ATICO MINING CORPORATION

ANNUAL INFORMATION FORM

FOR THE FINANCIAL YEAR ENDED DECEMBER 31, 2023

September 4, 2024

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PRELIMINARY NOTES

All information in this annual information form (the "**AIF**") of Atico Mining Corporation ("**Atico**" or the "**Company**") is as at December 31, 2023 unless otherwise indicated.

Atico has a number of direct and indirect subsidiaries which own and operate assets and conduct activities in different jurisdictions. The terms "Atico" or the "Company" are used in this AIF for simplicity of the discussion provided herein and may include references to subsidiaries that have an affiliation with Atico, without necessarily identifying the specific nature of such affiliation.

Documents Incorporated by Reference

The information provided in this AIF is supplemented by disclosure contained in the documents listed below which are incorporated by reference into this AIF. The documents listed below are not contained within or attached to this document. The documents may be accessed on SEDAR+ at www.sedarplus.com under the Company's profile.

Document	Effective Date	Date Filed on SEDAR+ website	Document Category on the SEDAR+ website
Feasibility Study Technical Report on La Plata Project, Ecuador	July 2, 2024	August 14, 2024	Technical Report (NI 43-101)
El Roble Mine Updated Mineral Resource and Mineral Reserve Estimates, El Carmen de Atrato, Chocó Department, Colombia	March 12, 2024	June 12, 2024	Technical Report (NI 43-101)

Interpretation and Definitions

Unless otherwise indicated, in this AIF all references to "dollar" or the use of the symbol "$" are to the United States dollar and all references to "C$" are to the Canadian dollar. A glossary of certain technical terms, abbreviations and measurement conversions is set forth in Appendix A.

Forward-Looking Statements

Statements contained or incorporated by reference in this AIF that are not current or historical factual statements may constitute forward-looking information or forward-looking statements within the meaning of applicable Canadian and United States securities laws (collectively, "forward-looking statements"). All statements other than statements of historical fact included in this AIF that address activities, events or developments that the Company expects or anticipates will or may occur in the future, including without limitation, statements regarding any objectives, expectations, intentions, plans, results, levels of activity, goals or achievements, estimates of Mineral Reserves and Resources, the realization of Mineral Reserve estimates, completion of development and construction of the La Plata Project (as defined below), impairment of mining interests and non-producing properties, the timing and amount of estimated future production, production guidance, costs of production, capital expenditures, costs and timing of development, success of exploration activities, permitting timelines, government regulation of mining operations, environmental risks, the timing and possible outcomes of pending litigation, including and the outcome of the arbitration and timing of scheduled hearings and the tribunals decision on the arbitration with the National Mining Agency (as defined below) in Colombia for the royalty dispute, the formal IPA (as defined below), renegotiation of the Collective Bargaining Agreement (as defined below), renewal of the Company's current offtake contract, and negotiations or regulatory investigations are or involve forward-looking statements. Although forward-looking statements contained in this AIF are based on what management considers to be reasonable assumptions based on information currently available to it, there can be no assurances that actual events, performance or results will be consistent with these forward-looking statements, and management's assumptions may prove to be incorrect. Generally, forward-looking statements can be identified by the use of forward-looking terminology such as “anticipates”, “assumes”, “believes”, “budget”, “could”, “estimates”, “expects”, “forecasts”, “guidance”, “indicates”, “intends”, “likely”, “may”, “might”, “objective”, “outlook”, “plans”, “potential”, “predicts”, “scheduled”, “should”, “target”, “trends”, “will”, or “would” or the negative or other variations of these words or other comparable words or phrases. This AIF and its appendices, including those set out under “**Risk Factors**” in this AIF and any documents incorporated herein by reference, contain forward-looking statements including, but not limited to those relating to the Company. All such forward-looking statements are subject to important risks, uncertainties and assumptions. These statements are forward-looking because they are based on current expectations, estimates and assumptions. It is important to know that: (i) unless otherwise indicated, forward-looking statements in this AIF and its appendices including any documents incorporated herein by reference describe expectations as at the date hereof; (ii) actual results and events could differ materially from those expressed or implied in the forward-looking statements in this AIF and its appendices, including the documents incorporated herein by reference, if known or unknown risks affect the respective businesses of the Company, or if their estimates or assumptions turn out to be inaccurate. As a result, the Company cannot guarantee that the results or events expressed or implied in any forward-looking statement will materialize, and accordingly, you are cautioned not to place undue reliance on these forward-looking statements; and (iii) the Company disclaims any intention and assumes no obligation to update or revise any forward-looking statement even if new information becomes available, as a result of future events or for any other reason, except in accordance with applicable Canadian securities laws. The Company has made a number of assumptions in making forward-looking statements in this AIF and its appendices including any documents incorporated herein by reference. These assumptions 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, zinc 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 Reserve 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 tribunal’s 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 mining operations; market fluctuations in commodity prices; title risks and surface rights and access; changes in legislation; political instability; government or regulatory approvals; non-compliance with laws and regulations and compliance costs; environmental compliance; climate change; uninsured and uninsurable risks; water disposal, tailings and reclamation obligations; financing risks; risks associated with outstanding debt; global economic conditions; availability and costs of supplies; community relations; Mineral Reserve and Resource estimates; future production rates; labour relations; currency fluctuations; the company may engage in hedging activities; infrastructure; exploration and development capital expenditures; social media and reputation; negative publicity; human rights; business objectives; concentrate sales risks; market price of the Common Shares; shortage of personnel; health and safety; pandemics, epidemics or infectious disease outbreak; physical security; conflicts of interest; claims and legal proceedings; information systems and cyber security; internal controls; violation of anti-bribery or corruption laws; competition; tax considerations; compliance with listing standards; enforcement of civil liabilities; and other risks and uncertainties, including those described in the **“Risks Factors”** section in this AIF. 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.

The Company has not based its production decisions and ongoing mine production on Mineral Reserve estimates, 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.

This list is not exhaustive of the factors that may affect our forward-looking statements. Some of the important risks and uncertainties that could affect forward-looking statements are described further in the AIF. Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in the forward-looking statements.

Notice Regarding Non-GAAP Measures

Atico's audited consolidated financial statements for the years ended December 31, 2023 and 2022 (the "**2023 Financial Statements**") which are referred to in this AIF have been prepared in accordance with International Financial Reporting Standards ("**IFRS**"), as issued by the International Accounting Standards Board. However, this AIF refers to certain non-GAAP financial measures, such as average All-In Cost.

These non-GAAP financial 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, these Non-GAAP measures should not be considered in isolation or as a substitution for measures of performance prepared in accordance with IFRS.

To facilitate a better understanding of these measures as calculated by the Company, descriptions are provided in "Non-GAAP Financial Measures" in the Company's management's discussion and analysis for the fiscal year ended December 31, 2023 ("**2023 MD&A**"), which section is incorporated by reference in this AIF, for additional information regarding each non-GAAP financial measure disclosed in this AIF, including an explanation of their composition; an explanation of how such measures provide useful information to an investor and the additional purposes, if any, for which management of Atico uses such measures; and a qualitative reconciliation of each non-GAAP financial measure to the most directly comparable financial measure that is disclosed in the Company's 2023 Financial Statements. The 2023 MD&A may be accessed on SEDAR+ at www.sedarplus.ca under the Company's profile.

Cautionary Note to Investors Regarding Resources and Reserves

Unless otherwise indicated, the technical disclosure regarding the Company's properties included or incorporated by reference in this AIF, including all Mineral Resource estimates contained in such technical disclosure, has been prepared in accordance with National Instrument 43-101 – *Standards of Disclosure for Mineral Projects* ("**NI 43-101**") and the Canadian Institute of Mining, Metallurgy and Petroleum ("**CIM**") Definitions Standards on Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014 (the "**CIM Definition Standards**").

Investors are cautioned not to assume that any part, or all, mineral deposits categorized as "Inferred Mineral Resources" or "Indicated Mineral Resources" will ever be converted into Mineral Reserves. Inferred Mineral Resources are Mineral Resources for which quantity and grade or quality are estimated based on limited geological evidence and sampling. Geological evidence is sufficient to imply but not verify geological and grade or quality continuity. Inferred Mineral Resources are based on limited information and have a great amount of uncertainty as to their existence and as to their economic and legal feasibility, although it is reasonably expected that the majority of Inferred Mineral Resources could be upgraded to Indicated Mineral Resources with continued exploration.

Under Canadian securities laws, estimates of Inferred Mineral Resources are considered too speculative geologically to have economic considerations applied to them that would enable them to be characterized as Mineral Reserves and, accordingly, may not form the basis of feasibility or pre-feasibility studies, or economic studies except for a preliminary economic assessment as defined under NI 43-101. Indicated and Inferred Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.

Cautionary Note to U.S. Investors Concerning Estimates of Mineral Reserves and Mineral Resources

This AIF has been prepared in accordance with the requirements of the securities laws in effect in Canada, which differ from the United States standards. In particular, and without limiting the generality of the foregoing, the technical and scientific information contained and incorporated by reference in this AIF was prepared in accordance with NI 43-101 and the CIM Definition Standards, which differs from the standards adopted by the United States Securities and Exchange Commission ("**SEC**") under the U.S. Securities Exchange Act of 1934, as amended (the "**U.S. Exchange Act**"). Accordingly, estimates of the Company's Mineral Resources and Mineral Reserves, and other technical and scientific information included or incorporated by reference in this AIF may differ materially from the information that would be disclosed by a United States company subject to SEC standards under the U.S. Exchange Act.

Scientific and Technical Information

Thomas Kelly (SME Registered Member 1696580), advisor to the Company, is a Qualified Person ("**QP**") as defined by NI 43-101. Mr. Kelly is responsible for ensuring that the technical information contained in this AIF is an accurate summary of the original reports and data provided to or developed by the Company and he has reviewed and approved the scientific and technical information contained in this AIF.

CORPORATE STRUCTURE

Name, Address and Incorporation

The Company was incorporated pursuant to the *Business Corporations Act* (Yukon) on April 15, 2010 under the name "Atico Mining Corporation" and continued into British Columbia pursuant to articles of continuance under the *Business Corporations Act* (British Columbia) (the "**BCBCA**") effective October 17, 2011. The Company's head office is located at 543 Granville Street, Suite 501, Vancouver, British Columbia, V6C 1X8. The Company's registered and records office is located at Blake, Cassels & Graydon LLP, Suite 3500 - 1133 Melville Street, Vancouver, British Columbia V6E 4E5, Canada.

Inter-Corporate Relationships

The inter-corporate relationships among Atico and each of its active and holding subsidiaries are outlined in the diagram below. The diagram below also provides specific information on (i) the percentage of votes attaching to all voting securities of each subsidiary beneficially owned, controlled or directed by Atico, which is the percentage of total securities owned of each such subsidiary, and (ii) the jurisdiction of incorporation or continuance, as the case may be, of Atico and each of its subsidiaries (which is set out in parentheses):

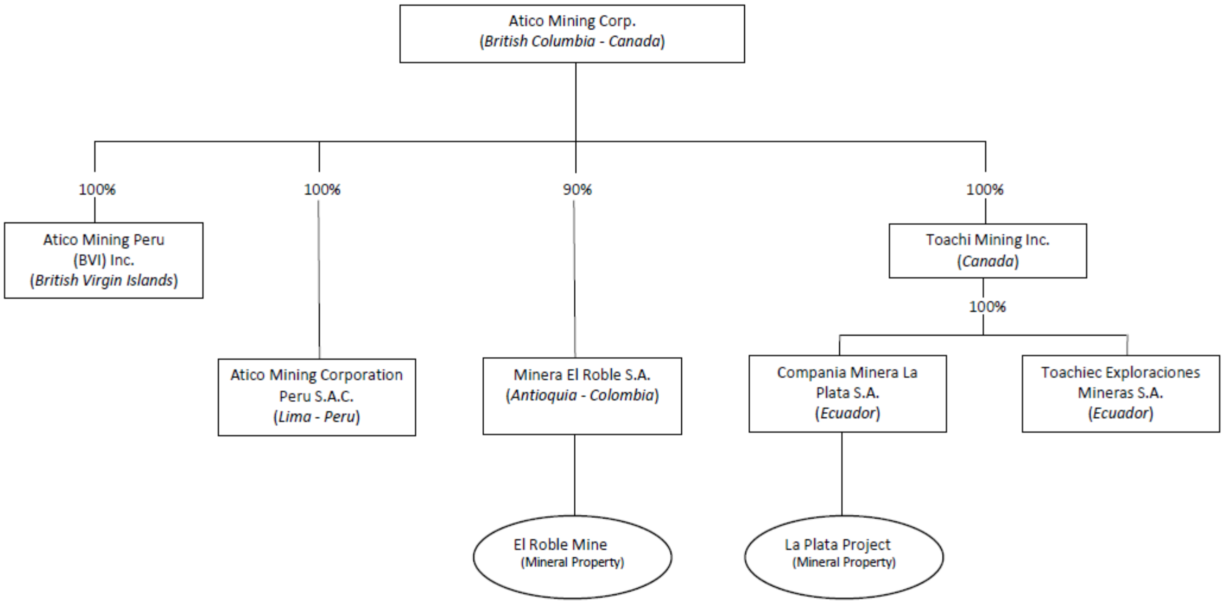


Figure 1

GENERAL DEVELOPMENT OF THE BUSINESS

Overview

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 a 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 (the "**El Roble Mine**" or "**El Roble**") 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**") pursuant to a plan of arrangement, whereby each of the issued and outstanding shares of Toachi was exchanged on a basis of 0.24897 common shares of the Company (each, a "**Common Share**"). 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 concessions comprising the La Plata Project in Ecuador (the "**La Plata Project**" or "**La Plata**"), 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 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.

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, MINER entered into an agreement with the mining authority (the "**National Mining Agency**" or "**NMA**") in Colombia related to an ongoing royalty dispute. While the Company maintains MINER has complied with the royalty payments due and called for under the mining contract for the El Roble mining property, this agreement allows for MINER to be recognized as being formally in good standing with the National Mining Agency, enabling MINER to apply for a new mining contract on the property. The mining contract and related title expired on January 23, 2022, where MINER has been allowed to continue operating while the process for the contract and title renewal continues. MINER 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, MINER entered into a five-year Payment Plan (as defined below), amended in June 2022, payable in biannual instalments for a total amount of COP$101,217,832,270 (approximately $24.4 million) plus interest at a 6% annual rate. To the extent that a final ruling is made in favor of MINER, the Payment Plan will cease, and any amounts already paid are to be reimbursed to MINER or offset against future royalty obligations. See "***Legal Proceedings and Regulatory Actions***".

<u>Three Year History</u>

During 2021, 2022, 2023, and recent developments since, the Company advanced the development of the La Plata Project with the acquisition of the remaining 40% ownership interest in the project, which it didn't previously own, the receipt of the technical approval of the La Plata Environmental and Social Impact Assessment, and the publication of its first Mineral Reserve estimate and feasibility study. The Company also expanded the Mineral Resources and Reserves of the El Roble Mine through continuous exploration to replace the Mineral Reserves it had depleted through mine production during the same period. The Company also entered into a $10 million Credit Facility (as defined below) with Trafigura PTE. LTD. ("**Trafigura PTE**"), and an agreement with the National Mining Agency to resolve the El Roble royalties dispute by binding arbitration while at the same time agreed to a plan to pay the disputed royalties, until an arbitration ruling is made, in order to bring the El Roble title to formally good standing before the National Mining Agency in order to apply for a new title for the property, which is still ongoing.

<u>Fiscal 2021</u>

On January 26, 2021, the Company reported the last results of its 2020 drilling program at the La Plata Project in Ecuador, including an intercept of 34.1 g/t Au, 112 g/t Ag and 11% Cu over 3 meters.

On February 4, 2021, the Company announced an updated NI 43-101 Mineral Resource and Reserve estimate for the El Roble Mine entitled "*El Roble Mine Updated Mineral Resource and Mineral Reserve Estimate, El Carmen de Atrato, Chocó Department, Colombia*" with an effective date of September 30, 2020. Measured and Indicated Mineral Resources were estimated at 1.17 million tonnes averaging 3.26% Cu, and 2.33 g/t Au, and Proven and Probable Mineral Reserves were estimated at 1.00 million tonnes averaging 3.02 % Cu, and 1.76 g/t Au, with a conversion rate of 87% of Measured and Indicated Resources to Proven and Probable Reserve categories over the resource estimate.

On May 6, 2021, the Company announced results of its 2021 drilling program at the La Plata Project in Ecuador, including intercepts of 3.70% Cu, 2.80 g/t Au, 40.63 g/t Ag and 4.53% Zn over 3.94 meters. Additional results were announced on July 15, 2021, including 3.32% Cu, 5.91 g/t Au, 74.51 g/t Ag and 4.70% Zn over 9.60 meters.

On August 20, 2021, the Company announced that its wholly owned subsidiary, Toachi, had acquired the remaining 40% of the issued and outstanding shares of CMLP, which owns the concessions comprising the La Plata Project, resulting in CMLP becoming a wholly owned subsidiary of Toachi. Toachi made an initial cash payment of $7,000,000 on the acquisition date and the remaining $3,000,000 were paid in three annual installments of $1,000,000 upon each anniversary of the acquisition date, for an aggregate purchase price of $10,000,000.

On December 23, 2021, the Company announced that MINER had received an update to the claim amount from the National Mining Agency related to outstanding payments of past copper- production royalties. The claim amount was updated to approximately $21.9 million for all royalties in dispute up to December 2021.

On December 29, 2021, the Company announced MINER had entered into an agreement with the National Mining Agency related to the ongoing royalty dispute covering the El Roble property. As a part of the Agreement, the NMA and MINER 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. As part of the Agreement, the NMA and MINER also agreed to a five-year Payment Plan denominated in Colombian pesos payable in biannual instalments for a total amount equivalent in dollars of approximately $21.9 million plus interest at a 6% annual rate. As security for the payment plan MINER granted an inventory pledge over 9,700 wet metric tonnes of concentrate. The security is released proportionally as payments are made under the payment plan. The parties agreed to this interim arrangement until a final arbitration decision is made.

<u>Fiscal 2022</u>

On January 13, 2022, the Company completed the commissioning of the tailings dewatering plant at the El Roble Mine to receive flotation tailings from the El Roble mill and dry stack the mine tailings, to improve safety and significantly reduce the reliance on external freshwater at El Roble by recycling 75% of the mill process water.

On February 9, 2022, the Company announced it had entered into a secured credit agreement, as amended, with Trafigura PTE and certain subsidiaries of the Company for the principal sum of $10 million, with a term of 30 months (the "**Credit Facility**").

On February 22, 2022, the Company announced that it received the administrative approval from the Ecuadorian sectoral ministry to modify the mining regime of its 100% owned La Plata Project to proceed to develop operations under the Medium Scale regime.

On May 19, 2022, the Company announced that it had received the technical approval of its Environmental and Social Impact Assessment ("**ESIA**") study for the La Plata Project and the Ministry of Environment, Waters and Ecological Transition ("**MAATE**") in Ecuador initiated the socialization of the ESIA, through an environmental public consultation process, as an important step for the issuance of the environmental license to CMLP for the construction and operations of the La Plata Project.

<u>Fiscal 2023</u>

On January 12, 2023, the Company announced that it had received the technical approval, from the MAATE, of its Environmental Impact Assessment for the construction, operation, maintenance and closure of the 69 kV powerline and substation required for its 100% owned La Plata Project in Ecuador.

On May 23, 2023, the Company announced positive initial results from five drill holes designed to expand tonnage at the El Roble Mine as part of its exploration program in an area of historical mining at El Roble. The results included 24.3m of 3.70% copper and 8.40g/t gold and 31.8m of 3.40% copper and 2.01g/t gold.

On June 6, 2023, the Company announced that on May 31, 2023, the President of Ecuador signed an environmental consultation decree (the "**Decree**") starting an important and last environmental permitting milestone for the construction of the La Plata Project in Ecuador. The decree introduced a new process of citizen participation in the environmental studies completed on La Plata Project while at the same time becoming a requirement for all other mining and non-mining large projects in Ecuador.

On June 14, 2023, the Company announced that prior to the commencement of the public consultation on the La Plata Project in Ecuador, the Canadian Ambassador to Ecuador and the Governor of Cotopaxi province had visited the project and reiterated their support for the La Plata Project.

On July 13, 2023, the Company announced additional positive results from seven drill holes designed to expand tonnage at the El Roble Mine as part of its exploration program in an area of historical mining at El Roble. These results included 12.0m of 8.50% Cu, 7.23g/t Au and 7.80m of 4.71% Cu and 7.24g/t Au.

On August 3, 2023, the Company announces that on July 31, 2023, the Constitutional Court in Ecuador (the "**Ecuadorian Constitutional Court**"), admitted for processing a claim of the Confederation of Indigenous Nationalities of Ecuador ("**CONAIE**") and other complainants, provisionally suspending the Decree signed on May 31, 2023. The La Plata environmental consultation process was as result put on pause until a ruling was made from the Ecuadorian Constitutional Court.

On November 15, 2023, the Company announced additional positive results from 5 drill holes designed to expand tonnage at the El Roble Mine as part of its exploration program in an area of historical mining at El Roble. These results included 24.7m of 4.19% Cu, 3.11g/t Au, and 5.0m of 4.84% Cu and 12.26 g/t Au.

On November 20, 2023, the Company announced that on November 17, 2023, the Ecuadorian Constitutional Court ruled the Decree was unconstitutional, but decided to maintain the Decree in force until the Ecuadorian National Assembly enacts this procedure into Organic Law. Hence, the Court decision enabled MAATE to resume environmental consultation processes including La Plata's environmental consultation.

Recent Developments

On January 4, 2024, the Company announced that the Ministry of Energy and Mines of Ecuador, through the Central Coordination Zone, has authorized the extension period for the La Plata mining concession until 2049.

On February 4, 2024, the Company announced additional positive results for seven drill holes of the exploration program initiated in 2023 in an area of historical mining to expand tonnage at the El Roble Mine. These results included 4.45m of 5.17% Cu, 10.47g/t Au and 4.90m of 9.35% Cu, 2.94 g/t Au.

On March 5, 2024, the Company announced that it had signed, with the Government of Ecuador, an investment agreement for its 100% owned La Plata mining project located in Ecuador. This agreement lays the foundational groundwork for the execution of a formal Investment Protection Agreement (the "**IPA**") in the forthcoming period.

On April 4, 2024, the Company announced additional positive results for sixteen drill holes of the exploration program initiated in 2023 in an area of historical mining to expand tonnage at the El Roble Mine. These results included 20.70m of 5.76% Cu, 4.46 g/t Au and 11.50m of 8.16% Cu, 8.09 g/t Au. Grade intercepts in another fourteen drill holes were also reported over narrower widths of approximately 1 to 2 meters in areas with limited drilling which highlights the possibility of further extending the ore body with additional drill programs.

