



# **ANNUAL INFORMATION FORM**

**For the year ended December 31, 2020**

**Dated as of March 31, 2021**

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## INTRODUCTORY NOTES

### Date of Information

In this Annual Information Form (“AIF”), Aura Minerals Inc., together with its subsidiaries, as the context requires, is referred to as “Aura Minerals”, “Aura” or the “Company”. All information contained herein is as of December 31, 2020, unless otherwise stated.

### Financial Information

Reference is made in this AIF to the consolidated audited financial statements of the Company for the year ended December 31, 2020, a copy of which may be obtained online at [www.sedar.com](http://www.sedar.com). All financial information in this AIF is prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board.

### Cautionary Note Regarding Forward-Looking Information

This AIF, and the documents incorporated by reference, contain certain “forward-looking information” and “forward-looking statements”, as defined in applicable securities laws (collectively, “forward-looking statements”). All statements other than statements of historical fact are forward-looking statements. Forward-looking statements relate to future events or future performance and reflect the Company’s current estimates, predictions, expectations or beliefs regarding future events and include, without limitation, statements with respect to: expected production from, and the further potential of the Company’s properties; the ability of the Company to achieve its longer-term outlook and the anticipated timing and results thereof; the ability to lower costs and increase production; the economic viability of a project; strategic plans, including the Company’s plans with respect to its properties; amounts of mineral reserves and mineral resources; the amount of future production over any period; capital expenditure and mine production costs; the outcome of mine permitting and other required permitting; the outcome of legal proceedings which involve the Company; information with respect to the future price of copper, gold, silver and other minerals; estimated mineral reserves and mineral resources; the Company’s exploration and development program; estimated future expenses; exploration and development capital requirements; the amount of waste tons mined; the amount of mining and haulage costs; cash operating costs per gold equivalent ounce produced; cash operating costs per copper pound produced; operating costs; strip ratios and mining rates; expected grades and ounces of metals and minerals; expected processing recoveries; expected time frames; prices of metals and minerals; mine life; gold hedge programs; the duration or extent of the restrictions and suspensions imposed by governmental authorities as a result of the novel coronavirus (“COVID-19”), and the effect that any such restrictions or suspensions may have on our operations and our financial and operational results; the ability of the Company to successfully maintain operations at its producing assets, or to restart these operations efficiently or economically, or at all; the impact of COVID-19 on our workforce, suppliers and other essential resources and what effect those impacts, if they occur, would have on our business; and the ability of the Company to continue as a going concern.. Often, but not always, forward-looking statements may be identified by the use of words such as “expects”, “anticipates”, “plans”, “projects”, “estimates”, “assumes”, “intends”, “strategy”, “goals”, “objectives” or variations thereof or stating that certain actions, events or results “may”, “could”, “would”, “might” or “will” be taken, occur or be achieved, or the negative of any of these terms and similar expressions.

Forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable by the Company, are inherently subject to significant business, economic and competitive uncertainties and contingencies. Forward-looking statements in this AIF are based upon, without limitation, the following estimates and assumptions: the presence of and continuity of metals at the Company’s projects at modeled grades; the capacities of various machinery and equipment; the availability of personnel, machinery and equipment at estimated prices; exchange rates; metals and minerals sales prices; appropriate discount rates; tax rates and royalty rates applicable to the mining operations; cash costs; anticipated mining losses and dilution; metals recovery rates, reasonable contingency requirements; our expected ability to develop adequate infrastructure and that the cost of doing so will be reasonable; our expected ability to develop our projects including financing such projects; receipt of regulatory approvals on acceptable terms; and the duration or scope of the restrictions imposed by governments on operations in response to COVID-19.

Known and unknown risks, uncertainties and other factors, many of which are beyond the Company’s ability to predict or control could cause actual results to differ materially from those contained in the forward-looking statements. Specific reference is made to the section entitled “*Risk Factors*” in this AIF for a discussion of some of the factors underlying forward-looking statements, which include, without limitation, risks related to COVID-19, exploration, development and operations, market fluctuations and commercial quantities of minerals, funding needs, liquidity and going concerns, foreign operations, government regulations, consents and approvals, stakeholders, increases in production costs, construction and development of new mines, infrastructure, concentration of customers, environmental and safety regulations and risks, competition, retention of key personnel, uncertainty in the estimation of mineral resources and reserves, replacement of depleted mineral reserves, production estimates, currency risk, write-downs and impairments, mineral titles, market price of Shares and BDRs, insurance and uninsured risks, public company obligations, tax matters, information technology, labour and employment matters, nature and climatic conditions, risks inherent in acquisitions, reputational risk, risks associated with transportation and storage of ingots or concentrate, illegal activity, litigation,

enforcement of judgments, interests of the controlling shareholder, dividend policy and global financial conditions. Readers are cautioned that the foregoing list of factors is not exhaustive of the factors that may affect the forward-looking statements.

