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## **MANAGEMENT'S DISCUSSION AND ANALYSIS**

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**FOR THE SIX MONTHS ENDED JUNE 30, 2020**

**August 6, 2020**

**MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION  
AND RESULTS OF OPERATIONS  
For the Six Months Ended June 30, 2020**

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## MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS For the Six Months Ended June 30, 2020

### INTRODUCTION

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This Management's Discussion and Analysis ("MD&A") of Nevada Copper Corp. (the "Company" or "Nevada Copper") has been prepared by management as of August 6, 2020. Information herein is provided as of August 6, 2020, unless otherwise noted. The following discussion of performance, financial condition and outlook should be read in conjunction with the audited consolidated financial statements for the years ended December 31, 2019 and 2018 ("consolidated financial statements") and the notes thereto, prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS") and the unaudited condensed interim consolidated financial statements ("interim financial statements") of the Company and the notes thereto for the three and six months ended June 30, 2020 and 2019 (prepared in accordance with International Accounting Standard 34 - Interim Financial Reporting).

All amounts expressed herein are in US Dollars unless otherwise indicated. Additional information relevant to the Company's activities, including the Company's Annual Information Form dated May 15, 2020 (the "Annual Information Form"), can be found on SEDAR at [www.sedar.com](http://www.sedar.com).

Greg French, CPG and David Sabourin, PE are non-independent Qualified Persons under National Instrument 43-101 – *Standards of Disclosure for Mineral Projects*, and have approved the scientific and technical information in this MD&A.

Readers are cautioned that this MD&A contains forward-looking statements and that actual results may vary from management's expectations. See "Forward-Looking Statements" at the end of this MD&A and the various risk factors and other matters discussed in the Company's public disclosure at [www.sedar.com](http://www.sedar.com).

### Q2 2020 HIGHLIGHTS, RECENT DEVELOPMENTS AND OUTLOOK

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#### **Q2 2020 Highlights**

**Underground Project.** During Q2 2020, the Company made significant progress in its previously announced accelerated development plan and has commenced the re-mobilisation of its workforce as it commences preparation for a re-start of its Processing Plant, which is targeted for August 2020. Milestones for the quarter include:

- Initiating revised development plan in response to the temporary suspension of milling activities;
- Execution of long-term mining contract with Redpath USA Corporation ("Redpath");
- Completion of Main Shaft deepening to its final depth of 2,131 ft;
- Permanent production hoist systems have been installed and the headframe has been configured for shaft equipping and subsequent production;
- The surface materials handling infrastructure has been completed and moved to its final position on the south side of the head frame;
- Lateral development rates are ahead of the revised plan targets and hoist rates from the Vent Shaft ahead of target;

- Stockpiling of approximately 150,000 tons of development ore on surface at quarter-end;
- Mine planning to develop detailed production mining layouts and stope sequencing has commenced following receipt of the updated geological model and revised geotechnical design parameters developed from underground infill drilling and mapping of the development;
- The updated geotechnical parameters indicate changes to some of the stope dimensions in the East South deposit. Updated design, extraction sequences and scheduling are currently being finalized and is currently being incorporated into the final mine plan to support the ramp up schedule; and
- Implementation of cost reduction program.

**Financing.** Subsequent to quarter-end, the Company closed a public equity offering for aggregate gross proceeds of approximately CAD\$100 million, which included the exercise in full of the underwriters' over-allotment option. The Company used the proceeds, in part, to reduce the level of the Company's debt. See "Post Quarter-End Bought Deal Public Offering" below for additional details.

## **Recent Developments and 2020 Outlook**

### **Underground Project**

#### *COVID-19, Temporary Suspension of Milling Activities and Impact on Operations*

On April 6, 2020, the Company announced the temporary suspension of copper production at the Underground Project (the "Suspension") as a result of the restrictions imposed by government-mandated measures and other impacts of the COVID-19 pandemic. During the Suspension, essential mine services and activities have continued and the Company implemented an accelerated mine development plan focused on completion of the Main Shaft at the Underground Project and advancing lateral development. The Company has made considerable progress with the accelerated mine development plan. The Company currently expects to re-start copper production in August 2020, subject to revision based on government mandated measures, other impacts relating to the COVID-19 pandemic and other factors.

The Company has implemented various cost reduction initiatives to preserve liquidity and protect the Company during the Suspension, including:

- Furlough of all non-essential staff;
- Review of the Company's employment strategy;
- Staff reduction and a temporary reduction in salary for remaining staff;
- Closing of its Vancouver office;
- Arrangements with key suppliers to provide further flexibility; and
- Agreement with Concord Resources Limited ("Concord") to defer deliveries and payments under the Company's \$35 million working capital facility (the "Working Capital Facility") until after the expected re-start of concentrate production.

The Company has implemented various health related measures at the Project including monitoring employees for symptoms, physical distancing to the extent possible and providing personal protective equipment as needed. The work currently continuing at the Project is done subject to these enhanced COVID-19 precautions and in accordance with related government-imposed health and safety rules, which have resulted in various significant operational constraints and work delays. Given the uncertainty around the severity and duration of the pandemic and the responses of governments and businesses, it is not possible for the Company to predict the full impact of COVID-19 on its operations at this time. It is not known what additional measures, if any, will be implemented by governmental authorities in the future

and how long these measures will be in place. It is possible that changes to or ongoing compliance with existing government health and safety rules may make it difficult for efficient operations to continue.

It is also possible that further reduced working rates or temporary stoppages (as has been the case at other operations) could occur in the future, at any time, depending on how events unfold.

While the impact of COVID-19 and the Suspension are expected to be temporary, the current circumstances are dynamic and the impacts of COVID-19 on the Company's business operations, including the timing, duration and extent of the impact on the Company's ramp-up process and future production, cannot be reasonably estimated at this time. The COVID-19 pandemic has had a significant impact on the global economy and financial and commodity markets in general, including a significantly negative impact on copper prices during Q1 and the first half of Q2, 2020. The full extent of the impact of the pandemic on the economy and commodity prices, including copper prices, is not known at this time. However, the COVID-19 pandemic is expected to have a material adverse impact on the Company's business, results of operations, financial position and cash flows in 2020.

#### *Mine Development*

The COVID-19 restrictions imposed by the State of Nevada have had both a direct and indirect impact on the Company's operations during the quarter. The number of personnel allowed at any one time in the shaft's conveyance system has been limited, materially impacting productivity in the underground works. The Company also experienced increased lead times and challenges in its supply chain.

These restrictions and other challenges relating to the COVID-19 pandemic necessitated a revision of the underground development plan. A critical path schedule focused on completion of the Main Shaft deepening and additionally, furnishing was developed to enable ramp-up of production. The decoupling of the mine-to-mill during the Suspension allowed for the mine development to advance, infrastructure to be progressed and building of a development ore stockpile. It is expected that this will facilitate a restart of the process plant in August 2020 from the stockpiled material.

