mountain and to continue to ensure the alignment of compensation packages with the objective of enhancing shareholder value through an increased share price.

## ***Management Performance and Compensation***

The Compensation Committee conducts an annual review of the performance objectives for the Company's executive management group. Compensation changes may be recommended to the Board, at the Committee's discretion, based upon an executive officer's success in meeting or exceeding individual performance goals, as well as contributing to achieving Company performance goals. The Compensation Committee also conducts an independent review of current market standards regarding executive compensation, as well as an assessment of Copper Mountain's executive compensation relative to peer industry participants. The Company's executive compensation program is designed to be competitive with those offered by publicly traded mining companies comparable to Copper Mountain in terms of size, assets, production and region of operation.

Further detailed information on director and executive management compensation for the 2021 financial year will be disclosed in the Company's management information circular to be filed with the TSX and ASX and on SEDAR in May of 2022.

## ASX Listing Rules: Additional Disclosures

### Substantial Shareholders

As at March 29, 2022, the Company is aware of two substantial shareholders of Copper Mountain beyond 5%. The details are as follows:

Shareholder	Number of Shares	% of Issued Capital
ICM Ltd	36,674,745	17.41%
Mackenzie Financial Corporation	20,276,998	9.62%

### Distribution of Common Shares and CDI Holders (as at March 29, 2022)

Range	CDIs			Common Shares		
	Total		% of Issued Capital	Total		% of Issued Capital
	Holdings	Units		Holdings	Units	
1–1,000	2,578	761,099	5.53	0	0	0.00
1,001–5,000	749	1,725,700	12.53	0	0	0.00
5,001–10,000	140	1,027,981	7.46	0	0	0.00
10,001–100,000	124	2,962,875	21.51	0	0	0.00
100,001–and over	7	7,295,237	52.97	4	197,477,157	100.00
Rounding			0.00			0.00
<b>Total</b>	<b>3,598</b>	<b>13,772,892</b>	<b>100.00</b>	<b>10</b>	<b>197,477,157</b>	<b>100.00</b>

### Distribution Schedule of Outstanding Options (as at March 29, 2022)

Range	Total Holders	Options	% of Options Outstanding
0–50,000	9	459,420	5.92
50,001–100,000	10	1,081,13	13.93
100,001–250,000	14	2,116,213	27.27
250,001–500,000	5	2,407,749	31.03
500,001–1,000,000	1	1,695,920	21.85
1,000,001–1,500,000	-	-	-
1,500,001–2,000,000	-	-	-
2,000,001–2,500,000	-	-	-
2,500,001–3,000,000	-	-	-
<b>Total</b>		<b>7,760,478</b>	<b>100.00</b>

Notes: As of the date hereof, 7,760,478 incentive stock options (Options) are outstanding to the Company's directors, officers, employees, and consultants. Total Options outstanding represent approximately 3.67% of Issued Capital on a fully diluted basis and are held by 39 option holders. No individual held more than 20% of these unquoted equity securities.

## ***Unmarketable Parcels of Securities, Escrow, and On-Market Buyback***

As at March 29, 2022, there were 1,004 CDI holders with 47,038 units of unmarketable parcels of securities.

Currently, Copper Mountain only has one class of securities (common shares), none of which are the subject of escrow. There is no current on-market buy-back.

## ***Share Classes and Voting Rights***

There is only a single share class being common shares of Copper Mountain Mining Corporation. The total amount of outstanding common shares of Copper Mountain Mining Corporation is 211,250,049 as at March 29, 2022.

Copper Mountain is authorized to issue an unlimited number of common shares with no par value. Holders of common shares are entitled to one vote for each common share on all matters to be voted on by shareholders at meetings of Copper Mountain's shareholders. All dividends which the Board of Directors may declare shall be declared and paid in equal amounts per share on all common shares at the time outstanding. There are no pre-emptive, redemption or conversion rights attaching to the common shares. All common shares, when issued, are and will be issued as fully paid and non-assessable shares without liability for further calls or to assessment. As each CDI represents a beneficial interest in one common share, CDI holders need to provide confirmation of their voting instructions to CHESSE Depository Nominees Pty Ltd (CDN), as registered holder of the underlying common shares, in order to vote at shareholder meetings. Alternatively, if a holder of CDIs wishes to attend and vote at shareholder meetings, they may instruct CDN to appoint the CDI holder (or a person nominated by the CDI holder) as the holders proxy for the purposes of attending and voting at shareholder meetings. As at March 29, 2022 13,772,892 CDI's were outstanding and trading on the ASX. As of March 29, 2022, 7,760,478 incentive stock options are outstanding to the Company's directors, officers, employees, and consultants. Holders of options are not entitled to vote.

