

MANAGEMENT'S DISCUSSION & ANALYSIS (Expressed in United States Dollars)

For the three and nine months ended September 30, 2024 and 2023

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### **GENERAL**

This management's discussion and analysis ("MD&A") for Atico Mining Corporation (the "Company" or "Atico") is intended to help the reader understand the significant factors that have affected Atico and its subsidiaries performance and such factors that may affect its future performance. This MD&A, which has been prepared as of November 19, 2024, should be read in conjunction with the Company's condensed interim consolidated financial statements for the three and nine months ended September 30, 2024 and the related notes contained therewith. The Company reports its financial position, financial performance and cash flows in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board ("IASB"). All dollar amounts included in the following MD&A are in the United States ("US") dollars except where noted. These documents and other information relevant to the Company's activities are available for viewing on SEDAR+ at www.sedarplus.ca.

This MD&A refers to certain non-GAAP financial measures such as cash cost per tonne of processed ore and cash cost per pound of payable copper produced, used by the Company to manage and evaluate operating performance. These measures are widely reported in the mining industry but do not have a standardized meaning and may differ from methods used by other companies with similar descriptions. The Company believes that certain investors use these non-GAAP financial measures to evaluate the Company's performance. Accordingly, non-GAAP financial measures should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS. To facilitate a better understanding of these measures as calculated by the Company, we have provided detailed descriptions and reconciliations as required.

## **INDEX**

Company Overview	
Third quarter 2024 Financial and Operating Highlights	3
Results of Operations	4
Outlook	
Summary of Quarterly Results	
Third quarter Financial Results	
Nine months Financial Results	g
Liquidity and Capital Resources	10
Financial Instruments	
Contingency and Commitment	13
Critical Accounting Estimates and Judgments	13
Off-Balance Sheet Arrangements	
Proposed Transactions	14
Share Position and Outstanding Warrants and Options	14
Non-GAAP Financial Measures	
Qualified Persons	16
Risk Factors	
Cautionary Statement on Forward-Looking Statements	17

MANAGEMENT'S DISCUSSION AND ANALYSIS (Expressed in US dollars, unless otherwise indicated)
For the three and nine months ended September 30, 2024 and 2023

### **COMPANY OVERVIEW**

The Company was incorporated under the laws of the Yukon Territory on April 15, 2010, continued pursuant to the laws of British Columbia effective October 17, 2011, and its fiscal year end is December 31. The Company is headquartered at Suite 501 - 543 Granville Street, Vancouver, British Columbia, Canada and has regional offices in Colombia, Peru, and Ecuador.

The Company is engaged in copper-gold mining and related activities including exploration, development, extraction, and processing in Colombia and the acquisition, exploration and development of copper and gold projects in Latin America. The Company completed its initial public offering ("IPO") in March 2012. In conjunction with the IPO, Atico began trading on the TSX Venture Exchange ("TSX-V") under the symbol "ATY".

On November 22, 2013, the Company completed the exercise of its mineral property purchase option, acquiring 90% of the shares of Minera El Roble S.A. ("MINER"), the owner of the El Roble mineral property and took control of the producing El Roble mine and 6,355 hectares of surrounding claims. MINER's principal asset is the operating El Roble underground copper-gold-silver mine and processing plant, located in Choco, Colombia. With a historic nominal capacity of 400 tonnes per day, the mine had processed over twenty-three years, 1.5 million tonnes of ore at an average head grade of 2.6% copper and an estimated gold grade of 2.5 grams per tonne ("g/t"). Since obtaining control of the mine on November 22, 2013, the Company has upgraded the operation from the historic nominal capacity of 400 tonnes per day to the current nominal capacity of 1,000 tonnes per day.

On September 11, 2019, the Company completed the acquisition of Toachi Mining Inc. ("Toachi") in a share exchange pursuant to a plan of arrangement. Toachi owned 60% of Compania Minera La Plata S.A. ("CMLP") and had an option agreement to earn up to a 75% ownership in CMLP which owns the two concessions comprising the La Plata project in Ecuador, a gold-rich volcanogenic massive sulphide ("VMS") deposit that was the subject of small-scale mining from 1975-1981 by Outokumpu Finland. The La Plata project covers a total area of 2,235 hectares along its 9-kilometer length, which contains known mineralization in two VMS lenses and nine priority exploration targets.

On August 20, 2021, the Company acquired the remaining 40% of the issued and outstanding shares of CMLP. The acquisition was completed pursuant to a share purchase agreement and as a result of the acquisition, CMLP is now a wholly-owned subsidiary of the Company.

In December 2021, the Company entered into an agreement with the mining authority (the "National Mining Agency") in Colombia related to an ongoing royalty dispute. While the Company maintains it has complied with the royalty payments due and called for under the mining contract for the El Roble mining property, this agreement allows for the Company to be recognized as being formally in good standing with the National Mining Agency, enabling the Company to apply for a new mining contract on the property. The mining contract and related title expired on January 23, 2022, where the Company has been allowed to continue operating while the process for the contract and title renewal continues. The Company and the National Mining Agency agreed to settle the royalty dispute via binding arbitration at the Center for Arbitration and Conciliation of the Bogota Chamber of Commerce for the purposes of seeking an expedited resolution to the ongoing claim. In addition, the Company entered into a five-year payment plan (the "Payment Plan"), amended in June 2022, payable in biannual instalments for a total amount of COP\$101,217,832,270 (approximately \$24.3 million) plus interest at a 6% annual rate. To the extent that a final ruling is made in favor of the Company, the Payment Plan will cease, and any amounts already paid are to be reimbursed to the Company or offset against future royalty obligations.

While to date the National Mining Agency has allowed continued operation of El Roble, in the event that title renewal is not extended, operations of El Roble would cease, and related assets would be impaired. This material uncertainty may cast significant doubt on the Company's ability to continue as a going concern.

## THIRD QUARTER 2024 FINANCIAL AND OPERATING HIGHLIGHTS

- Sales for the quarter increased 61% to \$24.6 million when compared with \$15.3 million in Q3-2023. Copper ("Cu") and gold ("Au") accounted for 78% and 22% of the 11,936 (Q3-2023 8,325) dry metric tonnes ("DMT") sold during Q3-2024.
- The average realized price per metal was \$4.30 (Q3-2023 \$3.87) per pound of copper and \$2,574 (Q3-2023 \$1,936) per ounce of gold.
- Income from operations was \$4.2 million (Q3-2023 \$0.5 million) while cash flows from operations, before changes in working capital, was \$8.1 million (Q3-2023 \$2.7 million). Cash used for capital expenditures amounted to \$2.1 million (Q3-2023 \$2.4 million).
- Net income for the quarter amounted to \$1.2 million, compared to \$1.1 million net loss for the comparative quarter.
- Ending working capital was \$6.9 million (December 31, 2023 \$2.1 million deficit). The Company had \$14.1 million (December 31, 2023 \$6.0 million) in long-term loans payable.

MANAGEMENT'S DISCUSSION AND ANALYSIS

(Expressed in US dollars, unless otherwise indicated)

For the three and nine months ended September 30, 2024 and 2023

- Cash costs were \$145.34 per tonne of processed ore and \$2.44 per pound of payable copper produced, which was an increase of 10% and 24% over Q3-2023, respectively (refer to non-GAAP Financial Measures). The increase in cash costs per tonne of processed ore compared to the prior period is primarily due to higher expenses related to tailings' handling and disposal, and due to higher infill drilling, stope preparation and backfilling activities at the mine during Q3-2024. The increase in cash costs per pound of payable copper produced is due to lower copper output due to lower grade and lower gold (byproduct) credits due to lower gold grade.
- Cash margin was \$1.86 (Q3-2023 \$1.90) per pound of payable copper produced, which was a decrease of 2% over Q3-2023 (refer to non-GAAP Financial Measures) due to the higher cash cost per pound (above), partially offset by an increase in realized copper and gold price.
- All-in sustaining cash cost per payable pound of copper produced was \$3.60 (Q3-2023 \$2.64) (refer to non-GAAP Financial Measures), which is primarily due to the increase in cash cost per pound (above) and higher commercial and government royalties from increased concentrate sales, as well as a decrease in total payable copper produced.
- The Company produced 7,248 (Q3-2023 9,340) DMT of concentrate with a metal content of 2.9 million (Q3-2023 3.8 million) pounds ("lbs") of copper and 2,072 (Q3-2023 2,724) ounces ("oz") of gold.
- Processed tonnes decreased 10% to 67,354 compared to 74,580 in Q3-2023.
- In July 2024, the Company reported results of the La Plata Feasibility Study prepared in accordance with National Instrument 43-101 Standards and filed on SEDAR+ on August 14, 2024. Highlights can be found in La Plata overview of this MD&A.
- In August 2024, the Company entered into an amendment and restatement agreement with Trafigura PTE. LTD. (the
  "Lender") to amend the US\$ 10 million credit agreement entered into with the Lender on February 2022, by extending the
  maturity date of the credit facility from August 8, 2024, to July 31, 2026.