Further to the revised development plan, the shaft sinking of the Main Shaft to its final depth of 2,131 ft was completed and the work required to equip the shaft for its final production configuration is on target. The final work on its headframe has commenced, including the reconfiguration of the main sinking Galloway for shaft equipping. The surface materials handling system has also been completed and has been relocated into final position on completion of the necessary civil works. Final shaft configuration and commissioning of the hoisting system is expected in Q4, 2020.

The lateral development rates achieved during the quarter are in line with the revised-plan targets. The focus of the lateral development has been to complete key underground infrastructure areas and to develop accesses out to the stoping areas and prepare stopes for mining in preparation to ramp-up production on commissioning of the Main Shaft. Hoist rates for the Vent Shaft during the latter half of the quarter were consistently around 1,000 tons/day, exceeding the revised plan target by approximately 300 tons/day. A material quantity of the development ore hoisted during the quarter was above the cut-off grade, adding to the stockpile, which was estimated to be approximately 128,000 tons at quarter-end.

During the quarter, the Company also entered into a long-term contract with Redpath, which superseded the previously announced interim services agreement.

Mine planning to develop detailed production mining layouts and stope sequencing has commenced following receipt of the updated geological model and revised geotechnical design parameters developed from underground infill drilling and mapping of the development. The updated geotechnical parameters indicate changes to some of the stope dimensions in the East South deposit. Updated design, extraction sequences and scheduling are currently being finalized and is currently being incorporated into the final mine plan to support the ramp up schedule.

### *Processing Plant*

Commissioning of the mill continued until the Suspension was put in place on April 6, 2020. The mill was kept on standby during the quarter and steps were taken to retain critical staff and to maintain the plant in a state of operational readiness for its re-start.

Re-start of the processing plant and ramp-up of operations is expected to re-commence in August 2020, subject to revision based on government mandated measures, other impacts relating to the COVID-19 pandemic and other factors, progressing towards a target steady state 5,000 tons/day of ore feed to the process facility.

The re-stocking of consumables and additional spares for the mill is underway and the re-mobilization of mill personnel has commenced in anticipation of an August 2020 re-start.

Once re-started, it is expected that the process plant will continue to improve on its performance during the first quarter commissioning by increasing throughput to 230 tons per hour (representing approximately 85% of design throughput) and improving recoveries above 90% and concentrate grades above 25%.

The concentrate shipping arrangements are in place with a concentrate truck-to-rail transload facility established at a site east of Reno, Nevada with access to the Union Pacific mainline in the Tahoe Reno Industrial Centre. Concentrates will be shipped by rail to US west coast ports for bulk shipment.

During April 2020, the Company notified Concord of a force majeure, which can last to a maximum of 180 days, under its offtake agreements involving Concord due to the Suspension and in May 2020, the Company and Concord agreed that repayments that would otherwise have fallen due under the Working Capital Facility shall not be required to be repaid while there is a force majeure under the offtake agreements involving Concord until September 2020. The Company cannot make further draws under the Working Capital Facility while the force majeure continues. When the force majeure ends (or starting in September 2020, if earlier), the Company will be required to resume making monthly repayments and will have the ability to make draws under the Working Capital Facility, subject to applicable conditions. Repayments under the Working Capital Facility by way of deliveries under the offtake agreements involving Concord are expected to resume prior to the September 2020 deadline.

The steps taken and improvements described above are expected to result in increased concentrate production on re-start of the milling operation, which is expected to allow the Company to deliver and sell increasing volumes of concentrate that meet the applicable specification requirements of the offtake agreements. As a result, improved concentrate production is expected to alleviate the need for the Company to make repayments for draws under the Working Capital Facility in cash.

While management expects continued improvement to underground development and the operation of the processing plant on its re-start as described above, significant risks remain to sustaining and accelerating progress in these areas, including risks relating to the impact of the current COVID-19 pandemic on operations, both from an operational and broader market perspective.

The restart of the processing plant and the ramp-up of operations is expected to re-commence in August 2020. Restocking of consumables and additional spares for the mill is underway and the re-mobilization of mill personnel has commenced in anticipation of the plant restart

## **Open Pit Project**

The Company expects to continue advancing optimizations for its Open Pit Project following the current focus on ramp-up of the Underground Mine. The optimizations are expected to include further extension and in-fill drilling as a follow-up to the last Open Pit drilling program, which identified significant additional mineralization and indicated the ore body extends beyond the original pit boundary and remains open in multiple directions, as well as value engineering options and trade-offs with the aim of further enhancing project economics. Further updates on Open Pit advancement plans will be communicated as appropriate.

## **Exploration**

The Company continues to evaluate its extensive mineral landholdings at and around Pumpkin Hollow, including drilling and/or trenching, where appropriate, and to look for opportunities to increase its landholdings at the appropriate time. Further to this strategy, the Company has staked during the quarter an additional, highly prospective land package covering approximately 680 acres immediately contiguous to its existing Pumpkin Hollow property and along the eastern boundary of the Tedeboy area. Review of historical aero-magnetic survey data has identified a magnetic high which coincides with the identification of anomalous copper mineralization at surface with grab samples returning copper grades confirming the prospectivity of this newly acquired property.

The Company continues to prioritize advancing its high-priority targets in accordance with cash availability.

## **SUBSEQUENT EVENTS**

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### *Offering*

On July 28, 2020 the Company closed its public offering of units, which was completed on a bought deal basis (the "Offering") by a syndicate of underwriters that included Scotiabank, RBC Capital Markets, National Bank Financial Inc. and Haywood Securities (collectively, the "Underwriters") whereby 643,713,533 units of the Company were issued ("Units") at a price of CAD\$0.15 per Unit (the "Offering Price"). Each Unit consisted of one common share of the Company and one-half of one common share purchase warrant (each whole common share purchase warrant a "Warrant") of the Company. Each full Warrant entitles the holder thereof to purchase one common share at a price of CAD\$0.20 per common share, for a period of 18 months following the closing of the Offering. The Underwriters exercised their over-allotment option under the Offering in full, which resulted in 23,790,000 additional Units being issued at the Offering Price (the "Over-Allotment Option"). Including the proceeds from the Over-Allotment Option, an aggregate of 667,503,553 Units were issued in the Offering for total aggregate gross proceeds of approximately CAD\$100 million.