## ***Corporate Status***

Copper Mountain Mining Corporation (ACN 623 316 549) (Copper Mountain) is a company incorporated under the laws of British Columbia, Canada.

### ***Not Subject to Chapters 6, 6a, 6B and 6c of The Corporations Act 2001 (Cth)***

Copper Mountain is not subject to chapters 6, 6A, 6B and 6C of the Australian Corporations Act 2001 dealing with the acquisition of shares in Copper Mountain in relation to substantial holdings and takeovers.

### ***Limitations on the Acquisition of Copper Mountain Securities Imposed by Canada***

In Canada, acquisitions of securities by takeover bid are regulated by provincial securities legislation which were materially amended during 2016. Generally, under this legislation, an offer to acquire securities from a shareholder resident in a Canadian province which will result in the offeror (including joint actors) holding 20 percent or more of the issued share capital of the company constitutes a takeover bid. Subject to limited exceptions<sup>1</sup> (for example the purchase at not more than a market price of up to 5 percent of outstanding shares over 12 months, private offers to no more than 5 persons at no greater than 115 percent of market price and purchases from treasury) an offeror must:

- (a) provide shareholders with a takeover bid circular describing the terms of the offer and if securities of the offeror form part of the consideration, including prospectus level disclosure about the offeror and its business;
- (b) for all non-exempt takeover bids, meet a minimum requirement of more than 50 percent of the outstanding securities subject to the bid;
- (c) keep the bid open for at least 105 days plus an additional 10-day extension if minimum tender requirement and all other conditions are met; and
- (d) deliver the circular and extend the offer to each shareholder of the company, with the ultimate purchase of shares being pro rata amongst those shareholders who have tendered their shares under the bid. Rules also provide an early warning system to notify the market of significant accumulations of securities.

Under federal corporate law, if a takeover bid is accepted by the holders of not less than 90 percent of the outstanding shares (excluding shares held at the date of the bid by or on behalf of the offeror) the offeror is entitled and the remaining shareholders can require the offeror to acquire the remaining shares either on the same terms of the takeover bid or at fair market value, as elected by the shareholder.

Canadian rules also provide an early warning system to notify the market of significant accumulation of securities. Under the system an acquirer must issue a press release and file a report with provincial securities commission under the initial acquisition (whether from market purchases, treasury or otherwise) of 10 percent or more of the share capital of a public company and thereafter upon acquisition of an additional 2 percent.

The above is only a short summary of certain takeover bid and related requirements and reference must be made to applicable Canadian corporate and securities legislation, including the requirements of the Toronto Stock Exchange, for further details of takeover bid provisions and other regulated transactions such as insider bids, related party transactions and private placements, among others.

## **Share Registries**

### ***Canada: Computershare Trust Company of Canada***

Computershare Trust Company of Canada,  
100 University, Avenue, 8<sup>th</sup> Floor,  
Toronto, Ontario, Canada, M5J 2Y1 Tel: + 1-800-564-6253

### ***Australia: Computershare Investor Services***

The Registrar,  
Computershare Investor Services Pty Limited GPO Box 2975,  
Melbourne VIC 3001, Australia Tel: + 1-300-850-505

### Registered Office in Australia

Brisbane Office  
c/o Corrs Chambers Westgarth  
111 Eagle Street  
Brisbane, QLD 4000  
Ph# 07-3228-9318

### Registered Office in Canada

Vancouver Office  
c/o Farris, Vaughan, Wills & Murphy  
26<sup>th</sup> Floor, 700 West Georgia Street  
Vancouver, BC V7Y 1B3  
604-661-9367

## Mineral Reserves and Mineral Resources

The Eva Copper Mineral Reserve and Resource tables below are sourced from the Company's Technical Report on The Eva Copper Project (the Eva Copper Project – Feasibility Study Update) available on the Company's website at [www.CuMtn.com](http://www.CuMtn.com) and on Sedar.com.

### Eva Copper Mineral Reserve Summary

The Eva Mineral Reserve is included in the Eva Mineral Resource and the effective date of the Mineral Reserve and Mineral Resource is December 31, 2021. A summary of the Mineral Reserve and Mineral Resource is provided below.