On April 30, 2024, the Company reported an updated NI 43-101 Mineral Resource and Reserve estimate with an effective date of March 12, 2024, for the El Roble Mine. Measured and Indicated Mineral Resources were estimated at 881K tonnes averaging 3.40% Cu, and 2.98 g/t Au, Proven and Probable Mineral Reserves were estimated at 828K tonnes averaging 2.49% Cu, and 2.20 g/t Au at a conversion rate of 88%. The life of mine was extended until the first quarter of 2027. The 2024 Technical Report (as defined below) was published on SEDAR+ on June 12, 2024.

On July 2, 2024, the Company announced completion of a feasibility study for the La Plata Project in Ecuador prepared in accordance with NI 43-101. The Feasibility Study (as defined below) includes Probable Mineral Reserves of 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. The Feasibility Study considers an average annual production of 9.71 Mlbs Cu, 15,929 oz Au, 226,299 oz Ag, and 13.25 Mlbs Zn in concentrates over an 8.1 year life of mine. The Feasibility Study's project economics include an after-tax net present value of $93M at a 5% discount rate and an internal rate of return of 25.1%, with an initial capex of $91 Million. The Feasibility Study was published on SEDAR+ on August 14, 2024.

On August 8, 2024, the Company announced that it had entered into an amendment and restatement of the Credit Facility by extending the maturity date of the Credit Facility from August 8, 2024 to July 31, 2026. The outstanding principal will bear interest at a rate of SOFR plus 7.5%.

On August 20, 2024, the Company reported that on August 2, 2024, a court in Ecuador issued a binding oral ruling, rejecting a constitutional protective action filed on March 22, 2024 by the mayor of the Canton of Sigchos, CONAIE and other complainants (the "**Claimants**") against MAATE and other governmental entities, challenging the environmental consultation process that was being conducted by MAATE for the La Plata Project. 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. The court concluded that the consultation process conducted by MAATE for La Plata 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 which will be heard by the Provincial Court of Justice of Cotopaxi in due course.

DESCRIPTION OF THE BUSINESS

Summary

The Company is engaged in the evaluation, acquisition, exploration, development and operation of copper, gold, and silver mineral properties, primarily those already producing or with the potential for near-term production with a geographic focus in Latin America. Currently, the Company is in production at its El Roble Mine in Colombia and has a development-stage project called La Plata in Ecuador.

The Company operates the El Roble Mine, which is located in the western cordillera of Colombia, within the Chocó Department close to the border with the Antioquia Department, 2.8 kilometers from the town of Carmen del Atrato, Department of Chocó. Driving time to the mine is three hours on paved highway from the city of Medellin to the town of Carmen del Atrato followed by ten minutes on an improved road to the mine site. The El Roble Mine is an underground copper-gold-silver mine, which has been in commercial production since 1997. The method of production at El Roble consists of underground mining principally through mechanized drift-and-fill stopping for the extraction of ore. Extracted ore is trucked to a conventional crushing, milling and flotation processing plant, which consists of copper-gold and silver flotation circuit.

Principal Product

The Company produces a copper, gold and silver concentrate at the El Roble Mine which is sold to Trafigura PTE, an international metals trader. The material sources of revenue for 2023 and 2022 are as follows:

	2023	2022
By type of concentrate:		
Copper, gold and Silver concentrate	100%	100%
By metal contained in concentrate:		
Copper	83%	85%
Gold	17%	15%
Silver	0%	0%

2021

In 2021, the Company produced 18.1 million pounds of copper, 11,018 ounces of gold and 40,238 ounces of silver. Recoveries in 2021 averaged 92.6% for copper, 59.8% for gold and 53.4% for silver. Annual mill throughput was 288,750 tonnes with average head grades of 3.06%, 1.98g/t, 8.14 g/t for copper, gold, and silver, respectively. Total concentrate production for the year was 42,249 dry metric tonnes.

For the year ended December 31, 2021, the Company shipped and sold from its El Roble Mine 38,783 dry metric tonnes of concentrate containing approximately 16.4 million pounds of copper, 10,299 ounces of gold and 38,746 ounces of silver, respectively. The mine had revenues of approximately $72.7 million in 2021.

2022

In 2022, the Company produced 15.0 million pounds of copper, 11,213 ounces of gold and 35,974 ounces of silver. Recoveries in 2022 averaged 91.4% for copper, 60.6% for gold, and 46.5% for silver. Annual mill throughput was 249,311 tonnes with average head grades of 3.01%, 2.31 g/t, 9.88 g/t for copper, gold, and silver, respectively. Total concentrate production for the year was 35,551 dry metric tonnes.

For the year ended December 31, 2022, the Company shipped and sold from its El Roble Mine 36,665 dry metric tonnes of concentrate containing approximately 15.4 million pounds of copper, 10,523 ounces of gold and 39,325 ounces of silver, respectively. The mine had revenues of approximately $65.2 million in 2022.

2023

In 2023, the Company produced 13.2 million pounds of copper, 10,149 ounces of gold and 36,949 ounces of silver. Recoveries in 2023 averaged 91.8% for copper, 60.1% for gold, and 40.7% for silver. Annual mill throughput was 278,874 tonnes with average head grades of 2.34%, 1.89 g/t, 10.26 g/t for copper, gold, and silver, respectively. Total concentrate production for the year was 32,667 dry metric tonnes.

For the year ended December 31, 2023, the Company shipped and sold from its El Roble Mine 31,763 dry metric tonnes of concentrate containing approximately 12.9 million pounds of copper, 9,407 ounces of gold and 30,786 ounces of silver, respectively. The mine had revenues of approximately $57.5 million in 2023.

2024

For the six months ended June 30, 2024, the Company produced 7.1 million pounds of copper, 5,035 ounces of gold and 18,145 ounces of silver. Recoveries averaged 91.9% for copper, 63.0% for gold, and 46.8% for silver. Mill throughput was 136,866 tonnes with average head grades of 2.55%, 1.81 g/t, 8.91 g/t for copper, gold, and silver, respectively. Total concentrate production for the six-month period was 17,471 dry metric tonnes.

For the six months ended June 30, 2024, the Company shipped and sold from its El Roble Mine 14,986 dry metric tonnes of concentrate containing approximately 6.0 million pounds of copper, 4,600 ounces of gold and 15,473 ounces of silver, respectively which generated revenues of approximately $28.7 million.

<u>Employees</u>

As at December 31, 2023, the Company had the following employees:

Table 1

	El Roble*	**La Plata**	**Corporate**	**Total**
Salary	459	57	11	527
Hourly	0	0	0	0
Total	459	57	11	527

* The majority of employees at the El Roble Mine are covered by a collective bargaining agreement with a workers union. See "***Changes to Contracts and Economic Dependence***" also see "***Risk Factors – Employee Recruitment, Retention, Pension Funding and Labour Relations***".

In addition, the Company, from time to time, employs outside contractors on a fee-for-service basis.

Specialized Skill and Knowledge

Various aspects of the Company's business require specialized skills and knowledge. Such skills and knowledge include the areas of geology, drilling, metallurgy, engineering, logistical planning and implementation of programs as well as finance and accounting and legal/regulatory compliance. While competitive conditions exist in the industry, the Company has been able to locate and retain employees and consultants with such skills and believes it will continue to be able to do so in the foreseeable future.

Competitive Conditions

The exploration and mining of precious metals and base metals is competitive. The Company competes with other mining companies, many of which have significant financial resources and technical facilities for the acquisition and development of, and production from, mineral interests, as well as for the recruitment and retention of qualified employees and consultants. The ability of the Company to acquire viable mineral properties in the future will depend not only on its ability to develop its present properties, but also on its ability to select and acquire suitable producing properties or prospects for development or mineral exploration.

Business Cycles

The mining business is highly cyclical. The marketability of minerals and mineral concentrates is also affected by worldwide economic cycles. The ultimate economic viability of the Company's projects is related and sensitive to the market price of copper, gold, zinc and silver. Metal prices fluctuate widely and are affected by numerous factors such as global supply, demand, inflation, exchange rates, interest rates, forward selling by producers, central bank sales and purchases, production, global or regional political, economic or financial situations and other factors beyond the control of the Company.

Changes to Contracts and Economic Dependence

The Company's cash flow is dependent on delivery of its ore concentrate to market. The Company has a concentrate off-take agreement with the customer whereby the customer will purchase 100% of the metals concentrate produced at the El Roble Mine. This current agreement has an expected settlement period ("**quotational period**") of one or four months following the month of shipment, and subject to certain limitations, the Company has the option of fixing the metal price for all or part of the shipment, which is adjusted to the average of the quotational period month. The Company has not had any problems collecting payments from the customer. The Company's cash flows are dependent on continued mine production which can be subject to interruption for various reasons including fluctuations in metal prices and concentrate shipment difficulties. Additionally, unforeseen cessation in smelter provider capabilities could severely impact the Company's capital resources. Although the Company sells its concentrate to one customer, it is not economically dependent upon any one customer as there are other markets throughout the world for the Company's concentrate.

On October 4, 2023, the Company announced that it had reached a ratified collective bargaining agreement with the Sintraminérgetica Union that is in effect from October 16, 2023 to October 15, 2025 (the "**Collective Bargaining Agreement**"). This agreement covers 314 employees at the El Roble Mine and is expected to be re-negotiated in 2025. If expired, failure to come to an agreement could result in an interruption of operations but the Company expects to come to mutually acceptable terms for an extension. See "***Risk Factors – Labour Relations***".

Environmental Protection

The Company's mining, exploration and development activities are subject to various federal, state and municipal laws and regulations relating to the protection of the environment, including requirements for closure and reclamation of mining properties. In all jurisdictions where the Company operates, specific statutory and regulatory requirements and standards must be met throughout the exploration, development and operations stages of a mining property with regard to matters including water quality, air quality, wildlife protection, solid and hazardous waste management and disposal, noise, land use and reclamation. Changes in any applicable governmental regulations to which the Company is subject may adversely affect its operations. Failure to comply with any condition set out in any required permit or with applicable regulatory requirements may result in the Company being unable to continue to carry out its activities. The impact of these requirements cannot accurately be predicted.

Management estimates costs associated with reclamation of mining properties as well as remediation costs for inactive properties. The Company uses assumptions about future costs, including inflation, prices, mineral processing recovery rates, production levels and capital and reclamation costs. Such assumptions are based on the Company's current mining plan and the best available information for making such estimates. Details and quantification of the Company's reclamation and closure costs are discussed in the Company's 2023 audited consolidated financial statements (see particular "**Note 12 – Decommissioning and Restoration Provision**") and the MD&A, see "**Critical Accounting Estimates and Judgements – Decommissioning Provision**" and "**Risk Factors - *Government Regulation and Environmental Compliance***" for the year ended December 31, 2023.

The Company is focused on strengthening, monitoring, controlling and disclosing environmental issues that affect employees and the surrounding communities. Through proactive public engagement, the Company continues to gain a better understanding of the concerns of area-wide residents and regulators, while working collaboratively to identify the most reasonable and cost-effective measures to address the most pressing concerns.

Foreign Operations

The Company's main operation is the El Roble Mine which is located in Colombia, and the Company has a development-stage project located in Ecuador called La Plata. The head office of Atico is located in Vancouver, Canada. Consequently, the Company is substantially dependent on its foreign operations.

Tax Considerations

With current operations in Colombia, the Company is subject to the tax considerations of that jurisdiction. Certain changes to Colombia corporate tax law affect the Company. See "**Risk Factors – *Tax Considerations***".

Social or Environmental Policies

The Company is committed to responsible mining, including promoting respect for our surrounding communities and protecting biodiversity in the environments we operate. The Company thrives to ensure that it follows the highest legal and ethical standards, and the Company's reputation for acting responsibly plays an important role in our success as a business. These commitments are reflected in our Code of Business Conduct and Ethics (the "**Code**") which outlines our fundamental principles of legal, moral and ethical conduct. The Code applies to the Company's directors, officers, employees, consultants and contractors ("**Personnel**") who are regularly required to review the Code to confirm they understand their responsibilities and that they conform to its requirements. The Code addresses the Company's expectations concerning its values and reputation, acting with honesty, respect, integrity, using information responsibly, fair dealing, compliance with laws and regulations and speaking up about deviations from the Code.

We have adopted a Health, Safety, Community and Environmental Policy outlining our commitment to protect and promote the safety, and occupational health of our workforce (employees and contractors) at the El Roble Mine and to protect the local communities and nature and the environment where El Roble Mine operations occur through the implementation of a comprehensive risk management system and structure. Our policy is supported by standard manuals for operational safety, health and wellbeing that outline how we implement our policy and ongoing monitoring of performance.

Under our Whistleblower Policy, we maintain a confidential whistleblower mechanism to enable employees and other stakeholders to submit concerns related to violations of the Code, or fraudulent or unacceptable behavior, conduct or practices carried out by Personnel. The policy provides a procedure to facilitate the receipt, retention, review and resolution of complaints and warnings given by Personnel.

We have also adopted a Human Rights Policy that recognizes local and internationally recognized human rights standards, including those set out in the International Bill of Human Rights and the ILO (International Labour Organization) Declaration on Fundamental Principles and Rights at Work which is in line with the United Nations Guiding Principles on Business and Human Rights. The policy outlines the Company's commitments to these principles as they relate to operations at the El Roble Mine in support of human rights, sets out the expectations of Personnel regarding the principles, and summarizes how the commitments will be implemented and administered.

Copies of the Whistleblower Policy and the Code are available on the Company's website.

MATERIAL PROJECTS

The following is a summary description of the Company's material mineral projects, namely the El Roble Mine and the La Plata Project.

El Roble Project

The following is the summary from the technical report (the "**2024 Technical Report**") entitled "*El Roble Mine Updated Mineral Resource and Mineral Reserve Estimates, El Carmen de Atrato, Chocó Department, Colombia*" dated June 12, 2024 with an effective date of March 12, 2024 and prepared in accordance with NI 43-101 by and under the supervision of Antonio Cruz, P. Geo., of Atico Mining Corp. and Thomas Kelly, MSc., EM, of Andes Colorado Corp. ("**Andes Colorado**"), both of whom are Qualified Persons for the purposes of NI 43-101. This summary is subject to certain assumptions, qualifications and procedures described in the 2024 Technical Report and is qualified in its entirety by the full text of the 2024 Technical Report which is available for viewing on SEDAR+ at www.sedarpus.com and incorporated by reference in this AIF. Defined terms and abbreviations used in this section and not otherwise defined have the meanings attributed to them in the 2024 Technical Report.

Summary

Introduction

The 2024 Technical Report has been prepared by Atico and Andes Colorado in accordance with the disclosure requirements of NI 43-101 to disclose recent technical and scientific information in respect to the El Roble Mine.

The current technical and scientific information related to the El Roble Mine is as follows:

1. Exploratory drilling (outside of the main deposits in production) and infill drilling (to better understand the deposits' geometry and grade and increase the resource categories), especially following September 30, 2020 (date of the previous Mineral Resource estimate).

2. Mineral Resources and Mineral Reserves are stated as of March 12, 2024.

3. The Mineral Resource estimate in this report replaces the previous technical report completed on September 30, 2020.

4. The Mineral Reserve estimate in this report replaces the September 30, 2020 Mineral Reserve estimate for El Roble.

Property Description and Location

The El Roble Mine is located in Atrato province, Chocó Department (adjacent to the border of Antioquia Department), in the country of Colombia. Carmen de Atrato is the nearest town and is located approximately 3 kilometres south of the mine and is accessed by an improved gravel road. The access road to Carmen de Atrato from the city of Medellin (Antioquia) is approximately 142 km of which 95 percent is paved.

The El Roble Mine consists of mineral concessions totalling approximately 6,355 hectares from which an underground mine and processing facility (El Roble Mine) currently owned and operated by MINER produces copper and gold concentrates from a VMS mineral deposit. Atico acquired 90 percent of MINER and its assets on November 22, 2013. The assets include all the mining concessions, the exploratory licenses, the underground mine, the plant, the tailings storage facilities, the infrastructure, stockpiles and workshop facilities relating to El Roble. Additionally, several off-site concentrate storage facilities were included in the purchase.

Geology and Mineralization

The geology of the MINER mineral concessions (including those where MINER is currently conducting underground mining) consist of submarine mafic volcanic rocks, black to grey chert and overlying deep-water sedimentary rocks, consisting of sandstone-shale turbidites that are part of the Cretaceous Cañas Gordas Group. These units can be traced for over 800 kilometers along the western cordillera of Colombia. Within the Cañas Gordas Group the local pillow basalts, tuffs, hyaloclastites, and agglomerates that are believed to be part of the Barroso Formation, while deep-water marine sedimentary rocks that include chert, siltstone and minor limestone belong to the Penderisco Formation. All of these rock units were deformed and metamorphosed during the Late Cretaceous to Tertiary accretion to continental South America, which resulted in both low-angle thrusting and high-angle strike-slip faulting that trend in a generally north-south direction.

The Mineral Resources reported herein are located in mineralized bodies considered to be VMS. These mineralized bodies are stratabound within the black chert unit, and MINER has not been able to identify economic mineralization outside of this stratigraphic unit. The largest of these deposits is Zeus lens or body, which is located at elevations 1,670 and 1,875 masl and has an average thickness of 35 meters.

Exploration Status

The drill programs conducted in 2022 and 2023 managed to complete 1,245.20 meters of drilling from six drill holes. The low production was due to difficult drilling conditions through a fault zone and the slow response by the drilling contractors to meet the challenge.

The drill data that was obtained from the abbreviated holes during these two campaigns highlighted 4 areas of interest (“**AOI**”) that warrant further testing by drilling.

- AOI-1 Archie Deep: Prospective black chert is located along trend of known mineralization, supported by geochemical anomalies in pathfinder elements Ag, Ba, As, Sb, Bi, Se, Te, Hg, Ga, and In; positive index of alteration (Ishikawa); and prospective geophysical anomalies in mag, chargeability, and resistivity.

- AOI-2 Archie East: Prospective black chert hosting veinlets of quartz-chalcopyrite in basalt; geochemical anomalies in pathfinder elements Ag, Ba, As, Sb, Bi, Se, Te, Hg, Ga, and In; positive index of alteration (chlorite, carbonate, pyrite); prospective geophysical anomalies in mag, chargeability, and resistivity.

- AOI-3 SE of El Roble Mine: Prospective black chert; geochemical anomalies in pathfinder elements Ag, Ba, Sb, Mo, Bi, Se, Te, and Hg; positive index of alteration (chlorite, carbonate, pyrite); prospective geophysical anomalies in chargeability and resistivity.

- AOI-4 Prospective basalt; geochemical anomalies in pathfinder elements Ag, Ba, Mo, Bi, Se, Te, Hg; positive index of alteration (Ishikawa); prospective geophysical anomalies in mag, chargeability, and resistivity.

Two campaigns of geochemical sampling were completed in El Roble in the Principal Target, North Target, and Gorgona Target. Both rock chip and soil samples were collected. These samples were analyzed in the internal analytical laboratory for Au, Cu, Fe, Zn, and Pb, and subsequently analyzed by XRF for other minor elements.

The soil geochemical results generated geochemical anomalies of Cu, Au, Fe, Pb, Zn and Ba that clearly outlined mineralized bodies recognized in the mine. These results show that the soil geochemical survey is a valuable exploration tool.

Mineral Resource and Mineral Reserves

The Mineral Resource estimation considers channel and core samples, in addition to the underground mine mapping for the construction of three-dimensional wireframes of the lithology and mineralized bodies. Estimation of grades in the block models only considers samples located inside the mineralized bodies solid, which are applied to anomalous grade or top cut treatment and a further compositing process. The model was constructed using 2m x 2m x 2m blocks, which represents the selective mining unit. The orebodies estimation is conducted separately body by body and element by element (Cu and Au). The methods used for grade estimation are cubic inverse distance (Goliat, Maximus, Maximus Sur, Perseo, A, B, D, D2, Afrodita, Rosario and Cuerpo Principal Orebodies) and Ordinary Kriging (Zeus Orebody).

Mineral Reserves were estimated by applying the El Roble mine plan to the block model wireframe to determine which blocks in the mine plan fit within the wireframe. These blocks were then diluted using historic information from El Roble, a suitable recovery factor based on surveyed results of stoping operations at El Roble was applied to each block and a break- even cut-off grade applied using historic cost information from El Roble. The blocks inside the wireframe were then rescheduled for the life of the ´Zeus, Maximus, Maximus Sur, Goliat, Perseo, Cuerpo Principal (“**Principal**”), A, B, D, D2, Rosario and Afrodita deposit and a financial projection made; the projection demonstrated robust economic performance. The blocks used in the mine plan were then compiled to make the total Mineral Reserve estimate.

Mineral Resource and Mineral Reserve estimates for the El Roble Mine are reported as of March 12th 2024 and detailed in Table 2 and Table 3.

Table 2 - Mineral Resources as of March 12th, 2024

Category	Tonnes (000)	Cu Eq. (%)	Cu (%)	Au (g/t)	Contained Metal	
					Cu Lbs (000)	Au oz (000)
Measured	499.2	4.39	3.28	2.64	36,092	42.5
Indicated	381.5	5.11	3.55	3.48	29,884	42.7
Measured + Indicated	880.7	4.70	3.40	3.00	65,976	85.2
Inferred	-	-	-	-	-	-

Table 3 - Mineral Reserves as of March 12th, 2024

Category	Tonnes (000)	NSR ($/t)	Cu (%)	Au (g/t)	Cu_eq (%)
Proven	528.0	233	2.47	1.92	3.31
Probable	299.5	272	2.54	2.71	3.75
Total	*827.5*	*247*	*2.49*	*2.20*	*3.47*

Where:

1. *Mineral Resources and Mineral Reserves are as defined by CIM definition Standards on Mineral Resources and Mineral*

Reserves 2014.