The net proceeds from the Offering (including the Over-Allotment Option), after deducting fees payable to the Underwriters and the expenses of the Offering, were CAD\$98 million. A portion of the net proceeds from the Offering was used to prepay in full the Company's \$30 million convertible loan facility that it entered with Pala Investments Limited ("Pala"), the Company's largest shareholder, on March 27, 2020 (the "Convertible Loan"). Subsequently, Pala syndicated an aggregate principal amount of \$13.4 million

of the Convertible Loan to Castlake L.P., the Company's second largest shareholder, and another \$500,000 aggregate principal amount of the Convertible Loan to a third party. At the time of the prepayment of the Convertible Loan, the principal amount outstanding including capitalized and accrued interest and fees was \$33.8 million. The Company also used a portion of the net proceeds from the Offering to repay other outstanding indebtedness (including short-term financing provided by Pala in the principal amount of \$15.1 million). The Company intends to use the remaining net proceeds from the Offering to fund its operations, including the accelerated mine development plan and to re-start and ramp-up production of the Underground Project and for general corporate purposes.

#### *Hedging arrangement*

Under its existing working capital facility with its offtake partner, Concord, the Company has the ability to fix the price of payable copper for monthly volumes to be delivered to Concord under its offtake arrangements on a rolling basis, allowing the Company to fix the price of copper to be delivered for an agreed period of time. Under these arrangements, the Company will be required to provide cash collateral to Concord in the event that during the course of such arrangements, as tested on a weekly basis, the variation margin exposure to Concord is over an agreed threshold amount, currently fixed at \$3,500. Subsequent to period end, the Company fixed the pricing of 325 metric tonnes of payable copper delivered per month for the first six months of 2021 for prices ranging between \$6,394 and \$6,402 per metric tonne of payable copper.

The Company will, on an ongoing basis, evaluate whether to enter into this type of non-speculative hedging arrangements considering the prevailing copper prices and the risk and benefits to the Company.

## **DESCRIPTION OF BUSINESS**

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Nevada Copper is a mining company whose principal asset is the 100%-owned Pumpkin Hollow Copper Property (the "Property"). The Property is located in northwestern Nevada and consists of approximately 23,300 acres of contiguous mineral rights including approximately 10,800 acres of leased and owned private land and leased patented claims. See "Description of Business" in the Annual Information Form.

Past exploration on the Property defined two adjacent but unconnected copper, gold and silver deposits separated by approximately two miles. The two deposits are referred to separately as the "Underground Project" and the "Open Pit Project" (collectively, the "Project").

The Company has obtained all material permits and approvals for the development and operation of both the Underground Project and the Open Pit Project that are required at this time. Certain of those permits and approvals may need to be renewed as a result of the passage of time and certain of those permits and approvals may need to be modified in order to accommodate design changes and other optimizations. See "Risk Factors" in the Annual Information Form.

The Company has completed construction of the processing plant for the Underground Project and is now in the commissioning stage. Completion of commissioning and ramp-up of Underground Project operations is continuing during 2020 towards the planned nominal steady state production rate of 5,000 tons/day with re-start of concentrate production expected in August 2020.



## MANAGEMENT CHANGES

On May 8, 2020, the Company announced the departure of Matt Gili as President & Chief Executive Officer and as a director of the Company and the appointment of Evan Spencer as interim President and Chief Executive Officer. Mr. Spencer has substantial experience in the transition of mines from construction phase to production and, in particular, optimizing production ramp-up and operating costs. He has held senior roles with Western Mining Corporation, Placer Dome, Barrick Gold, Kagara, Goldfields of South Africa and Aditya Birla Minerals, and also oversaw the ramp-up and production of the Ban Phuc nickel mine. Mr. Spencer is also Chairman at Kasbah Resources.

On July 6, 2020, the Company announced the appointment of André van Niekerk as the Chief Financial Officer of the Company, replacing Abraham Jonker, effective July 13, 2020. Mr. van Niekerk was previously the CFO of Golden Star Resources where he oversaw the commissioning and ramp-up of multiple new mining operations, in addition to the upgrade of company-wide ERP and management reporting and control systems during his 14-year tenure. Mr. van Niekerk has extensive capital markets experience and was responsible for the financing of the development of two underground mines and the continuous optimization of Golden Star's balance sheet. Previously he held senior positions with KPMG.

## FINANCIAL RESULTS

<i>(Expressed in thousands of US dollars, except per share amounts)</i>	Three Months		Six Months	
	Ended June 30,		Ended June 30,	
	2020	2019	2020	2019
<b>Expenses</b>				
Consulting and remuneration	\$972	\$145	\$1,169	\$298
Public company expenses	559	421	1,248	944
Administration expenses	125	147	198	369
Professional fees	1,947	363	3,142	890
Depreciation expense	30	11	40	20
Stock-based compensation	1,267	(26)	1,135	1,531
Accretion expense	-	22	-	22
	<b>(4,900)</b>	<b>(1,083)</b>	<b>(6,932)</b>	<b>(4,074)</b>
Interest income	-	271	3	827
Interest and finance expenses	(30)	(14)	(36)	(14)
Derivative fair value change	2,507	25	(3,423)	125
Other income (expense)	11	-	11	27
Debt modification gain	-	-	794	-
Debt modification loss	-	1,294	(4,906)	1,294
Foreign exchange loss	(45)	(36)	42	(96)
	<b>\$2,443</b>	<b>\$1,540</b>	<b>\$(7,515)</b>	<b>\$2,163</b>
<b>Loss and comprehensive loss</b>	<b>\$(2,457)</b>	<b>\$457</b>	<b>\$(14,447)</b>	<b>\$(1,911)</b>
Loss per common share - Basic and diluted	<b>\$(0.00)</b>	<b>\$0.00</b>	<b>\$(0.02)</b>	<b>\$(0.00)</b>

For the three months ended June 30, 2020, the Company reported a net loss of \$2.5 million (or \$0.00 basic and diluted loss per common share), as compared to net income of \$0.5 million for the corresponding period in 2019 (or \$0.00 basic and diluted income per common share). The \$2.9 million increase in net loss is primarily driven by the following:

- \$1.6 million increase in professional fees related to accounting and legal expenses incurred in connection with the Company's comprehensive set of refinancing transactions completed in March 2020 (the "Refinancing Transactions") and legal expenses related to litigation;
- \$1.3 million in stock based compensation as a result of the share-based compensation issued in Q2 2020; and
- \$2.5 million derivative fair value gain in Q2 2020, as a result of recognizing a new embedded derivative liability in the convertible derivative option in the Convertible Loan that had a fair value of \$10 million as at June 30, 2020.