Deposit	Mineral Reserve Classification	Cut-off Value (US\$/t)	Ore Tonnes (kt)	Cu Grade (% Cu)	Au Grade (g/t)	Total Cu Pounds (Mlb)	Total Au Ounces (koz)
Little Eva	Proven	8.95	53,907	0.40	0.07	480	126
Lady Clayre	Proven	10.32	2,648	0.46	0.19	27	16
Ivy Ann	Proven	11.44	685	0.44	0.09	7	2
Bedford	Proven	9.35				-	-
Blackard	Proven	9.35	22,951	0.58		295	-
Scanlan	Proven	10.32	6,279	0.72		100	-
Turkey Creek	Proven	8.95	6,151	0.49		66	-
<b>Total</b>	<b>Proven</b>	<b>Varies</b>	<b>92,623</b>	<b>0.48</b>	<b>0.05</b>	<b>975</b>	<b>144</b>
<b>Total Gold Grade only</b>	<b>Proven</b>		57,241	0.41	0.08	513	144
Little Eva	Probable	8.95	43,805	0.36	0.06	348	91
Lady Clayre	Probable	10.32	831	0.45	0.21	8	6
Ivy Ann	Probable	11.44	1,640	0.42	0.09	15	5
Bedford	Probable	9.35	2,863	0.56	0.15	35	14
Blackard	Probable	9.35	19,756	0.52		228	-
Scanlan	Probable	10.32	4,987	0.58		64	-
Turkey Creek	Probable	8.95	4,544	0.45		45	-
<b>Total</b>	<b>Probable</b>	<b>Varies</b>	<b>78,425</b>	<b>0.43</b>	<b>0.05</b>	<b>743</b>	<b>115</b>

Deposit	Mineral Reserve Classification	Cut-off Value (US\$/t)	Ore Tonnes (kt)	Cu Grade (% Cu)	Au Grade (g/t)	Total Cu Pounds (Mlb)	Total Au Ounces (koz)
<b>Total Gold Grade only</b>	<b>Probable</b>		49,139	0.37	0.07	406	115
Little Eva	Proven + Probable	8.95	97,712	0.38	0.07	828	217
Lady Clayre	Proven + Probable	10.32	3,479	0.45	0.20	35	22
Ivy Ann	Proven + Probable	11.44	2,325	0.43	0.09	22	7
Bedford	Proven + Probable	9.35	2,863	0.56	0.15	35	14
Blackard	Proven + Probable	9.35	42,707	0.56	0.00	523	-
Scanlan	Proven + Probable	10.32	11,266	0.66	0.00	164	-
Turkey Creek	Proven + Probable	8.95	10,695	0.47	0.00	112	-
<b>Total</b>	<b>Proven + Probable</b>	<b>Varies</b>	<b>171,047</b>	<b>0.46</b>	<b>0.05</b>	<b>1,718</b>	<b>260</b>
<b>Total Gold Grade Only</b>	<b>Proven + Probable</b>		106,380	0.39	0.08	919	260

**Notes:** 1. CIM Definition Standards were followed for Mineral Reserves. 2. Mineral Reserves were generated using the January 31, 2019 mining surface. 3. Mineral Reserves are reported at an NSR cut-off value of \$8.95/t for Little Eva and Turkey Creek, \$9.35/t for Bedford and Blackard, \$10.32/t for Lady Clayre and Scanlan, and \$11.44/t for Ivy Ann. 4. Mineral Reserves are reported using long-term copper and gold prices of \$2.75/lb and \$1,250/oz, respectively. 5. Average process recoveries used in pit optimization ranged from 90% to 93% for copper sulphide, 63% for native copper, and 78% for gold were used for all deposit areas. 6. Little Eva, Turkey Creek, Bedford, and Lady Clayre have an equivalent 5.3% NSR royalty; Ivy Ann has an equivalent 5.8% royalty. 7. Blackard, Scanlan, and Turkey Creek do not contain gold. 8. Totals may show apparent differences due to rounding.