2. *Mineral Resources and Mineral Reserves are estimated provided above have an effective date of March 12th, 2024. The Mineral Resource estimates and the Mineral Reserve estimates were prepared by the Company's internal QPs, who have the appropriate relevant qualifications, and experience in resource mineral estimation and reserves mineral estimation.*
3. *The Mineral Reserves were estimated from the Measured and Indicated portions of the Mineral Resource estimates. Inferred Mineral Resources were not considered to be converted into Mineral Reserve estimates.*
4. *Mineral Reserves are reported using an NSR breakeven cut-off value of 130.11 $/t (basis 2023 cost); this value is considered for the Zeus, Principal, A, B, D, D2, Afrodita and Rosario ore bodies. An NSR breakeven cut-off value of 74.43 $/t is considered for the Maximus, Maximus Sur, Perseo, Goliat ore bodies.*
5. *Mineral Resources are reported using an NSR cut-off grade value of $72.59/t for Zeus ore body, an NSR cut-off grade value of $51.05/t this value is considered for the Maximus, Maximus Sur, Goliat and Perseo deposits and, an NSR cut-off grade of $67.02/t for A, B, D, D2, Afrodita, Rosario and Principal ore body was used.*
6. *Metal prices used were $1,991.00/troy ounce Au and $ 4.12/lb Cu.*
7. *Metallurgical recoveries have been considered based on historical El Roble process plant results as of 2023. For the mine designated as low zone (Zeus, Maximus, Maximus Sur, Goliat and Perseo ore bodies) Cu recovery is 91.67% and Au recovery is 59.74%. For the mine designated as high zone (Principal, A, B, D, D2, Afrodita and Rosario orebodies) Cu is 93% and Au is 63%.*
8. *Metal payable recovery used 92.40% for gold and 94.03% for copper (2023 commercialization basis).*
9. *The average density for the ore-body was designated as follows; Goliat = 3.34t/m3, Maximus = 3.50t/m3, Maximus Sur = 3.26t/m3, Zeus = 3.53t/m3 and Perseo = 3.35t/m3. for A, B, D, D2, Afrodita, Rosario and Principal ore body the density was estimated using IDW.*
10. *Mineral Resources, as reported, are undiluted.*
11. *Mineral Resources are reported to 0.87% CuEq cut-off for ore-body Zeus. 0.61% CuEq cut- off for ore-bodies Goliat, Maximus, Maximus Sur and Perseo. 0.86%CuEq cut-off for ore- bodies A, B, D, D2, Afrodita, Rosario and Cuerpo Principal.*
12. *CuEq for each block was calculated by multiplying one tonne of mass of each block-by- block grade for both Au and Cu by their average recovery, metal payable recovery and metal price. If the block was higher than CuEq cut-off, the block is included in the estimate (resource or reserve estimate as appropriate).*
13. *CuEq is estimated considering metal price assumptions, metallurgical recovery for the corresponding mineral type/mineral process and the metal payable of the selling contract.*
    a. *The CuEq grade formula used was:*
       *CuEq Grade = Cu Grade + Au Grade * (Au Recovery * Au Payable * Au Price) / (Cu Recovery * Cu Payable * Cu Price).*
    b. *Metal prices considered for Mineral Reserve estimates were $4.12/lb Cu and $1,991/oz Au for all sites.*
    c. *Other key assumptions and parameters include: metallurgical recoveries; metal payable terms; direct mining costs, processing costs, and G&A costs.*
14. *Modifying factors for conversion of resources to reserves included consideration for planned dilution which is based on spatial and geotechnical aspects of the designed stopes and economic zones, additional dilution consideration due to unplanned events, materials handling and other operating aspects, and mining recovery factors. Mineable shapes were used as geometric constraints.*
15. *Mineral Resources are not Mineral Reserves and do not have demonstrated economic viability.*
16. *There is no certainty that all or any part of the Mineral Resources estimated will be converted into Mineral Reserves.*
17. *There are no known political, environmental or other risks that could materially affect the development and mining of the Mineral Reserves in the El Roble Mine.*
18. *Figures in the table are rounded to reflect estimate precision; small differences are not regarded as material to the estimates.*
19. *Reserves are estimated based on mining material that can be mined, processed and smelted.*
20. *Values are rounded and may differ from those presented in the press release. Totals may not sum precisely due to rounding.*
21. *Inclusion of ore blocks in the Mineral Reserve does not guarantee that they will be mined.*

Mining Operations

MINER continues to successfully manage the operation, mining 278,874 dry metric tonnes (dmt) of ore from underground to produce 13.2 Mlbs of copper and 10.1 koz of gold for the full year 2023 while continuing to improve the mine infrastructure. MINER continues to investigate cost effective ways to improve productivity and reduce costs. MINER is implementing two projects to reduce costs in the transport to the process plant stockpile and crushing/grinding of the ore as well improving the cemented rock fill. The first project will be the implementation of a SAG Mill (8' x 6') located at the same elevation and close to the process plant which will replace the uphill haul to the present coarse ore stockpile and replace the present primary crushing and grinding system. The second project, aimed at reducing cemented rock fill usage by applying a mixed fill, will use cemented rock fill with rock only filling in the last levels of a block delimited by stope block pillars. These modifications and associated savings in cost and increases in efficiency were not used to estimate Mineral Resources or Mineral Reserves in the 2024 Technical Report.

Conclusions and Recommendations

- ATICO classified the block model in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves.

- The process used to estimate the Mineral Reserve meets international standards, including those standards applicable for a NI 43-101 compliant Mineral Reserve.

- The information used to prepare the estimate is of good quality and demonstrably reliable, as seen by the reconciliations and other work done as a check to confirm the accuracy of the information.

- The Mineral Reserve is a reasonable and accurate representation of the remaining mineral inventories of the Zeus, Goliat, Maximus, Maximus Sur, Perseo, Principal, A, B, D, D2, Afrodita and Rosario deposits.

- The El Roble project is financially robust until the known Mineral Reserve is depleted.

- There is significant risk to the project with regard to finding additional Mineral Reserves. If no additional Mineral Reserves are found within the next 18-24 months there is significant risk to the project closing after the present Mineral Reserve is depleted.

<u>La Plata Project</u>

The following is the summary from the technical report (the "**Feasibility Study**") entitled "*Feasibility Study, Technical Report on the La Plata Project, Ecuador*" dated August 14, 2024 with an effective date of July 2, 2024 and prepared in accordance with NI 43-101 by and under the supervision of Travis Manning, P. Eng., of Kappes, Cassiday & Associates ("**KCA**"), Thomas Kelly, RM-SME, of Andes Colorado, Adam Johnston, FAusIMM, CP(Met), of Transmin Metallurgical Consultants, Donald Hickson, P. Eng., of Envis Peru SAC, Christian Beaulieu, P. Geo., consultant for G Mining Services Inc. ("**G Mining**") and Neil Lincoln, P. Eng., consultant for G Mining, each of whom are Qualified Persons for the purposes of NI 43-101. This summary is subject to certain assumptions, qualifications and procedures described in the Feasibility Study and is qualified in its entirety by the full text of the Feasibility Study which is available for viewing on SEDAR+ at www.sedarpus.com and incorporated by reference in this AIF. Defined terms and abbreviations used in this section and not otherwise defined have the meanings attributed to them in the Feasibility Study.

<u>Summary</u>

Introduction

Atico commissioned KCA to conduct a feasibility study for the La Plata Project, incorporating all recent drilling, updated Mineral Reserve estimate, and recent metallurgical work. The purpose of this technical report is to support the Feasibility Study.

Property Description and Location

The La Plata Project, subject of the Feasibility Study, is located within the mining concession also called La Plata (code 2001.1) which is situated within the Cordillera Occidental of central Ecuador. The project geographic coordinates are UTM 729 500 east: 9 957 300 north.

The La Plata Project is situated near Palo Quemado (elevation: 1,493 meters), a village in the Cotopaxi province of Ecuador. In terms of accessibility, the project site is quite simple to reach. The total estimated travel time, from the country's capital Quito to the project, is less than three hours.

Ownership

Atico Mining Corporation, through its subsidiary Toachi Mining Inc. of Canada, owns all shares of the Ecuadorian company named "Compañía Minera La Plata S.A.". CMLP is the legal concession owner of the La Plata Concession in Ecuador. The La Plata Project, subject of the Feasibility Study, is entirely located within this mining concession ("**La Plata Concession**").

Climate and Physiography

The La Plata mining concession is situated in the transition from the mountainous inter-Andean zone to the Pacific coast. Consequently, the climate is influenced by multiple meteorological factors, whose variation depends on geographical location, topography, vegetation cover and the time of year. These variables define the climatology of the region. According to Pierre Pourrut's classification, the operational area of the La Plata mining concession exhibits a humid megathermal tropical climate.

This entails concentrated rainfall from December to May, with an average annual precipitation of 2,029 mm and may reach 3,030 mm. The average temperature in the zone ranges between 16.7 degrees C and 21.5 degrees C. The average maximum wind speed reaches 4.3 m/s in September, and the average minimum wind speed is 2.4 m/s in February, predominantly from the north (N) and northeast (NE).

Project History

The present La Plata concession (code 2001.1) is the result of the amalgamation of two original concessions named "La Florida" and "Loma del Tigre". Both the La Florida and Loma del Tigre concessions received mining titles in September 2001 with Compañía Minera Cambior Ecuador S.A. and Compañía Enterprise Gold del Ecuador S.A., respectively being the title holders. Shortly after the concessions were listed on the national mining registry Company Promociones Mineras Prominex S.A. acquired the mining rights to both concessions and the concessions were then acquired by Compañía Sultana del Cóndor Minera – Sulcomi S.A. in 2002. In 2016, the amalgamation of the Loma del Tigre (code 200128) and La Florida (code 2001.1) mining concessions was authorized in the La Plata mining concession (code 2001.1).

The Ferrum-Toachi-Sultana Agreement: On October 28th, 2015, Ferrum Americas Mining Inc. ("**Ferrum**") announced the signing of a letter of intent with Compañía Sultana del Cóndor Minera – Sulcomi S.A. ("**Sultana**") pursuant to which Ferrum has been granted the option to acquire a minimum 60 percent and a maximum 75 percent interest in the La Plata Project over a period of four years.

On March 14, 2016, Ferrum announced that the company has changed its name to "Toachi Mining Inc." and has consolidated its common shares on the basis of five (5) existing common shares for one (1) new common share. The Company started trading on the Toronto Stock Exchange as Toachi Mining Inc under the ticker "TIM.V".

Toachi – Atico Merger: On September 11th of 2019, Toachi and Atico merged, and the new entity continues to operate under Atico and trades on the TSX-V with the ticker ATY.V. All of the Toachi rights linked to the La Plata Project were transferred to Atico.

On August 20th, 2021, Atico completed the acquisition of the remaining 40 percent of the project through an agreement with Sultana.

Geology and Mineralization

The La Plata Project is situated in the western flank of the Cordillera Occidental, hosted by the Macuchi Unit, a Paleocene to Eocene submarine volcano-sedimentary sequence. It spans over 500 km along a NNE to SSW trend, with thicknesses up to 50 km. Notable deposits of the Western Cordillera include La Plata (subject of the Feasibility Study), Macuchi, and El Domo, all displaying Kuroko-type VMS mineralization.

Mineralization at La Plata is defined as a gold-rich polymetallic volcanic massive sulphide (VMS) deposit, which shows similarities to Noranda / La Ronde / Kuroko type Cu–Pb–Zn (±Au, Ag) massive sulphide deposits. Mineralization generally occurs as massive to semi-massive sulphide lenses within a calc-alkaline bimodal arc succession. At La Plata, the VMS mineralized horizons are stratiform and internally highly deformed with no discernible sulphide zonation. There is often a low-grade stockwork immediately below, and sometimes above this horizon, and is a result of secondary shearing and sulphide and metal remobilization.

At La Plata, primary sulphide textures are scarce, with mainly fine grain sizes and no apparent primary depositional features within the massive sulphide unit, except for sulphide-replaced clasts and matrix sulphide-flooding. Tectonically derived planar layering is well-developed in the sulphide bodies, with nearly all primary depositional features destroyed, exacerbated by multiple mineralization pulses affecting pre-existing sulphides. Mineralization occurs at the contact between hanging wall basaltic to andesitic rocks and footwall andesitic rocks, typically underlain by a jaspilitic exhalite marker horizon. The VMS system comprises three orebodies: the South Block, North Block, and Guatuza deposits, characterized by massive to semi-massive lenses of varying thicknesses. No consistent barite cap or geochemical zoning is observed, with zinc-rich and copper-rich zones often intercalated, indicating multiple mineralization events. The main minerals in the sulphide horizons include chalcopyrite, pyrite, sphalerite, bornite, and galena, alongside barite and accessory quartz gangue minerals. Minor minerals include fahlore (tennantite), covellite, digenite, chalcocite, and native gold.

The La Plata VMS orebodies, comprised of the South block, North block and Guatuza zone, all strike in a north-south orientation. The South and North VMS orebodies essentially dip between 80 degrees and 10 degrees towards the east, while the Guatuza orebody has a dip between 35 to 50 degrees to the west. The overall N-S strike length of the La Mina deposit is about 1,050 m, and an average ‘flattened’ width of ~200 m. More precisely, the South Block, North Block and Guatuza Block have lateral extensions of 150 meters, 190 meters and 80 meters, respectively. The deposit is crosscut by reverse faulting and shearing, with some late, re-activated normal faulting. Late felsic dyke (rhyodacitic composition) and a few mafic sills and dykes utilize some of these structures, particularly in the La Plata North Block and the Guatuza Block just to the north-east.

Exploration and Drilling

In addition to the mineralization known as the North and South Blocks and Guatuza of the La Plata area, at least 15 other key exploration targets have been identified along a 6 km trend of the La Plata Project in favourable stratigraphy. These targets were outlined following two (2) comprehensive exploration programs carried out by Cambior from 1996 to 1998 and Cornerstone-Sultana from 2006 to 2009, and by Toachi Mining from 2016 to 2017 and 2020 to 2021.

Toachi Mining, in a JV agreement with Compañía Minera La Plata, initiated exploration and resource definition activities in 2016 and is currently continuing exploration activities at the La Plata Project. Peripheral exploration drilling also took place, as has surface geochemical investigation and trenching and sampling. Toachi also completely reviewed all relevant historic data, reinterpreted mapping, soil geochemistry, previous geological interpretations, and reprocessed the existing gravity survey over the La Plata deposit, and the property-wide ground magnetic data collected by Cornerstone. Based on this, Toachi has identified a number of additional targets on the La Plata property.

Four (4) drilling campaigns that were considered for the Mineral Resource estimate presented in this report were completed, for a total of 265 drill holes and 60,045 m drilled in NQ, HTW and NTW core size. Drilling campaigns were managed by Cambior (1996-1998), Cornerstone (2006-2007) and Toachi Mining (2016-2017 and 2020-2021).

Cambior's campaign consisted of 8,628 m of NQ size (47.6 mm diameter) diamond drilling in 28 holes. Most of this campaign targeted the La Plata South Block and its immediate extensions. Several holes were drilled in the North Block to define known mineralization, reproduce past intersections, and verify true widths of the mineralization. Cornerstone drilled 17 holes totalling 5,933 m, targeting the southern end of the South Block and the northern end of the North Block and to test the Guatuza zone.

More recently, Toachi Mining completed two drilling campaigns. The 2016-2017 campaign consisted of 94 drill holes totalling 17,851 m, which some were drilled north of the deposit on exploration targets. Drill hole targeting the La Mina deposit mainly aimed at refining its extent. Some holes were designed to validate surface drill data from Minera Toachi (not included in this Mineral Resource estimate), Cambior and Cornerstone. The 2020-2021 drilling campaign was essentially designed as an infill program, where 126 drill holes were completed for a total of 27,634 m. All Toachi drill holes were surveyed using a Total Station and downhole deviation recorded with the Reflex EZ-TRAC (bottom of hole measurements were also taken on several holes using the Reflex ACT II tool).

Sample Preparation and Data Verification

Cambior and Cornerstone samples were dried, crushed, then split to 2 kg and subsequently crushed to -10 mesh. A 250 g sample was then pulverized to -150 mesh for analysis by inductively coupled plasma ("**ICP-34 elements**"), initially using aqua regia digestion, but later change to a total digestion method (all Cornerstone assays were completed with total digestion). All samples were assayed for gold and silver using a 30 g fire assay method with an atomic absorption finish. The analyses were completed by Bondar Clegg Laboratories in Vancouver (now ALS Chemex Laboratories) for the Cambior campaign and by ALS Chemex Laboratories in Vancouver for the Cornerstone campaign.

Toachi Mining samples were weighed, dried, crushed to 70 percent passing 2 mm (10 mesh); a split of 1 kg was taken from the crushed material and pulverized to 90 percent passing 70 µm (200 mesh). Multi-element (33 elements) analysis by 4-acid digestion with ICP-AES finish (ALS analytical code: ME ICP61a) was employed. Over-limit (OL) samples were assayed using a 4-acid digest with AAS finish (Element-AA62). Silver values greater than 200 ppm are automatically reanalyzed by the OL analysis. Copper, zinc, lead, and nickel OL values greater than 100,000 ppm are re-evaluated with this same method. Gold (Au) is performed using a 50 g fire assay (FA) with AAS finish. All samples within the mineralized zones were also assayed for total S percentage by LECO.

Core logging and sampling procedures were validated by GMS personnel during two (2) site visits. During these visits, 15 drill holes covering the three mineralized domains were inspected for mineralization, sampling intervals and core logging. Inspection also included the following: drill hole collars point collection with handheld GPS, core storage facilities, sample security methods, database management and a sample preparation laboratory visit (ALS Quito). Overall, the QP considers that the data supporting the Mineral Resource estimate is of good quality. In the QP's opinion, drilling, core logging, sampling, core storage and assaying procedures are conducted in a manner that are in accordance with industry standards. The QP is of the opinion that the verification of the data obtained from the site visit demonstrates the reliability of the La Plata drilling database, and that it is suitable for inclusion in the Mineral Resource Estimate.

Metallurgical Testing

Substantial metallurgical testing has been conducted on the La Plata Project since 1997, focusing initially on gold recovery and later expanding to other metals present in the deposit. Key findings and developments include:

- Historical Testing (1997-2016):
  - Cambior (1997-1998): Demonstrated effective gold concentration using gravity methods and produced separate Cu/Zn concentrates.
  - Buenaventura (2002): Achieved 61% gold and 41% copper recovery using two-stage cleaning flotation.
  - Sultana (2003): Showed high gold recovery potential through gravity methods.
  - Cornerstone Capital Resources (2006): Developed a non-43-101 compliant flotation flowsheet and mass balance.
  - Sultana (2014): Proposed a 300-500 tonne per day gravity/flotation plant.
  - SGS Lakefield (2016): Confirmed improved flotation efficiency with very fine primary grinds.

- Current La Plata Project Development (2018-2023):
  - SGS Lakefield (2018-2019): Conducted flotation tests using ZnSO4 and Na2S as depressors, assessing potential recovery and concentrate quality.
  - SGS Callao (2020): Performed comminution tests on North and South zones.
  - Plenge (2020-2023): Optimized flowsheet and flotation parameters.
  - Chapi (2020-2023): Conducted optimization flotation tests under Atico's supervision.
  - Atico initiated a testwork program for geometallurgical modeling,
    - Work included comminution tests by SGS Peru, and gravity concentration and flotation tests by Plenge Laboratory.
    - The program concluded in March 2023 with thirteen locked cycle tests for the geometallurgical model update.
    - Plenge conducted flotation tests to analyze soluble copper species and evaluate the impact of Cu over Zn ratio domains.

Mineral Resource Estimate

The La Plata Mineral Resource Estimate ("**MRE**") presented herein represents an update from the previous MRE issued in the La Mina Preliminary Economic Assessment ("**PEA**") report, completed by SGS Canada Inc. ("**SGS**") in March 2019.

The current MRE is based on the updated drillhole database received on March 8, 2021, which includes additional data from the 2020 and 2021 infill drilling programs completed since the previous MRE. Since the 2019 PEA, there has been significant progress in the geological understanding of the deposit due to infill drilling programs conducted on the La Plata Project. Most of the drilling was dedicated to infill drilling to convert Inferred resources to Indicated category for inclusion in this Feasibility Study.

The effective date of the Mineral Resource estimation is March 8, 2021. The Mineral Resource estimation was completed on August 1, 2023, and the MRE statement is listed in Table 4 Total Indicated Mineral Resources are estimated at 2.3 Mt @ 2.98 g/t Au, 40 g/t Ag, 2.13% Cu, 0.49% Pb and 3.05% Zn. Total Inferred Mineral Resources are estimated at 0.4 Mt @ 1.75 g/t Au, 38 g/t Ag, 0.96% Cu, 0.41% Pb and 2.29% Zn. These Mineral Resources are not Mineral Reserves as they have not demonstrated economic viability. The quantity and grade of reported Inferred Mineral Resources in the Feasibility Study are uncertain in nature and there has been insufficient exploration to define these resources as Indicated or Measured; however, it is reasonably expected that the majority of Inferred Mineral Resources could be upgraded to Indicated Mineral Resources with continued exploration.

Table 4 - La Plata Mineral Resource Summary – Effective date: March 8th, 2021

	Mineralized Domain	Density g/cm³	Tonnage kt	Average Value							Material Content					
				NSR $/t	CuEq %	Au g/t	Ag g/t	Cu %	Pb %	Zn %	NSR M$	Au koz	Ag koz	Cu kt	Pb kt	Zn kt
Indicated	North Block	3.27	1,148	316	5.21	2.61	30	2.44	0.36	2.66	363	96	1,125	28.0	4.1	30.5
	South Block	3.27	1,014	355	6.00	3.79	56	1.84	0.70	3.85	360	124	1,818	18.6	7.1	39.1

	Mineralized Domain	Density g/cm^3	Tonnage kt	Average Value							Material Content					
				NSR $/t	CuEq %	Au g/t	Ag g/t	Cu %	Pb %	Zn %	NSR M$	Au koz	Ag koz	Cu kt	Pb kt	Zn kt
	Guatuza	3.22	183	166	2.66	0.75	9	1.78	0.10	1.04	30	4	50	3.3	0.2	1.9
	Total	**3.27**	**2,345**	**321**	**5.36**	**2.98**	**40**	**2.13**	**0.49**	**3.05**	**753**	**224**	**2,993**	**49.8**	**11.5**	**71.5**
Inferred	North Block	3.11	22	187	3.43	2.16	29	0.97	0.43	2.54	4	2	20	0.2	0.1	0.6
	South Block	3.06	308	178	3.24	1.81	42	0.91	0.44	2.45	55	18	411	2.8	1.4	7.5
	Guatuza	3.08	51	145	2.51	1.16	17	1.23	0.19	1.24	7	2	28	0.6	0.1	0.6
	Total	**3.07**	**380**	**174**	**3.16**	**1.75**	**38**	**0.96**	**0.41**	**2.29**	**66**	**21**	**459**	**3.6**	**1.6**	**8.7**

Notes on Mineral Resources:

1. *The Mineral Resource described above was completed on August 1, 2023 and has been prepared in accordance with the CIM Standards (Canadian Institute of Mining, Metallurgy and Petroleum, 2014) and follow the Best Practices outline by the CIM (2019).*
2. *The Qualified Person (QP) for this Mineral Resource Estimate is Christian Beaulieu, P.Geo. consultant for G Mining Services inc. Mr. Beaulieu is a member of the l'Ordre des géologues du Québec (#1072).*
3. *The lower cut-offs for reporting underground mineral resources are $70 NSR for Long Hole and $90 NSR for Cut and Fill/Room and Pillar projected mining methods. The NSR was calculated based on the following assumptions (described in detail in Section 15, Table 15.4 and Table 15.5 of the Feasibility Study, except for different commodity prices):*
    a. *Commodity price assumptions: Gold = $1,900 per ounce, Silver = $26.50 per ounce, Copper = $4.50 per lb, Zinc = $1.40 per lb, Lead = $0.92 per lb.*
    b. *Various project related economic assumptions considered, including sale terms and conditions (% payables by metal and concentrate type, treatment and refining costs ($88/dmt, $0.09/lb Cu, $0.60/oz Ag, 0.8% Gold price with min $8/oz Au), penalties ($2/dmt min. for Pb and Zn)), transportation costs ($68/t).*
4. *The La Mina deposit has been classified as Indicated and Inferred Mineral Resources depending on drill spacing and estimation pass. No Measured Mineral Resources are quoted.*
5. *Known underground workings have been incorporated into the block model with a zero-density value within voids to exclude them from the resource tabulation.*
6. *Bulk Density has been estimated in the block model using ID2 from drill core measurements. Other geological units were assigned by lithology and weathering types.*
7. *A minimum thickness of 1.5 m was used when interpreting the wireframes. Areas of isolated clusters of blocks and where minimum thickness was not reached have been removed from the calculations.*
8. *The tonnages and grades outlined above are reported inside a block model with a parent block size of 5 m x 5 m x 3 m, and subblocks 1 m x 1 m x 1 m.*
9. *Tonnage and metal content have been expressed in the metric system, except for gold and silver metal content which is expressed in troy ounces. Tonnages have been rounded to the nearest 1,000 tonnes, and metal content has been rounded to the nearest 100 tonnes or 1,000 ounces. Differences may occur in totals due to rounding.*
10. *Mineral Resources are not Mineral Reserves as they have not demonstrated economic viability. The quantity and grade of reported inferred mineral resources are uncertain in nature. The QP is not aware of any factors or issues that materially affect the MRE other than normal risks faced by mining projects in the country in terms of environmental, permitting, taxation, socio-economic and marketing factors, and additional risk factors regarding indicated and inferred resources. Political and social factors that may influence the MRE is the current instability in the country of Ecuador related to the recent events tied to drug trafficking, which may affect market perception of the project's risk profile.*
11. *There is no guarantee Mineral Resources will become Mineral Reserves and no guarantee that Mineral Resources will be mined*

Mineral Reserve Estimate

The mine design and Mineral Reserve estimate were completed to a level appropriate for feasibility studies. The Mineral Reserve estimate stated herein is consistent with the CIM definitions and is suitable for public reporting. As such, the Mineral Reserves are based on Measured and Indicated Mineral Resources and do not include any Inferred Mineral Resources. The Inferred Mineral Resources contained within the mine design are treated as waste.