For the six months ended June 30, 2020, the Company reported a net loss of \$14.4 million (or \$0.02 basic and diluted loss per common share), as compared to a net loss of \$1.9 million for the corresponding period in 2019 (or \$0.00 basic and diluted loss per common share). The \$12.5 million increase in net loss is primarily driven by the Company's refinancing initiatives completed in Q2 2020, including the following:

- \$4.9 million was recorded as a debt modification loss as a result of the refinancing of the credit facility provided by Pala in December 2019 (the "2019 Credit Facility"), which was replaced with the Convertible Loan, and the amendment to the Company's senior credit facility provided by KfW IPEX-Bank (the "KfW IPEX-Bank Facility") in 2020 compared to a gain of \$1.3 million in 2019;
- \$3.4 million was recorded as a derivative fair value loss in Q2 2020, as compared to a gain of \$0.1 million in the corresponding period in 2019 as a result of recognizing a new embedded derivative liability in the convertible derivative option in the Convertible Loan that had a fair value of \$10 million as at Jun 30, 2020; and
- \$2.3 million increase in professional fees related to accounting and legal expenses incurred mainly in connection with the Refinancing Transactions and legal expenses related to litigation.

### Pumpkin Hollow Project Expenditures

Project costs capitalised for the period ended June 30, 2020 on the Property consisted of the following (expressed in '000 \$USD):

	June 30, 2020	2020 Additions	December 31, 2019	June 30, 2019	2019 Additions	December 31, 2018
Property payments	\$1,961	\$-	\$1,961	\$1,961	\$ -	\$1,961
Advance royalty payments	5,526	300	5,226	4,926	300	4,626
Water rights	2,673	94	2,579	2,485	47	2,438
Drilling	42,302	-	42,302	42,302	-	42,302
Geological consulting, exploration & related	8,459	-	8,459	8,459	-	8,459
Feasibility, engineering & related studies	27,605	368	27,237	26,561	1,243	25,318
Permits/environmental	13,729	620	13,109	13,103	609	12,494
Underground Project						
Underground access, hoist, head frame, power & related	241,488	42,238	199,250	150,429	44,090	106,339
Engineering procurement	127,330	232	127,098	98,362	53,229	45,133
Surface infrastructure	29,717	9,160	20,557	12,054	6,258	5,796
Site costs	37,612	7,228	30,384	23,738	3,846	19,892
	538,402	60,240	478,162	384,380	109,622	274,758
Depreciation	6,489	2,839	3,650	1,531	781	750
Asset retirement obligation	4,984	-	4,984	4,024	3,115	909
Capitalised interest	75,574	8,408	67,166	62,205	4,752	57,453
Stock-based compensation	8,805	429	8,376	7,636	1,733	5,903
Stream accretion	15,006	4,028	10,978	6,885	4,272	2,613
Pre-production sales	(2,101)	(2,101)	-	-	-	-
<b>Total</b>	<b>\$647,159</b>	<b>\$73,843</b>	<b>\$573,316</b>	<b>\$466,661</b>	<b>\$124,275</b>	<b>\$342,386</b>

For the six-month period ended June 30, 2020, the Company incurred \$73.8 million of Project-related expenditures compared to \$124.3 million during the same period in 2019. The \$50.4 million decrease reflects the Company's full-scale construction and procurement activities during Q2 2019. The focus during the current period was the completion of and commissioning of the processing facility (prior to the Suspension), further advancement of the underground development and shaft infrastructure and advancement of surface infrastructure.

The Company began pre-production activities prior to the Suspension and sold copper concentrate produced during the six-month period totaling \$2.1 million.

## LIQUIDITY, CASHFLOW AND FINANCIAL RESOURCES

Working capital (deficit) (Expressed in thousands of United States dollars)

	June 30, 2020	December 31, 2019
<b>Current assets</b>		
Cash and cash equivalents	\$1,625	\$1,041
Accounts receivable	85	73
Prepaid expenses	1,364	121
	<b>3,074</b>	1,235
<b>Current liabilities</b>		
Accounts payable and accrued liabilities (a)	\$46,559	\$31,304
Related party payable	441	-
Stock-based compensation liabilities – current portion	780	209
Current portion of stream and royalty deferral (c)	10,822	11,317
Current portion of long-term debt (b,d)	45,789	31,975
<b>Total Current Liabilities</b>	<b>104,391</b>	74,805
<b>Working capital (deficit) (see liquidity discussion below)</b>	<b>\$(101,317)</b>	\$(73,570)

- a.) Included in accounts payable and accruals is approximately \$13.5 million accrued in respect of invoices received from the Company's prior contractor at the Underground Project, Cementation USA Inc. ("Cementation"), which is now subject to litigation and a counter claim by the Company of \$88 million, and \$8.6 million accrued in respect of invoices received from Sedgman USA Inc. ("Sedgman"), the Company's primary contractor for construction and commissioning at the processing plant at the Underground Project, which is now subject to mediation proceeding.
- b.) Includes \$8.0 million in promissory notes from Pala repaid from proceeds of Offering post quarter-end.
- c.) \$10.8 million of payments in relation to future stream deliveries.
- d.) Includes \$29.2 million from the Working Capital Facility. As mentioned above, repayments have been deferred under the Working Capital Facility and when they resume, repayments must be made monthly and further draws under the Working Capital Facility will then be available, subject to certain conditions.

### Liquidity

As at June 30, 2020, the Company had a cash balance of \$1.6 million, excluding restricted cash. The Company's working capital (current assets less current liabilities) as at June 30, 2020 was negative \$101.3 million compared to the working capital deficiency (current assets less current liabilities) of \$73.6 million as at December 31, 2019. The negative working capital as at June 30, 2020 includes \$46.6 million of accounts payable and accruals, \$0.4 million in related party payables, non-cash stock-based compensation

of \$0.8 million, \$10.8 million of deferred consideration related to estimated stream deliveries in the next 12 months, which are conditional on concentrate deliveries, and \$29.2 million due under the Company's revolving Working Capital Facility that can subsequently be redrawn once copper production resumes, and \$5.4 million in lease payments.

As at June 30, 2020, capital commitments due in the next twelve months are \$8.6 million.

If adjusted for the contractor accruals related to litigation or mediation of \$22.1 million mentioned above, \$10.8 million of future stream deliveries and \$29.2 million under the revolving Working Capital Facility, and non-cash stock-based compensation of \$0.8 million, current liabilities reduce by \$63.0 million to \$41.4 million with a corresponding increase in working capital.

The Company's liquidity during 2020 has been negatively impacted by a number of significant inter-related factors including:

- Delays in the mine development of the Underground Project;
- Delays in the commissioning of the process plant;
- Significantly reduced concentrate production and sales;
- Low copper prices during Q1 and the first half of Q2, 2020; and
- Requirement to repay draws under the Working Capital Facility in cash rather than in concentrate deliveries as planned prior to the Suspension.