### **RESULTS OF OPERATIONS**

### El Roble mine review

The El Roble mine is an underground copper, gold and silver mine and processing plant located in the Department of Choco in Colombia. Its commercial product is a copper concentrate with gold and silver by-product credits.

For over twenty-three years, the mine had processed, with an historic nominal capacity of 400 tonnes per day, a total of over 1.5 million tonnes of ore at an average head grade of 2.6% copper and an estimated gold grade of 2.5 g/t. In 2018, the operation completed an expansion to a nominal capacity of 1,000 tonnes per day. Copper and gold mineralization at the El Roble property occurs in volcanogenic massive sulfide lenses.

The Company continues to work towards obtaining a new contract to renew title on its claims hosting the El Roble property, as its 30-year contract expired on January 23, 2022. The Company has been allowed to continue operating the El Roble mine while the process for the contract and title renewal continues. The Company is working diligently with the National Mining Agency for the issuance of the new title, and while the Company believes the process is progressing favourably, no assurance can be made that the renewal will be obtained.

The table below shows the main variables used by management to measure operating performance of the mine: throughput, grade, recovery, metal production and cost.

MANAGEMENT'S DISCUSSION AND ANALYSIS

(Expressed in US dollars, unless otherwise indicated)

For the three and nine months ended September 30, 2024 and 2023

## El Roble operating performance

	YTD	Q3	Q2	Q1	YTD	Q3	Q2	Q1
	2024	2024	2024	2024	2023	2023	2023	2023
Production (contained metals) <sup>(1)</sup>								
Copper (000 lbs)	9,971	2,912	3,710	3,349	8,875	3,762	2,803	2,310
Gold (oz)	7,107	2,072	2,850	2,185	7,571	2,705	2,313	2,553
Silver (oz)	26,385	8,239	9,972	8,174	26,140	9,979	7,826	8,335
Mining								
Material (tonnes)	203,568	67,869	70,826	64,873	210,855	77,947	72,340	60,568
Milling								
Milled (tonnes)	204,220	67,354	71,079	65,787	205,844	74,580	68,471	62,793
Tonnes per day	840	856	852	811	815	888	799	747
Copper grade (%)	2.41	2.13	2.57	2.52	2.14	2.46	2.04	1.87
Gold grade (g/t)	1.72	1.52	1.95	1.67	1.93	1.83	1.80	2.23
Silver grade (g/t)	8.84	8.70	9.30	8.49	10.41	10.13	9.98	11.20
Recoveries								
Copper (%)	92.0	92.2	92.0	91.8	91.2	93.0	90.6	89.2
Gold (%)	63.0	62.9	64.2	61.7	59.3	61.9	58.4	57.0
Silver (%)	46.0	44.4	47.3	46.3	38.5	41.0	36.6	37.5
Concentrate								
Cu concentrate produced (DMT)	24,719	7,248	9,197	8,274	21,940	9,336	6,789	5,815
Copper (%)	18.3	18.2	18.3	18.4	18.4	18.3	18.7	18.0
Gold (g/t)	8.9	8.9	9.6	8.2	10.7	9.0	10.5	13.7
Silver (g/t)	33.2	35.4	33.7	30.7	36.8	33.2	34.9	44.8
Payable copper produced (000 lbs)	9,372	2,737	3,487	3,148	8,344	3,536	2,639	2,169
Cash cost per pound of payable copper produced (2)	2.13	2.44	1.48	2.57	2.11	1.97	2.22	2.20

<sup>&</sup>lt;sup>(1)</sup> May be subject to adjustments due to final settlement and final assays

In Q3-2024, the Company produced 2.9 million lbs of copper, 2,072 oz of gold, and 8,239 oz of silver.

During the quarter, the mill operated for 79 days, a decrease of 6% compared to 84 days in Q3-2023. Average copper and gold head-grades decreased by 14% and 18%, respectively relative to the same period in 2023.

Recoveries were 92.2% (Q3-2023 - 93.0%) for copper and 62.9% (Q3-2023 - 61.9%) for gold.

Cash costs were \$145.34 per tonne of processed ore and \$2.44 per pound of payable copper produced, which was an increase of 10% and 24% over Q3-2023, respectively (refer to non-GAAP Financial Measures). The increase in cash costs per tonne of processed ore compared to the prior period is primarily due to higher expenses related to tailings' handling and disposal, and due to higher infill drilling, stope preparation and backfilling activities at the mine during Q3-2024. The increase in cash costs per pound of payable copper produced is due to lower copper output due to lower grade and lower gold (by-product) credits due to lower gold grade.

For Q3-2024, the all-in sustaining cash cost, net of by-product credits was \$3.60 (Q3-2023 - \$2.64) per pound of payable copper produced (refer to non-GAAP Financial Measures), representing a 36% increase over Q3-2023. This increase is primarily due to higher commercial and government royalties from increased Cu concentrate sales, as well as a decrease in total payable copper produced.

Cash used for capital expenditure activities at El Roble mine during Q3-2024 were \$1.2 million (Q3-2023 - \$0.8 million), primarily due to mine (underground) exploration and development.

The drift-and-fill mining method continues in Zeus with ore being sourced throughout the period from primary and secondary stopes from fifteen sublevels from the 1,687 to the 1,862 level.

<sup>(2)</sup> Net of by-product credits (refer to non-GAAP Financial Measures)

MANAGEMENT'S DISCUSSION AND ANALYSIS

(Expressed in US dollars, unless otherwise indicated)

For the three and nine months ended September 30, 2024 and 2023

## **Concentrate Inventory**

	Q3	Q3	YTD	YTD
Amounts in dry metric tonnes	2024	2023	2024	2023
Opening inventory	10,627	6,854	8,227	7,326
Production	7,248	9,340	24,719	21,940
Sales	(11,936)	(8,325)	(26,922)	(21,396)
Adjustments	(116)	70	(201)	69
Closing inventory	5,823	7,939	5,823	7,939

As at September 30, 2024, all of the dry metric tonnes of metals concentrate in inventories were pledged security in connection to the agreement between the Company and the National Mining Agency. The security is released proportionally as payments are made in accordance with the payment schedule and may be substituted at a later date for a different type of security. Production is trucked routinely from the El Roble mine to the port of Buenaventura, where 20,000 WMT of concentrate can be stored at the Company's warehouse. Since the cost of shipping and freight is directly related to the size of the lot to be shipped, the Company plans to sell lots closer to 10,000 WMT.

The Company recognizes revenue from provisional invoicing when the risks and rewards of ownership are transferred to the customer, which under the current off-take agreement is when the Company loads the concentrate onto the performing vessel at the port of Buenaventura, Colombia. As final settlement may occur several months after the provisional invoicing, changes in metal prices during the quotation period may have a material impact on the revenue ultimately recognized.

The number of shipments the Company can export in any given quarter depends on several variables some of which the Company does not control, hence there may be an inherent variability in tonnes shipped and revenue recognized from quarter to quarter. Given the Company's revenue recognition policy and shipment schedule, the concentrate produced in any given quarter may not be immediately reflected in its revenue. The timing difference between concentrate produced and revenue recognized tends to decrease significantly when viewed on a yearly basis.

In Q3-2024, the Company carried forward 10,627 DMT from the previous quarter, produced 7,248 DMT and sold 11,936 DMT of concentrate; the difference (after inventory adjustments) of 5,823 DMT is the concentrate inventory carried over to Q4-2024.

### **Exploration at El Roble**

During Q3-2024, the Company continued its interpretation of the results of the mine-vicinity drill campaign, building on the 3,214 meters (41 holes) of underground drilling completed in Q1-2024. The infill drilling resulted in the interception of high-grade mineralization beyond the previously defined mineralized shell, which remains open at depth and along strike. Work is ongoing to interpret and generate new drilling targets between levels 2000 and 2100.

On April 30, 2024, the Company announced an updated mineral resource and reserve estimate for the EI Roble Mine located in Colombia, prepared under National Instrument 43-101 standards, with an effective date of March 12, 2024. Measured and Indicated Mineral Resources (inclusive of Mineral Reserves) are estimated at 881 thousand tonnes averaging 3.40% Cu, and 2.98 g/t Au. Proven and Probable Mineral Reserves are estimated at 828 thousand tonnes averaging 2.49% Cu, and 2.20 g/t Au. A conversion rate of 88% of Measured and Indicated resources to Proven and Probable reserve categories was applied over the current resource estimate. Life of Mine is extended until the first quarter of 2027. More information can be found on the Company's press release dated April 30, 2024, available on SEDAR+ and on the Company's website.