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

## Currency Presentation and Exchange Rate Information

This AIF contains references to both United States dollars and Canadian dollars. Unless otherwise stated, references herein to “\$” are to the United States dollar. References to “C\$” are to the Canadian dollar. For U.S. dollars to Canadian dollars, the average exchange rate for 2020 and the exchange rate at December 31, 2020 were one U.S. dollar per 0.75 and 0.79 Canadian dollars, respectively.

## Qualified Person

Farshid Ghazanfari, P.Geo., Geology and Mineral Resources Manager for Aura Minerals has reviewed and confirmed the scientific and technical information contained within this AIF and its disclosure as the Qualified Person for Aura as defined in National Instrument 43-101 – *Standards of Disclosure for Mineral Projects* (“NI 43-101”).

## Gold Equivalent Ounces

Gold equivalent ounces (“GEO”) is calculated by converting the production of silver and copper into gold using a ratio of the prices of these metals to that of gold. The prices used to determine the gold equivalent ounces are based on the weighted average price of silver and copper realized from sales at the Aranzazu Complex during the relevant period.

## Non-GAAP Measures

The Company has included certain non-GAAP financial measures, which the Company believes, that together with measures determined in accordance with International Financial Reporting Standards and Interpretations as issued by the International Accounting Standards Board (collectively, “IFRS”), provide investors with an improved ability to evaluate the underlying performance of the Company. Non-GAAP financial measures do not have any standardized meaning prescribed under IFRS, and therefore they may not be comparable to similar measures employed by other companies. The data is intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS. The non-GAAP financial measures included in this AIF include cash operating costs per gold equivalent ounce produced; and cash operating costs per copper pound produced.

Reconciliations associated with the above performance measures can be found below:

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

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

(1) Considers exclusively finished product

(2) Do not consider pre-commercial production and sale from Ernesto, São Francisco and Rio Alegre, capitalized.

(3) Do not consider production and sale from Gold Road, not representative

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

	For the three months ended December 31, 2020	For the three months ended December 31, 2019	For the twelve months ended December 31, 2020	For the twelve months ended December 31, 2019
Cost of goods sold	\$ 51,134	\$ 45,776	\$ 179,376	\$ 177,941
Cost of production related to gold operation	(34,051)	(33,120)	(116,403)	(121,850)
Depreciation related to copper	(2,699)	(1,975)	(9,299)	(6,949)
<b>Cost of production</b>	<b>\$ 14,384</b>	<b>\$ 10,681</b>	<b>\$ 53,674</b>	<b>\$ 49,142</b>
Change in inventory <sup>(1)</sup>	72	13	1,485	(2,400)
<b>Total operating cost of copper pounds produced</b>	<b>\$ 14,456</b>	<b>\$ 10,694</b>	<b>\$ 55,159</b>	<b>\$ 46,742</b>
Contained copper pounds produced	10,859,592	10,997,000	41,329,197	33,067,000
<b>Cash cost per pound of copper produced</b>	<b>\$ 1.33</b>	<b>\$ 0.97</b>	<b>\$ 1.33</b>	<b>\$ 1.41</b>

(1) Considers exclusively finished product

Additional detail can be found in the Company's management discussion and analysis for the three and twelve months ended December 31, 2020 (the "2020 MD&A") and the Company's audited annual financial statements for the years ended December 31, 2020 and December 31, 2019 (the "2020 Financial Statements").

## CORPORATE STRUCTURE AND DESCRIPTION OF CAPITAL STRUCTURE

The Company's registered office is located at Craigmuir Chambers, PO Box 71, Road Town, Tortola VG1110, British Virgin Islands. The Company maintains a head office at 78 SW 7th Street, Suite 7144, Miami Florida 33130.