The Mineral Resources estimate reported below are the basis for the Mineral Reserve Estimate. Only Measured and Indicated Resources are deemed to have sufficient confidence to be used for the Mineral Reserve estimate. Indicated Resources are the basis for the estimate of Probable Mineral Reserves.

The Mineral Reserves for the La Plata Project are estimated at 2.51 Mt, at an average grade of 1.59 percent Cu, 2.28 g/t Au, 30.41 g/t Ag, 0.36 percent Pb, and 2.18 percent Zn, as summarized in Table 5 below.

Table 5 - Mineral Reserve Statement as of 5 July 2023

Reserve Category	*Tonnes (Mt)*	*CuEq (%)*	*Au (g/t)*	*Ag (g/t)*	*Cu (%)*	*Pb (%)*	*Zn (%)*	*NSR ($)*	*Au (Koz)*	*Ag (Moz)*	*Cu (Mlbs)*	*Pb (Mlbs)*	*Zn (Mlbs)*
Probable	2.51	*3.51*	2.28	30.41	1.59	0.36	2.18	220	128.79	1.83	78.53	14.87	107.51

Notes on Mineral Reserves:

1. *Mineral Reserves are as defined by CIM definition Standards on Mineral Resources and Mineral Reserves 2014.*
2. *The Mineral Reserves were estimated from the Indicated Mineral Resource estimates. Inferred Mineral Resources were not considered to be converted into Mineral Reserve estimates.*
3. *Mineral Reserves are reported using an NSR breakeven cut-off value of 70 $/t for bench and fill (Long Hole) and 90 $/t for Cut and Fill/Drift and Fill projected mining methods;*
4. *Metal prices used were $1,800.00/troy ounce Au, $23.00/troy ounce Ag, $4.00/lb Cu, $0.92/lb Pb and $1.30/lb Zn;*
5. *Metal grades outlined above have not been adjusted for metallurgical recoveries. Copper Equivalent grade calculation (CuEq) is based on metal prices above and has been adjusted for metallurgical recoveries.*
6. *The Mineral Reserve estimates were prepared by Mr. Thomas Kelly, RM-SME, president of Andes Colorado Corp., who is a Qualified Person for the estimate and independent of Atico Mining and its subsidiaries. The estimate has an effective date of July 5, 2023;*
7. *Modifying factors for conversion of resources to reserves included consideration for planned dilution which is based on spatial and geotechnical aspects of the designed stopes and economic zones, additional dilution consideration due to unplanned events, materials handling and other operating aspects, and mining recovery factors. Mineable shapes were used as geometric constraints;*
8. *Reserves are estimated based on mining material that can be mined, processed and smelted;*
9. *Values are rounded and may differ from those presented in the press release. Totals may not sum precisely due to rounding;*
10. *Inclusion of ore blocks in the Mineral Reserve does not guarantee that they will be mined;*
11. *Figures in the table are rounded to reflect estimate precision; small differences are not regarded as material to the estimate;*
12. *There is no guarantee that Mineral Reserves will be mined.*

Mining Methods

The proposed mining approach will use variations of Bench & Fill, Cut-and-Fill and Drift-and-Fill mining methods, accessed via several access drifts and ramps. These methods are appropriate for orebodies with varying structural geometries from flat to near vertical and thicknesses ranging from four to eight meters.

The La Plata Project's mining equipment fleet will consist of a two-boom, electric-hydraulic face jumbo and a one-boom, electric-hydraulic face jumbo for drilling in horizontal workings and ramps; an additional electric-hydraulic, long-hole jumbo will be used for long-hole drilling. A single-boom, electric-hydraulic bolter is included as the main equipment for the installation of ground support. Four load haul dump units with a 10-t (6 yd3) capacity will be used for development and production mucking. Waste and ore haulage is by 25-t underground mining trucks transporting the ore and waste to surface stockpiles. A mix of ANFO and emulsion explosives will be used for blasting to reduce the excavation overbreak. The stopes are mined with a single pass approach. Auxiliary services will be performed with telehandler equipment.

Three mining methods will be used due to the varying characteristics of the orebody. The Bench-and-Fill method will be used in areas where the dip of the orebody is steep, varying from 55 to 90 degrees with good ground conditions (RMR values greater than 40). Cut-and-Fill methodology will be used where orebody geometry changes from vertical or near vertical to a flatter dip. These are areas where Bench-and-Fill stopes cannot be used due to geometry and/or where ground conditions are not favorable for Bench-and-Fill (RMR values less than 40). Drift-and-Fill mining is used where the deposit is relatively flat, generally less than 45 degrees.

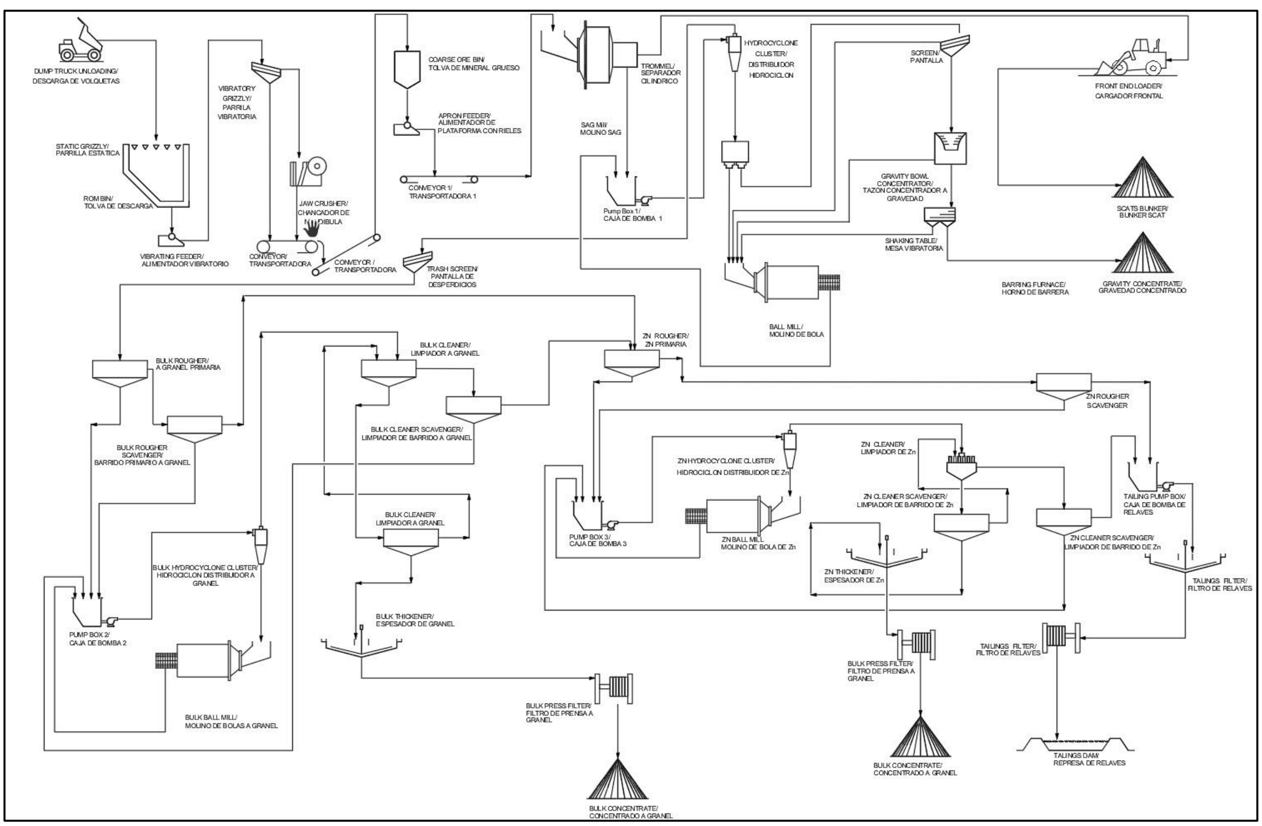
Recovery Methods

The process plant design for the La Plata Project is based on a conventional metallurgical flowsheet to treat sulphide ore to produce bulk copper and zinc concentrates. The flowsheet is based on completed metallurgical test work, industry standards and conventional unit operations. The process plant will nominally treat 850 tonnes per day (t/d) of ore and will consist of comminution and flotation circuits. Flotation tailings will be dewatered to produce a filtered tailings for storage onsite. Figure 2 - Overall Flowsheet represents the overall flowsheet for the La Plata Project.

The proposed process plant will consist of the following operating units:

- Primary crushing of the Run of Mine ore
- Coarse material storage (bin) and reclaim
- Grinding circuit consisting of a semi-autogenous ("**SAG**") mill and ball mill with hydrocyclones producing a final product P80 of 75 µm
- Gold gravity circuit
- Sequential flotation and concentrate regrind circuits to produce separate bulk and zinc concentrates
- Concentrate dewatering circuits each consisting of a thickener and filter press per product
- Concentrate loadout area
- Tailings dewatering consisting of a thickener and filter press with filter cake stored in a tailings management facility
- Reagents storage and makeup systems
- Water systems (potable water, fresh water, gland seal water and process water)

Figure 2 - Overall Flowsheet



Source: GMS, 2024

Ore from the underground mine will be transported to the plant and will be crushed in a jaw crusher. Crushed material will be conveyed and stored in a coarse ore bin. Reclaimed ore from the coarse ore bin will feed a grinding circuit consisting of a 4.2 m diameter by 3.1 m effective grinding length ("**EGL**") SAG mill with a 700 kW synchronous variable speed motor and 3.2 m diameter by 5.0 m EGL ball mill with an installed 700 kW fixed speed motor. The comminution circuit will produce a primary grind size of P80 of 75 µm for sulphide flotation. A gravity circuit will be included in the grinding circuit for recovery of gravity recoverable gold.

The flotation circuit will consist of conventional bulk rougher-cleaner and zinc rougher-cleaner circuits. Each circuit will include a concentrate regrind circuit. The bulk flotation circuit will consist of three 8 m3 rougher flotation cells, two 8 m3 rougher scavenger flotation cells, five 8 m3 cleaner flotation cells and two 8 m3 cleaner scavenger flotation cells. Tails from the bulk rougher scavenger and bulk cleaner scavenger circuits will be pumped the zinc flotation circuit.

The zinc rougher flotation circuit will consist two 8 m3 rougher flotation cells, two 8 m3 rougher scavenger flotation cells, four 3 m3 cleaner flotation cells, and two 3 m3 cleaner scavenger flotation cells. Tails from the zinc rougher scavenger and zinc cleaner scavenger circuits will be pumped to the tailings thickener.

Bulk concentrate will be dewatered via a thickener and plate-and-frame pressure filter to produce a bulk concentrate at approximately 9% moisture. Zinc concentrate will be dewatered via a separate thickener and separate plate and frame pressure filter to produce a zinc concentrate at approximately 9% moisture.

Tailings from the flotation circuit will be dewatered via a thickener plate and frame pressure filter to produce filtered tailings with approximately 15% moisture. Tailings filter cake will be stored within a tailings management facility.

Reagents consumed within the process plant will be prepared on site and distributed via various reagent handling and makeup systems. These reagents include A-3894 collector, A-3418 collector, MIBC frother, sodium metabisulphite, zinc sulphate, sodium sulphide, copper sulphate, sulphuric acid, hydrated lime and flocculant.

Infrastructure

Within the project area, basic infrastructure exists, including road access via a gravel road, with certain sections being single-lane and under continuous improvement to accommodate the construction and operation of the mine. In 2023, a new bridge was built by the local government a few kilometers from Palo Quemado to improve public transport. The offices and camp for the CMLP exploration phase were located in rented housing in Palo Quemado, equipped with essential services such as water supply, electric lighting, waste collection, domestic gas delivery, mobile phone, and internet connectivity.

Buildings and facilities for the project and operations have been considered. Buildings required include the administration and mine offices buildings, an analytical laboratory, site gate house, a dining hall, processing facilities and reagent storage facility. A mill shop and warehouse building will also be constructed.

Lavatory and wash facilities will be located throughout the project site. Sanitary waste from the lavatories will feed multiple septic systems for treatment and disposal. A licensed waste management company will transport collected solid wastes to a dedicated offsite, third-party controlled landfill site. Hazardous waste will be disposed of in a safe and environmentally sound manner using outside contractors.

The principal access road is unpaved, branching off from the main highway at Unión del Toachi, heading south towards the Palo Quemado village. It is anticipated that as the La Plata Project progresses towards commercial production, some improvements will be necessary on this road to ensure the efficient transport of equipment and supplies necessary for the La Plata Project's development. Additionally, the mineral concentrates produced at site will be transported via the existing road network to the port located on the coast of Ecuador.

To meet energy needs, there is a plan to construct a 69-kV high-voltage electrical line approximately 6.4-Km in length, extending the national grid from the existing “La Palma” substation to the future “Palo Quemado” substation, planned in the project infrastructure. The company representatives are working with the National Electricity Corporation, Santo Domingo Business Unit, in obtaining preliminary information about the costs for the construction of the electrical line and a new substation near the process plant. This review will be based on an estimated electrical capacity of 5,02-MW. The power line is then incorporated into the CNEL construction planning, and the capital expenditure will need to be included within the project construction budget. The capital expenditure for the construction of the “Palo Quemado” substation and the 69-kV line will then be reimbursed to CMLP through an electricity rate differential allowing the recovery of the initial investment.

It is noteworthy that the Toachi Pilatón Hydroelectric Plant, which has a capacity of 254-MW is located near the project. This plant is approximately 88 percent completed; the remaining work primarily involves the installation of electromechanical equipment. The powerplant is located approximately 5-Km from the processing plant and the proposed mine site area, thus representing a potential source of energy for future operations.

Regarding water supply, the site has available resources from La Florida and Alambique Creeks, adjacent to the mining area, as well as various nearby water sources. In the old operation, water from these same sources was also utilized.

In terms of communication infrastructures, it is important to mention that local cellular phone service is available in most of the area and a new radio tower has been installed, facilitating communications in the La Plata Project area.

Environmental Studies and Permitting

In order to start the exploitation and benefit phases of the La Plata mine, a series of permits must be awarded from various government bodies, including the Ministry of Environment, Water and Ecological Transition, in addition to other permits related to La Plata Project’s facilities. The additional permits are granted by local and state authorities, by Ministry sector. Compañía Minera La Plata S.A. (CMLP) submitted and received in 2022 the Positive Technical Decision for the Environmental Impact Study for the exploitation and benefit phases of metallic minerals in the operating area of the La Plata mining concession, which corresponds to the applicable environmental legislation. The legislation provides background information to predict and identify potential environmental impacts; as well as describing mitigation, prevention and control measures for mining activities. The permits are currently undergoing the Public Consultation and Participation Process, which is the final stage of the process required to obtain the Environmental License.

The La Plata Project has obtained all the required permissions for beginning general operations. Table 6, below, summarizes the sectorial and environmental permits that will be required for the La Plata Project, the government entity responsible for issuing the permit, and its current status.

Table 6 - Permit list needed for the project and current status

Permit	Related government entity	Status
Change of stage	Ministry of Energy and Mines (MEM)	Next to be developed
Change of mining regime	Ministry of Energy and Mines (MEM) - Agency for Regulation and Control of Energy and Non-Renewable Natural Resources (ARCERNNR)	Approved Resolution Nº. MERNNR-CZC-2022-0024-RM
Tailings deposit technical feasibility certificate and technical endorsement to build new tailings dumps.	Ministry of Energy and Mines (MEM) - Agency for Regulation and Control of Energy and Non-Renewable Natural Resources (ARCERNNR)	Approved Resolution Nº. MEM-VM-2022-0141-OF

Permit	Related government entity	Status
Environmental License for Advanced Exploration	Ministry of Environment, Water and Ecological Transition (MAATE)	Approved Resolution Nº.1477 (01/11/2011)
Environmental License for Exploitation and Beneficiation	Ministry of Environment, Water and Ecological Transition (MAATE)	Favorable pronouncement MAATE-SCA-2022-0010-O Citizen participation process
Environmental Registration LST (69 kV)	Ministry of Environment, Water and Ecological Transition (MAATE) Zonal Directorate 3 Chimborazo Technical Office Latacunga National Electricity Corporation UN Santo Domingo	Approved Resolution Nº. MAATE-SUIA-RA-DZDCH-2023-398
Authorization for Use and Development of Surface Water (human and industrial consumption)	Ministry of Environment, Water and Ecological Transition (MAATE). Zonal Directorate 2 Esmeraldas Technical Office Santo Domingo	In development
Authorization for possible affectation of water sources	Ministry of Environment, Water and Ecological Transition (MAATE). Zonal Directorate 2 Esmeraldas Technical Office Santo Domingo	Approved Resolution Nº. 3855-2014
Flow regulation	Ministry of Environment, Water and Ecological Transition (MAATE). Zonal Directorate 2 Esmeraldas Technical Office Santo Domingo	In development
Hazardous waste generator permit	Zonal Directorate 3 Chimborazo -MAATE Technical Office Latacunga	Next to be developed in the construction phase
Land use compatibility permit	Gobierno Autónomo Descentralizado Municipal de Sigchos (GAD Sigchos)	In development
Operating permit (fire department)	Decentralized Autonomous Municipal Government of Sigchos (GAD Sigchos)	Next to be developed in the construction phase
Camp and infrastructure construction permit	Decentralized Autonomous Municipal Government of Sigchos (GAD Sigchos)	In development
Explosives use permit	Armed Forces of Ecuador (FF.AA)	Next to be developed in the construction phase
Chemical handling permit	Ministry of Environment, Water and Ecological Transition (MAATE) DSQRDP	Next to be developed in the construction phase
Establishment of easements ARCERNNR	Agency for Regulation and Control of Energy and Non-Renewable Natural Resources (ARCERNNR)	Only if required
Authorization from the National Institute of Cultural Heritage	National Institute of Cultural Heritage (INPC)	Only if required
Fuel handling permit	Agency for Regulation and Control of Energy and Non-Renewable Natural Resources (ARCERNNR)	Next to be developed in the construction phase

Source: Own elaboration.

Capital and Operating Costs

Capital and operating costs for the La Plata Project were estimated by KCA and Atico, with input from G Mining for material take-offs and Sinco for infrastructure costs. The scope of these costs includes expenditures for all mining equipment, process facilities, and infrastructure for the project. The estimated capital and operating costs are considered to have an accuracy of +/-15%, and are discussed in greater detail in this Section.

The total capital cost for the La Plata Project is $141.7 million including value-added tax ("**VAT**") ($124.7 million without VAT); all VAT is assumed to be fully refundable. Table 7**:** presents the capital requirements for the La Plata Project.

Table 7 - Capital Cost Summary

Description	Cost ($)
Pre-Production Capital	$ 91,389,000
Working Capital & Process Preproduction Capital	$ 2,156,000
Sustaining (Future) Capital	$ 30,065,000
Reclamation and Closure	$ 1,128,000
Sub Total without VAT	$ 124,738,000
VAT	$ 16,957,000
TOTAL with VAT	$ 141,695,000

The total life of mine operating cost for the La Plata Project is $91.02 per tonne of ore processed, excluding preproduction. Table 8 presents the operating cost requirements for the La Plata Project.

Table 8 - Operating Cost Summary

Description	LOM Cost ($/t ore)
Mine	$44.39
Process & Support Services	$26.60
Selling Expenses	$5.80
G & A	$14.24
Total	**$91.02**

VAT is not included in the operating costs.

Economic Analysis

Based on the estimated production parameters, revenue, capital costs, operating costs, taxes, and royalties, a cash flow model was prepared by KCA for the economic analysis of the La Plata Project. All of the information used in this economic evaluation has been taken from work completed by KCA and other consultants as described in previous sections of this report.

The La Plata Project economics were evaluated using a discounted cash flow, which measures the Net Present Value ("**NPV**") of future cash flow streams. The final economic model was developed by KCA with input from Atico using the following assumptions.