Regional exploration (target delineation) continued during Q3-2024 with detailed geological mapping, rock outcrop analysis, structural interpretation, and geological interpretation assisted by Artificial Intelligence. No regional exploration drilling was completed during Q3-2024, as efforts focused on generating targets for a future diamond drilling (DDH) program.

## LA PLATA OVERVIEW

The La Plata project is a gold rich volcanogenic massive sulphide deposit that was the subject of small-scale mining from 1975-1981 by Outokumpu Finland. The project benefits from a modern drill and exploration database which was completed by Cambior Inc. from 1996-1999, Cornerstone Capital from 2006-2009 and Toachi from 2016-2019.

Historic resources based on drilling by Cambior and Cornerstone were estimated at 913,977 tonnes grading 8.01 grams gold per tonne, 88.3 grams silver per tonne, 5.01% copper, 6.71% zinc and 0.78% lead per tonne in the inferred category. More recently, Toachi Mining completed a PEA estimating an inferred resource of 1.85 million tonnes grading 4.10 grams gold per tonne, 50.0 grams silver per tonne, 3.30% copper, 4.60% zinc and 0.60% lead per tonne.

The La Plata project consists of two concessions covering a total area of 2,235 hectares along its 9-kilometer length, which contains known mineralization in two VMS lenses and nine priority exploration targets.

MANAGEMENT'S DISCUSSION AND ANALYSIS

(Expressed in US dollars, unless otherwise indicated)

For the three and nine months ended September 30, 2024 and 2023

In May 2022 the Company received the technical approval of its Environmental and Social Impact Assessment ("ESIA") study for the project and the Ministry of Environment, Waters and Ecological Transition (MAATE) initiated the socialization of the ESIA, through an environmental public consultation process, as an important step for the issuance of the environmental license for the La Plata project. However, on July 31, 2023, the Constitutional Court in Ecuador, admitted for processing a claim of the Confederation of Indigenous Nationalities of Ecuador (CONAIE) and other complainants, provisionally suspending Executive Decree No 754 signed on May 31, 2023, that regulates environmental consultations for all public and private industries and sectors in Ecuador – not limited to extractive industries. The La Plata environmental consultation process was, as result put on pause until a ruling was made from the Constitutional Court in Ecuador. On November 17, 2023, the Ecuadorian Constitutional Court ruled the Executive Decree 754 was unconstitutional, but decided to maintain the decree in force until the Ecuadorian National Assembly enacts this procedure into Organic Law. Until the Assembly passes the necessary organic law, the temporary suspension of the Decree was revoked by the Constitutional Court and the Decree remains in effect. This allows many projects across all industries and sectors, including La Plata, to resume their respective consultation process, which MAATE reinitiated for La Plata during Q1-2024.

In January 2024, the Company announced that the Government of Ecuador authorized the extension period for the La Plata mining concession until 2049.

On March 22, 2024, the mayor of the Canton of Sigchos, CONAIE and other complainants (the "Claimants") filed a constitutional protective action against MAATE and other governmental entities, challenging the environmental consultation process that was being conducted by MAATE which is an important step for the issuance of the La Plata environmental license. The protective action was accepted by the Court on March 25, 2024, and the Court proceeding was carried out in the Judicial Unit of the Canton of Sigchos, in the province of Cotopaxi, Ecuador, between May 20, 2024, and July 9, 2024. On August 2, 2024, the Court issued a binding oral ruling, rejecting the Protective Action filed by the Claimants. The Court concluded that the consultation process conducted by MAATE complied with applicable legal requirements, did not constitute rights violations, and removed the cautionary measures previously applied. The court issued the ruling in writing on August 5, 2024. After the Court's ruling, the Claimants advised the Court of their intention to appeal the Court's decision. The appeal will be heard by the Provincial Court of Justice of Cotopaxi in due course. No date for the appeal has been set.

On July 2, 2024, the Company reported results of the Feasibility Study for La Plata prepared in accordance with National Instrument 43-101 Standards and filed on SEDAR+ on August 14, 2024. The Study highlights included:

- Initial Probable Mineral Reserves for the La Plata project 2.51 Mt with an average grade of 1.59% Cu, 2.28 g/t Au, 30.41 g/t Ag, and 2.18% Zn.
- Updated Indicated Resources of 2.345 Mt with an average grade of 2.13% Cu, 2.98 g/t Au, 40 g/t Ag, 3.05% Zn and Inferred Resources of 380 Kt at average grade of 0.96% Cu, 1.75 g/t Au, 38 g/t Ag, 2.29% Zn.
- Average annual production of 9.71 Mlbs Cu, 15,929 oz Au, 226,299 oz Ag, and 13.25 Mlbs Zn in concentrates over 8.1 years Life of Mine ("LOM")
- Initial Capex of US\$91 Million, including a 9.8% contingency
- Average AIC of US\$2.70 per payable lb of Cu equivalent produced over LOM (referred to Non-GAAP Financial Measures)
- After Tax NPV of US\$93M at a 5% discount rate and an IRR of 25.1%
- Underexplored VMS camp, currently identified resources are contained in only 1.6% of total land package

## **Exploration at La Plata**

In Q3-2024, the Company incurred \$0.9 million (Q3-2023 - \$1.6 million) in expenditure at La Plata, primarily on feasibility, engineering and permitting activities. During Q3-2024, exploration activities at La Plata focused on target delineation and reinterpretation of drill data generated during the 2021-2022 campaigns, in preparation for future drilling. No drilling was completed during Q3-2024, and the Company is focused on interpreting historical data to generate new targets for an upcoming drilling program.

## **OUTLOOK**

The Company is basing its 2024 guidance on the plan for the year ended December 31, 2024, and Q3-2024 financial and production results. Please refer to Cautionary Note on Forward Looking Statements at the end of this document. The Company set the following objectives for 2024:

- Process between 270,000 and 290,000 tonnes.
- Maintain recovery above 91% for copper and 61% for gold.
- Maintain an average copper head grade between 2.3% and 2.6%.
- Maintain an average gold head grade between 1.9 g/t and 2.1 g/t.
- Maintain production between 32,000 and 33,000 dry tonnes of concentrate.
- Maintain production between 6,200 and 6,900 tonnes of copper.
- Maintain production between 10.200 and 11.400 ounces of gold.
- Increase the mill mechanical availability to 95% and reach 330 days worked.
- Complete the La Plata Feasibility Study (completed) and receive the environmental licence
- Continue improving the safety and environmental standards.

MANAGEMENT'S DISCUSSION AND ANALYSIS

(Expressed in US dollars, unless otherwise indicated)

For the three and nine months ended September 30, 2024 and 2023

## **SUMMARY OF QUARTERLY RESULTS**

The following table provides selected financial information for the eight quarters up to September 30, 2024, and should be read in conjunction with the Company's consolidated financial statements for the years ended December 31, 2023, and 2022.

	22.222	00.0004	04.0004	04.0000
	Q3-2024	Q2-2024	Q1-2024	Q4-2023
Revenue	\$ 24,599,601	\$ 10,860,467	\$ 17,818,115	\$ 17,252,368
Income (loss) from operations	4,194,608	891,086	1,292,845	(4,850,756)
Net (loss) income for the period <sup>(1)</sup>	1,104,177	(506,770)	(433,643)	(3,956,133)
(Loss) earnings per share - basic and diluted	\$ 0.01	\$ (0.00)	\$ (0.00)	\$ (0.03)
Weighted average shares outstanding - basic and diluted	121,286,185	121,286,185	121,286,185	121,286,185
	Q3-2023	Q2-2023	Q1-2023	Q4-2022
Revenue	\$ 15,279,950	\$ 12,228,088	\$ 12,783,240	\$ 15,935,314
Income (loss) from operations	468,178	(602,944)	573,062	(545,198)
Net (loss) income for the period <sup>(1)</sup>	(1,073,650)	(60,936)	(576,008)	(4,614,265)
(Loss) earnings per share - basic and diluted	\$ (0.01)	\$ (0.00)	\$ 0.00	\$ (0.04)
Weighted average shares outstanding - basic and diluted	121,286,185	121,286,185	121,286,185	121,286,185

<sup>&</sup>lt;sup>(1)</sup> Income (loss) attributable to equity holders of the Company

In the summary of quarterly results above, there is a variability of the Company's quarterly revenues and incomes from operations due to timing difference between production and shipment schedules (see discussion in "Concentrate inventory"). The \$4.8 million loss from operations in Q4-2023 was due to a one-time \$5.7 million impairment of mineral properties in Colombia.