### Corporate History

The Company was originally incorporated under the *Business Corporations Act* (Ontario) (the "OBCA") by Letters Patent dated July 12, 1946 under the name Baldwin Consolidated Mines Limited. By Articles of Amendment dated July 11, 1989, the Company changed its name to "Canadian Baldwin Holdings Limited" and consolidated its common shares on a 5:1 basis. By Articles of Amendment dated July 27, 2005, the Company changed its name to "Canadian Baldwin Resources Limited" and further consolidated its common shares on a 1.75:1 basis. By Articles of Amendment dated March 22, 2006, the Company changed its name to "Aura Gold Inc." and by Articles of Continuance dated April 20, 2006, the Company was continued from the OBCA to the *Canada Business Corporations Act* (the "CBCA"). By Articles of Amendment dated July 20, 2007, the Company changed its name to "Aura Minerals Inc.". By Articles of Amendment dated July 23, 2009, the Company consolidated all of its issued and outstanding common shares on the basis of one new common share for five previously issued and outstanding common shares. By Articles of Amendment dated December 30, 2016, the Company consolidated all of its issued and outstanding common shares on the basis of one new common share for ten previously issued and outstanding common shares. On December 30, 2016, the Company was continued from the CBCA to the *BVI Business Companies Act* (British Virgin Islands) (the "BVI Act"). On March 2, 2018 the Company completed the Merger with Rio Novo (see "*General Development of the Business*"). By Resolution of Directors dated December 30, 2018, the Company approved the consolidation of all of its issued and outstanding shares on the basis of one new share for ten previously issued and outstanding shares.

### Share Split

On August 11, 2020, the Company announced that holders of record date at the close of business on August 20, 2020 (the "Share Record Date") would receive on August 25, 2020 (the "Share Payment Date") additional fourteen shares for each one share held as of the Share Record Date (the "Share Split"). In connection with the Share Split, each Brazilian depositary receipt ("BDR") of the Company was also divided into fifteen issued BDRs.

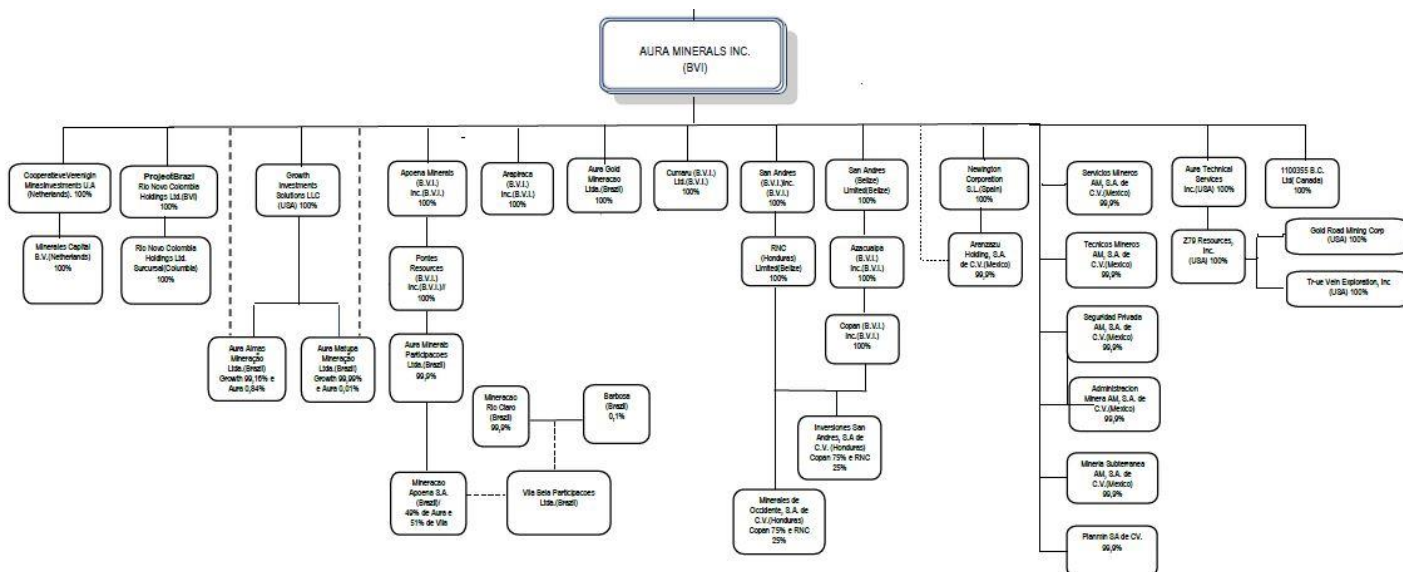
### Capital Structure

The Company is authorized to issue an unlimited number of shares (the "Shares"). All references to securities of the Company included in this AIF are set out on a post-Share Split basis. As at the date of this AIF, the Company had 72,559,449 Shares outstanding.