As discussed above, on April 6, 2020, the Company announced the Suspension as a result of the restrictions imposed by government-mandated measures and other impacts of the COVID-19 pandemic (see "Recent Developments and 2020 Outlook"). As a result of the Suspension, the Company is not generating any revenue through producing and selling copper concentrates. Milling activities are expected to re-start in August 2020, subject to revision in response to ongoing and any further government-mandated measures related to the COVID-19 pandemic, including directives from the Governor of Nevada's Office, and other factors. During the Suspension, essential mine services have continued on site, including reduced underground mine development and other activities necessary to maintain the operation in a ready condition for the ramp back-up of activities as COVID-19 related impacts are ameliorated. The Company has successfully implemented cost reduction initiatives to preserve liquidity and protect the Company during the Suspension.

The Company continues to closely consult with its senior project lender, KfW IPEX-Bank, in relation to the Suspension, and is working with all of its stakeholders to mitigate the impact of the Suspension.

While it is expected to be temporary, the Suspension is expected to have a material adverse impact on the Company's business, results of operations, financial position, and cash flows in 2020.

During the first six months of 2020, the Company entered into the following financing initiatives:

- Amendment to the KfW IPEX-Bank Facility providing for an aggregate of \$12.2 million in payment deferrals;
- Agreement with Concord to delay repayments that would otherwise have fallen due under the Working Capital Facility until September 2020;
- Convertible Loan in the amount of \$30 million, which extended and replaced the 2019 Credit Facility;

- Royalty agreements with an affiliate of Triple Flag Precious Metals Corp. (collectively, the “Royalty Agreements”) and an amendment to the Company’s stream agreement (the “Stream Agreement”) with Triple Flag Mining Finance Bermuda Ltd. (“Triple Flag Bermuda”) providing proceeds of \$30 million and an additional \$5 million to be paid to the Company pursuant to the amendment to the Stream Agreement through the reinvestment of 50% of the value of metal deliveries received by Triple Flag Bermuda under the Stream Agreement;
- Indemnity agreement with a surety in connection with a lien bond up to a maximum \$25.8 million;
- Indemnity agreement with a surety in connection with a bond up to a maximum of \$13.5 million to secure payment terms of the Company’s new underground contractor;
- Payroll Protection Program loan provided by the United States federal government in the amount of \$2.3 million that the Company received in April 2020;
- The Short Term Loans (as defined below) provided by Pala in the aggregate amount of \$8 million (and an additional \$7.1 million subsequent to Jun 30, 2020); and
- Subsequent to June 30, 2020, Completion of the Offering which raised approximately CAD\$98 million of net proceeds.

Management believes that through the Company’s cost reduction initiatives, the receipt of revenues from operations at the Underground Project after the re-start and the financing activities outlined above, the operations at the Project will be able to continue. However, the full extent of the impact of the COVID-19 pandemic on the Company and on the economy and commodity prices, including copper prices, is not known at this time. COVID-19 is expected to have a materially negative impact on the Company’s finances and the full extent of the impact cannot be reasonably estimated at this time. The Company is also subject to operational risks associated with the commissioning and ramp-up of the Underground Project.

The ability of the Company to continue as a going concern, to realise the carrying value of its assets, and to discharge its liabilities when due, are dependent on results from operations, favourable market conditions and the ability to obtain additional funding if required. There can be no assurance that these requirements will be achieved.

#### *Cash Flows*

During the six-month period ended June 30, 2020, cash used in operations was \$7.0 million compared to \$2.5 million during the same period in 2019.

Cash outflow from investing activities during the six-month period ended June 30, 2020 was \$20.3 million compared to an outflow of \$117.8 million in the same period in 2019. \$48 million in Underground Project development costs were incurred during the period, offset by \$2.1 million of pre-production sales. This compares to the \$110 million incurred in the same period in 2019 due to the ramp-up of construction activities during that period. The cash outflow during 2020 was further offset by the \$29.7 million net cash received pursuant to the Royalty Agreements and the amendment to the Stream Agreement in March 2020.

Financing activity inflows totalled \$27.9 million during the six-months ended June 30, 2020 compared to an inflow of \$37.7 million in the same period in 2019. These financing activities during the period are described in more detail below:

- the Company drew \$28.7 million from the Working Capital Facility and repaid the \$23.6 million balance outstanding at year end of which \$2.1 million was repaid in product deliveries (pre-production sales) and \$21.5 million was repaid in cash;
- the Company drew \$14.6 million under the 2019 Credit Facility;
- the 2019 Credit facility was replaced by the Convertible Loan;
- the Company paid cash interest of \$3 million pertaining to the interest payments under the KfW IPEX-Bank Facility and the Working Capital Facility;
- the Company received \$2.3 million from the Payroll Protection Program; and
- Pala advanced the Company \$8.0 million pursuant to promissory notes.

A portion of net proceeds from the Offering will be used to fund the Company's operations, including to continue its previously-announced accelerated mine development plan and to re-start and ramp-up production from its Pumpkin Hollow underground mine. The Company will not start receiving revenues until operations have re-commenced at the Underground Project and production has re-started. Positive cash flows are not expected until a sufficient rate of production ramp-up has been achieved. Upon applying the net proceeds from the Offering and completing the ramp-up of operations to a sufficient level at the Underground Project and generating the associated revenues from concentrate sales, the Company anticipates that it will no longer have negative cash flow from operating activities.

#### *2019 Credit Facility and Pala Convertible Loan*

On March 27, 2020, the Company entered into the Convertible Loan. The principal amount of the 2019 Credit Facility was repaid in full through the proceeds from the Convertible Loan. The Company had drawn the full \$30 million available under the 2019 Credit Facility prior to it being repaid. All fees, interest and other expenses that accrued, were outstanding or became due as a result of the repayment of the 2019 Credit Facility in the aggregate amount of \$3.4 million were satisfied through the issuance of an aggregate of 31,400,000 common shares to Pala on April 6, 2020, reflecting a price per common share equal to CAD\$0.1575, the current market price at the time (the "Current Market Price").

See "*Post Quarter Bought Deal Public Offering*" for details of the Convertible Loan and its prepayment with the proceeds from the Offering.

#### *Backstop Agreement*

On March 27, 2020, Pala, the Company and Triple Flag Bermuda entered into a backstop agreement (the "Backstop") providing for up to \$20 million of funding from Pala until December 31, 2021 if the Company was unable to raise capital from other sources.

A fee was payable to Pala upon entering into the Backstop in an aggregate amount of \$800,000, which was paid through the issuance of an aggregate of 7,500,000 common shares on April 6, 2020, reflecting a price per common share equal to the Current Market Price.

Upon completion of the Offering on July 28, 2020, the Backstop expired in accordance with its terms.

#### *Pre-Offering Promissory Notes*

On June 15 and June 30, 2020, Pala provided advances to the Company of \$5,500,000 and \$2,500,000, respectively, which were used primarily for the continued operation and development of the Underground Project, pursuant to the terms of unsecured promissory notes, bearing interest at 8% and

maturing on September 15, 2020. Subsequent to period end, a further \$7,100,000 was advanced by Pala pursuant to promissory notes on the same terms to assist the Company in meeting its short term cash needs (all of the foregoing promissory notes collectively, the “Short Term Loans”).