### THIRD QUARTER FINANCIAL RESULTS

The third quarter net income was \$1,156,185 compared to \$1,063,401 net loss in Q3-2023, and basic and diluted income (loss) per share was \$0.01 and \$(0.01), respectively. Income from mining operations was \$5,764,448 (Q3-2023 - \$2,054,475), and the Company had income from operations of \$4,194,608 (Q3-2023 - \$468,178).

Sales for Q3-2024 were \$24,599,601 (Q3-2023 - \$15,279,950) from the shipping and invoicing of 11,936 (Q3-2023 - 8,325) DMT of concentrate including final weight adjustments and provisional pricing adjustments on prior shipments. Prior to the anticipated shipment date for Q2-2024, the Port of Loading experienced weather conditions which delayed the loading onto the Vessel, whereby approximately 3,602 dry metric tonnes of concentrate from the Q2-2024 shipment was recognized as sold in Q3-2024. The Company's metal concentrates are provisionally priced at the time of sale based on the prevailing commodity market prices. Final prices are set in a period subsequent to the date of sale based on specified quotational period after delivery. Under the current sales agreement in place from 2023, final pricing for metals concentrates occurs one or four months after the month of sales.

	September 30,	September 30,
Three months ended	2024	2023
Sales and realized prices		
Concentrate sold	\$ 24,493,624	\$ 15,119,638
Provisional pricing adjustments <sup>(1)</sup>	105,977	160,312
Sales per financial statements	\$ 24,599,601	\$ 15,279,950
Copper		
Provisional sales (000's lbs)	4,695.9	3,397.1
Realized price (\$/lb)	4.30	3.87
Net realized price (\$/lb) <sup>(2)</sup>	4.03	3.64
Gold		
Provisional sales (oz)	3,426.6	2,756.8
Realized price (\$/oz)	2,574.18	1,935.56
Net realized price (\$/oz) <sup>(2)</sup>	1,594.82	1,115.34
Silver		
Provisional sales (oz)	13,794.7	9,849.4
Realized price (\$/oz)	32.82	23.65
Net realized price (\$/oz) <sup>(2)</sup>	6.31	4.31

<sup>(1)</sup> Include adjustments for mark-to-market price, forward sale arrangements, final weight and metal grade assays at port of destination

<sup>(2)</sup> Adjusted price net of payable metals deductions, treatment and refining charges, and/or transportation charges

MANAGEMENT'S DISCUSSION AND ANALYSIS

(Expressed in US dollars, unless otherwise indicated)

For the three and nine months ended September 30, 2024 and 2023

Cost of sales for Q3-2024 was \$18,835,153 (Q3-2023 - \$13,225,475). The increase in mining and processing costs during Q3-2024 was primarily due to the increase in volume of concentrate sold and an increase in cost of concentrate produced due to lower copper head grade in ore and higher input costs of production due to inflation.

General and administrative ("G&A") expenses for Q3-2024 were comparable to Q3-2023 consisting of the following components:

Three months ended					Three months ended							
September 30, 2024					Se	epter	nber 30, 20	23				
	O	perations	ons Corporate		Total	Operations		С	orporate		Total	
Amortization	\$	43,330	\$	7,279	\$	50,609	\$	50,021	\$	5,334	\$	55,355
General and administrative		70,367		163,147		233,514		531,818		132,218		664,036
Professional fees		339,417		147,888		487,305		39,950		50,683		90,633
Salaries and benefits		367,655		331,912		699,567		328,624		324,153		652,777
Transfer agent and filing fees		-		11,281		11,281		-		13,453		13,453
	\$	820,769	\$	661,507	\$	1,482,276	\$	950,413	\$	525,841	\$	1,476,254

**Other income and expenses:** In Q3-2024, the Company recognized share-based payments expense of \$87,564 (Q3-2023 - \$110,043) for stock options and restricted share units ("RSUs") granted in between April 2021 and April 2023, where each has a vesting term over 36 months.

In Q3-2024, the Company recognized interest and finance costs of \$696,670 (Q3-2023 - \$616,115) related to its loans payable and accretion on decommissioning and restoration provision and lease liabilities, a net realized loss of \$511,809 (Q3-2023 - \$Nil) and a net unrealized fair value gain of \$451,290 (Q3-2023 - 70,443) on settlements of its derivative instruments, and a foreign exchange gain of \$405,196 (Q3-2023 - \$409,914).

In Q3-2024, the Company recognized a current income tax expense of \$360,801 (Q3-2023 - \$1,337,107) and a deferred income tax expense of \$2,325,629 (Q3-2023 - \$58,714).

# NINE MONTHS FINANCIAL RESULTS

For the nine months ended September 30, 2024, net income was \$365,640 compared to \$1,508,031 net loss during the comparative period, and basic and diluted income (loss) per share was \$0.00 and \$(0.01), respectively. Income from mining operations was \$11,118,059 (2023 - \$5,089,504), and the Company had income from operations of \$6,378,539 (2023 - \$438,296).

Sales for the nine months ended September 30, 2024 were \$53,278,183 (2023 - \$40,291,278) from the shipping and invoicing of 26,922 (2023 – 21,396) DMT of concentrate including final weight adjustments and provisional pricing adjustments on prior shipments. The Company's metal concentrates are provisionally priced at the time of sale based on the prevailing commodity market prices. Final prices are set in a period subsequent to the date of sale based on specified quotational period after delivery. Under the current sales agreement in place from 2023, final pricing for metals concentrates occurs one or four months after the month of sales.

	September 30, September 30
Nine months ended	<b>2024</b> 2023
Sales and realized prices	
Concentrate sold	<b>\$ 53,715,301</b> \$ 40,260,215
Provisional pricing adjustments <sup>(1)</sup>	<b>(437,118)</b> 31,063
Sales per financial statements	<b>\$ 53,278,183</b> \$ 40,291,278
Copper	
Provisional sales (000's lbs)	<b>10,678.3</b> 8,703.2
Realized price (\$/lb)	<b>4.19</b> 3.95
Net realized price (\$/lb) <sup>(2)</sup>	<b>3.94</b> 3.72
Gold	
Provisional sales (oz)	<b>8,015.2</b> 6,971.9
Realized price (\$/oz)	<b>2,378.33</b> 1,989.37
Net realized price (\$/oz) <sup>(2)</sup>	<b>1,443.83</b> 1,130.30
Silver	
Provisional sales (oz)	<b>29,267.4</b> 21,679.4
Realized price (\$/oz)	<b>30.08</b> 21.73
Net realized price (\$/oz) <sup>(2)</sup>	<b>4.14</b> 1.44

<sup>(1)</sup> Include adjustments for mark-to-market price, forward sale arrangements, final weight and metal grade assays at port of destination

Cost of sales for the nine months ended September 30, 2024 was \$42,160,124 (2023 - \$35,201,774). The increase in cost of sales over the comparative period was mainly due to the increase in volume of concentrate sold, and higher input costs of production due to inflation, offsetting the decrease in costs due to a higher copper head grade in ore.

<sup>(2)</sup> Adjusted for payable metals deductions, treatment and refining charges, and/or transportation charges

MANAGEMENT'S DISCUSSION AND ANALYSIS

(Expressed in US dollars, unless otherwise indicated)

For the three and nine months ended September 30, 2024 and 2023

**General and administrative** ("G&A") expenses for the nine months ended September 30, 2024 were comparable to Q3-2023 consisting of the following components:

	Nine months ended September 30, 2024				Nine months ended September 30, 2023							
	Operations		Corporate Tota		Total	(	Operations		Corporate		Total	
Amortization	\$	155,857	\$	24,209	\$	180,066	\$	167,070	\$	7,736	\$	174,806
General and administrative		639,929		506,715		1,146,644		1,182,401		584,380		1,766,781
Professional fees		589,723		329,162		918,885		107,493		293,631		401,124
Salaries and benefits		1,122,168		987,015		2,109,183		978,229		1,023,289		2,001,518
Transfer agent and filing fees		-		44,285		44,285		-		51,105		51,105
	\$	2,507,677	\$	1,891,386	\$	4,399,063	\$	2,435,193	\$	1,960,141	\$	4,395,334

**Other income and expenses:** During the nine months ended September 30, 2024, the Company recognized share-based payments of \$340,457 (2023 - \$255,874) for stock options and restricted share units ("RSUs") granted in between April 2021 and April 2023, where each has a vesting term over 36 months.

During the nine months ended September 30, 2024, the Company recognized interest and finance costs of \$2,205,572 (2023 - \$1,891,961) related to its loans payable and accretion expense on decommissioning and restoration provision and lease liabilities, a net realized loss \$1,324,786 (2023 - \$Nil) and a net unrealized fair value gain of \$119,732 (2023 - \$70,443) on settlements of derivative instruments, and a foreign exchange loss of \$113,128 (2023 - \$977,156 gain).