Holders of Shares are entitled to receive notice of any meetings of shareholders of the Company, to attend and to cast one vote per Share at all such meetings. Holders of Shares are also entitled to receive on a pro-rata basis such dividends, if any, as and when declared by the Board at its discretion from funds legally available therefore and upon the liquidation, dissolution or winding up of the Company are entitled to receive on a pro-rata basis the net assets of the Company after payment of debts and other liabilities. The Shares do not carry any pre-emptive or conversion rights.

### Subsidiaries

The following are the Company's principal subsidiaries (collectively, the "Subsidiaries"), together with the governing law of each company. Each Subsidiary is 100% beneficially owned, controlled or directed, directly or indirectly, by the Company. Although the Company only has 49% of the voting rights in Mineração Apoena S.A., the Company has determined that it has the full beneficial ownership over the entity as the Company is exposed to variable returns from its involvement with the entity and has the ability to affect those returns through its power to coordinate the activities of the entity.



## GENERAL DEVELOPMENT OF THE BUSINESS

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

### Producing assets:

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

### Projects:

- The Almas Gold Project (“Almas”) – a gold project located in the state of Tocantins, Brazil. The Almas Gold Project consists of three deposits (Paiol, Vira Saia and Cata Funda) and several exploration targets, including Nova Prata/Espinheiro, Jacobina and Morro do Carneiro.
- The Matupá Gold Project (“Matupá”) – a gold project located in the northern part of the state of Mato Grosso, Brazil. It consists of three deposits: X1, Serrinha (gold), and Guarantã Ridge (base metal). The X1 deposit was the main focus for exploration and drilling in the past, resulting in an established mineral resource and a NI 43-101 compliant technical report. See “*Mineral Projects – Additional Projects – Matupa Project*” for further information. The other two deposits are in the early stages of exploration. Matupá’s claims consist of multiple exploration targets, including a copper porphyry target.

- The São Francisco Gold Mine (“São Francisco”) – part of EPP Mines, an open-pit heap leach gold mine located in the southwest of the state of Mato Grosso, Brazil, approximately 560 km west of Cuiaba, the state capital. Currently, the mine is in care and maintenance.
- The Tolda Fria Gold Project (“Tolda Fria”) – a gold project located in Caldas State, Colombia. Currently, the project is in care and maintenance.

### **Three Year History**

#### ***Recent Developments (2021)***

On January 6, 2021, the Company announced record high quarterly production of 68,964 GEO during the fourth quarter of 2020 and 204,230 GEO of production in 2020, an increase of 15% compared to the previous year, despite challenges imposed by the COVID-19 pandemic. Consistent results in San Andres, a record quarter at EPP as result of Ernesto pit, capacity increases at Aranzazu, and the start of commercial production at Gold Road were the main factors for the reported results.

On January 15, 2021, the Company announced guidance for production, cash cost from operations per equivalent ounce of gold produced, and capital expenditures for 2021. The Company also announced management production targets for 2022-2024. For 2021, Esperanza is expected to remain as the main source of ore for San Andres, with an efficiency increase in the plant to be implemented and exploration activities on new targets to be conducted. Ernesto pit expected to be the main source of ore for EPP, together with 3 other operational pits and one underground mine. For Aranzazu, the implementation of further improvements in the milling and flotation circuit may increase throughput, reaching 100,000 tons per month during the second half of 2021. For Gold Road, while the Company moves to the final phase of the ramp-up, exploration efforts are expected to continue in 2021, and the Company expects to publish an updated technical report during the first half of 2021.

On March 10, 2021, the Company announced the filing of the technical report (the “Almas Technical Report”) for Almas with the title “Updated Feasibility Study Technical Report (NI43-101) for the Almas Gold Project, Almas Municipality, Tocantins, Brazil”, following the approval of the development of Almas, as announced on February 3, 2021. Almas is expected to be operational by the second half of 2022, with an after-tax total investment estimated at approximately \$73 million, yielding an after-tax net present value (“NPV”) of \$183 million when using the weighted average consensus gold prices for the projected period of \$1,558 per ounce. Average annual gold production is estimated at 51,000 ounces during the first four years of the project, with an estimated life of mine of 17 years, based on mineral reserves estimated in accordance with NI 43-101.