*The above proven and probable ore reserve estimates were disclosed in Copper Mountain's News Release dated May 7, 2020 and filed on the ASX on that same date in accordance with ASX Listing Rules. In accordance with ASX Listing Rule 5.21.4, there has been no material changes to these Mineral Reserves. All material assumptions and technical parameters previously disclosed continue to be applicable. Please refer to the October 4, 2018 News Release for further information including required additional disclosures under the 2012 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves.*

## Eva Copper Mineral Resource Summary

	Tonnes (kt)	Cu Grade (% Cu)	Au Grade (g/t)	Cu Pounds (Mlb)	Au Ounces (koz)
<b>Measured</b>					
Little Eva	56,671	0.39	0.07	492	129
Turkey Creek	6,938	0.47	-	72	-
Blackard*	30,595	0.51	-	343	-
Scanlan*	11,397	0.59	-	147	-
Bedford	-	-	-	-	-
Lady Clayre	5,113	0.42	0.17	47	28
Ivy Ann	1,107	0.38	0.07	9	3
<b>Total Measured</b>	<b>111,821</b>	<b>0.45</b>	<b>0.05</b>	<b>1,110</b>	<b>160</b>
<b>Indicated</b>					
Little Eva	65,154	0.34	0.07	486	135
Turkey Creek	6,871	0.44	-	67	-
Blackard*	53,073	0.45	-	521	-



	Tonnes (kt)	Cu Grade (% Cu)	Au Grade (g/t)	Cu Pounds (Mlb)	Au Ounces (koz)
Scanlan*	14,453	0.46	-	146	-
Bedford	3,002	0.54	0.14	36	14
Lady Clayre	2,228	0.40	0.18	20	13
Ivy Ann	4,037	0.35	0.08	31	10
<b>Total Indicated</b>	<b>148,818</b>	<b>0.40</b>	<b>0.04</b>	<b>1,307</b>	<b>172</b>
<b><i>Measured + Indicated</i></b>					
Little Eva	121,826	0.36	0.07	978	264
Turkey Creek	13,808	0.46	-	140	-
Blackard*	83,688	0.47	-	864	
Scanlan*	25,850	0.52	-	294	-
Bedford	3,002	0.54	0.14	36	14
Lady Clayre	7,341	0.41	0.17	66	40
Ivy Ann	5,144	0.36	0.08	41	13
<b>Total Measured + Indicated</b>	<b>260,659</b>	<b>0.42</b>	<b>0.04</b>	<b>2,419</b>	<b>330</b>
<b><i>Inferred</i></b>					
Little Eva	3,764	0.31	0.07	26	23
Turkey Creek	12,897	0.40	-	113	-
Blackard*	19,457	0.48	-	207	-
Scanlan*	3,432	0.44	-	33	-
Bedford	792	0.42	0.14	7	3
Lady Clayre	4,964	0.36	0.15	40	23
Ivy Ann	961	0.32	0.07	7	2
<b>Total Inferred</b>	<b>46,267</b>	<b>0.42</b>	<b>0.04</b>	<b>431</b>	<b>51</b>

**Notes:** \*Blackard and Scanlan deposit cut-off grades are based on NSR values which vary by mineralogical zone to reflect estimated recoveries and distance from the processing plant. Copper cut-off grades for the low-, mid-, and high-grade cut-offs are provided in Table 14-32.

Mineral Resources:

1. Joint Ore Reserves Code (JORC) and CIM definitions were followed for Mineral Resources.
2. Mineral Resources are inclusive of Mineral Reserves.
3. Mineral Resources are constrained within a Whittle pit shell generated with a copper price of \$3.50/lb, a gold price of \$1,250/oz and an exchange rate of AU\$1.35 = US\$1.00.
4. Density measurements were applied (ranges from 2.4 t/m<sup>3</sup> to 3.0 t/m<sup>3</sup>).
5. Significant figures have been reduced to reflect uncertainty of estimations and therefore numbers may not add due to rounding.

The above measured and indicated resource and inferred resource estimates were disclosed in Copper Mountain's News Release dated May 7, 2020 and filed on the ASX on that same date in accordance with ASX Listing Rules. In accordance with ASX Listing Rule 5.21.4, there has been no material changes to these Mineral Reserve. All material assumptions and technical parameters previously disclosed continue to be applicable. Please refer to the October 4, 2018 News Release for further information including required additional disclosures under the 2012 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves.

## Competent Persons Statement

The information in this report that relates to the Eva Project Exploration Targets, Exploration Results, Mineral Resources or Mineral Reserves is based on information compiled by Peter Holbek, B.SC (Hons), M.Sc. P.Geo. Mr. Holbek is now retired and prior to that was a full time employee of the Company and has sufficient experience which is relevant to the style of mineralization and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Mineral Reserves'. Mr. Holbek does consent to the inclusion in this report of the matters based on their information in the form and context in which it appears.