During the nine months ended September 30, 2024, the Company recognized a current income tax expense of \$134,811 (2023 - \$1,749,119) and a deferred income tax expense of \$2,354,334 (2023 - \$647,154 recovery).

### LIQUIDITY AND CAPITAL RESOURCES

The Company's cash as at September 30, 2024 totaled \$5,835,027 (December 31, 2023 - \$8,298,367) and working capital was \$6,899,352 (December 31, 2023 - \$2,055,322). As at September 30, 2024, the Company's long-term debt was \$14,147,527 (December 31, 2023 - \$5,971,064).

Working capital at any specific point in time is subject to many variables, including metals concentrate inventory management, the timing of shipments of metals concentrate, of cash receipts from sales of metals concentrate, and of accounts payable and loans payments.

In February 2022, and as amended in May 2023, the Company entered into a secured definitive credit agreement with Trafigura PTE Ltd. for the principal sum of \$10,000,000 for a 30-month term bearing interest at a rate of SOFR plus 5.26% for the first 24 months and then SOFR plus 7.5% thereafter. The funds were used to, amongst other things, fund work on the Company's La Plata Project in Ecuador and for general working capital purposes. On August 5, 2024, the Company amended and restated the credit facility with Trafigura PTE. LTD by extending the maturity date of the credit facility from August 8, 2024, to July 31, 2026, with the following principal repayment schedule:

- 1. US\$ 650,000 due on January 31, 2025, and April 30, 2025;
- 2. US\$ 700,000 due on July 31, 2025;
- 3. US\$ 950,000 due on Oct 31, 2025, January 31, 2026, and April 30, 2026; and
- 4. US\$ 5,150,000 due on July 31, 2026.

Sufficient cash flows from mining operations to repay the loan with Trafigura PTE Ltd. may not be available, which in that case, the Company would need to raise funds through debt financing, the issuance of hybrid debt-equity securities, or additional equity securities.

In December 2020, the Company entered into an unsecured convertible debenture arrangement with Dundee Corporation ("Dundee") for principal balance of \$6,500,000, which carries an interest rate of 7.0% per annum payable quarterly for five years. The principal balance is convertible into 11,627,907 common shares of the Company at \$0.559 per share. Over the term of the debenture, the Company may, at its option, redeem the debenture, in whole or in part, at par plus accrued and unpaid interest.

Management believes that the Company's current operational requirements and capital projects can be funded from existing cash and cash generated from operations. If future circumstances dictate an increased cash requirement, and management elects not to delay, limit, or eliminate some of the Company's plans, the Company may raise additional funds through debt financing, the issuance of hybrid debt-equity securities, or additional equity securities. To date, the Company has relied on a combination of equity financings and loans for its acquisitions, capital expansions, and operations. Capital markets may not be receptive to offerings of new equity from treasury or debt, whether by way of private placements or public offerings. The Company's growth and success may be dependent on external sources of financing which may not be available on acceptable terms.

MANAGEMENT'S DISCUSSION AND ANALYSIS

(Expressed in US dollars, unless otherwise indicated)

For the three and nine months ended September 30, 2024 and 2023

On September 27, 2024, the Company filed a Short Form Base Shelf Prospectus, with a total offering price, in aggregate, of up to C\$15 million in securities over a 25-month period. The securities may be offered separately or together at prices and on terms to be determined based on market conditions at the time of the sale.

### Third quarter liquidity and capital resources

During Q3-2024, cash increased by \$779,312. The increase was due to net cash of \$8,915,077 provided by operating activities, partially offset by \$4,449,794 and \$3,712,240 used in financing and investing activities, respectively. Exchange rate changes also had a positive impact on cash of \$26,269.

#### Operating activities

During Q3-2024, net cash provided by operating activities totaled \$8,915,077, which included operating cash inflows before changes in non-cash operating working capital items of \$8,113,422 and cash inflows from changes in non-cash working capital items of \$801,655. Non-cash working capital changes included the effects of an increase in receivables of \$2,417,034, decrease in accounts payable and accrued liabilities of \$786,808, and decreases in inventories of \$2,955,822 and prepaid expenses and deposits of \$1,049,675.

## Investing activities

Cash used in investing activities during Q3-2024 totaled \$3,712,240. The Company paid \$863,919, \$38,039 and \$278,172 towards mine (underground) exploration and development, regional exploration, and plant and equipment additions, respectively at El Roble. Additionally, the Company paid \$887,075 of expenditures on feasibility, engineering and permitting activities at La Plata, \$133,225 on reclamation activities at El Roble and \$511,809 on settlements of derivative instruments and \$1,000,000 towards the final installment of the acquisition of non-controlling interests in La Plata.

### Financing activities

Cash used in financing activities during Q3-2024 totaled \$4,449,794. The Company withdrew \$1,500,000 from its short-term credit facilities in Colombia and repaid \$4,640,000 of principal of these short-term credit facilities. Additionally, the Company paid \$648,728 towards interest on loans, \$212,859 towards payments on leases, as well as \$448,207 towards dividends to a subsidiary's non-controlling interest.

# Nine months liquidity and capital resources

During the nine months ended September 30, 2024, cash decreased by \$2,463,340. The decrease was due to net cash of \$12,007,595 and \$7,020,846 used in investing and financing activities, respectively, partially offset by \$16,597,364 provided by operating activities. Exchange rate changes also had a negative impact on cash of \$32,263.

## Operating activities

During the nine months ended September 30, 2024, net cash provided by operating activities totaled \$16,597,364, which included operating cash inflows before changes in non-cash operating working capital items of \$16,434,078, and cash inflows from changes in non-cash working capital items of \$163,286. Non-cash working capital changes included a decrease in receivables of \$1,862,807, decrease in accounts payable and accrued liabilities of \$2,963,878 and a decrease in inventories of \$1,020,699 and prepaid expenses and deposits of \$243,658.

### Investing activities

During the nine months ended September 30, 2024, net cash used in investing activities totaled \$12,007,595. The Company paid \$2,893,224, \$696,154, and \$626,376 towards mine (underground) exploration and development, regional exploration, and plant and equipment additions, respectively at El Roble. Additionally, the Company paid \$2,821,550 of expenditures on feasibility, permitting and exploration at La Plata, \$1,324,786 towards settlements of derivative instruments, \$592,754 on reclamation activities at El Roble and \$1,000,000 towards the final installment of the acquisition of non-controlling interests in La Plata.

## Financing activities

During the nine months ended September 30, 2024, net cash used in financing activities totaled \$7,020,846. The Company withdrew \$7,480,000 from its short-term credit facilities in Colombia and repaid \$11,040,000 of principal of these short-term credit facilities. Additionally, the Company paid \$2,153,841 towards interest on loans, \$601,628 towards payments on leases, as well as \$705,377 towards dividends to a subsidiary's non-controlling interest.

MANAGEMENT'S DISCUSSION AND ANALYSIS

(Expressed in US dollars, unless otherwise indicated)

For the three and nine months ended September 30, 2024 and 2023

### TRANSACTIONS WITH RELATED PARTIES

The Company considers key management personnel to include its management, outside directors, and any entity controlled by them. The aggregate value of transactions (included in general and administrative expenses and share-based payments) and outstanding balances relating to key management personnel were as follows:

	Salary	SI	nare-based	
Nine months ended September 30, 2024	or fees		payments	Total
Management	\$ 892,745	\$	219,045	\$ 1,111,790
Directors	102,593		63,952	166,545
Seabord Management Corp.	86,572		-	86,572
	\$ 1,081,910	\$	282,997	\$ 1,364,907
	Salary	SI	nare-based	
Nine months ended September 30, 2023	or fees		payments	Total
Management	\$ 858,258	\$	120,700	\$ 978,958
Directors	103,200		81,394	184,594
Seabord Management Corp.	126,674		-	126,674
	\$ 1.088.132	\$	202.094	\$ 1,290,225

As at September 30, 2024, the Company had \$661,917 (December 31, 2023 - \$636,049) due to directors and management related to remuneration and performance-based remuneration, which have been included in accounts payable and accrued liabilities.

Seabord Management Corp. ("Seabord") is a management services company controlled by a director. Seabord provides the Corporate Secretary, accounting staff, administration staff and office space to the Company pursuant to the service agreement. The Corporate Secretary and the accounting and administrative staff are employees of Seabord and are not paid directly by the Company.

### **FINANCIAL INSTRUMENTS**

The Company enters into derivative instruments from time to time in the normal course of business in order to manage its exposure to fluctuations in copper price, gold price, and the Colombian peso/US dollar exchange rate. The Company does not enter into or trade derivative instruments for speculative purposes. The Company has not applied hedge accounting to these derivative transactions and are measured at fair value at the end of each reporting period based on the terms of the arrangements and the expected settlement prices and/or rates. Any resulting mark-to-market adjustment has been recognized in other financial assets or liabilities on the consolidated statement of financial position.