On March 15, 2021, the Company announced that the board of directors of the Company (the “Board”) approved the payment of a dividend (the “2021 Dividend”) of \$0.83 per Share (approximately \$60 million in total). The 2021 Dividend is in excess of the minimum dividend payable pursuant to the Company’s dividend policy, as announced June 22, 2020, based on the Company’s financial results for the year ended December 31, 2020.

#### ***Management Updates***

On January 8, 2018, Mr. Sergio Castanho joined the Company as VP People and Management Processes. Mr. Castanho is a Mechanical Engineer from Unicamp in Brazil, with an MBA from Insead in France. He is a former managing director of Anglo America’s Phosphates and Niobium businesses focusing on their transformation and value creation agenda. Mr. Castanho has worked for the management consulting firm McKinsey & Company in a number of countries leading operations and process improvement. Mr. Castanho has also worked for operations divisions of Procter & Gamble in Canada, the U.S.A. and Brazil. For the last four years, Sergio has led his own consulting firm that focuses on improving processes and growing companies across industries, including a railway, a copper mine in Chile and a large agribusiness powerhouse in Latin America. Mr. Castanho is fluent in English, Spanish and Portuguese.

On November 29, 2018, Monty Reed, at the time General Manager of Honduras, became VP of business development and moved to the head office in Miami. Mr. Reed joined Aura Minerals in August of 2011 as General Manager for the San Andrés operation. He brought to Aura 35 years of exploration, geology, engineering, mine development, maintenance and operations experience in North and South America and Europe. Prior to joining Aura, Mr. Reed was General Manager for the Pitarilla development project in Durango, Mexico for Silver Standard. Previously Mr. Reed held positions of increasing responsibility for Carbones de la Guajira in Venezuela, various sites for Placer Dome and was part of the mine start-up team for the highly-successful Gros Rosebel operation in Suriname for Cambior/IAMGOLD. Other senior management positions held include COO for Sargold Resources and President of Sardinia Gold Mines in Italy. Mr. Reed holds a bachelor’s degree in geology from the University of Colorado.

On February 21, 2019, Ryan Goodman, VP of Legal Affairs, left the company. The Board and management thanked Mr. Goodman for his years of service to Aura Minerals.

On March 18, 2019, Mr. Joao Kleber Cardoso joined the Company as VP Finance based in São Paulo. Mr. Cardoso is an Economist from Unicamp in Brazil and has an MBA from the Kellogg School of Management, with majors in Finance, Strategy and International Business. Prior to agreeing to join Aura, Mr. Cardoso was the CFO of Santista, a large denim manufacturer with operations in Brazil and Argentina. Prior to Santista, Mr. Cardoso worked for Mover Participações, one of the largest conglomerates in Brazil, and was involved in M&A projects. Mr. Cardoso has also worked in the management consulting industry for A.T. Kearney and Accenture in a variety of industries and projects.

On June 28, 2019, Fernando Cornejo, VP of Technical Services, left the company. The Board and management thanked Mr. Cornejo for his years of service to Aura.

On September 26, 2019, Mr. Julio Cesar Beraún Sanchez joined the Company as Minosa General Manager. Mr. Beraún is an industry professional with more than 17 years of experience in open-pit mining, underground, quarry and explosives industry management. He has successfully led the engineering and implementation of innovation projects for the optimization of mining processes, such as continuous improvement. Prior to joining Aura, he was Operations Manager for the Cerro de Pasco and Oxides de Pasco – Glencore Mining Unit, previously holding positions of increasing responsibility at Nyrstar, Exsa and Volcan. Mr. Beraun is a Mining Engineer from the Pontificia Universidad Católica del Perú and has a diploma from PMI and Lean Six Sigma Black Belt from the PUCP Institute for Quality, and he also graduated from the Master's in Strategic Business Management at Centrum Católica.

On October 7, 2019 the appointment of Richmond Fenn was announced to the Company's Board effective October 7, 2019. Mr. Fenn briefly worked with Aura as interim-General Manager for the San Andres operation supporting the ramp-up while the Company was recruiting the new General Manager. He brings to Aura 39 years of base and precious metal experience. Mr. Fenn has extensive experience in mine engineering, mine development and valuation, maintenance and operations in North and South America, Africa and Papua New Guinea. Prior to joining Aura, Mr. Fenn was Executive General Manager for the Pueblo Viejo mine in the Dominican Republic, one of the world's largest gold producing mines. Previously Mr. Fenn held positions of increasing responsibility for Freeport McMoRan, Glencore and Barrick Gold. Mr. Fenn holds a bachelor's degree in mining engineering from the University of Arizona and is a registered professional engineer.