## Qualified Persons

The Mineral Resource estimate for the Eva Copper Project was prepared by Copper Mountain Mining Corporation in accordance with standards as defined by the Canadian Institute of Mining, Metallurgy and Petroleum (CIM) CIM Definition Standards-For Mineral Resources and Mineral Reserves, adopted by CIM Council on May 10, 2014.

Messrs. Paul Staples, Alistair Kent, David Johns, Peter Holbek, Stuart Collins, Mike Westendorf, Roland Bartsch and Richard Klue serve as Qualified Persons as defined by National Instrument 43-101 for the Technical Report related to the Eva Copper Project. Mr. Stuart Collins, who was independent of the Company at the time of preparation of the Technical Report for the Eva Copper Project, is the Qualified Person for Mining and the Mineral Reserve. Mr. Peter Holbek, former Chief Geoscientist at Copper Mountain Mining Corporation, is the Qualified Person for the related Mineral Resource. Mr. Alistair Kent, Senior Project Manager for Merit Consultants International, who is independent of the Company, is the Qualified Person for the Development Capital Estimate. Mr. Paul Staples, Vice President and Global Practice Lead for Ausenco Limited, who is independent of the Company, is the Qualified Person for Ore Processing. Mr. Richard Klue, Mr. Alistair Kent, Mr. Paul Staples, Mr. Johns, Mr. Peter Holbek, Mr. Mike Westendorf, Mr. Roland Bartsch and Mr. Stuart Collins have reviewed and verified the technical information related to the Eva Copper Project in this report is accurate.

## Copper Mountain Mine Mineral Reserve Summary (as at December 31, 2021)

The Copper Mountain Mineral Reserve is included in the Copper Mountain Mineral Resource and the effective date of the Mineral Reserve and Mineral Resource is December 31, 2021. A summary of the Mineral Reserve and Mineral Resource is provided below.

### Copper Mountain Operation Mineral Reserves

Category	Tonnes ('000s)	Cu Grade (% Cu)	Au Grade (g/t)	Ag Grade (g/t)	Cu Pounds (Mlb)	Au Ounces ('000s)	Ag Ounces ('000s)
<b>Proven</b>							
CMM Main Pit	54,921	0.36	0.09	1.56	430	166	2,751
CMM North Pit	67,140	0.19	0.08	0.55	287	182	1,193
New Ingerbelle Pit	58,040	0.25	0.16	0.51	324	296	952
Subtotal Pit Only	180,101	0.26	0.11	0.85	1,041	644	4,896
Stockpile	44,094	0.15	0.04	0.45	150	57	638
<b>Total Proven</b>	<b>224,196</b>	<b>0.24</b>	<b>0.10</b>	<b>0.77</b>	<b>1,191</b>	<b>700</b>	<b>5,534</b>
<b>Probable</b>							

Category	Tonnes ('000s)	Cu Grade (% Cu)	Au Grade (g/t)	Ag Grade (g/t)	Cu Pounds (Mlb)	Au Ounces ('000s)	Ag Ounces ('000s)
CMM Main Pit	98,909	0.26	0.07	1.02	560	230	3,234
CMM North Pit	43,647	0.19	0.08	0.58	183	119	810
New Ingerbelle Pit	134,757	0.23	0.14	0.46	683	625	1,999
Stockpile	-	-	-	-	-	-	-
<b>Total Probable</b>	<b>277,313</b>	<b>0.23</b>	<b>0.11</b>	<b>0.68</b>	<b>1,426</b>	<b>974</b>	<b>6,043</b>
<b>Proven + Probable</b>							
CMM Main Pit	153,830	0.29	0.08	1.21	990	396	5,985
CMM North Pit	110,787	0.19	0.08	0.56	470	301	2,003
New Ingerbelle Pit	192,797	0.24	0.15	0.48	1,006	920	2,951
Subtotal Pit Only	457,415	0.25	0.11	0.75	2,466	1,617	10,939
Stockpile	44,094	0.15	0.04	0.45	150	57	638
<b>Total</b>	<b>501,509</b>	<b>0.24</b>	<b>0.10</b>	<b>0.72</b>	<b>2,615</b>	<b>1,674</b>	<b>11,576</b>