The Company has entered into zero-cost non-deliverable currency forward arrangements with local Colombian banks between the US dollar and Colombian peso. Each arrangement is net settled based on the difference between the market exchange rate and the contracted settlement rate, where the Company receives (or pays) proceeds if the contracted settlement rate is above (or below) the market exchange rate to purchase Colombian peso. As at September 30, 2024 and 2023, the Company had outstanding forward arrangements to convert \$2,021,000 (December 31, 2023 - \$Nil) into Colombian pesos at the negotiated exchange rates over the next 2 months, resulting in a net asset carrying amount of \$25,618 (December 31, 2023 - \$Nil). During the nine months ended September 30, 2024, the Company had a net realized loss of \$7,252 (2023 - \$Nil) on the settlement of its currency forward arrangements.

The Company has entered into zero-cost commodity derivative arrangements with Auramet International LLC. These arrangements are net settled based on the difference between the market price and the contracted settlement price, where the Company receives (or pays) proceeds if the contracted settlement price is above (or below) the market price. As at September 30, 2024, the Company had no outstanding sale arrangements resulting in a net liability carrying amount of \$Nil (December 31, 2023 - \$92,920). During the nine months ended September 30, 2024, the Company had a net realized loss of \$1,317,534 (2023 - \$Nil) on the settlement of its commodity derivative arrangements.

The Company's Level 2 fair valued financial instruments included trade receivable from provisional sales and derivative instruments; and no Level 3 financial instruments are held. Trade receivable from provisional sales of metals concentrate includes provisional pricing, and final price and assay adjustments. Derivative instruments are forward arrangements that were valued using pricing models, which require a variety of inputs, such as expected copper prices, gold prices, and foreign exchange rates. The trade receivable from sales of metals concentrate and derivative instruments are valued using observable market commodity prices. The Company's exercise price of its share purchase warrants and conversion price on the convertible debentures are denominated in Canadian dollars or at a set exchange rate.

MANAGEMENT'S DISCUSSION AND ANALYSIS (Expressed in US dollars, unless otherwise indicated)
For the three and nine months ended September 30, 2024 and 2023

### CONTINGENCY AND COMMITMENT

In 2015, the Company's operating subsidiary, Minera El Roble S.A. ("MINER"), received a notice of claim from the mining authority (the "National Mining Agency") in Colombia requesting payment of royalties related to past copper production. The National Mining Agency based its claim on the current mining law, which is subsequent to the prevailing mining law under which MINER executed the mining contract regulating its royalty obligations for the El Roble mining property. The current mining law in Colombia explicitly states that it does not affect contracts executed prior to this law entering into force. Accordingly, the Company refuted the notice of claim, taking the position it has complied with the royalty payments due and called for under the contract.

In 2017, the National Mining Agency in Colombia submitted a claim for \$5 million (up from \$2 million) plus additional interest and fees. The Company has been vigorously defending itself against this action before the Administrative Tribunal of Cundinamarca (the "Tribunal"). Such claims may take up to ten years to reach a resolution in Colombian courts. The National Mining Agency had updated the claim amount to COP\$87,933,286,817 (approximately \$21.1 million) for all royalties in dispute up to December 2021, and in June 2022, to COP\$101,217,832,270 (approximately \$24.3 million) for all royalties in dispute up to January 23, 2022, the expiry date of the mining contract. Such amounts exclude indexation and related late payment interest.

On December 29, 2021, the Company entered into an agreement (the "Agreement") with the National Mining Agency to settle the dispute via binding arbitration at the Center for Arbitration and Conciliation of the Bogota Chamber of Commerce for the purposes of seeking an expedited resolution to the ongoing claim. The statement of claim, counterclaim, and respective replies were submitted by the parties to the Tribunal. The first procedural hearing of the arbitration was held on July 2, 2024, during which the arbitrators declared themselves competent and allowed for the arbitration process to continue. The evidentiary hearings were completed, and witnesses' testimonies from both the National Mining Agency and the Company were heard by the Tribunal. The proceedings are ongoing according to schedule, with the final hearing scheduled for December 10, 2024, in which the investigation phase of the process will conclude, and the closing arguments of the parties will be heard by the Tribunal. The Tribunal's final decision (the "Award") is due by January 15, 2025, with an allowable six-month extension as per the arbitration rules. According to the Agreement, if an Award is rendered in favor of the Company, the Payment Plan (see below) will cease, and any amounts already paid will be reimbursed or offset against future royalty obligations.

The Agreement allowed for the Company to be recognized as being formally in good standing with the National Mining Agency, enabling the Company to apply for a new mining contract on the property. The previous contract and related title expired on January 23, 2022.

The Agreement called for the Company to enter into a five-year Payment Plan (which was amended in June 2022) payable in biannual instalments for a total amount of COP\$101,217,832,270 (approximately \$24.3 million) plus interest at a 6% annual rate (in aggregate of COP\$120,252,412,294 or approximately \$28.9 million) with the following payment schedule: initial upfront payment of COP\$3,800,000,000 (paid in 2021), followed by COP\$15,130,315,236 (paid in 2022), COP\$15,301,117,051 (paid in 2023), COP\$7,996,308,155 (paid in May 2024), COP\$7,850,738,753 (paid in November 2024), COP\$26,501,243,006 (approximately \$6.4 million) in year 2025 and COP\$43,672,690,093 (approximately \$10.5 million) in year 2026. The total amount payable represents all outstanding royalty payments which the National Mining Agency has claimed through to the expiry date of the mining contract. The parties have agreed to this interim arrangement until a final arbitration decision is made.

As security for the Payment Plan, the Company pledged one real estate property located in Colombia in addition to granting a rotating pledge over concentrate inventory. All of the dry metric tonnes of metals concentrate in inventories at the end of Q3-2024 were pledged as security for the Payment Plan. The security is being released proportionally as payments are being made in accordance with the payment schedule and the security may be substituted at a later date. While this pledged inventory is recorded at cost on the balance sheet, its fair market value at the end of Q3-2024 is sufficient to pay the vast majority of the outstanding balance of the Payment Plan.

The Company is recording an arbitration asset for all payments made under the Payment Plan. The Company continues to work towards obtaining a new contract to renew title for the operating mine. The Company has been allowed to continue operating while the process for the contract and title renewal continues. There is no assurance the renewal will be obtained.

## **CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS**

The preparation of consolidated financial statements in conformance with IFRS requires management to make estimates, judgments and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

For full details on the critical accounting estimates and judgments affecting the Company, please refer to the Company's audited annual consolidated financial statements and notes for the year ended December 31, 2023.

# **OFF-BALANCE SHEET ARRANGEMENTS**

As of the date of this MD&A, the Company does not have any off-balance sheet arrangements that have, or are reasonably likely to have, a current or future effect on the results of operations or financial condition of the Company, including, and without limitation, such considerations as liquidity and capital resources.

MANAGEMENT'S DISCUSSION AND ANALYSIS (Expressed in US dollars, unless otherwise indicated)
For the three and nine months ended September 30, 2024 and 2023

### PROPOSED TRANSACTIONS

There are no proposed transactions of a material nature being considered by the Company at the current time.

### SHARE POSITION AND OUTSTANDING WARRANTS AND OPTIONS

As at the date of this MD&A, the Company had 121,286,185 common shares issued and outstanding. There were also 12,117,487 stock options outstanding with expiry dates ranging from October 7, 2024 to July 5, 2029.

## **NON-GAAP FINANCIAL MEASURES**

Cash cost per pound of payable copper produced and cash cost per tonne of processed ore are key performance measures that management uses to monitor performance. In addition, cash costs are an industry standard method of comparing certain costs on a per unit basis; however, these do not have a standardized meaning and may differ from methods used by other companies with similar descriptions. Management believes that certain investors use these non-GAAP financial measures to evaluate the Company's performance. These performance measures have no meaning under IFRS and, therefore, amounts presented may not be comparable to similar data presented by other mining companies.

The Company believes that "all-in sustaining cash cost" and "all-in cash cost" better meet the needs of analysts, investors, and other stakeholders of the Company in understanding the cost associated with producing copper, the economics of copper mining, the Company's operating performance, and the Company's ability to generate free cash flow from current operations and on an overall company basis.

The Company, in conjunction with an initiative undertaken within the gold mining industry, has adopted an all-in sustaining cost-performance measure; however, this performance measure has no standardized meaning. The Company conformed its all-in sustaining definition to that set out in the guidance note released by the World Gold Council ("WGC", a non-regulatory market development organization for the gold industry whose members comprise global senior gold mining companies) on June 27, 2013, and that came into effect January 1, 2014.