On February 17, 2020, Glauber Luvizotto, General Manager (GM) of Aranzazu at such time, assumed the role of Chief Operating Officer (COO) of Aura Minerals, responsible for mine operations, technical services and project development. Glauber continued as the interim GM in Aranzazu until the Company appointed Henrique Rodrigues as described below.

Also on February 17, 2020, Kleber Cardoso, Vice President of Finance, assumed the role of Chief Financial Officer (CFO) of Aura Minerals, responsible for financing, accounting, cash flows and Investors Relations.

Also on February 17, 2020, Sergio Castanho, Vice President of People and Management Process, assumed the role of Chief Transformational Officer (CTO) of Aura Minerals, responsible for people and management, innovation, business development and corporate strategy.

On June 21, 2020, Monty Reed, VP of business development, left the company. The Board and management thanked Mr. Reed for his years of service to Aura Minerals.

On March 5, 2020, Henrique Rodrigues was appointed the new GM of the Aranzazu operation. Mr. Rodrigues is a professional with more than 15 years of experience in the mining industry. Mr. Rodrigues joined Aura Minerals in December of 2018 as Plant Manager and he has been responsible for all Aranzazu industrial operation, leading the ramp-up of Aranzazu to its full capacity and the increase of gold and copper recovery to feasibility study levels. Prior to joining Aura Minerals, Mr. Rodrigues worked as GM of a Pilar, a mine owned by BrioGold Inc. and held managerial positions at Yamana Gold Inc. and AngloGold Ashanti.

On April 22, 2020, Fabio Ribeiro was appointed to the Board. Mr. Ribeiro has led diverse initiatives since the dawn of the internet, helping pioneer Brazil's internet, founded and exited an aviation company and currently leads forward-thinking technology fund Neptuno, as well as Central Asia-focused VC firm TUZ Ventures – both focused on the convergence of exponential technologies. Fabio holds a Bachelor in Business Administration and two Masters degrees - one in Economics from Bocconi University, Milan, and the other in Interactive Media from the University of Miami. He currently also serves on the boards of directors of the Center for Computational Science and the School of Communications, both at the University of Miami. Mr. Ribeiro is fluent in five languages.

At the Company's annual general and special meeting held on October 30, 2020 (the "2020 AGM"), Bruno Mauad and Paulo de Brito Filho were elected to the Board. Rodrigo Barbosa did not stand for re-election.

Mr. Mauad is a partner of Kapitalo in charge of one of the equities investment strategy since 2015 and member of the executive committee since 2019. He started his career in 2005 at Patria Investimentos as an equity analyst becoming portfolio manager in 2010, responsible for long & short as well as long only strategies. In 2013 he joined Ashmore Group as a member of the Investment

Committee and portfolio manager of the equity strategies. Mr. Mauad holds a Bachelor in Public Administration from FGV/EAESP and is a CFA charterholder.

Mr. Paulo de Brito Filho is (i) Chief Executive Officer at Mineração Santa Elina Industria e Comercio, a company that operates on the development and operation of mineral assets in South America; (ii) Director of Quanta Geracao, a company that operates on the energy industry through generation and sale of energy from its solar and small hydroelectric plants, in Brazil; (iii) was a member of the Board of Directors of Sertrading, a company focused on the trading industry; and (iv) serves as Board member of MIS (Museum of Image and Sound).

On February 17, 2021, the Company announced Kevin Shiell as the new General Manager for its Gold Road mine, effective on March 1, 2021. Kevin is a professional with 28 years of leadership experience with underground mining companies, has experience with Gold Road, having worked there early in his career. After his time at Gold Road in the early 1990s, Kevin went on to serve as a vice president at Hecla Nevada, General Manager of Klondex Gold & Silver, Dynatec Corporation, and Addwest Minerals. In addition to his management skills gained from a long career in leadership roles, Kevin has significant experience in long-term planning, environmental management, permitting, working with communities and external stakeholder management. Kevin also has substantial expertise in narrow vein mining.