The Short Term Loans were repaid in full with proceeds of the Offering.

#### *Bonding Arrangements*

On January 24, 2020, the Company entered, together with Pala, into indemnity agreements with a surety in connection with the issuance of a lien bond in an amount up to \$21 million, subsequently increased to \$25.8 million, to the extent required in order to remove any liens that may be recorded on the Property by the Company’s previous contractor. On February 11, 2020 and June 8, 2020, the Company entered, together with Pala, into indemnity agreements with a surety in connection with the issuance of bonds of approximately \$13.5 million to secure payment terms of the Company’s new contractor, and of approximately \$7 million for a reclamation bond. In connection with the foregoing agreements (collectively, the “Indemnity Agreements”), Pala undertook to guarantee the Company’s obligations under the bonds. The Company entered into agreements with Pala pursuant to which the Company will indemnify Pala for any liabilities Pala suffers in connection with the bonding arrangements and pay to Pala an annual fee equal to 10% of the total amounts of the bonds for guaranteeing each of the bond obligations. In connection with the provision by Pala of the foregoing guarantees, \$2.1 million of fees were satisfied through the issuance of an aggregate of 18,900,000 common shares to Pala on April 6, 2020, reflecting a price per common share equal to the Current Market Price. The Company accrued \$0.4 million payable to Pala at quarter-end pursuant to the 10% annual fees.

#### *PPP Loan*

On April 17, 2020, the Company received a loan under the Payroll Protection Program (“PPP Loan”) in the amount of \$2.3 million. The Payroll Protection Program is one of the COVID-19 relief measures provided by the United States federal government. It provides forgivable loans to small business owners to help them keep employees on payroll. The program is intended to provide an incentive for businesses to keep their workers on the payroll. Under the program, loans proceeds can be used for specified purposes including payroll costs, interest on mortgages, rent, and utilities. Forgiveness is based on the employer maintaining or quickly rehiring employees and maintaining salary levels over a 24-week period from receipt of funds. Forgiveness will be reduced if full-time headcount declines, or if salaries and wages decrease. Pursuant to the terms of the program, any amounts not forgiven accrue interest at a rate of 1% annually and are repayable in monthly principal and interest payments over a five year period. The PPP Loan is unsecured with no collateral, guarantees or financing fees.

#### *Working Capital Facility Repayments*

On May 15, 2020, Concord agreed to defer the repayments that would otherwise have fallen due under the Working Capital Facility until September 2020. The Company may resume drawing advances under the Working Capital Facility once repayments resume, subject to applicable conditions. As a condition to the repayment deferral, Concord and the Company agreed that: (i) the outstanding Working Capital Facility balance will be reduced by rebasing to current copper, gold and silver prices (copper prices were lower in May 2020 than when the advances were drawn); and (ii) Pala will post cash collateral of \$1.2 million as security to remain in place until the rebasing amount has been paid by the Company to Concord. The rebasing amount was determined to be \$3.2 million and the Company has paid \$1.5 million as at July 28, 2020. The remaining \$1.7 million is to be repaid by August 30, 2020. Pala has charged a fee of 10% to the Company for posting the cash collateral.



## SUMMARY OF QUARTERLY RESULTS

The following table sets forth selected unaudited quarterly financial information for each of the eight most recently completed quarters:

(Expressed in thousands of United States dollars, except per share amounts)

	2020	2020	2019	2019	2019	2019	2018	2018
	Jun-30	Mar-31	Dec-31	Sep-30	Jun-30	Mar-31	Dec-31	Sep-30
Working Capital (Deficiency)	(101,317)	(81,431)	(73,570)	(24,315)	17,320	30,816	88,820	133,810
Total Assets	686,557	661,244	608,720	563,576	539,832	498,956	475,995	470,803
Development Property (Project expenditure)	647,159	617,317	573,316	524,212	466,661	400,754	342,386	298,006
Total noncurrent liabilities	270,760	262,258	215,354	202,168	195,684	173,867	164,194	157,995
Shareholders' Equity	311,406	306,928	318,561	320,857	320,727	291,916	292,303	293,235
Net Profit (Loss)	\$(2,457)	(11,989)	(2,719)	(750)	457	(2,368)	(1,439)	(1,845)
Net Profit (Loss) per share	0.00	0.02	0.00	0.00	0.00	0.00	0.00	0.00

Financial results for the last eight quarters reflect the decrease in working capital as a result of the decrease in cash and increase in accounts payable and accrued liabilities as the construction of the Underground Project progressed. The Company's total assets increased throughout these quarters as development property expenditures were incurred. The Company's noncurrent liabilities and shareholder's equity increased as a result of debt and equity financings undertaken during the last eight quarters.

## RELATED PARTY TRANSACTIONS

Pala is a related party to the Company as a result of its 41.3% (2019 – 35.8%) shareholding in the Company as at June 30, 2020. Additionally, three Pala executives are on the Company's Board of Directors as at June 30, 2020.

Subsequent to period end, upon completion of the Offering, Pala's shareholding in the Company decreased to approximately 40%.

During the six-month period ended June 30, 2020, the Company entered into the following transactions with Pala:

- \$0.2 million (2019 - \$0.2 million) was incurred for technical and other services;
- Replacement of the 2019 Credit Facility with the Convertible Loan;
- The Backstop;
- The Indemnity Agreements;

- \$1.2 million cash collateral provided to Concord on behalf of the Company subject to a 10% fee (“Concord Cash Collateral”);
- Issuance of 57,800,000 common shares in connection with the Refinancing Transactions;
- Advancement on March 18, 2020 and subsequent repayment of \$2.2 million pursuant to an unsecured promissory note; and
- Advancement on June 15 and June 30, 2020 of \$5,500,000 and \$2,500,000, respectively, pursuant to unsecured promissory notes that were subsequently repaid from the proceeds of the Offering.

As at June 30, 2020, the Company owed Pala an aggregate of \$0.4 million (2019 - \$Nil) relating to fees in connection with the Indemnity Agreements and the Concord Cash Collateral.

Related party transactions are recorded at the amount paid or received as established by contract or as agreed upon by the Company and the related party.

During the period, the Company agreed to a \$0.4 million termination payment to certain key management individuals.

During the period, \$0.6 million (2019 - \$0.3 million) was incurred in director fees. As of June 30, 2020, accounts payable and accrued liabilities include director fees and expenses payable of \$0.5 million (2019 - \$0.2 million).