The period of analysis is 13 years, and includes two years of pre-production and investment, eight years of production, and three years for reclamation and closure. The major inputs to the analysis are as follows:

- Metal Prices of:
    - Gold $1,920/oz
    - Silver $23.30/oz
    - Copper $4.05/lb

    - Zinc $1.50/lb
- Design processing rate of 310,250 tonnes per year
- Average mill feed grades of:
    - Gold 2.28g/t
    - Silver 30.41g/t
    - Copper 1.59%
    - Zinc 2.18%
- LOM average opex of $91.02/tonne ore
- Total LOM capex of $121.2 million (not including working capital and reclamation & closure costs).
- 4.00% State royalty;
- Mining Conservation Patent
- Employee Profit Sharing of 15%.
- Federal Income Tax rate of 25%.
- Metal recoveries are based on those presented in Table 9

Table 9 - Metallurgical recoveries projections

Parameter	Domain	Algorithm	Models
Bulk conc recovery, % - Au			58.0
Bulk conc recovery, % - Ag	Cu	Cu>=3.33	69.3
		Cu<3.33	53.5
Bulk conc recovery, % - Cu	Cu	Cu>=3.33	92.64
		Cu<3.33	79.53
Bulk conc recovery, % - Pb	Cu	Cu>=3.33	87.05
		Cu<3.33	max(0.6675-0.0639*(Cu/Zn),0.474)
Bulk conc recovery, % - Zn	Fe	Fe>=9.34	59
		Fe<9.34	18.2
Zn conc Recovery, % - Au			12
Zn conc Recovery, % - Ag	Cu	Cu>=3.33	8.1
		Cu<3.33	21.1
Zn conc Recovery, % - Cu	Cu	Cu>=3.33	1.73
		Cu<3.33	9.65
Zn conc Recovery, % - Pb	Cu	Cu>=3.33	4
		Cu<3.33	12.9
Zn conc Recovery, % - Zn	Fe	Fe>=9.34	33.1
		Fe<9.34	70.7

The project economics based on these criteria from the cash flow model are summarized in Table 10.

Table 10 - Life of Mine Summary

Production Data		
Life of Mine	8.1	Years
Mine Throughput per day	850	Tonnes/day
Mine Throughput per year	310,250	Tonnes/year
Total Tonnes to Crusher	2,506,009	Tonnes
Grade Au (Avg.)	2.28	g/t
Grade Ag (Avg.)	30.41	g/t
Grade Cu (Avg.)	1.59	%
Grade Zn (Avg.)	2.18	%

Production Data		
Total Gold Produced	128,474	Ounces
Total Silver Produced	1,825,143	Ounces
Total Copper Produced	78,297,363	Pounds
Total Zinc Produced	106,869,075	Pounds
Total Payable Gold	114,935	Ounces
Total Payable Silver	1,383,519	Ounces
Total Payable Copper	66,691,030	lb
Total Payable Zinc	66,700,898	lb
LOM Strip Ratio (W:O)	0.29	
Operating Costs (Average LOM)		
Mining (moved)	$34.38	/Tonne moved
Mining (processed)	$44.39	/Tonne processed
Processing & Support	$32.40	/Tonne processed
G&A	$14.24	/Tonne processed
Total Operating Cost	**$91.02**	**/Tonne processed**
Capital Costs (Excluding IVA)		
Initial Capital	$91	million
LOM Sustaining Capital	$30	million
Total LOM Capital	**$121**	**million**
Working Capital & Initial Fills	$2	million
Closure Costs	$1	million
Financial Analysis		
Gold Price Assumption	$1,920	/Ounce
Silver Price Assumption	$23	/Ounce
Copper Price Assumption	$4.05	/Pound
Zinc Price Assumption	$1.50	/Pound
Average Annual Cashflow (Pre-Tax)	$38	million
Average Annual Cashflow (After-Tax)	$31	million
Average All-In Cost[1]	$2.70	/payable lb CuEq
Internal Rate of Return (IRR), Pre-Tax	32.9%	
Internal Rate of Return (IRR), After-Tax	25.1%	
NPV @ 5% (Pre-Tax)	$137	million
NPV @ 5% (After-Tax)	$93	million
Pay-Back Period (Rears based on After-Tax)	3.4	Years

Sensitivity of the project economics to key parameters including gold price, copper price, total capital cost and operating cost was completed to evaluate the relative strength of the project. The sensitivities are based on +/- 25% of the base case. The after-tax sensitivity analysis is presented in Table 11. The economic indicators chosen for sensitivity evaluation are the internal rate of return ("**IRR**") and NPV at 0, 5, and 10% discount rates.

The sensitivity analysis indicates that the project is robust and is most sensitive to capital costs.

Table 11 - Sensitivity Analysis (After Tax)

			NPV		
	Variation	IRR	0%	5%	10%
Gold Price					
	1,920.00	25.1%	$151,059,250	$92,641,018	$54,495,851

[1] This is a Non-GAAP financial measure. See "***Notice Regarding Non-GAAP Measures***".

			NPV		
	Variation	IRR	0%	5%	10%
75%	$1,440	20.0%	$117,020,042	$67,475,468	$35,384,965
90%	$1,728	23.1%	$137,443,566	$82,574,798	$46,851,496
100%	$1,920	25.1%	$151,059,250	$92,641,018	$54,495,851
110%	$2,112	27.0%	$164,674,933	$102,707,238	$62,140,205
125%	$2,400	29.9%	$185,098,458	$117,806,567	$73,606,737

	Variation	IRR	0%	5%	10%
Copper Price					
	4.05	25.1%	$151,059,250	$92,641,018	$54,495,851
75%	3.04	18.2%	$108,868,619	$60,613,522	$29,519,517
90%	3.65	22.3%	$134,095,590	$79,754,514	$44,439,647
100%	4.05	25.1%	$151,059,250	$92,641,018	$54,495,851
110%	4.46	27.9%	$168,022,909	$105,527,522	$64,552,055
125%	5.06	32.1%	$193,468,397	$124,857,277	$79,636,360

	Variation	IRR	0%	5%	10%
Capital Costs					
	$120,391,966	25.1%	$151,059,250	$92,641,018	$54,495,851
75%	$90,690,974	35.3%	$170,235,973	$111,513,884	$72,716,465
90%	$108,511,569	28.6%	$158,729,939	$100,190,164	$61,784,097
100%	$120,391,966	25.1%	$151,059,250	$92,641,018	$54,495,851
110%	$132,272,363	22.1%	$143,388,560	$85,091,871	$47,207,605
125%	$150,092,958	18.4%	$131,882,526	$73,768,151	$36,275,236

	Variation	IRR	0%	5%	10%
Operating Costs					
	$228,107,669	25.1%	$151,059,250	$92,641,018	$54,495,851
75%	$171,080,752	30.9%	$188,273,640	$120,667,914	$76,170,643
90%	$205,296,902	27.4%	$165,945,006	$103,851,776	$63,165,768
100%	$228,107,669	25.1%	$151,059,250	$92,641,018	$54,495,851
110%	$250,918,436	22.7%	$136,173,493	$81,430,259	$45,825,934
125%	$285,134,586	19.2%	$113,844,859	$64,614,121	$32,821,059

Risks and Opportunities

<u>Risks</u>

Geology and Mineral Resource

The main Geology and Mineral Resources risk of the La Plata Project resides in the geological model and the interpretation of geologic continuity, as there are currently no faults interpreted in the model and some individual VMS lenses show a certain variability in grade (e.g. Cu in BS1). With the current drill spacing, the QP is confident that the geological interpretation is a good representation of the VMS lenses continuity, but there could be local shifts in continuity that may affect underground mining. Continuity in grade could be related to local variation in mineralogy or to different VMS lenses.

To mitigate these risks, diamond drilling at targeted areas is warranted to gather more information on local variation of mineralogy and to fill minor gaps in drill spacing.

Metallurgy and Recovery Methods

The complex mineralization at La Plata presents significant metallurgical challenges that could impact the project's processing performance. Key risks in this area stem from the intricate flotation requirements, variable ore characteristics, and the need to constantly achieve target recoveries and concentrate qualities across different ore types.

Opportunities

Mineral Processing

Opportunities exist to optimize the existing comminution circuit design and layout. An option exists to convert the SAB circuit to a single stage SAG circuit.

Geology and Mineral Resources

The main Geology and Mineral Resources opportunities of the La Plata Project are the potential local underestimation of Zinc grades and the potential to add more resources at the extremity of currently known lenses. The understanding of structural controls on the folding of the deposit should also help better localize exploration drilling.

Capital and Operating Costs

The use of electric equipment, such as battery powered electric haul trucks, should be investigated.

Recommendations

Sampling

The QP for GMS recommends to routinely inserting duplicates (field, reject and pulps), since this control samples can indicate levels of errors in different stages of the sampling and analytical process.

Mineral Processing and Metallurgical Testing

The mineralization found at La Plata is complex, and the process selected to treat the resource will present challenges in terms of implementation and operation. Deeper research is recommended to improve metallurgical design parameters and to support a successful plant startup.

Based on these results, the following is recommended:

- Evaluate potential by-products: Conduct a thorough evaluation of potential by-products that could be produced during the base metal processing, such as precious metals concentrates or Doré, or separate copper and lead concentrates.
- Increase density of variability testing to help to further improve the knowledge of the deposit variability.
- Further work on water quality, plant water management, and the effect on flotation should be incorporated into the next phase of study.
- Include the acid soluble copper index ("**CuSS**") and cyanide soluble ("**CuCN**") in the geochemical assays for drilling and in the block model as an indicator of the presence of bornite in the deposit.
- Develop PMA analysis to know the liberation degree of Zn, Cu, Au associations and size grain. Identify copper and zinc ores.
- Develop models for Cu/Zn recovery and selectivity based on the CuSS and CuCN values.
- Improve confidence in the predictions by conducting variability tests for both comminution and flotation on samples that represent the range of mineral types to be processed.

- Develop a strategy to control the detrimental effects of mixing high CuSS with zinc material in the mining plan.

Recovery Methods

The following is recommended related to the process plant:

- Optimize and firm up the flotation and dewatering circuit designs and layout based on feed back from equipment suppliers.
- Finalize the plant and site water balance.
- Finalize equipment sizing with any additional follow up metallurgical test work and vendor tests.

Tailings and Waste Rock

- Bench-scale testing has indicated that filtering the tailings to the optimum geotechnical moisture content could prove difficult. It is recommended that a detailed pilot-testing program be carried out with selected vendors, to define the optimum filtering system, and whether the optimum geotechnical water content can be achieved through filtering alone.
- If necessary, after pilot testing, the post-filter drying procedure should be defined in more detail during detailed engineering and during start-up/commissioning.
- The project could consider implementing 2 filtering lines instead of one, to increase operational flexibility and availability, based on an appropriate cost-benefit analysis.
- Additional geotechnical testing of the tailings is recommended during detailed design and during start-up/commissioning, as more tailings sample becomes available, primarily to verify parameters that relate to the physical stability of the FTSF.
- Additional geotechnical testing on the waste rock is recommended, as it becomes available from mine development operations, primarily to verify parameters that relate to the physical stability of the WRFs.

Geology and Mineral Resources

The following is a list of recommended work to be completed to validate and improve current assumptions used for the La Plata Project:

- Focused diamond drilling to fill minor gaps in drill hole spacing, investigate local grade variability and gain assurance in structural geology. A program of 3,000 meters of drilling should mitigate risks associated with the geological model, for a total estimated at $750,000 (all costs included, such as QAQC, assaying, logging, and drilling).
- Re-assays of samples in a secondary, independent laboratory to assess the Zinc discrepancies observed in Standard CDN-ME-1405. With approximately 450 samples from the 2020-2021 campaigns falling within mineralized horizons, the QP recommends sending 70 samples (15% of the population) for assaying, for a total cost of $5,250 ($75 per sample).
- The QP also recommends, before mining but when underground accesses are available, to establish a thorough grade control plan to mitigate risks associated with local variations in grades and lenses thickness and orientation. This recommendation should aim at upgrading Indicated Mineral Resources to Measured Mineral Resources with underground drilling.

RISK FACTORS

There are a number of factors that could negatively affect the Company's business and the value of the Common Shares, including the factors listed below. The following information pertains to the outlook and conditions currently known to the Company that could have a material impact on the financial condition of the Company. Other factors *may arise that are not currently foreseen by management of the Company that may present additional risks in the future. Current and prospective security holders of the Company should carefully consider these risk factors.*

Mining Operations

The Company is primarily dependent upon the El Roble operations as sources of cash flows. The Company's operations can be subject to risks and hazards that are inherent in the mining industry, including, but not limited to, unanticipated variations in grade and other geological problems, underground conditions, backfill quality or availability, metallurgy, variability of ore types and other processing issues, critical equipment or process failure, the lack of availability of input materials and equipment, disruption to power supply, geotechnical incidents such as falls of ground underground, subsidence or landslides, accidents, labour force disruptions, supply chain/logistics disruptions, force majeure events, unanticipated transportation disruptions or costs, consumable prices or availability and weather conditions, any of which can materially and adversely affect, among other things, the safety of personnel, production quantities and rates, costs and expenditures, and contractual obligations. Consequently, there is a risk that the El Roble Mine may encounter problems or be subject to delays or suspensions resulting from these operating risks which could occur and which may have material adverse consequences for the Company, including its operating results, cash flow and financial condition.

Market Fluctuations in Commodity Prices

The Company's revenue is derived from the sale of copper and gold contained in concentrates. Fluctuations in the prices of these commodities represent one of the most significant factors affecting the Company's results of operations and profitability. If the Company experiences low metal prices, it may result in decreased revenues and decreased net income, or losses, and may negatively affect the Company's business.

The market price for copper and gold continues to be volatile and is influenced by a number of factors, including, among others, levels of supply and demand, global or regional consumptive patterns, sales by government holders, metal stock levels maintained by producers and others, increased production due to new mine developments, improved mining and production methods, speculative trading activities, inventory carrying costs, availability and costs of metal substitutes, international economic and political conditions, interest rates and the relative exchange rate of the US dollar with other major currencies. The aggregate effect of such factors (all of which are beyond the control of the Company) is impossible to predict with any degree of accuracy, and as such, the Company can provide no assurances that it can effectively manage such factors. In addition, the price of copper and gold, for example, has on occasion been subject to very rapid short-term changes due to speculative activities. Fluctuations or declining market prices for copper and gold could have a material adverse effect on the Company's results of operations and profitability. If the market price of copper and gold falls significantly from its current levels, or if the price is depressed for a sustained period of time, the operation of the Company's properties may be rendered uneconomic and such operation and exploitation may be suspended or delayed.

Title Risks and Surface Rights and Access

There is a risk that title to the mining concessions, the surface rights and access rights comprising the Company's mineral projects, may be deficient or subject to dispute, revoked, or not renewed. The procurement or enforcement of such rights can be costly and time consuming. In areas where there are local populations or landowners, it may be necessary, as a practical matter, to negotiate surface access. Despite having the legal right to access the surface and carry on construction and mining activities, the Company may not be able to negotiate satisfactory agreements with existing landowners/occupiers for such access, and therefore it may be unable to carry out activities as planned. In addition, in circumstances where such access is denied, or no agreement can be reached, the Company may need to rely on the assistance of local officials or the courts in such jurisdictions, which may delay, or impact mining activities as planned. There is also a risk that the Company's exploration, development and mining authorizations and surface rights may be challenged or impugned by third parties. In addition, there is a risk that the Company will not be able to renew some or all its existing titles and licenses in the future, or the Company's application for new titles or licenses to be successful. More particularly, there is a risk that a new title for El Roble may not be issued.

The El Roble mining contract with the National Mining Agency and related title expired in January 2022 and even though MINER has been allowed to continue to operate the El Roble Mine while the application for a new title continues, a new title for El Roble has not yet been issued by the government. Inability to renew a title or license could result in the loss of a project.

Changes in Legislation

The mining industry in Colombia and Ecuador are subject to extensive controls and regulations imposed by various levels of government. All current legislation is a matter of public record and the Company will be unable to predict what additional legislation or amendments may be enacted. Amendments to current laws, regulations and permits governing operations and activities of mining companies, including environmental laws and regulations which are evolving in Colombia and Ecuador, or more stringent implementation thereof, could have a material adverse impact on the Company and cause increases in expenditures and costs, affect the Company's ability to expand or transfer existing operations or require the Company to abandon or delay the development of new properties.

The current Colombian mining code was enacted in 2001 and amended in 2010. The 2010 amendment was declared unconstitutional in 2011 by the Colombian Constitutional Court (the "**Constitutional Court**") due to inadequate consultations with ethnic communities prior to enactment. The Constitutional Court, however, left it in force for two more years (until May 2013) for the government to propose, and Congress to approve, a new amendment. No new amendment of the mining code was passed by May 2013; therefore, the original 2001 mining code (without the 2010 amendment) is currently in force. However, the government announced in 2014 its intention to introduce before Congress a bill to amend the 2001 mining code, which has not yet occurred. Although changes to the law are expected to mostly deal with applications for concessions, which should not affect the Company, such changes, as well as changes or enactment of new laws and regulations could include environmental, changes in the environmental licensing process (including environmental license for mining exploration activities), access to information and participation of communities, zoning and control issues, which, together with any local zoning regulations, could have an impact on the Company's activities.

Political Instability

The Company is subject to certain risks and possible political and economic instability specific to Ecuador, arising from change of government, political unrest, labour disputes, invalidation of government orders, permits or property rights, legal proceedings and referendums seeking to suspend mining activities, unsupportive local and regional governments, risk of corruption, military repression, war, civil disturbances, criminal and terrorist acts, hostage taking, changes in laws, expropriation, nationalization, renegotiation or nullification of existing concessions, agreements, licences or permits and changes to monetary or taxation policies. The occurrence of any of these risks may adversely affect the mining industry, mineral exploration and mining activities generally or the Company's La Plata Project specifically and could result in the impairment or loss of mineral concessions or other mineral rights of the La Plata Project.

Shifts in political attitudes or changes in laws that may result in, among other things, significant changes to mining laws or any laws, regulations or policies in Colombia and Ecuador are beyond the control of the Company and may adversely affect its business. The Company faces the risk that governments or courts in Colombia and Ecuador may adopt substantially different policies or interpretation of laws, which might extend to the expropriation of assets or increased government participation in the mining sector. In addition, changes in resource development or investment policies, increases in taxation rates or changes to tax regulations, higher mining fees and royalty payments, impugn tax deductibility of royalties, revocation or cancellation of mining concession rights or shifts in political attitudes in Ecuador and Colombia may adversely affect the Company's business. Ecuador is experiencing a period of instability. In 2023, former President Guillermo Lasso did not complete his term due to the triggering of "muerte cruzada", a constitutional mechanism whereby the Presidency and the National Assembly was dissolved, and elections were held. A new National Assembly was elected and Daniel Noboa, from the National Democratic Action party, was elected to assume the presidency in November 2023 for a period of 18 months, being the balance of Former President Lasso's term. It is uncertain if President Noboa's presidency will bring stability to the country given a variety of challenges including, but not limited to, lack of majority in the National Assembly, the significant national debt, the security situation, the condition of the economy and the brevity of President Noboa's term. The instability present in Ecuador may impact La Plata development activities. In addition, this instability could impact the Company's ability to obtain financing in the future or to obtain such financing on terms favourable to the Company.

Exploration, development or operations may also be affected to varying degrees by government regulations with respect to, but not limited to, restrictions on future exploration, development and production, price controls, export controls, income taxes, labour and immigration, and by delays in obtaining or the inability to obtain necessary permits, opposition to mining from environmental and other non-governmental organizations, limitations on foreign ownership, expropriation of property, ownership of assets, environmental legislation, labour relations, limitations on repatriation of income and return of capital, high rates of inflation, increased financing costs and site safety. In addition, the legislative uncertainty regarding the consultation process for environmental licences may pose a risk for future permitting of exploration activity near protected forests and the need to carry out consultation activities prior to the start of any activities. These factors may affect both the Company's ability to undertake exploration and development activities in respect of future properties in the manner contemplated, as well as its ability to continue to explore, develop and operate those properties in which it has an interest or in respect of which it has obtained exploration and development rights to date.

Government or Regulatory Approvals

The Company's exploration, development and production activities and its operations generally depend on its ability to obtain, maintain or renew various mineral rights, licenses, permits, authorizations and regulatory approvals (collectively, the "**Rights**" and, individually, a "**Right**") from various governmental and quasi-governmental authorities. Government work stoppages may also impact on the Company's ability to obtain, maintain or renew certain Rights. The Company's ability to obtain, maintain or renew such Rights on acceptable terms and on a timely basis is subject to changes in regulations and policies and to the discretion of the applicable governmental and quasi-governmental bodies. The Company may not be able to obtain, maintain or renew its Rights or its Rights may not be obtainable on reasonable terms or on a timely basis. It is possible that previously issued Rights may become suspended or revoked for a variety of reasons, including through government or court action. A delay in obtaining any such Rights, the imposition of unfavourable terms or conditions on any Rights or the denial of any Right may have a material adverse effect on the Company's business, financial condition, results of operations and prospects, in particular, the operations of El Roble and the development and operations of La Plata.

Non-Compliance with Laws and Regulations and Compliance Costs

The Company, its subsidiaries, its business and its operations are subject to various laws and regulations. The costs associated with compliance with such laws and regulations may require significant cash and financial expenditure and could pose operational challenges, which may have a material adverse effect on the Company or the operation of El Roble and La Plata development activities. There is a risk that the Company may fail to comply with a legal or regulatory requirement or interpretation, which may, lead to the revocation of certain rights or to penalties or fees and 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. In addition, the Company may be required to compensate those suffering loss or damage arising from its non-compliant activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations and, in particular, environmental laws. Failure to comply strictly with applicable laws, regulations and local practices relating to mineral rights could result in loss, reduction or expropriation of entitlements. Any of the foregoing may have a material adverse effect on the Company, the operation of El Roble and the development of La Plata.

Environmental Compliance

All of the Company's exploration, development and production activities are subject to extensive environmental regulation. These regulations address, among other things, the emissions into the air, discharges into water, management of waste, management of tailings, management and shipment of hazardous substances, protection of natural resources, antiquities and endangered species and reclamation of lands disturbed by mining operations. Some laws and regulations may impose penalties for environmental contamination, which could subject the Company to liability for the conduct of others or for its own actions that followed all applicable laws at the time such actions were taken. Environmental legislation is evolving in a manner that will result in stricter standards and enforcement, increased fines and penalties for non-compliance, potential for a temporary shutdown of a portion or all mining operations of the Company until non-compliance is corrected, more stringent environmental assessments of proposed projects and mine closure plans and a heightened degree of responsibility for companies and their officers, directors and employees. Any future changes in environmental regulation could adversely affect the Company's ability to conduct its operations. The Company may need to address contamination at El Roble and La Plata or its exploration properties in the future, either for existing environmental conditions or for leaks or discharges that may arise from the Company's ongoing operations and activities or from those of third parties, such as contractors, artisanal miners or others accessing the Company's properties. Contamination from hazardous substances at any of the Company's properties may subject it to material liability for the investigation or remediation of contamination, as well as for claims seeking to recover for related property damage, personal injury or damage to natural resources.