All-in sustaining cash cost and all-in cash cost are intended to provide additional information only and do not have standardized definitions under the IFRS and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with the IFRS. These measures are not necessarily indicative of operating profit or cash flow from operations as determined under the IFRS. Although the WGC has published a standardized definition, companies may calculate these measures differently.

All-in sustaining cost includes total production cash costs incurred at the Company's mining operations, which form the basis of the Company's by-product cash costs. Additionally, the Company includes general and administrative ("G&A") expenses, share-based payments, accretion of decommissioning and restoration provision ("ARO"), sustaining capital expenditures, and royalties. All-in cash cost includes all of the above plus non-sustaining capital expenditures (including initial construction capital expenditures when applicable) and brownfield exploration expenditures.

The Company believes that this measure represents the total costs of producing copper from operations and provides the Company and stakeholders of the Company with additional information on the Company's operational performance and ability to generate cash flows. As the measure seeks to reflect the full cost of copper production from operations, new project capital is not included. Certain other cash expenditures, including tax payments, dividends, and financing costs, are also not included. The Company reports this measure on a payable copper pound produced basis, net of by-product credits.

MANAGEMENT'S DISCUSSION AND ANALYSIS

(Expressed in US dollars, unless otherwise indicated)

For the three and nine months ended September 30, 2024 and 2023

# El Roble mine cash cost

The following table presents a reconciliation of cash cost per tonne of processed ore and cash costs per pound of payable copper produced to cost of sales in the consolidated financial statements for the nine months ended September 30, 2024:

	Q3		Q3		YTD	YTD
Expressed in \$000's	2024		2023		2024	2023
Cash cost per tonne of processed ore						
Cost of sales <sup>(1)</sup>	\$ 18,835	\$	13,225	\$	42,160	\$ 35,202
Add / subtract						
Change in concentrate inventory	(5,031)		713		(1,999)	1,843
Depletion and amortization in concentrate inventory	1,058		(190)		1,412	98
Commercial and government royalties	(1,308)		(720)		(2,983)	(2,282)
Depletion and amortization in cost of sales	(3,765)		(3,197)		(8,952)	(8,471)
Aggregate cash cost	9,789		9,831		29,638	26,389
Total processed ore (tonnes)	67,354		74,580		204,220	205,844
Cash cost per tonne of processed ore (\$/t)	\$ 145.34	\$	131.82	\$	145.13	\$ 128.20
Mining cost per tonne	\$ 60.89	\$	61.05	\$	62.59	\$ 56.48
Milling cost per tonne	33.45		27.92		31.96	29.80
Indirect cost per tonne	42.37		33.54		40.51	33.80
Distribution cost per tonne	8.63		9.31		10.07	8.12
Total production cost per tonne of processed ore (\$/t)	\$ 145.34	\$	131.82	\$	145.13	\$ 128.20

<sup>&</sup>lt;sup>(1)</sup> Includes depletion, amortization, selling expenses, government royalties and mining taxes.

	Q3	<b>3</b> Q3			YTD		YTD	
Expressed in \$000's	2024		2023		2024		2023	
Cash costs per pound of payable copper produced								
Aggregate cash cost (above)	\$ 9,789	\$	9,831	\$	29,638	\$	26,389	
Add / subtract								
By-product credits	(4,684)		(4,821)		(14,913)		(13,632)	
Refining charges	911		1,285		3,104		3,055	
Transportation charges	674		682		2,108		1,796	
Cash cost applicable to payable copper produced	6,690		6,977		19,937		17,609	
Add / subtract								
Commercial and government royalties	1,308		720		3,371		2,282	
G&A expenses	1,432		1,421		4,219		4,221	
Share-based payments	87		110		340		256	
Accretion of ARO	69		67		206		200	
Sustaining capital expenditures <sup>(2)</sup>	278		40		626		658	
All-in sustaining cash cost	9,864		9,334		28,699		25,224	
Add / subtract								
Non-sustaining capital expenditures (2)	857		362		2,893		1,684	
Brownfields exploration expenditures (2)	45		401		696		1,972	
All-in cash cost	10,766		10,097		32,288		28,881	
Total payable copper produced (000's lbs)	2,737		3,537		9,372		8,345	
Per pound of payable copper produced (\$/lb)								
Cash cost, net of by-product credits	\$ 2.44	\$	1.97	\$	2.13	\$	2.11	
All-in sustaining cash cost	\$ 3.60	\$	2.64	\$	3.06	\$	3.02	
All-in cash cost	\$ 3.93	\$	2.85	\$	3.45	\$	3.46	
Cash margin <sup>(3)</sup>	\$ 1.86	\$	1.90	\$	2.06	\$	1.84	

<sup>(2)</sup> Amounts presented on a cash basis.

<sup>(3)</sup> Cash margin is calculated with (a) the realized price per pound of copper, less (b) the cash cost, net of by-product credits, per pound of payable copper produced.

MANAGEMENT'S DISCUSSION AND ANALYSIS

(Expressed in US dollars, unless otherwise indicated)

For the three and nine months ended September 30, 2024 and 2023

Given the nature of the Company's metals concentrate management believes providing the cash cost on a co-product basis, presented in the following table, will enhance the reader's understanding of the Company's cash cost structure.

	Q3		Q3		YTD	YTD	
Expressed in \$000's	2024		2023		2024	2023	
Aggregate cash production cost	\$ 9,789	\$	9,831	\$	29,638	\$ 26,389	
Cash cost per pound of payable copper produced							
Cash cost attributable to copper production <sup>(4)</sup>	\$ 7,605	\$	7,877	\$	23,239	\$ 21,353	
Add / subtract							
By-product credit from silver	(36)		(24)		(78)	(112)	
Refining charges	911		1,285		3,104	3,055	
Transportation charges	524		546		1,647	1,454	
Cash cost applicable to payable copper produced	9,004		9,685		27,912	25,750	
Total payable copper produced (000's lbs)	2,737		3,537		9,372	8,345	
Cash cost per pound of payable copper produced (\$/lb)	\$ 3.29	\$	2.74	\$	2.98	\$ 3.09	
Cash cost per ounce of payable gold produced							
Cash cost attributable to gold production <sup>(4)</sup>	\$ 2,184	\$	1,954	\$	6,399	\$ 5,036	
Add / subtract							
Refining charges	35		36		112	102	
Transportation charges	150		136		461	343	
Cash cost applicable to payable gold produced	2,369		2,126		6,972	5,481	
Total payable gold produced (oz)	1,898		2,481		6,511	7,025	
Cash cost per ounce of payable gold produced (\$/oz)	\$ 1,248.80	\$	856.97	\$	1,070.80	\$ 780.31	

<sup>(4)</sup> If copper and gold for the El Roble mine were treated as co-products, the allocation of aggregate cash production cost between copper and gold production is based on provisional invoice(s) issued and revenue (net of treatment and refining charges) recognized in the respective reporting periods.

## **QUALIFIED PERSONS**

Mr. Thomas Kelly (SME Registered Member 1696580), advisor to the Company, Mr. Garth Graves, P. Geo. Consulting Geologist and Dr. Demetrius Pohl, Ph.D. AIPG Certified Geologist, are qualified persons under National Instrument 43-101 standards and are responsible for ensuring that the technical information contained in this MD&A is an accurate summary of the original reports and data provided to or developed by the Company.

### **RISK FACTORS**

The Company is exposed to many risks in conducting its business, including but not limited to metal price risk as the Company derive its revenue from the sale of copper, gold, and silver; credit risk in the normal course of business; currency risk as the Company reports its financial statements in US dollars whereas the Company operates in jurisdictions that conducts its business in other currencies. For further information regarding the Company's operational risks, please refer to the detailed disclosure concerning the material risks and uncertainties associated with the Company's business set out in its annual MD&A, dated April 16, 2024, which is available on SEDAR+ under the Company's filer profile.

### Metal price risk

The Company is exposed to metals price risk given that its revenues are derived from the sale of metals through its metals concentrate products, the prices for which have been historically volatile. Consequently, the economic viability of the Company's mineral property may be adversely affected by fluctuations in metals prices. For concentrate sold during the nine months ended September 30, 2024, a 10% change in copper and gold prices would result in an increase/decrease of approximately \$2,219,000 and \$1,453,000 respectively in the Company's pre-tax income or loss on an annualized basis, respectively.

# Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. The Company's cash is held through large Canadian, international and foreign national financial institutions. All of the Company's trade receivables from concentrate sales are held with a large international metals trading company. The Company mitigates this risk by transacting only with reputable financial institutions and requiring provisional payments of 90% of the value of the concentrate shipped to a single well-known buyer. The carrying amount of financial assets recorded in the financial statements represents the Company's maximum exposure to credit risk. The Company believes it is not exposed to significant credit risk and overall, the Company's credit risk has not declined significantly from the prior year.