**Notes: Mineral Reserves:**

1. Joint Mineral Reserves Committee (JORC) and the CIM Standards were followed for Mineral Reserves. 2. Mineral Reserves were generated using the December 31, 2021 mining surface. 3. Mineral Reserves are reported at a 0.10% Cu cut-off grade. 4. Mineral Reserves are reported using long-term copper, gold, and silver prices of \$2.75/lb, \$1,500/oz, and \$18.50/oz, respectively. 5. An average Copper Mountain Mine copper process recovery of 80%, gold process recovery of 65%, and silver process recovery of 70% is based on geometallurgical domains and actual plant values. 6. An average New Ingerbelle copper process recovery of 88.5%, gold process recovery of 71%, and silver process recovery of 65% is based on geo-metallurgical domains, historical recoveries, and recent test work. 7. Average bulk density is 2.78 tonnes per cubic metre (t/m<sup>3</sup>). 8. Stockpile grades are approximations based on grade control results. 9. Stockpile tonnes and grade based on production grade control process. 10. Totals may not add due to rounding.

The above Proven and Probable Mineral Reserve estimates were disclosed in Copper Mountain's AIF filing News Release dated March 29, 2022 and filed on the ASX on that same date in accordance with ASX Listing Rules. In accordance with ASX Listing Rule 5.21.4, there has been no material changes to these Mineral Reserve. All material assumptions and technical parameters previously disclosed continue to be applicable. Please refer to the November 30, 2020 News Release for further information including required additional disclosures under the 2012 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves.

## Copper Mountain Mine Resource Summary (as at December 31, 2021)

### Copper Mountain Operation Mineral Resources (based on a 0.10% Cu cut-off grade)

	Tonnes ('000s)	Cu%	Au g/t	Ag g/t	Copper (Mlb)	Gold (Moz)	Silver (Moz)
Measured	258,855	0.24	0.10	0.76	1,360	0.80	6.33
Indicated	438,834	0.23	0.11	0.64	2,182	1.48	8.98
<b>Measured and Indicated</b>	<b>697,689</b>	<b>0.23</b>	<b>0.10</b>	<b>0.68</b>	<b>3,542</b>	<b>2.28</b>	<b>15.31</b>
Inferred	334,547	0.21	0.10	0.50	1,512	1.03	5.36

**Notes:** 1. Mineral Resources were estimated using the December 31, 2021 mining surface for Copper Mountain Mine. 2. Mineral Resources are constrained by a \$3.50/lb Cu pit shell. 3. Cut-off grade is based on copper grade only. 4. Mineral Resources are inclusive of Mineral Reserves and include stockpiled material. 5. Cut-off grades applied at 0.10% Cu. 6. Totals may not add due to rounding.

The above measured and indicated resource and inferred resource estimates were disclosed in Copper Mountain's AIF filing News Release dated March 29, 2022 and filed on the ASX on that same date in accordance with ASX Listing Rules. In accordance with ASX Listing Rule 5.21.4, there has been no material changes to these mineral resources. All material assumptions and technical parameters previously disclosed continue to be applicable. Please refer to the February 25, 2019 News Release for further information including required additional disclosures under the 2012 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves.

### ***Competent Persons Statement***

The information in this report that relates to Copper Mountain Mine Exploration Targets, Exploration Results, Mineral Resources or Mineral Reserves is based on information compiled by Mr. Holbek, B.SC (Hons), M.Sc. P. Geo. Mr. Holbek is now retired and was a former full time employee of the Company and has sufficient experience which is relevant to the style of mineralization and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Mineral Reserves'. Mr. Holbek does consent to the inclusion in this report of the matters based on their information in the form and context in which it appears.

### ***Qualified Persons***

The Mineral Resource estimate for the Copper Mountain Mine was prepared by Mr. Peter Holbek, B.SC (Hons), M.Sc. P. Geo., who is now retired and was the former Chief Geoscientist of Copper Mountain Mining Corporation. Mr. Holbek serves as the Qualified Person as defined by National Instrument 43-101. Mr. Holbek has reviewed and verified the technical information related to the Copper Mountain Mine in this report is accurate.

Mr. Stuart Collins, P.E., serves as the Qualified Person as defined by National Instrument 43-101 and is the Qualified Person for information regarding the Copper Mountain Mine's Mineral Reserve. Mr. Collins was independent of the Company and has reviewed and approved the contents of this report that relates to the Mineral Reserve estimate for the Copper Mountain Mine.