### ***Merger with Rio Novo Gold Inc.***

On March 2, 2018, the Company completed the merger (the “Merger”) under the BVI Act pursuant to which Rio Novo Gold Inc. (“Rio Novo”) merged with the Company and the separate corporate existence of Rio Novo ceased with the Company continuing as the surviving company in the merger. Upon consummation of the Merger, all of the shares in Rio Novo (“Rio Novo Shares”) were automatically converted into the relevant number of shares in the Company (“Aura Shares”) where holders of Rio Novo Shares received 0.053 of an Aura Share for every Rio Novo Share held. As part of the Merger, the Company issued (i) 314,186 Aura Shares to holders of Rio Novo deferred share units outstanding as of December 18, 2017 (the date the Company and Rio Novo agreed to the Merger) and (ii) options to acquire 154,230 Aura Shares to holders of Rio Novo options (which were cancelled). At the time of completion of the Merger, the Aura Shares being issued under the Merger in exchange for Rio Novo Shares represented approximately 22.0% of the post-Merger issued and outstanding Aura Shares.

### ***Sale of Serrote da Laje***

On March 22, 2018, the Company completed the sale of its Serrote da Laje copper-gold project for gross proceeds of \$40,000,000.

Pursuant to the purchase and sale agreement with the purchaser group, who were advised by Appian Capital Advisory LLP, Aura’s wholly-owned subsidiary sold 100% of its interest in Mineração Vale Verde Ltda, which owns the Serrote project, to the purchaser group. The total consideration of \$40,000,000 is made up of a cash payment of \$30,000,000, as well the delivery by the purchasers of a subordinated unsecured note in the principal amount of \$10,000,000. Subject to mandatory prepayment provisions, the note is subordinated to project financing (senior to equity) and will bear interest at a rate equivalent to such project financing.

### ***Initial Public Offering of BDRs in Brazil***

On June 24, 2020, the Company announced that it was launching an initial primary and secondary public offering with restricted placement efforts of BDRs in Brazil, with each BDR representing one Share. The BDRs being offered were approved for listing on the B3 (the “Offering”).

The Offering consisted of (i) a primary public offering with restricted efforts of, initially, 331,033 BDRs (the “Primary Offering” and the “Primary Offering BDRs”), representing 331,033 Shares, and a secondary public offering with restricted efforts of, initially, 626,090 BDRs by a certain shareholder of the Company (the “Base Offering Selling Shareholder”) (the “Secondary Offering” and the “Secondary Offering BDRs”, and the Primary Offering, together with the Secondary Offering, the “Base Offering”, and the Primary Offering BDRs, together with the Secondary Offering BDRs, the “Base Offering BDRs”), representing 626,090 Shares, on the non-organized over-the-counter market, exclusively to professional investors (as defined in article 9-A of Brazilian Securities Commission (Comissão de Valores Mobiliários, or the “CVM”) Instruction No. 539, dated November 13, 2013, as amended) located in Brazil. placed by a syndicate of underwriters, pursuant to Brazilian Law No. 6,385, dated December 7, 1976, as amended (the “Brazilian Capital Markets Law”), CVM Instruction No. 332, dated April 4, 2000, as amended, CVM Instruction No. 476, dated January 16, 2009, as amended, the ANBIMA Code of Regulation and Best Practices for Structuring, Coordination and Distribution of Public Offers for Securities and Public Offers for the Acquisition of Securities (Código ANBIMA de Regulação e Melhores Práticas para Estruturação, Coordenação e Distribuição de Ofertas Públicas de Valores Mobiliários e Ofertas Públicas de Aquisição de Valores Mobiliários) and other applicable legal and regulatory provisions; and (ii) placement efforts of the BDRs to (a) certain qualified institutional buyers (QIBs, as defined in Rule 144A promulgated under the United States Securities Act of 1933, as amended (the “Securities Act”)) in the United States, in transactions exempt from the registration requirements of the Securities Act; (b) certain accredited investors (as defined under applicable Canadian securities laws) in Canada on a private placement basis; and (c) investors elsewhere outside the United States, Canada and Brazil that were not U.S. persons (as defined in Regulation S

promulgated under the Securities Act) in accordance with the applicable laws of such jurisdictions, and, in all cases, provided that they invested in Brazil in accordance with the investment mechanisms regulated by the Brazilian National Monetary Council, the Central Bank of Brazil and/or the CVM, by a syndicate of placement agents. The number of Base Offering BDRs was increased by 6,430 BDRs offered by a certain individual shareholder of the Company, under the same conditions and at the same price of the Base Offering BDRs (the “Additional BDRs”).