MANAGEMENT'S DISCUSSION AND ANALYSIS

(Expressed in US dollars, unless otherwise indicated)

For the three and nine months ended September 30, 2024 and 2023

### Interest rate risk

The Company is exposed to interest rate risk on its variable rate debt facilities. Variable interest rates are based on the SOFR plus a fixed-margin. The Company does not enter into derivative contracts to manage this risk. As at September 30, 2024, a 10% change in SOFR and/or LIBOR would result in an increase/decrease of approximately \$348,000 in the Company's pre-tax income or loss on an annualized basis based on the loan and credit facilities used.

### Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk by continuing to monitor forecasted and actual cash flows. The Company has in place a planning and budgeting process to help determine the funds required to support the Company's normal operating requirements on an ongoing basis and its development plans. The Company strives to maintain sufficient liquidity to meet its short-term business requirements, taking into account its anticipated cash flows from operations, its holdings of cash, and its committed liabilities. The maturities of the Company's non-current liabilities are disclosed in Notes 9, 10, and 11 of the financial statements. All current liabilities are settled within one year.

The Company expects the following maturities of its financial liabilities, lease obligations, and other contractual commitments, excluding payments relating to interest:

				More than		
		1 year	1 - 2 ye	ars	2 years	Total
Accounts payable and accrued liabilities	\$	9,963,482	\$	-	\$ -	\$ 9,963,482
Loans and borrowings		7,997,895	14,147,	527	-	22,145,422
Provision for restricted share units		89,298	80,4	149	7,776	177,523
Lease liabilities		749,785	915,2	231	-	1,665,016
Decommissioning and restoration provision		-		-	2,494,247	2,494,247
Payment Plan with the National Mining Agency <sup>(1)(2)</sup>		5,104,461	8,460,6	670	5,071,838	18,636,969
	\$	23,904,921	\$ 23,603,8	377	\$ 7,573,861	\$ 55,082,659

<sup>(1)</sup> The Company believes the arbitration process will be completed with a favorable outcome for the Company and the commitment for payments with maturities falling in years 1 - 2 and beyond should cease (see Contingency and Commitment section).

### Foreign currency risk

The Company is exposed to the financial risk related to the fluctuation of foreign exchange rates. The Company primarily operates in Canada and Colombia and incurs expenditures in currencies other than the US dollars. Thereby, the Company is exposed to foreign exchange risk arising from currency exposure. Based on the Company's net exposure, as at September 30, 2024, and assuming that all other variables remain constant, a 10% depreciation or appreciation of the US dollar against the Canadian dollar, Peruvian nuevo sol, and Colombian peso would result in an increase/decrease of approximately \$670,000 in the Company's pre-tax income or loss.

## **CAUTIONARY STATEMENT ON FORWARD-LOOKING STATEMENTS**

Certain statements contained in this MD&A and any documents incorporated by reference into this MD&A constitute forward-looking statements within the meaning of the U.S. Private Securities Litigation Reform Act of 1995 and Section 21E of the United States Securities Exchange Act of 1934, as amended, and forward-looking information within the meaning of applicable Canadian securities legislation (collectively, "forward-looking statements"). Forward-looking statements express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance (often, but not always, identified using words or phrases such as "expects", "is expected", "anticipates", "believes", "plans", "projects", "estimates", "assumes", "intends", "strategies", "targets", "goals", "forecasts", "objectives", "budgets", "schedules", "potential" or variations thereof or stating that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved, or the negative of any of these terms and similar expressions) and are not statements of historical fact. Forward-looking statements relate to, among other things:

- mineral "reserves" and "resources" as they involve the implied assessment, based on estimates and assumptions that the resources described exist in the quantities predicted or estimated and can be profitably produced in the future;
- the realization of mineral "reserves" and "resources";
- · timing of the completion of construction activities at the Company's properties and their completion on budget;
- timing regarding renewing the title on the Company's claims hosting the El Roble property and possible outcomes of any pending arbitration, consultation, litigation, negotiation or regulatory investigation:
- timing of the arbitration tribunal's award regarding the royalty dispute with the National Mining Agency in Colombia;
- development of the La Plata project and completion of full permitting process on the La Plata project, including restarting the environmental consultation process;
- production rates at the Company's properties;
- cash cost estimates;

<sup>(2)</sup> Payments include interest.

MANAGEMENT'S DISCUSSION AND ANALYSIS

(Expressed in US dollars, unless otherwise indicated)

For the three and nine months ended September 30, 2024 and 2023

- timing to achieve full production capacity at the Company's properties;
- unlocking further value of the Company's properties;
- timing for completion of infrastructure upgrades related to the Company's properties;
- timing for delivery of materials and equipment for the Company's properties;
- success in training and retaining personnel;
- the sufficiency of the Company's cash position and its ability to raise equity capital or access debt facilities;
- management's belief that the Company's current operational requirements and capital projects can be funded from existing cash and cash equivalents, cash generated from operations, and the available credit facility;
- management's belief that if the Company needs to access the capital markets for additional financial resources, the Company will be able to do so at prevailing market rates;
- the expected maturities of the Company's financial liabilities, finance leases and other contractual commitments; and
- management's expectation that none of the investigations, claims, and legal, labor and tax proceedings arising in the
  ordinary course of business will have a material effect on the results of operations or financial conditions of the Company.

Forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable by the Company as at the date of such statements, are inherently subject to significant business, economic, social, political and competitive uncertainties and contingencies and other factors that could cause actual results or events to differ materially from those projected in the forward-looking statements. The estimates and assumptions of the Company contained or incorporated by reference in this MD&A which may prove to be incorrect, include, but are not limited to, (1) that all required third party contractual, regulatory and governmental approvals will be obtained for the development, construction and production of its properties, (2) there being no significant disruptions affecting operations, whether due to labor disruptions, supply disruptions, power disruptions, damage to equipment, non-renewal of title to the Company's claims or otherwise; (3) permitting, development, expansion and power supply proceeding on a basis consistent with the Company's current expectations; (4) currency exchange rates being approximately consistent with current levels; (5) certain price assumptions for copper, gold and silver; (6) prices for and availability of fuel oil, electricity, parts and equipment and other key supplies remaining consistent with current levels; (7) production forecasts meeting expectations; (8) the accuracy of the Company's current mineral resource and reserves estimates; (9) labor and materials costs increasing on a basis consistent with the Company's current expectations; and (10) assumptions made and judgments used in engineering and geological interpretation and the outcome of the arbitration and timing of the tribunals decision on the Arbitration with the National Mining Agency in Colombia for the royalty dispute.

In addition, there are known and unknown risk factors which could cause the Company's actual results, performance or achievements to differ materially from any future results, performance or achievements expressed or implied by the forward-looking statements. Known risk factors include, risks associated with mineral exploration and project development; the need for additional financing; operational risks associated with mining and mineral processing; uncertainty relating to concentrate treatment charges and transportation costs; uncertainty relating to capital and operating costs, production schedules, and economic returns; uncertainties relating to general economic conditions; the Company's substantial reliance on the El Roble mine for revenues and uncertainty around renewal of title to the claims; risks related to the integration of businesses and assets acquired by the Company; risks associated with entering into commodity forward and option contracts for base metals production; potential conflicts of interest involving the Company's directors and officers; the Company and/or its directors and officers may be subject to a variety of legal proceedings, the results of which may have a material adverse effect on the Company's business; changes in national and local government legislation, taxation, controls, regulations and political or economic developments in Canada, Colombia, Ecuador or other countries in which the Company does or may carry on business; the possibility of cost overruns or unanticipated expenses; fluctuations in copper, gold and silver prices; risks related to mining title and surface rights and access; uncertainties and risks related to carrying on business in foreign countries; environmental liability claims and insurance; social and environmental activism can negatively impact exploration, development and mining activities; reliance on key personnel; currency exchange rate fluctuations; risks associated with the Company's outstanding debt; the mineral exploration industry is intensely competitive; dilution from future equity financing could negatively impact holders of the Company's securities, and other risks and uncertainties, including those described in the "Risks Factors" section in this MD&A.

Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. These forward-looking statements are made as of the date of this MD&A. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers are cautioned not to place undue reliance on forward-looking statements. Except as required by law, the Company does not assume the obligation to revise or update these forward-looking statements after the date of this document or to revise them to reflect the occurrence of future unanticipated events.

The Company has not based its production decisions and ongoing mine production on preliminary economic assessments or feasibility studies, and historically such projects have increased uncertainty and risk of failure. Mineral resources that are not mineral reserves do not have demonstrated economic viability.