Climate Change

Governments are moving to introduce climate change legislation and treaties at the international, national, state/provincial and local levels. Regulations relating to greenhouse gas emission levels (such as carbon taxes) and energy efficiency are becoming more stringent. If the current regulatory trend continues, and the increased transitional risks evolve as society and industry work to reduce their reliance on carbon, the operating costs could increase at the Company's operations.

In addition, the physical risks of climate change may also have an adverse effect on the Company's operations. These physical risks include changes in rainfall rates, rising sea levels, reduced water availability, higher temperatures, increased snowpack and extreme weather events. Such events could materially disrupt the Company's operations if they affect its projects, impact local infrastructure or threaten the health and safety of the Company's employees and contractors, and there can be no assurances that the Company will be able to predict, respond to, measure, monitor or manage the physical risks posed as a result of climate change factors. Climate-related risks could also result in shifts in demand for certain commodities, including precious metals.

The occurrence of any climate change violation or enforcement action may have an adverse impact on the Company's operations, the Company's reputation and could adversely affect the Company's results of operations. As well, environmental hazards caused by third parties may exist on a property in which the owners or operators of the mining projects are not aware at present, and which could impair the commercial success, levels of production and continued feasibility and project development and mining operations on these properties.

Uninsured or Uninsurable Risks

In the course of exploration, development and production of mineral properties, several risks and, in particular, unexpected or unusual geological or operating conditions, may occur. It is not always possible to fully insure against such risks, and the Company may decide not to take out insurance against 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 an increase in costs and a decline in value of the Common Shares.

As of the date of this AIF, the Company is not insured against environmental risks. Insurance against environmental risks (including potential liability for pollution or other hazards as a result of the disposal of waste products occurring from exploration and production) has not been generally available to companies within the industry. Without such insurance, and if the Company becomes subject to environmental liabilities, the payment of such liabilities would reduce or eliminate its available funds or could exceed the funds the Company has to pay such liabilities and result in bankruptcy. Should the Company be unable to fund fully the remedial cost of an environmental problem, it might be required to enter into interim compliance measures pending completion of the required remedy.

Waste Disposal, Tailings and Reclamation Obligations

The Company recognizes that tailings management is one of the most material environmental issues for mining companies globally. Mining operations generate residual materials from mining and processing in the form of tailings containing chemicals and metals. The tailings are stored in an engineered tailings storage facility (the "**TSF**") and maintaining the integrity of the TSF requires appropriate engineering design, quality construction, quality control, ongoing operating discipline with respect to maintenance and monitoring, in addition to effective governance processes. The TSF may be subject to ground movements, deteriorating ground conditions, or extraordinary weather events. Although the Company conducts extensive maintenance and monitoring, engages external consultants and incurs significant costs to maintain the TSF, unanticipated failures or damage as well as changes to laws and regulations may occur that could cause injuries, production loss, environmental damage which may affect nearby communities, a loss event in excess of insurance coverage, reputational damage, potential for a temporary shutdown of a portion or all of the operations at the EL Roble Mine, or other materially adverse effects on the Company's operations and financial condition resulting in significant monetary losses, restrictions on operations and/or legal liability. Additionally, the El Roble Mine relies on successive expansion or raises of the TSF in order meet tailings capacity requirements, the schedule of which relies upon production estimates and other assumptions, and may, in the future, require a new tailings location. The Company's ability to meet those obligations relies on a number of factors, which may include financing, permitting, and identifying an appropriate location. The Company's inability to do so may make the potential expansion of the El Roble Mine or La Plata Project not possible or not economically viable.

The amounts recorded for reclamation costs are estimates unique to the Company's properties based on estimates provided by independent consulting engineers or the Company's assessment of the anticipated timing of future reclamation and remediation work required to comply with existing laws and regulations. Actual costs incurred in future periods could differ from amounts estimated. Additionally, future changes to environmental laws and regulations could affect the extent of reclamation and remediation work required to be performed by the Company. Any such changes in future costs could materially impact the amounts charged to operations for reclamation and remediation. Finally, the timing of the funding of such closure costs may be impacted by changes in laws and regulations and adversely affect the financial condition of the Company. There can also be no assurance that the Company's closure estimates prove to be accurate.

Financing Risks

Additional funding will be required to develop La Plata prior to the start of commercial production, as well as for proposed or future exploration and operational programs at La Plata and El Roble properties, as well as to complete any future development projects. There is no assurance that any such funds will be available. Failure to obtain additional financing for the Company's properties, if required, on a timely basis or on favorable terms, could cause the Company to reduce or delay its proposed operations. There is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms favorable to the Company. Any additional equity financing, if completed, may involve substantial dilution to existing shareholders of the Company.

The Company has outstanding indebtedness and may incur additional indebtedness in the future, including by way of debentures, additional notes or credit facilities. A portion of the cash flow generated by the El Roble Mine is devoted to servicing such debt and there can be no assurance that the Company will generate sufficient cash flow from its operations to meet the required interest and principal payments on the debt.

Risk Associated with Outstanding Debt

The Company's ability to make scheduled payments of interest and principal on its outstanding indebtedness or refinance its debt obligations depends on its financial and operating performance, which is subject to prevailing economic and competitive conditions and to certain financial, business and other factors beyond its control. There can be no assurance that the Company will generate sufficient cash flow from operating activities to make its scheduled repayments of principal, interest, and any applicable premiums.

The Company may be forced to pursue strategic alternatives such as reduce or delay capital expenditures, sell assets or operations, see additional capital or restructure or refinance its indebtedness. No assurances can be made that the Company would be able to take any of these actions, that these actions would be successful, or that these actions would be permitted under the terms of existing or future debt agreements.

The Company is subject to restrictive covenants under the Credit Facility and its convertible debenture. The Credit Facility is secured by a first ranking charge over La Plata and El Roble properties, by a pledge of the shares of the subsidiaries and personal guarantees from the Company and its main subsidiaries. In addition, events may occur in the future, including events out of the Company's control, that could cause the Company to fail to satisfy its obligations under its debt instruments. If the Company were to default on its obligations in the future, the lenders of the secured debt instruments could enforce their security and seize the Company's assets.

Global Economic Conditions

Global financial markets are experiencing extreme volatility as a result increasing input cost, inflation, increased interest rates, unprecedented government debts, including in Colombia and Ecuador, the ongoing hostilities in Ukraine and Palestine and sanctions imposed by nations on Russia and Belarus. Events in global financial markets, and the volatility of global financial conditions, will continue to have an impact on the global economy. Many industries, including the mining sector, are impacted by market conditions. Some of the key impacts of financial market turmoil include devaluations and high volatility in global equity, commodity price volatility, foreign exchange risk and a lack of market liquidity. Financial institutions and large corporations may be forced into bankruptcy or need to be rescued by government authorities. Access to financing may also be negatively impacted by liquidity crises. These factors may impact the Company's ability to obtain equity or debt financing and, where available, to obtain such financing on terms favourable to the Company. Increased levels of volatility and market turmoil could have an adverse impact on the Company's operations, planned growth, profitability and the trading price of the Common Shares.

Availability and Cost of Supplies

The Company, as with other companies in the mining industry, requires raw materials and supplies in connection with operations. These supplies and materials may be significantly affected by changes in market price, exchange rates and availability. There may also be disruptions to the availability of these supplies and materials due to the escalation of geopolitical tensions and military conflicts. Some of these supplies may be obtained from a limited group of suppliers or may become difficult to obtain at a price satisfactory to the Company. As the global mining industry fluctuates, increased activity in the sector would cause a similar increase in demand for the materials and supplies, as well as labour. Although the Company monitors the market and attempts to anticipate future needs, the market cost of such supplies and materials is outside of the control of the Company. Operating costs of the Company could be significantly impacted by the ability of the Company to obtain necessary materials and supplies at the predicted price. Increases in the price of necessary supplies would impact the costs of production and predicted expenses.

Community Relations

The Company's relationship with the communities in which it operates and with other stakeholders is critical to the operation of the El Roble Mine and development and operation of the La Plata Project. The La Plata Project is located near rural communities, some of which contain groups that have been opposed to mining activities from time to time in the past, which may affect the Company's ability to develop the La Plata Project. Furthermore, local communities may be influenced by external entities, groups or organizations opposed to mining activities. In recent years, anti-mining non-governmental organizations ("**NGOs**") and indigenous group activities in Ecuador have increased. These communities, NGOs and indigenous groups have taken such actions as road closures and work stoppages. Such actions by communities and NGOs may have a material adverse effect on the Company's operations at the La Plata Project, the El Roble Mine and on the Company's financial position, cash flow and results of operations.

Mineral Reserve and Mineral Resource Estimates

Mineral Reserve and Mineral Resource figures are estimates, and there is a risk that any of the Mineral Resources and Mineral Reserves identified at El Roble and La Plata to date will not be realized. Until a deposit is actually mined and processed, the quantity of Mineral Resources and Mineral Reserves and grades must be considered as estimates only. In addition, the quantity of Mineral Resources and Mineral Reserves may vary depending on, among other things, precious metal prices and operating costs. Any material change in quantity of Mineral Resources, Mineral Reserves or percent extraction of those Mineral Reserves recoverable by underground mining techniques may affect the economic viability of any project undertaken by the Company. In addition, there is a risk that metal recoveries during production do not reach anticipated rates. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability, and there is a risk that they will never be mined or processed profitably. Further, there is a risk that Inferred Mineral Resources may not ever be converted to Proven or Probable Mineral Reserves as a result of continued exploration. Fluctuations in copper, gold, zinc and silver prices and operating costs, results of drilling, metallurgical testing and preparation and the evaluation of studies, reports and plans subsequent to the date of any estimate may require revision of such estimate. Any material reductions in estimates of Mineral Reserves could have a material adverse effect on the Company's results of operations and financial condition.

Future Production Rates

The Company prepares estimates of future copper, gold, zinc and silver production for the El Roble Mine and the La Plata Project. The figures for the Company's future production are estimates based on interpretation and assumptions and actual production may be less than is currently estimated. The Company cannot give any assurance that it will achieve its production estimates. The failure of the Company to achieve its production estimates could have a material and adverse effect on any or all of its future cash flows, profitability, results of operations and financial condition. The Company's ability to demonstrate sufficient economic returns will also affect the availability and cost of financing.

The Company's actual production may vary from its estimates for a variety of reasons, including, but not limited to: actual ore mined varying from estimates of grade, tonnage, dilution and metallurgical and other characteristics; short-term operating factors such as the need for sequential development of reserves and the processing of new or different ore grades from those planned; mine failures, equipment failures; industrial accidents; natural phenomena such as inclement weather conditions, floods, droughts, rock slides and earthquakes; encountering unusual or unexpected geological conditions; changes in power costs and potential power shortages; shortages of principal supplies.

Labour Relations

The Company's ability to achieve its future goals and objectives is dependent, in part, on maintaining good relations with its employees and minimizing employee turnover. A prolonged labour disruption at the El Roble Mine could have a material adverse impact on its operations. To date, the Company has not experienced any material work stoppages at any of its properties, nor has it experienced any disputes with the union that have had a material effect on the Company's operations. However, if future disputes with labour unions should arise, they may not be resolved without significant work stoppages or delays, which could have an adverse effect on the Company's revenues and the output of each project.

Many of the Company's employees at the El Roble Mine are unionized and their employment is governed by the Collective Bargaining Agreement or similar arrangements, which are renewable periodically. The Company cannot predict at this time whether it will be able to reach new agreements with its unionized workforce without a work stoppage or other labour unrest when its current Collective Bargaining Agreement expires, and any such new agreements may not be on terms favourable to the Company. Additional groups of non-union employees may seek union representation in the future.

In addition, relations between the Company and its employees may be affected by changes in the scheme of labour relations that may be introduced by the relevant governmental authorities in the jurisdictions in which the Company carries on business or under collective bargaining agreements. Changes in such legislation or in the relationship between the Company and the Company's employees, or arising from negotiation of collective bargaining agreements, and any labour disputes or claims, may have a material adverse effect on the Company's business, results of operations and financial condition.

Currency Fluctuations

One of the Company's primary operations is located in Colombia and many of its expenditures and obligations are denominated in Colombian pesos. The Company maintains its principal office and raises its equity financings in Canada, maintains cash accounts in both U.S. dollars and Canadian dollars and has monetary assets and liabilities in Canadian dollars and Colombian pesos. As such, the Company's results of operations are subject to foreign currency fluctuation risks and such fluctuations may adversely affect the financial position and results of the Company. The Company may, from time to time, employ derivative financial instruments to manage exposure to fluctuations in foreign currency exchange rates.

The Company may engage in hedging activities

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 and gold price, and the Colombian peso/US dollar exchange rate. The use of derivative instruments involves certain inherent risks including, among other things: (i) credit risk – the risk of an unexpected loss arising if a counterparty with which the Company has entered into transactions fails to meet its contractual obligations; (ii) market liquidity risk – the risk that the Company has entered into a derivative position that cannot be closed out quickly, by either liquidating such derivative instrument or by establishing an offsetting position; (iii) unrealized mark-to-market risk – the risk that, in respect of certain derivative products, an adverse change in market prices for commodities, currencies or interest rates will result in the Company incurring an unrealized mark-to-market loss in respect of such derivative products.

There is no assurance that any hedging program or transactions which may be adopted or utilized by the Company designed to reduce the risk associated with changes price will be successful. Although hedging may protect the Company from an adverse price change, it may also prevent the Company from benefiting fully from a positive price change.

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, sabotage, community, government, criminal activity, sabotage, community uprisings, NGO activities or other interference in the maintenance or provision of such infrastructure could adversely affect the Company's operations, financial condition and results of operations, and the completion of the development of the La Plata Project in a timely basis, or at all.

Exploration and Development Capital Expenditures

Substantial expenditure will be required to maintain, develop and/or to continue with exploration of the Company properties in Ecuador and Colombia. To explore and develop these projects and properties, the Company may be required to expend significant amounts for, among other things, geological, geochemical and geophysical analysis, drilling, assaying, and, if warranted, mining and infrastructure feasibility studies. The Company may not benefit from any of these investments if it is unable to identify commercially exploitable mineral reserves. If successful in identifying reserves, it will require significant additional capital to construct facilities necessary to extract recoverable metal from those reserves.

Social Media and Reputation

As a result of the increased usage and the speed and global reach of social media and other web-based tools used to generate, publish and discuss user-generated content and to connect with other users and organization of opposition, companies today are at much greater risk of losing control over how they are perceived in the marketplace. Damage to reputation can be the result of the actual or perceived occurrence of any number of events, and could include any negative publicity (for example, with respect to environmental matters or public consultations in Ecuador, Colombia or the Company's dealings with community groups), whether true or not. The Company places a great emphasis on protecting its image and reputation but does not ultimately have direct control over how it is perceived by others. Reputation loss may lead to increased challenges in developing and maintaining community relations, maintaining a positive relationship with government authorities, decreased investor confidence and an impediment to the overall success of the Company in Colombia and Ecuador, thereby having a material adverse impact on financial performance, cash flows and growth prospects.

Negative Publicity

The global mining industry faces consistent exposure to negative publicity in public media and the growing mining industry in Ecuador is no different. The Company may face general or targeted negative public portrayals, attacks or campaigns that could directly or indirectly damage the Company's reputation and ability to conduct its operations. There is an active anti-mining movement in Ecuador, and specific anti-mining and development NGOs. As La Plata advances through permitting and towards construction, there will be higher publicity of the project, and therefore will likely become more of a target by these types of groups.

Human Rights

The Company is committed to upholding and respecting the UN Declaration of Human Rights, the UN Guiding Principles on Business and Human Rights. Notwithstanding the Company's efforts to conduct its activities in a manner consistent with those principles, the Company may not be able to identify and assess all potential human rights impacts of its business. Any potential human right abuses either internally or externally, such as through third-party business relationships, corruption, unequal treatment of ethnic minorities, gender discrimination, use of child labour, land use rights, supply chain sourcing, could have a material adverse impact on the Company's reputation, as well as present legal and financial risks arising from failing to respect and/or reinforce human rights.

Business Objectives

The Company's strategy to create shareholder value through the acquisition, exploration, advancement and development of its mineral properties will be subject to substantive risk. While the Company may seek to acquire additional mineral properties that are consistent with its business objectives, there can be no assurance that the Company will be able to identify suitable additional mineral properties or, if it does identify suitable properties, that it will have sufficient financial resources to acquire such properties or that such properties will be available on terms acceptable to the Company or at all. Any partnership or joint venture agreements with respect to mineral properties that the Company enters into will be subject to the typical risks associated with such agreements, including disagreement on how to develop, operate or finance a property and contractual and legal remedies of the Company's partners in the event of such disagreement.

Concentrate Sales Risks

The Company currently sells its concentrates from the El Roble Mine under an offtake contract with a counterparty. Based on past practice, and the quality of its concentrates, the Company expects to be able to renew this contract or find alternative purchasers for its concentrates, however there can be no assurance that the existing contract will be renewed or replaced on reasonable terms.

The Company frequently sells its concentrates on the basis of receiving a sales advance when the concentrates are delivered, with the advance based on provisional market prices of metals at the time of the advance. Final settlement of the sale is made later, based on specified quotational periods after delivery, which occur one or four months after the month of sale, based on prevailing metals prices at that time. In an environment of volatile metal prices, this can lead to negative cash adjustments, with amounts owing to the purchaser, and such amounts could potentially be substantial. In volatile metal markets, the Company may elect to fix the price of a concentrate sale at the time of initial delivery.

Market Price of the Common Shares

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 price of securities of many companies, including mineral resource and junior mining companies and particularly those considered development stage 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 severe fluctuations in price will not occur. The Common Shares are currently listed on the TSX-V. There can be no assurance that an active market for the Common Shares will be sustained. Additionally, the exercise of stock options already issued by the Company, the conversion to common shares of the Company debenture, or the issuance of additional equity securities in the future, could result in dilution in the equity interests of holders of common shares.

Shortage of Experienced Personnel

The ability to identify, negotiate and consummate transactions that will benefit the Company is dependent upon the efforts of the Company's management team. The loss of the services of any member of the senior executive team could have a material adverse effect on the Company. As the Company's business activity grows, the Company will require additional key executive, financial, operational, administrative and mining personnel. The Company will compete with numerous other companies for the recruitment and retention of qualified employees and contractors. These individuals are in high demand and the Company may not be able to attract the personnel it needs. Given the current shortage of experienced personnel within the mining industry, there can be no assurance that the Company will be able to acquire the necessary resources to successfully implement its business plan.

Health and Safety

Exploration and mining development and operating activities represent inherent safety hazards and maintaining the health and safety of the Company's employees and contractors is of paramount importance to the Company. Health and safety hazard assessments are carried out regularly throughout the lifecycle of the Company's activities, and robust policies, procedures and controls are in place. Notwithstanding continued efforts by the Company to adhere to the highest safety standards, safety incidents may still occur. Significant potential risks include, but are not limited to, surface or underground fires, rock falls underground, landslides, blasting accidents, vehicle accidents and unsafe road conditions or events, fall from heights, contact with energized sources, and exposure to infectious disease. Employees involved in exploration activities in remote areas may also be exposed to attacks by individuals or violent opposition by local communities that may place the employees at risk of harm. Any incident resulting in serious injury or death could result in litigation and/or regulatory action (including, but not limited to suspension of development activities and/or fines and penalties), or otherwise adversely affect the Company's reputation and ability to meet its objectives.

Pandemics, Epidemics or Infectious Disease Outbreak

Disruptions caused by pandemics, epidemics or infectious disease outbreaks in locations where the Company operates or globally could materially adversely affect the Company's business, operations, financial results and forward-looking expectations. Possible impacts of pandemics, epidemics or infectious disease outbreaks may include mandated or voluntary closures of operations, illness among the Company's workforce, restricted mobility of personnel, interruptions in the Company's logistics and supply chain, delay at or closure of the Company's refining and smelting providers, and global travel restrictions, all of which could disrupt the Company's operations and negatively impact its financial performance of the value of the Common Shares. The ultimate economic viability of the Company's business is impacted by its ability to operate El Roble and/or to maintain adequate liquidity through potential sources of financing. Disruptions related to pandemics, epidemics or infectious disease outbreaks could have the effect of heightening many of the other risks outlined in this "***Risk Factors***" section.

Physical Security

The Company is exposed to various levels of safety and security risks in Colombia and Ecuador which could result in injury or death, theft or damage to property, work stoppages, or blockades of its mining operations. Recently, Ecuador particularly, has experienced periods of heightened security risk. Risks and uncertainties include, but are not limited to, terrorism, hostage taking, extortion, gang activities, military repression, labour unrest and war or civil unrest. Opposition to mining could arise and such opposition may be violent. Resistance or unrest in Ecuador could have a material adverse effect on the Company's exploration and development and permitting activities, including supply chains and logistics.

Conflicts of Interest

Certain of the Company's directors and officers also serve as directors and/or officers of other companies involved in natural resource exploration and development, and consequently there exists the possibility for such directors and officers to have interests that conflict with the Company's interests. Situations may arise in connection with potential investments where the other interests of the Company's directors conflict with its interests. As such, conflicts of interest may arise that may influence these persons in evaluating possible acquisitions or in generally acting on the Company's behalf, as they may pursue opportunities that would then be unavailable to the Company. In the event that the Company's directors are subject to conflicts of interest, there may be a material adverse effect on its business.

Claims and Legal Proceedings

Due to the nature of its business, the Company is, at the date of this AIF, subject to litigation and claims covering a wide range of matters that arise in the ordinary course of business and may, from time to time, be subject to regulatory investigations, claims, lawsuits and other proceedings in the ordinary course of its business. The Company's operations are subject to the risk of legal claims by employees, unions, contractors, lenders, suppliers, joint venture partners, shareholders, governmental agencies or others through private actions, class actions, administrative proceedings, regulatory actions or other litigation. Plaintiffs may seek recovery of very large or indeterminate amounts, and the magnitude of the potential loss relating to such lawsuits may remain unknown for substantial periods of time. Defense and settlement costs can be substantial, even with respect to claims that have no merit. The results of these legal proceedings cannot be predicted with certainty due to the uncertainty inherent in litigation, including the effects of discovery of new evidence or advancement of new legal theories, the difficulty of predicting decisions of judges and juries and the possibility that decisions may be reversed on appeal. The litigation process could, as a result, take away from the time and effort of the Company's management and could force the Company to pay substantial legal fees or penalties. There can be no assurances that the resolutions of any such matters will not have a material adverse effect on the Company's business, financial condition and results of operations. See "***Legal Proceedings and Regulatory Actions***".