## COMMITMENTS AND CONTRACTUAL OBLIGATIONS

As at June 30, 2020, the Company had the following consolidated contractual obligations:  
(Expressed in thousands of United States dollars)

Contractual obligations	Total	Payments due by period			
		1 year	2-3 years	4-5 years	5 years+
Accounts payable, accrued liabilities and related party payables	\$47,000	\$47,000	-	-	-
Construction contractual obligations	\$8,613	\$8,613	-	-	-
Working Capital Facility	\$29,156	\$29,156	-	-	-
Convertible Loan	\$50,808	\$3,515	\$9,198	\$38,095	-
KfW IPEX Bank Facility	\$135,421	\$1,965	\$14,269	\$51,027	\$68,160
Equipment leases	\$25,687	\$3,547	\$13,223	\$8,917	-
Asset Retirement obligation	\$5,898	-	-	-	\$5,898
Office lease	\$73	\$24	\$49	-	-
<b>Total USD obligations</b>	<b>\$302,656</b>	<b>\$93,820</b>	<b>\$36,739</b>	<b>\$98,039</b>	<b>\$74,058</b>
	CAD	CAD	CAD	CAD	CAD
Office lease	\$193	\$68	\$125	\$-	\$-
<b>Total CAD obligations</b>	<b>\$193</b>	<b>\$68</b>	<b>\$125</b>	<b>\$-</b>	<b>\$-</b>

## LEGAL

On November 5, 2019, Cementation, which was the principal underground contractor of the Underground Project until January 30, 2020, filed a claim against the Company’s wholly-owned subsidiary, Nevada Copper, Inc. (“NCI”) in the Second Judicial District of Nevada for breach of contract and other claims related to the mining development contract for the Underground Project. On January 30, 2020, after NCI

terminated its contract with Cementation, NCI filed counterclaims against Cementation for breach of contract and declaratory relief. Cementation filed an amended complaint on April 10, 2020 alleging additional tort claims, which NCI responded to on April 24, 2020. Cementation also filed a motion for injunctive relief on May 13, 2020 relating to use of hoist software, which NCI opposed on May 27, 2020. The court entered a stipulation among the parties on July 9, 2020 that allows NCI to continue to use Cementation's hoist software through completion of sinking operations on the vent shaft. The litigation relates to the progress and costs of construction development for the Underground Project. Damages claimed by Cementation are approximately \$17 million, while damages claimed by NCI are approximately \$88 million.

On April 6, 2020, Sedgman, the primary contractor for construction and commissioning of the processing plant at the Underground Project, filed a complaint against NCI in the Second Judicial Court for the State of Nevada (the "Court"). The parties have entered into a formal stipulation with the Court whereby the parties agreed to stay the litigation pending mediation proceedings. The dispute relates to Sedgman's delay in the ramp-up of commissioning of the plant and the parties' contractual obligations. The damages amount claimed by Sedgman is undetermined.

## **DISCLOSURE CONTROLS AND PROCEDURES AND INTERNAL CONTROLS OVER FINANCIAL REPORTING**

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Management is responsible for establishing and maintaining adequate internal controls over financial reporting ("ICFR"). Any system of ICFR, no matter how well designed, has inherent limitations. Therefore, even those systems determined to be effective can provide only reasonable assurance with respect to financial statement preparation and presentation.

There have been no significant changes in the Company's internal controls during the quarter ended June 30, 2020 that have materially affected, or are reasonably likely to materially affect, internal control over financial reporting.

## **OFF-BALANCE SHEET ARRANGEMENTS**

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Except for the bond commitments incurred in connection with the Indemnity Agreements, the Company has no off-balance sheet arrangements.

## **CRITICAL ACCOUNTING ESTIMATES**

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The preparation of the consolidated financial statements in accordance with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingencies at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting periods. Although these estimates are based on management's expectations for the likely outcome, timing and amounts of events or transactions, actual results could differ from those estimates. These areas of judgment and critical accounting estimates are consistent with those reported in the Company's audited consolidated financial statements for the year

ended December 31, 2019 and the accompanying Management's Discussion and Analysis, except as updated below:

a) Use of judgments and estimates

In preparing the consolidated interim financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

The significant judgments made by management in applying the Company's accounting policies and the key sources of estimation uncertainty were the same as those applied to the consolidated audited financial statements for the year ended December 31, 2019, except as described below.

Significant judgment was required in conjunction with arriving at the Company's accounting policies related to the Royalty Agreements and the amendment to the Stream Agreement completed in March 2020, including the characterization of the transactions, whether control has been transferred on the underlying mineral interests and whether related services are distinct from the mineral interests. In addition, because the transactions were entered into concurrently, the Company's future statements of operations will also be affected by significant estimation related to the allocation of consideration to the various components of the transaction on the basis of stand-alone selling price.

COVID-19's current and expected impacts on the global economy are anticipated to be far-reaching. To date there have been significant stock market declines and volatility, significant volatility in commodity and foreign exchange markets, restrictions on the conduct of business in many jurisdictions and the global movement of people and some goods has become restricted. There is significant ongoing uncertainty surrounding COVID-19 and the extent and duration of the impacts that it may have on demand and prices for the commodities the Company produces, on the Company's suppliers, on its employees and on global financial markets.

During the period ended June 30, 2020, the Company made efforts to safeguard the health of its employees, while continuing to operate safely and responsibly maintain employment and economic activity. These measures combined with commodity market fluctuations resulting from COVID-19 have affected the Company's financial results.

The Company performed an impairment test and determined that there was no impairment to its mineral property, plant and equipment as at June 30, 2020. There is heightened potential for impairments of these assets and possibly other assets over the balance of 2020. In the current environment, assumptions about future commodity prices, exchange rates, interest rates and customer credit performance are subject to greater variability than normal, which could in the future significantly affect the valuation of the Company's assets, both financial and non-financial. Short-term prices for copper have fluctuated significantly in 2020; however, given the relatively short duration of these market movements and, market participants' views of commodity prices over a longer horizon, the long life of many of the Company's assets have remained largely unchanged. As an understanding of the longer-term impacts of COVID-19 on commodity, credit and equity markets develops, there is heightened potential for changes in these views over the balance of 2020.