Information Systems and Cyber Security

The Company's operations depend on information technology ("**IT**") systems. These IT systems could be subject to network disruptions caused by a variety of sources, including computer viruses, security breaches and cyber-attacks, as well as disruptions resulting from incidents such as cable cuts, damage to physical plants, natural disasters, terrorism, fire, power loss, vandalism and theft. The Company's operations also depend on the timely maintenance, upgrade and replacement of networks, equipment, IT systems and software, as well as pre-emptive expenses to mitigate the risks of failures. Any of these and other events could result in IT system failures, delays and/or increase in capital expenses. The failure of IT systems or a component of information systems could, depending on the nature of any such failure, adversely impact the Company's reputation and results of operations.

Although to date, the Company has not experienced any material losses relating to cyber-attacks or other information security breaches, there can be no assurance that the Company will not incur such losses in the future. The Company's risk and exposure to these matters cannot be fully mitigated because of, among other things, the evolving nature of these threats. As a result, cyber security and the continued development and enhancement of controls, processes and practices designed to protect systems, computers, software, data and networks from attack, damage or unauthorized access remain a priority. As cyber threats continue to evolve, the Company may be required to expend additional resources to continue to modify or enhance protective measures or to investigate and remediate any security vulnerabilities.

Internal Controls

Internal controls over financial reporting are procedures designed to provide reasonable assurance that transactions are properly authorized, assets are safeguarded against unauthorized or improper use, and transactions are properly recorded and reported. A control system, no matter how well designed and operated, can only provide reasonable, not absolute, assurance with respect to the reliability of financial reporting and financial statement preparation.

Violation of Anti-Bribery and Corruption Laws

The Company's operations are governed by, and involve interactions with, many levels of government in numerous countries. The Company is required to comply with anti-corruption and anti-bribery laws, including the Canadian, Colombian, and Ecuadorian Criminal Codes, the Canadian Corruption of Foreign Public Officials Act and the U.S. Foreign Corrupt Practices Act, as well as similar laws in Colombia, Ecuador and other countries in which the Company conducts its business. In recent years, there has been a general increase in both the frequency of enforcement and the severity of penalties under such laws, resulting in greater scrutiny and punishment to companies convicted of violating anti-corruption and anti-bribery laws. Furthermore, a company may be found liable for violations not only by its employees, but also by its contractors and third-party agents. Although the Company has adopted steps to mitigate such risks, such measures may not always be effective in ensuring that the Company, its employees, contractors and third-party agents will comply strictly with such laws. If the Company finds itself subject to an enforcement action or is found to be in violation of such laws, this may result in significant penalties, fines and/or sanctions imposed on the Company resulting in a material adverse effect on the Company's reputation and results of its operations.

Competition

Competition in the mining sector is intense. Mines have limited lives and as a result, the Company may in the future seek to replace and expand its reserves through the acquisition of new properties. In addition, there is a limited supply of desirable mineral lands available in areas where the Company would consider conducting exploration and/or production activities. Because the Company faces strong competition for new properties from other mining companies, some of which have greater financial resources than it does, the Company may be unable to acquire attractive new mining properties on terms that it considers acceptable. Competition in the mining business for limited sources of capital could adversely affect the Company's ability to acquire and develop suitable silver mines, gold mines, silver developmental projects, gold developmental projects, silver producing companies, gold producing companies or properties having significant exploration potential. As a result, there can be no assurance that the Company's acquisition and exploration plans will yield new mineral reserves to replace or expand current mineral reserves.

Tax Considerations

Tax and royalty regimes in Ecuador and Colombia may be subject to differing interpretations and are subject to change without notice. The Company's interpretation of tax law as applied to its transactions and activities may not coincide with that of the tax authorities. As a result, the taxation applicable to transactions and operations may be challenged or revised by the tax authorities, which could result in significant additional taxes, penalties and/or interest.

There is a risk that restrictions on the repatriation of earnings from Ecuador to foreign entities will be imposed in the future and the Company has no control over withholding tax rates. In addition, there is a risk that laws and regulations in Ecuador may result in a capital gains tax on profits derived from the sale of shares, ownership interests and other rights, such as exploration rights, of companies with permanent establishments in the country. The Company will not likely be able to comply with this law as currently drafted as it does not have access to the information requested by the law. It is unknown at this time what, if any, liability the Company or its subsidiaries may be subject to as a result of the application of this law. The Company may try to mitigate some of the risks by entering into tax freeze arrangements and investor protection agreements with the government.

Compliance with Listing Standards

The Company must meet continuing listing standards to maintain the listing of the Common Shares on the TSX-V. If the Company fails to comply with listing standards and the TSX-V delists the Common Shares, the Company and its shareholders could face significant material adverse consequences, including: a limited availability of market quotations for the Common Shares; reduced liquidity for the Common Shares; a determination that the Common Shares are "penny stock," which would require brokers trading in the Common Shares to adhere to more stringent rules and possibly result in a reduced level of trading activity in the secondary trading market for the Common Shares; a limited amount of news about the Company and analyst coverage; and a decreased ability for the Company to issue additional equity securities or obtain additional equity or debt financing in the future.

Enforcement of Civil Liabilities

Most of the Company's assets are located outside of Canada and most of the directors and officers of the Company are resident outside of Canada. As a result, it may be difficult or impossible to enforce judgments granted by a court in Canada against the assets of the Company or the Company's directors and officers residing outside of Canada. Moreover, it may not be possible for investors to effect service of process within Canada upon the aforementioned foreign directors and officers of the Company.

DIVIDENDS

The Company has not, since its incorporation, paid any dividends on any of its Common Shares and it is not contemplated that any dividends will be declared on the Common Shares in the immediate or foreseeable future. The directors of the Company will determine any future dividend policy on the basis of earnings, the Company's financial position and other relevant factors.

GENERAL DESCRIPTION OF CAPITAL STRUCTURE

The Company is authorized to issue an unlimited number of Common Shares. As of the date of this AIF, 121,286,185 Common Shares were issued and outstanding. Holders of Common Shares are entitled to receive notice of any meetings of shareholders of the Company, to attend and to cast one vote per common share at all such meetings. The holders of Common Shares, subject to prior rights, if any, of the holders of any other class of shares of Atico, are entitled to receive such dividends as the directors of the Company may determine. In the event of liquidation, dissolution or winding-up of the Company, whether voluntary or involuntary, the holders of Common Shares are entitled to receive, subject to the prior rights, if any, of the holders of any other class of shares, the remaining property and assets of Atico.

The Company also has incentive stock options to purchase 12,055,582 Common Shares and 3,065,520 restricted share units outstanding as of the date of this AIF.

MARKET FOR SECURITIES

The Common Shares are traded on the TSX-V under the symbol "ATY". The following sets forth the high and low market prices and the volume of the Common Shares traded on the TSX-V during the periods indicated:

Period	High (C$)	Low (C$)	Total Volume
December, 2023	0.12	0.10	542,500
November, 2023	0.15	0.10	943,300
October, 2023	0.15	0.12	417,700
September, 2023	0.17	0.13	664,400
August, 2023	0.20	0.14	973,200
July, 2023	0.23	0.17	789,600
June, 2023	0.22	0.18	377,900
May, 2023	0.20	0.17	529,800
April, 2023	0.25	0.17	1,004,600
March, 2023	0.25	0.21	902,700
February, 2023	0.32	0.24	617,500
January, 2023	0.29	0.20	1,045,300

PRIOR SALES

The following table summarizes the unlisted securities granted by the Company during the most recently completed financial year:

Issue Date	Issue / Exercise Price per Security	Number and Type of Securities Outstanding
April 21, 2023	$0.205	1,913,936 incentive stock options(1)
April 19, 2023	N/A	2,725,136 restricted share units(2)

(1) Each incentive stock option is exercisable into one Common Share at a price of $0.205 per share expiring on April 21, 2028.

(2) All restricted share units are redeemable for cash in the amount equal to the Fair Market Value of the vested restricted share unit, subject to any applicable deductions and withholdings.

DIRECTORS AND OFFICERS

Name, Occupation and Security Holding

The table below sets forth the name, province or state and country of residence, position with the Company, principal occupation during the previous five years and the number of voting securities beneficially owned, directly or indirectly, or over which control or direction is exercised, for the directors and executive officers of the Company.

As at the date hereof, directors and executive officers of the Company, as a group, beneficially owned, directly or indirectly, or exercised control or direction over an aggregate of 15,579,194 Common Shares representing approximately 12.84% of its issued and outstanding Common Shares.

The terms of the directors of the Company expires at the annual general meeting of shareholders where they can be nominated for re-election. The officers hold their office at the discretion of the board of directors of the Company (the "**Board**"), but typically on an annual basis, after the annual general meeting, the directors pass resolutions to appoint officers and constitute committees.

Name and Province or State & Country of Residence	Present Office and Date First Appointed a Director	Principal Occupation During the Past Five Years	Number of Common Shares (4)
Jorge R. Ganoza Lima, Peru	VP Operations and Projects and Director since March 11, 2011	Former President of the Company from March 2011-September 2019; VP Operations and Projects since September 2019-Present.	3,480,244 (2.87%)
Fernando E. Ganoza Lima, Peru	CEO and Director since March 24, 2017	CEO of the Company.	1,927,822 (1.59%)
Luis D. Ganoza(1) Lima, Peru	Director since April 15, 2010 Non-Executive Chairman since March 24, 2017	Mr. Ganoza has extensive experience in the financial management of mining companies and currently holds the position of Chief Financial Officer for Fortuna Mining Corp., a public company listed for trading on the Toronto Stock Exchange and the New York Stock Exchange.	2,895,912 (2.39%)
Michael D. Winn (2)(3) California, USA	Director since March 11, 2011	President of Seabord Capital Corp. (private consulting company providing analysis of mining and energy companies) since January 2013. President of Seabord Services Corp. (a private company providing management, administrative, and regulatory services to private and public mining companies) since January 2007. Michael is also a director of EMX Royalty Corporation.	353,374 (0.29%)
Mario Szotlender(1)(2) Venezuelan Capital District, Venezuela	Director since March 11, 2011	Independent Consultant; Director of public resource companies, namely Endeavour Silver Corp, Fortuna Mining Corp. and Radius Gold Inc.	1,951,485 (1.61%)

Name and Province or State & Country of Residence	Present Office and Date First Appointed a Director	Principal Occupation During the Past Five Years	Number of Common Shares [(4)]
Luis Saenz[(1)(3)] Lima, Peru	Director since May 29, 2014	Mr. Sáenz is a finance executive with nearly 30 years of experience in corporate finance, strategic consulting, and metal trading with a focus on Latin America. He is currently a Director and Principal of BLB Advisory, a mining corporate finance boutique focused on Latin America and based in Lima, Peru. He was recently CEO of Compañía Minera Quiruvilca (Peru) and Director of Business Development for Latin America at the engineering multinational Ausenco (Australia). Luis was founder, CEO, and Director of Li3 Energy (later Bearing Lithium (TSX: BRZ)), which has a stake in the Maricunga lithium project in Chile and was recently sold to Chilean state-owned Codelco. Throughout his career, Mr. Sáenz has held senior executive positions at Standard Bank of South Africa, Merrill Lynch and Pechiney World Trade.	153,374 (0.13%)
Jonathan Goodman[(2)(3)] Ontario, Canada	Director since September 10, 2019	President & CEO of Dundee Corporation, a Toronto-based resources investment firm. Jonathan is also a director of Magna Mining Corporation.	4,141,531 (3.41%)

(1) Member of the Audit Committee.
(2) Member of the Compensation Committee.
(3) Member of the Corporate Governance Committee.
(4) Number of Common Shares beneficially owned or over which control or direction is exercised, directly or indirectly, as at the date hereof. No director, together with the director's associates and affiliates beneficially owns or exercises control or direction over, directly or indirectly, 10% or more of the Common Shares.
(5) None of the proposed directors is to be elected under any arrangement or understanding between the proposed director and the Company or a third party (other than the directors and executive officers of the Company acting in that capacity).

Officers		
Fernando E. Ganoza Chief Executive Officer	See information for Mr. Ganoza set forth above in the Directors section of this table.	See above
Jorge R. Ganoza VP Operations & Projects	See information for Mr. Ganoza set forth above in the Directors section of this table.	See above
Alain Bureau President	Mr. Bureau has over 25 years of leadership in project management, operating in North and Latin America countries, gained through notable projects including mines in Peru, Chile, Mexico, Panama and Canada.	656,032 (0.54%)
Matias Herrero Chief Financial Officer	Matias is a chartered professional accountant, with 18 years of progressive senior level experience as a mining professional in	19,420 (0.02%)

Officers		
	various areas including finance, mergers and acquisitions, international arbitration, risk management and multi-jurisdictional public company reporting.	

__Standing Committees of the Board__

There are currently three standing committees of the Board: the Audit Committee, the Compensation Committee, and the Corporate Governance Committee. The following table identifies the members of each of these Committees:

Board Committee	Committee Members
Audit Committee	Luis Saenz (Chair) Luis Ganoza Mario Szotlender
Compensation Committee	Mario Szotlender (Chair) Jonathan Goodman Michael Win
Corporate Governance Committee	Michael Winn (Chair) Luis Saenz Jonathan Goodman

__Cease Trade Orders, Bankruptcies, Penalties or Sanctions__

Except as stated below, no director or executive officer of the Company is, as at the date hereof, or has been, within 10 years before the date hereof, a director, chief executive officer or chief financial officer of any company that:

(i) was subject to an order that was issued while the director was acting in the capacity as director, chief executive officer or chief financial officer, or

(ii) was subject to an order that was issued after the director or executive officer ceased to be a director, chief executive officer or chief financial officer and which resulted from an event that occurred while that person was acting in the capacity as director, chief executive officer or chief financial officer.

Mario Szotlender is a director of a corporation that, in the past 10 years, had its registration under Section 12(g) of the U.S. Exchange Act revoked by the SEC for failure to keep its filings with the SEC up-to-date. Upon receipt of the SEC's notice of proposed revocation, the corporation filed a settlement agreement with the SEC consenting to the revocation as the corporation was dormant at the time. This corporation filed a registration statement with the SEC in January 2015 to re-register its common shares under Section 12(g) of the U.S. Exchange Act, which became effective in March 10, 2015. The effectiveness of such registration statement removes the prior restrictions on market participants trading the corporation's shares in United States markets.

Mario Szotlender, a director of the Company, was also a director of Fortuna Mining Corp. ("**Fortuna**"), and Luis Ganoza, a director of the Company, was an executive officer of Fortuna when a management cease trade order was issued by the British Columbia Securities Commission (the "**BCSC**") on April 3, 2017 against the CEO and CFO of Fortuna in connection with Fortuna's failure to timely file financial statements, related management's discussion and analysis and an annual information form for its financial year ended December 31, 2016. Fortuna reported that the delay in the filing of these documents was due to pending resolution of a regulatory review of certain of the Company's filings by the SEC. On May 25, 2017, the BCSC revoked this management cease trade order after Fortuna filed the required records.

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

(i) is, as at the date hereof, or has been, within 10 years before the date hereof, a director or executive officer of any 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

(ii) has, within 10 years before the date hereof, 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, or a shareholder holding a sufficient number of securities of the Company to affect materially the control of the Company has been subject to:

(i) 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

(ii) 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.

CONFLICTS OF INTEREST

To the best of the Company's knowledge, there are no existing or potential conflicts of interest among the Company, its directors, officers or other insiders of the Company other than as described in the following paragraph.

Various officers, directors or other insiders of the Company may hold senior positions with entities involved in the mining industry or otherwise be involved in transactions within the mining industry and may develop or already have other interests outside the Company. In the event that any such conflict of interest arises, a director who is in such a conflict will be required to disclose the conflict to a meeting of the directors of the Company in accordance with the BCBCA.

LEGAL PROCEEDINGS AND REGULATORY ACTIONS

Legal Proceedings

Except as stated below, there are no known legal proceedings involving an amount exceeding 10% of the current assets of the Company to which the Company is a party or which any of its properties is the subject during the most recently completed financial year, or any such proceedings known to the Company to be contemplated.

NMA Proceedings

During the three months ended December 31, 2015, the Company's operating subsidiary, MINER, received notice of claim from the NMA in Colombia requesting payment of royalties related to past copper production. The NMA 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 NMA submitted a claim for $5,000,000 (up from $2,000,000) 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 NMA had updated the claim amount to COP$87,933,286,817 (approximately $21,200,000) for all royalties in dispute up to December 2021, and in June 2022, to COP$101,217,832,270 (approximately $24,400,000) 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 NMA 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 parties have completed the submission of the statement of claim, counterclaim, and respective replies. The tribunal concluded the first procedural hearing on July 2, 2024, during which the arbitrators declared themselves competent and confirmed the continuation of the arbitration process. They scheduled the dates for the evidentiary hearings and the testimonies of witnesses from both the National Mining Agency and the Company and on July 12, 2024, the first of these hearings was held, with two more scheduled. The process is proceeding according to schedule, with the expectation that the testimonies of witnesses from both parties will be completed during August and September 2024. 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 NMA, 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) (the "**Payment Plan**") payable in biannual instalments for a total amount of COP$101,217,832,270 (approximately $24,400,000) plus interest at a 6% annual rate (in aggregate of COP$120,252,412,294 or approximately $29,000,000) 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 (approximately $1,900,000) in November 2024, COP$26,501,243,006 (approximately $6,400,000) in year 2025 and COP$43,672,690,093 (approximately $10,500,000) in year 2026. The total amount payable represents all outstanding royalty payments which the NMA 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. 6,520 of the 10,627 dry metric tonnes of metals concentrate in inventories at the end of Q2-2024 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. The security may be substituted at a later date. 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.

Regulatory Actions

As of the date of this AIF, Atico is not subject to any:

(a) penalties or sanctions imposed against the Company by a court relating to securities legislation or by a securities regulatory authority during the financial year ended December 31, 2023;

(b) other penalties or sanctions imposed against the Company by a court or by a regulatory authority that would likely be considered important to a reasonable investor making an investment decision; or

(c) settlement agreements entered into by the Company before a court relating to securities legislation or with a securities

INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

Except for transactions conducted in the ordinary course of business by the Company or its subsidiaries, and as detailed in this AIF, none of the directors, executive officers, nor any person or entity owning or exercising control or direction over more than 10% of the issued and outstanding Common Shares, nor their associates or affiliates, have had any material interest, direct or indirect, in any transaction or proposed transaction that has materially affected or would materially affect the Company, during the last completed financial year or within the three most recent financial years.

TRANSFER AGENT AND REGISTRAR

The transfer agent and registrar of the Company is Computershare Investor Services Inc., ("**Computershare**"). Computershare's principal location for the common shares of the Company is located at 510 Burrard Street, 3rd Floor, Vancouver, BC V6C 3B9.

MATERIAL CONTRACTS

Aside from contracts entered into in the ordinary course of business and not required to be filed under section 12.2 of National Instrument 51-102 – *Continuous Disclosure Obligations* ("**NI 51-102**"), the following is the only contract regarded as material which was entered into by the Company within the most recently completed fiscal year or before the most recently completed fiscal year that is still in effect:

- The Credit Facility. See "**General Development of the Business – *Financing Arrangements***".

INTEREST OF EXPERTS

Davidson & Company LLP, is the auditor of the Company. Davidson & Company LLP has confirmed to the Company that they are independent of the Company in accordance with the rules of professional conduct of the Institute of Chartered Accountants of BC.

The following persons, firms and companies named below have prepared or certified a statement or report described or included in a filing, or referred to in a filing, made under NI 51-102 by the Company during, or relating to, the Company's most recently completed financial year and whose profession, or business gives rise to the report or statement, or opinion made by the person or company:

(a) Antonio Cruz, P. Geo., of Atico Mining Corp. and Thomas Kelly, MSc., EM, of Andes Colorado, each a Qualified Person as defined by NI 43-101, prepared the 2024 Technical Report.

(b) Travis Manning, P. Eng., of KCA, Thomas Kelly, RM-SME, of Andes Colorado, Adam Johnston, FAusIMM, CP(Met), of Transmin Metallurgical Consultants, Donald Hickson, P. Eng., of Envis Peru SAC, Christian Beaulieu, P. Geo., consultant for G Mining and Neil Lincoln, P. Eng., consultant for G Mining, each a Qualified Person as defined by NI 43-101, prepared the Feasibility Study.

To management's knowledge, none of the Qualified Persons held any securities of the Company or of any associate or affiliate of the Company when they prepared the reports referred to above or following the preparation of such reports and none of the Qualified Persons listed above received any direct or indirect interest in any securities of the Company or of any associate or affiliate of the Company in connection with the preparation of such reports.

Other than Antonio Cruz, an employee of the Company, none of the firms or persons, nor any directors, officers or employees of such firms, are currently expected to be elected, appointed or employed as a director, officer or employee of the Company or of any associate or affiliate of the Company.

AUDIT COMMITTEE INFORMATION

The Audit Committee is principally responsible for:

- recommending to the Board the external auditor to be nominated for election by the Company's shareholders at each annual general meeting and negotiating the compensation of such external auditor;
- overseeing the work of the external auditor, including the resolution of disagreements between the auditor and management regarding the Company's financial reporting and review of all reportable events including unresolved issues and consultations;
- pre-approving all non-audit services to be provided to the Company, by the auditor;
- reviewing the Company's annual and interim financial statements and MD&A before they are reviewed and approved by the Board and publicly disseminated by the Company;
- reviewing the Company's financial reporting procedures and internal controls to ensure adequate procedures are in place for the Company's public disclosure of financial information extracted or derived from its financial statements, other than disclosure described in the previous paragraph; and
- overseeing management's identification and assessment of the principal risks to the operations of the Company and the establishment and management of appropriate systems to manage such risks.

The Company's auditor reports directly to the Audit Committee.

Audit Committee Charter

The Board has adopted a Charter for the Audit Committee which sets out the Audit Committee's mandate, organization, powers and responsibilities. The complete Audit Committee Charter is attached to this document as Appendix B.

Composition of the Audit Committee

The Audit Committee consists of three directors. Since the Company is a "venture issuer", the Company's required to have an Audit Committee composed of a minimum of three directors, a majority of whom are not executive officers, employees or control persons of the Company. The Audit Committee complies with this requirement. As a "venture issuer", the Company is exempt from the requirement of National Instrument 52-110 – *Audit Committees* ("**NI 52-110**") for each member of the Audit Committee to be financially literate, but all members are financially literate.

The following table sets out the names of the members of the Audit Committee and whether they are "independent" and "financially literate".

Name of Member	Independent (1)	Financially Literate (2)
Luis Sáenz (Committee Chairman)	Yes	Yes
Luis D. Ganoza	No	Yes
Mario Szotlender	Yes	Yes

(1) To be considered independent, a member of the Audit Committee must not have any direct or indirect 'material relationship' with the Company. A material relationship is a relationship which could, in the view of the Board, reasonably interfere with the exercise of a member's independent judgment.

(2) To be considered financially literate, a member of the Audit Committee must have the ability to read and understand a set of financial statements that present a breadth and level of complexity of accounting issues

that are generally comparable to the breadth and complexity of the issues that can reasonably be expected to be raised by the Company's financial statements.

Relevant Education and Experience

The relevant education and experience of each of the proposed members of the Audit Committee is as follows:

Name of Member	Education	Experience
Luis Sáenz (Committee Chairman)	B.A - Economics and International Affairs Franklin & Marshall College in Lancaster, PA	Mr. Sáenz is a finance executive with nearly 30 years of experience in corporate finance, strategic consulting, and metal trading with a focus on Latin America. He is currently a Director and Principal of BLB Advisory, a mining corporate finance boutique focused on Latin America and based in Lima, Peru. He was recently CEO of Compañía Minera Quiruvilca (Peru) and Director of Business Development for Latin America at the engineering multinational Ausenco (Australia). Luis is founder and former CEO of Li3 Energy and now Director of Bearing Lithium (TSX: BRZ), which has a stake in the Maricunga lithium project in Chile. Throughout his career, Mr. Sáenz has held senior executive positions at Standard Bank of South Africa, Merrill Lynch and Pechiney World Trade.
Luis D. Ganoza	B.Sc. – Mining Engineering Universidad Nacional de Ingenieria Peru MBA – ESAN M.Sc. – Accounting and Finance The London School of Economics	Mr. Ganoza has extensive experience in the financial management of mining companies and currently holds the position of Chief Financial Officer for Fortuna Mining Corp., a public company listed for trading on the Toronto Stock Exchange and the New York Stock Exchange.
Mario Szotlender	Degree in international relations	Mr. Szotlender has successfully directed Latin American affairs for numerous private and public companies over the past 20 years and is currently a director and audit committee member of several other publicly-traded mineral exploration and mining companies.

<u>Audit Committee Oversight</u>

Since the commencement of the Company's most recently completed financial year, there has not been a recommendation of the Audit Committee to nominate or compensate an external auditor which was not adopted by the Board.

Pre-Approval Policies and Procedures

The Audit Committee has adopted specific policies and procedures for the engagement of non-audit services as described in section III.B "*Powers and Responsibilities – Performance & Completion by Auditor of its Work*" of the Charter.

External Auditor's Service Fees (By Category)

The fees billed by the Company's external auditor in the last two fiscal years for audit fees are as follows:

Financial Year Ending	Audit Fees (1)	Audit Related Fees	Tax Fees (2)	All Other Fees
December 31, 2023	176,082	Nil	Nil	Nil
December 31, 2022	206,784	Nil	Nil	Nil

(1) The aggregate fees billed by the Company's auditor for audit fees.

(2) The aggregate fees billed for professional services rendered by the Company's auditor for tax compliance, tax advice and tax planning.

Reliance on Exemptions in NI 52-110 regarding Audit Committee Composition & Reporting Obligations

Since the Company is a venture issuer, the Company has relied on the exemption contained in section 6.1 of NI 52-110 from the requirements of Part 3 Composition of the Audit Committee (as described in "***Composition of the Audit Committee***" above).

ADDITIONAL INFORMATION

Additional information relating to the Company can be found on SEDAR+ at www.sedarplus.com. 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 is contained in the management information circular of the Company filed on SEDAR+ at www.sedarplus.com. Additional financial information is provided in the Company's audited financial statements and management's discussion and analysis for the financial year ended December 31, 2023.

APPENDIX A
DEFINITIONS, TECHNICAL TERMS, ABBREVIATIONS AND CONVERSION

Technical Abbreviations

Ag	silver
Au	gold
Cu	copper
Cu Eq	copper equivalent
g	grams
g/t	grams per tonne
g/cm^3	gram per cubic centimeter
lbs	pounds
Mlbs	million pounds
Koz	thousand ounces
Km	kilometres
Kt	thousand tonnes
NSR	net smelter return
m	metres
oz	ounce(s)
Pb	lead
Zn	zinc

The following table lists Imperial measurements and their equivalent value under the Metric system:

Imperial	Converts to	Metric
1 in	=	2.54 cm
1 ft (12 in)	=	0.3048 m
1 yd (3ft)	=	0.9144 m
1 mile (1760 yd)	=	1.6093 km
1 square in (in2)	=	6.4516 cm2
1 square ft (ft2)	=	0.0929 m2
1 square yd (yd2)	=	0.8361 m2
1 acre (4840 yd2)	=	0.4047 ha
1 square mile (640 acres)	=	2.59 km2
short ton	=	0.907 metric tonnes

The following is a glossary of certain technical terms and abbreviations that appear in this AIF:

Assay is an analysis to determine the quantity of one or more elemental components.

Average All-In Cost (a non-GAAP financial measure) includes for the life-of-mine of the project total production cash costs, general and administrative ("G&A") expenses in Ecuador, all capital expenditures (initial and sustaining), government royalties, treatment and refining charges, marine transportation costs, and concentrate penalties.

Concentrate is a product in which valuable minerals have been enriched (concentrated) through mineral processing.

Diamond drilling is drilling with the use of a type of rotary drill in which the cutting is done by abrasion rather than percussion. The cutting bit is set with diamonds and is attached to the end of long hollow rods through which water is pumped to the cutting face. The drill cuts a core of rock which is recovered in long cylindrical sections, generally three centimeters or more in diameter.

Dilution is the effect of grade reduction that occurs when material adjacent to a defined Mineral Resource and of significantly lower grade than the defined Mineral Resource is mined and sent to the mill along with material comprising the defined Mineral Resource.

Dip is the degree of inclination of a tilted bed or other 2-dimensional plane, taken perpendicular to its strike. Also refers to the angle of inclination of a drill hole.

Discount is an arbitrary rate selected to apply to a stream of costs and benefits for the calculation of Net Present Value. The discount rate allows for the time value of money to be factored into the calculation of net present value. Discount rates can also be used to make an assessment of projects of different risk levels by assigning a higher discount rate to projects of higher risk.

Fault is a fracture in a rock across which there has been displacement.

Fracture is a break in a rock, usually along flat surfaces.

Grade is the concentration of a valuable metal in a rock sample, given either as weight percent for base metals (e.g., Pb, Zn, Cu) or in g/t or ounces per short ton for precious metals (e.g., Ag, Au, Pt).

Mill (or concentrator) is an industrial installation assembled to allow separation and recovery of mineral particles of interest from bulk mineralization and waste material. Typically includes equipment for crushing and grinding, selective particle recovery and production of a concentrate from which the contained metals can be refined to marketable purity.

Mineral means a naturally occurring inorganic substance typically with a crystalline structure.

Mineralization means minerals of value occurring in rocks.

Net Present Value or "NPV" is a future stream of benefits and costs converted into equivalent values today. This is done by assigning monetary values to the benefits and costs discounting future benefits and costs using an appropriate discount rate and subtracting a sum total of discounted costs from the total of discounted benefits.

NSR means Net Smelter Return and means the gross revenue from a resource extraction operation, less a proportionate share of transportation, insurance, and processing costs.

Operating costs (OPEX) are the costs of operating a mine, usually including all onsite costs of mining, milling, environmental compliance, tailings disposal, storing concentrate, and administration. Typically quoted in US dollars/tonne. Major sustaining capital items such as mill expansion, large underground development or high-value items of fixed or mobile mining or milling equipment during the life of a project are excluded.

Ore is a natural occurrence of one or more minerals that may be mined and sold at a profit, or from which some part may be profitably separated. The word ore should only be used to refer to defined Mineral Reserves, preferably related to a mine in the development or production phase or to a historical mineral deposit that was economically exploited.

Recovery is the percentage of valuable minerals that are recovered during milling and/or other forms of processing and captured for potential payment after shipment to the smelter.

Smelter is an industrial installation where sulphide minerals are reduced to metals through roasting at high temperature.

Strike is horizontal level direction or bearing of an inclined rock bed, structure, vein or stratum surface. The direction is perpendicular to the direction of dip.

Tailings are the waste products resulting from the processing of mineralized material.

Vein is a fissure, fault or crack in a rock filled by minerals that have traveled upwards from some deep source.

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<u>Certain CIM Standards Definitions</u>

"***Feasibility Study***" 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.

"***Indicated Mineral Resource***" 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.

"***Inferred Mineral Resource***" 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.

"***Measured Mineral Resource***" 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.

"***Mineral Reserve***" A Mineral Reserve is the economically mineable part of a Measured 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 a 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.

"***Mineral Resource***" 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 or quality, continuity and other geological characteristics of a Mineral Resource are known, estimated or interpreted from specific geological evidence and knowledge, including sampling. Material of economic interest refers to diamonds, natural solid inorganic material, or natural solid fossilized organic material including base and precious metals, coal, and industrial minerals.

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

"***Pre-Feasibility Study***" The CIM Definition Standards requires the completion of a Pre-Feasibility Study as the minimum prerequisite for the conversion of Mineral Resources to Mineral Reserves. A Pre-Feasibility Study is a comprehensive study of a range of options for the technical and economic viability of a mineral project that has advanced to a stage where a preferred mining method, in the case of underground mining, or the pit configuration, in the case of an open pit, is established and an effective method of mineral processing is determined. It includes a financial analysis based on reasonable assumptions on the Modifying Factors and the evaluation of any other relevant factors which are sufficient for a Qualified Person, acting reasonably, to determine if all or part of the Mineral Resource may be converted to a Mineral Reserve at the time of reporting. A Pre-Feasibility Study is at a lower confidence level than a Feasibility Study.

"***Probable Mineral Reserve***" A Probable Mineral Reserve is the economically mineable part of an Indicated, and in some 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.

"***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.

"Qualified Person" Mineral Resource and Mineral Reserve estimates and any supporting Technical Reports must be prepared by or under the direction of a Qualified Person, as that term is defined in NI43-101. The Qualified Person(s) should be clearly satisfied that they could face their peers and demonstrate competence and relevant experience in the commodity, type of deposit and situation under consideration. If doubt exists, the person must either seek or obtain opinions from other colleagues or demonstrate that he or she has obtained assistance from experts in areas where he or she lacked the necessary expertise.

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APPENDIX B
CHARTER FOR THE AUDIT COMMITTEE
OF THE BOARD OF DIRECTORS
OF ATICO MINING CORPORATION

I. MANDATE

The Audit Committee (the "**Committee**") of the Board of Directors (the "**Board**") of Atico Mining Corporation (the "**Company**") shall assist the Board in fulfilling its financial oversight responsibilities. The Committee's primary duties and responsibilities under this mandate are to serve as an independent and objective party to monitor:

1. The quality and integrity of the Company's financial statements and other financial information;
2. The compliance of such statements and information with legal and regulatory requirements;
3. The qualifications and independence of the Company's independent external auditor (the "**Auditor**"); and
4. The performance of the Company's internal accounting procedures and Auditor.

A. Structure and Operations

B. Composition

The Committee shall be comprised of three or more members.

C. Qualifications

Each member of the Committee must be a member of the Board.

A majority of the members of the Committee shall not be executive officers, employees or control persons of the Company or of an affiliate of the Company.

Each member of the Committee must be able to read and understand fundamental financial statements, including the Company's balance sheet, income statement, and cash flow statement.

D. Appointment and Removal

In accordance with the Articles of the Company, the members of the Committee shall be appointed annually by the Board and shall serve until such member's successor is duly elected and qualified or until such member's earlier resignation or removal. Any member of the Committee may be removed, with or without cause, by a majority vote of the Board.

E. Chair

Unless the Board shall select a Chair, the members of the Committee shall designate a Chair by the majority vote of all of the members of the Committee. Notwithstanding any of the foregoing, the Chair must be a member of the Committee.

The Chair shall call, set the agendas for and chair all meetings of the Committee.

F. Sub-Committees

The Committee may form and delegate authority to subcommittees consisting of one or more members when appropriate, including the authority to grant pre-approvals of audit and permitted non-audit services, provided that a decision of such subcommittee to grant a pre-approval shall be presented to the full Committee at its next scheduled meeting.

G. Meetings

The Committee shall meet at least once in each fiscal year, or more frequently as circumstances dictate. The Auditor shall be given reasonable notice of, and be entitled to attend and speak at, each meeting of the Committee concerning the Company's annual financial statements and, if the Committee feels it is necessary or appropriate, at every other meeting. On request by the Auditor, the Chair shall call a meeting of the Committee to consider any matter that the Auditor believes should be brought to the attention of the Committee, the Board or the shareholders of the Company.

No business may be transacted by the Committee at a meeting unless a quorum of the Committee is present. At each meeting, a quorum shall consist of a majority of members that are not officers or employees of the Company or of an affiliate of the Company.

The Committee shall maintain minutes or other records of meetings and activities of the Committee in sufficient detail to convey the substance of all discussions held. Upon approval of the minutes by the Committee, the minutes shall be circulated to the members of the Board. However, the Committee Chair may report orally to the Board on any matter in their view requiring the immediate attention of the Board.

As part of its goal to foster open communication, the Committee may periodically meet separately with each of management and the Auditor to discuss any matters that the Committee believes would be appropriate to discuss privately. In addition, the Committee should meet with the Auditor and management annually to review the Company's financial statements in a manner consistent with Section III of this Charter.

The Committee may invite to its meetings any director, any manager of the Company, legal counsel, advisors and any other person whom it deems appropriate to consult in order to carry out its responsibilities. The Committee may also exclude from its meetings any person it deems appropriate to exclude in order to carry out its responsibilities.

The Committee shall have free and unrestricted access at all times, either directly or through its duly appointed representatives, to the Company's management and employees and the books and records of the Company.

II. DUTIES

A. Introduction

The following functions shall be the common recurring duties of the Committee in carrying out its purposes outlined in Section I of this Charter. These duties should serve as a guide with the understanding that the Committee may fulfill additional duties and adopt additional policies and procedures as may be appropriate in light of changing business, legislative, regulatory or other conditions. The Committee shall also carry out any other responsibilities and duties delegated to it by the Board from time to time related to the purposes of the Committee outlined in Section I of this Charter.

The Committee, in discharging its oversight role, is empowered to study or investigate any matter of interest or concern which the Committee in its sole discretion deems appropriate for study or investigation by the Committee.

The Committee shall be given full access to the Company's internal accounting staff, managers, other staff and Auditor as necessary to carry out these duties. While acting within the scope of its stated purpose, the Committee shall have all the authority of, but shall remain subject to, the Board.

B. Powers and Responsibilities

The Committee will have the responsibilities set out below as well as any other functions that are specifically delegated to the Committee by the Board and that the Board is authorized to delegate by applicable laws and regulations. In addition to these responsibilities, the Committee shall perform the responsibilities required of an audit committee by any exchange upon which securities of the Company are traded, or any governmental or regulatory body exercising authority over the Company, as are in effect from time to time (collectively, the "**Applicable Requirements**") or as the Board otherwise deems necessary or appropriate.

Independence of Auditor

1. At least annually, and before the auditors issue their report on the annual financial statement, review and discuss with the Auditor any disclosed relationships or services that may impact the objectivity and independence of the Auditor and, if necessary, obtain a formal written statement from the Auditor setting forth all relationships between the Auditor and the Company, consistent with Independence Standards Board Standard 1. The Committee shall take appropriate action to oversee the independence of the auditors.
2. Take, or recommend that the Board take, appropriate action to oversee the independence of the Auditor.
3. Require the Auditor to report directly to the Committee.
4. Review and approve the Company's hiring policies regarding partners, employees and former partners and employees of the Auditor and former independent external auditor of the Company.

Performance & Completion by Auditor of its Work

1. Be directly responsible for the oversight of the work by the Auditor (including resolution of disagreements between management and the Auditor regarding financial reporting and review of all reportable events including unresolved issues and consultations) for the purpose of preparing or issuing an audit report or related work.
2. Review annually the performance of the Auditor and recommend the appointment by the Board of a new, or re-election by the Company's shareholders of the existing, Auditor and shall approve the compensation of such external auditor. The Committee shall have ultimate authority to approve all audit engagement terms and fees, including the auditor's audit plan.
3. Pre-approve all auditing services and permitted non-audit services to be performed by the auditors for the Company or its subsidiary entities that it deems advisable in accordance with Applicable Requirements and Board approved policies and procedures, and adopt and implement policies for such pre-approval (including the fees and terms thereof) to be performed for the Company by the Auditor unless such non-audit services:
   - (a) which are not pre-approved, are reasonably expected not to constitute, in the aggregate, more than 5% of the total amount of revenues paid by the Company to the Auditor during the fiscal year in which the non-audit services are provided;
   - (b) were not recognized by the Company at the time of the engagement to be non-audit services; and
   - (c) are promptly brought to the attention of the Committee by Management and approved prior to the completion of the audit by the Committee or by one or more members of the Committee who are members of the Board to whom authority to grant such approvals has been delegated by the Committee.
4. At least annually, the Committee shall review a summary of the auditors' annual audit plan. The Committee shall consider and review with the auditors any material changes to the scope of the plan.

Internal Financial Controls & Operations of the Company

Establish procedures for:

- (a) the receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls, or auditing matters; and
- (b) the confidential, anonymous submission by employees of the Company of concerns regarding questionable accounting or auditing matters.

Preparation of Financial Statements

Oversee the Company's financial statements and financial disclosures.

1. Discuss with management and the Auditor significant financial reporting issues and judgments made in connection with the preparation of the Company's financial statements, including any significant changes in the Company's selection or application of accounting principles, any major issues as to the adequacy of the Company's internal controls and any special steps adopted in light of material control deficiencies.
2. Discuss with management and the Auditor any correspondence with regulators or governmental agencies and any employee complaints or published reports which raise material issues regarding the Company's financial statements or accounting policies.
3. Discuss with management and the Auditor the effect of regulatory and accounting initiatives as well as off-balance sheet structures on the Company's financial statements.
4. Discuss with management, the auditors and legal counsel, as requested any litigation claim or other contingency that could have a material effect on the Company's financial statements.
5. Discuss with management the Company's major financial risk exposures and the steps management has taken to monitor and control such exposures, including the Company's risk assessment and risk management policies.
6. Discuss with the Auditor the matters required to be discussed relating to the conduct of any audit, in particular:
    (a) The adoption of, or changes to, the Company's significant auditing and accounting principles and practices as suggested by the Auditor or management.
    (b) Any difficulties encountered in the course of the audit work, including any restrictions on the scope of activities or access to requested information, and any significant disagreements with management.
7. inquire at least annually of both the Company's management and auditors as to whether either has any concerns relative to the quality or aggressiveness of management's accounting policies.
8. review any other matters, related to the financial statements, that are brought forward by the auditors, management or which are required to be communicated to the Committee under accounting policies, auditing standards or Applicable Requirements.

Public Disclosure by the Company

1. Review the Company's audited annual financial statements, the auditor's report thereon, quarterly financial statements, the auditors' review report thereon, management discussion and analysis (MD&A), annual information form, and management information circular before the Board approves and the Company publicly discloses this information.
2. Review the Company's financial reporting procedures and internal controls to be satisfied that adequate procedures are in place for the review of the Company's public disclosure of financial information extracted or derived from its financial statements, other than disclosure described in the previous paragraph, and periodically assessing the adequacy of those procedures.
3. Review any disclosures made to the Committee by the Company's Chief Executive Officer and Chief Financial Officer during their certification process of the Company's financial statements about any significant deficiencies in the design or operation of internal controls or material weaknesses therein and any fraud involving management or other employees who have a significant role in the Company's internal controls.

Risk Management

The Committee shall be responsible for overseeing management's identification and assessment of the principal risks to the operations of the Company and the establishment and management of appropriate systems to manage such risks with a view to achieving a proper balance between risks incurred and potential return to holders of securities of the Company and to the long-term viability of the Company. In this regard, the Committee shall require management to report on a quarterly basis to the Committee, and the Committee shall review such reports provided by management, on the risks inherent in the business of the Company (including appropriate crisis preparedness, business continuity, information system controls, cybersecurity and disaster recovery plans), the appropriate degree of risk mitigation and risk control, overall compliance with and the effectiveness of the Company's risk management policies, and residual risks remaining after implementation of risk controls. The Committee shall report to the Board on a quarterly basis, with respect to the principal risks faced by the Company and the steps implemented by management to manage these risks.

Manner of Carrying Out its Mandate

1. Request any officer or employee of the Company or the Company's outside counsel or Auditor to attend a meeting of the Committee or to meet with any members of, or consultants to, the Committee.
2. Meet, to the extent it deems necessary or appropriate, with management and the Auditor in separate executive sessions at least quarterly.
3. Have the authority, to the extent it deems necessary or appropriate, to retain and terminate, independent legal, accounting or other consultants to advise the Committee advisors and shall have the sole authority to approve such independent legal, accounting or other consultant's fees and other retention terms.
4. Make regular reports to the Board.
5. Review and reassess the adequacy of this Charter annually and recommend any proposed changes to the Board for approval.
6. Annually review the Committee's own performance.
7. Provide an open avenue of communication among the Auditor and the Board.
8. Not delegate these responsibilities other than to one or more independent members of the Committee the authority to pre-approve, which the Committee must ratify at its next meeting, non-audit services to be provided by the Auditor.

Compliance with Legal and Regulatory Requirements

The Committee shall review reports from the Company's Corporate Secretary and other management members on: (a) legal or compliance matters that may have a material impact on the Company; (b) the effectiveness of the Company's compliance policies; and (c) any material communications received from regulators. The Committee shall review management's evaluation of and representations relating to compliance with specific applicable law and guidance, and management's plans to remediate any deficiencies identified.

Whistleblower Procedures

The Committee shall establish procedures for (a) the receipt, retention, and treatment of complaints received by the Company regarding accounting, internal accounting controls, or auditing matters; and (b) the confidential, anonymous submission by employees of the Company of concerns regarding questionable accounting or auditing matters.

Any such complaints or concerns that are received shall be reviewed by the Committee and, if the Committee determines that the matter requires further investigation, it will direct the Chair of the Committee to engage outside advisors, as necessary or appropriate, to investigate the matter and will work with management and the general counsel to reach a satisfactory conclusion.

C. No Rights Created

This Charter is a statement of broad policies and is intended as a component of the flexible governance framework within which the committees of the Board assist the Board in directing the affairs of the Company. While it should be interpreted in the context of all Applicable Requirements, as well as in the context of the Company's Notice of Articles and Articles, it is not intended to establish any legally binding obligations.

D. Charter Review

The Committee shall review and update this Charter annually and, in conjunction with the review and recommendations of the Corporate Governance Committee regarding same, present the updated Charter to the Board for approval.

E. Limitation of Audit Committee's Role

While the Committee has the responsibilities and powers set forth in this Charter, it is not the duty of the Committee to plan or conduct audits or to determine that the Company's financial statements and disclosures are complete and accurate and are in accordance with generally accepted accounting principles and applicable rules and regulations. These are the responsibilities of management and the Auditor.

Revised and Approved by the Board of Directors: April 20, 2021.