The Company will continue to closely monitor the impacts of COVID-19 on its business. Should the duration, spread or intensity of the COVID-19 pandemic further deteriorate in 2020, there could be further potentially material and negative impacts on the Company's operating plan, its liquidity and cash flows, and the valuation of its long-lived assets due to sustained decreases in metal prices, potential inability to generate expected revenue and profitability from its ongoing operations. Impacts

from COVID-19 could lengthen the Suspension at the Project. The Company's access to financing to support its ongoing operations may also be negatively impacted or delayed as a result of COVID-19.

b) Going concern

The assessment of the Company's ability to continue as a going concern and to generate or raise sufficient funds to pay its ongoing operating expenditures and to meet its liabilities for the ensuing year, involves significant judgment based on historical experience and other factors, including the impact of management's expectations for other future events such as the estimated impact of COVID-19 and related judgment and estimates mentioned above that are believed to be reasonable under the circumstances.

c) Impairment review

The evaluation of asset carrying values for indicators of impairment includes consideration of both external and internal sources of information, including such factors as market and economic conditions relating to COVID-19 and related judgements and estimates mentioned above, budgets, forecasts, and life of mine estimates. The determination of fair value less costs to sell and value in use requires management to make estimates and assumptions about expected production, sales volumes, commodity prices, mineral reserves, operating costs, taxes, restoration costs, and future capital expenditure. The test to determine the recoverable amount of the Pumpkin Hollow mine assumes a re-start of the process plant in the latter half of Q3 2020 for the purpose of the June 30, 2020 impairment test. Assumptions related to the re-commencement of operations are subject to revision based on government mandated measures, other impacts relating to the COVID-19 pandemic and other factors and may impact the recoverable amount of the Pumpkin Hollow mine in subsequent periods. In addition, any further negative impacts of COVID 19 could have a material adverse impact to the value of the Project. The estimates and assumptions are subject to risk and uncertainty; hence, there is the possibility that changes in circumstances will alter these projections, which may have an impact on the estimate of recoverable amount of the assets. In such circumstances, some or all the carrying value of the assets may be impaired with the impact recorded in profit or loss.

## RISKS AND UNCERTAINTIES

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The Company and its future business, operations and financial condition are subject to various risks and uncertainties, including due to the nature of its business and the present stage of development of its mineral properties. Certain of these risks and uncertainties are described in this MD&A and under the heading "Risk Factors" in the Company's Annual Information Form dated May 15, 2020, which is available on SEDAR at [www.sedar.com](http://www.sedar.com).

The Company intends to re-start production at the Underground Project in August 2020 and ramp-up operations with a view to achieving full production by the end of the year. The re-start of production and ramp-up process are by their nature subject to a variety of operational and technical risks associated with mining projects of this type. These activities will also be subject to compliance with operational restrictions relating to the COVID-19 pandemic mandated by government authorities which are subject to change and potential expansion. As a result, there can be no assurance that the re-start of production and ramp-up process will occur and progress on the expected timeline or within expected costs parameters. The Company has to date experienced negative cash flow from operating activities and has a significant working capital deficiency. Positive operating cash flows are not expected to be achieved until the Company has completed its ramp-up to a sufficient level at the Underground Project. The inability to

successfully ramp-up production at the Underground Project on time and within budget expectations is likely to have a material adverse effect on the Company and its stock price.

## FORWARD-LOOKING STATEMENTS

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Certain of the statements made and information contained herein contain forward-looking information and forward-looking statements within the meaning of applicable Canadian and United States securities laws. Such forward-looking statements and forward-looking information specifically include, but are not limited to statements and information that relate to: Nevada Copper's plans for the Project; the impacts of the COVID-19 pandemic on the global economy and the Company, the re-start of copper production at the Underground Project and plans in respect thereof; the end of the Suspension; cost reduction measures; the resumption of repayments and draws under the Working Capital Facility; the anticipated use of proceeds from the Offering; the Company's mine development and ramp-up plans (including as may be affected by the updated geological model, revised geotechnical design parameters and final mine plan) and the expected results thereof; construction and ramp-up of production at the Underground Project and the expected timing and costs thereof; expected commencement of positive cash flow from operating activities; the ongoing exploration activities and the objectives and results thereof; the ongoing disputes with Nevada Copper's prior contractor and its engineering, procurement and construction ("EPC") contractor; and the other plans of Nevada Copper with respect to the exploration, development, construction and commercial production at the Project.

Forward-looking statements and information include statements regarding the expectations and beliefs of management. Often, but not always, forward-looking statements and forward-looking information can be identified by the use of words such as "plans", "expects", "potential", "is expected", "anticipated", "is targeted", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates", or "believes" or the negatives thereof or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved. Forward-looking statements or information should not be read as guarantees of future performance and results. They are subject to known and unknown risks, uncertainties and other factors which may cause the actual results and events to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements or information.

Such risks and uncertainties include, without limitation, those relating to: the state of financial markets; the impact of the COVID-19 pandemic on the business and operations of the Company; history of losses; requirements for additional capital; dilution; adverse events relating to construction, development and ramp-up, including the ability of the Company to address underground development and process plant issues; ground conditions; cost overruns relating to development, completion and ramp-up of the Underground Project; loss of material properties; interest rates increase; global economy; no history of production; future metals price fluctuations; speculative nature of exploration activities; periodic interruptions to exploration, development and mining activities; environmental hazards and liability; industrial accidents; failure of processing and mining equipment to perform as expected; labour disputes; supply problems; uncertainty of production and cost estimates; the interpretation of drill results and the estimation of mineral resources and reserves; changes in project parameters as plans continue to be refined; possible variations in ore reserves, grade of mineralization or recovery rates from management's expectations and the difference may be material; legal and regulatory proceedings and community actions; the outcome of the disputes with the Company's contractors; accidents; title matters; regulatory restrictions; increased costs and physical risks relating to climate change, including extreme weather events, and new or revised regulations relating to climate change; permitting and licensing; volatility of the market price of the common shares; insurance; competition; hedging activities; currency fluctuations;

loss of key employees; other risks of the mining industry, as well as those risks discussed in the Company's Management's Discussion and Analysis in respect of the year ended December 31, 2019 and in the section entitled "Risk Factors" in the Company's Annual Information Form dated May 15, 2020. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in forward-looking statements and information. The forward-looking statements and information contained herein are based upon assumptions management believes to be reasonable, including, without limitation: no adverse development in respect of the Property; no material changes to applicable laws; the re-start of copper production and ramp-up of operations at the Underground Project in accordance with management's plans and expectations; no worsening of the current COVID-19 related work restrictions; reduced impacts of the COVID-19 pandemic in the medium-term and long-term; no material adverse change to the price of copper from current levels; and the absence of any other factors that could cause actions, events or results to differ from those anticipated, estimated or intended. The forward-information and statements are stated as of the date hereof. Nevada Copper disclaims any intent or obligation to update forward-looking statements or information except as required by law. Readers are referred to the additional information regarding Nevada Copper's business contained in Nevada Copper's reports filed with the securities regulatory authorities in Canada. Although the Company has attempted to identify important factors that could cause actual results to differ materially, there may be other factors that could cause results not to be as anticipated, estimated or intended. For more information on Nevada Copper and the risks and challenges of its business, investors should review Nevada Copper's filings that are available at [www.sedar.com](http://www.sedar.com).

Nevada Copper provides no assurance that forward-looking statements and information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements or information. Accordingly, readers should not place undue reliance on forward-looking statements or information.