In addition to the Additional BDRs, the number of Base Offering BDRs was increased by 88,268 BDRs, of which 30,529 BDRs were allocated by the Company (the “Primary Over-Allotment BDRs”) and 57,739 BDRs were allocated by the Base Offering Selling Shareholder (the “Secondary Over-Allotment BDRs”) and, together with the Primary Over-Allotment BDRs, the “Over-Allotment BDRs”), under the same conditions and at the same price of the Base Offering BDRs, pursuant to an option granted by the Company and the Base Offering Selling Shareholder to the Brazilian underwriter that acted as stabilization agent, for the purposes of the services of stabilization of the price of the BDRs in connection with the Offering.

The price per BDR was set at R\$820.00 (the “Price per BDR”) (or C\$204.75, based on the daily average rate of exchange published by the Bank of Canada on June 30, 2020) following the completion of the bookbuilding process and the approval of the Price per BDR by the Company’s Board.

The total gross amount of the Base Offering BDRs and the Additional BDRs was R\$790,113,460.00 (or C\$197,291,330.96, based on the daily average rate of exchange published by the Bank of Canada on June 30, 2020). The total gross amount of the Over-Allotment BDRs was R\$72,379,760.00 (or C\$17,993,608.34, based on the daily average rate of exchange published by the Bank of Canada on August 6, 2020).

Gross proceeds to the Company from the Primary Offering were R\$271,447,060.00 (or C\$67,780,330.88, based on the daily average rate of exchange published by the Bank of Canada on June 30, 2020), before deducting the underwriting discount and estimated Offering expenses. Gross proceeds to the Company from the Primary Over-Allotment BDRs were R\$25,033,780.00 (or C\$6,223,397.71, based on the daily average rate of exchange published by the Bank of Canada on August 6, 2020), before deducting the underwriting discount and estimated Offering expenses.

As disclosed by the Company in a material change report dated July 12, 2020 (the “MCR”), in connection with facilitating the stabilization procedures under the Offering, Northwestern Enterprises Ltd. (“Northwestern”), a company controlled by Mr. Paulo de Brito, the chairman of the Board, agreed to loan 143,568 BDRs to a Brazilian underwriter that acted as stabilization agent under the Offering (the “Northwestern Stabilization Loan”). As consideration for entering into the Northwestern Stabilization Loan, Northwestern received a fee equal to 0.00001% per annum of the product obtained when the number of BDRs loaned by Northwestern was multiplied by the Price per BDR, calculated pro rata daily for the term of the loan, which amount was intended to be nominal.

The Offering was completed pursuant to: (i) the Brazilian underwriting agreement, dated July 2, 2020, by and between the Company, certain selling shareholders, Banco de Investimentos Credit Suisse (Brasil) S.A., Banco Itaú BBA S.A., Banco Safra S.A. and XP Investimentos Corretora de Câmbio, Títulos e Valores Mobiliários S.A. (the “Brazilian Underwriting Agreement”); and (ii) the placement facilitation agreement dated July 2, 2020, among the Company, certain selling shareholders, Credit Suisse Securities (USA) LLC, Itaú BBA USA Securities, Inc., Safra Securities LLC and XP Investments US, LLC (the “Placement Facilitation Agreement”). Copies of each of the Brazilian Underwriting Agreement and the Placement Facilitation Agreement are available under the Company’s profile on SEDAR at [www.sedar.com](http://www.sedar.com).

The Offering was completed on August 11, 2020.

Subsequent to the Offering, certain shareholders of the Company completed a secondary offering of BDRs and Shares, as disclosed by the Company in press releases dated August 26, 2020, October 9, 2020, October 29, 2020, November 9, 2020, and November 11, 2020 (the “November Secondary Offering”). Following completion of the November Secondary Offering, the BDRs began trading on the traditional securities trading segment of the B3 and are available for trading to retail investors. The Company did not receive any proceeds from the November Secondary Offering.

The above summary of the Offering presents Shares and BDRs on a pre-Share Split basis.

### ***Gold Road Acquisition***

On March 31, 2020, the Company announced that it had completed the purchase of all of the issued and outstanding shares of Z79 Resources, Inc. (“Z79”), a wholly-owned subsidiary of Para Resource Inc. (“Para”), pursuant to share purchase agreement dated March 7, 2020 among the Company and Para (the “Gold Road SPA”). Through Gold Road Mining Corp. (“GRMC”), Z79 owns the Gold Road mine located in Arizona, and various options to acquire parcels of land adjacent to Gold Road, among other things. The purchase price under the Gold Road SPA was \$1. The Company also indirectly assumed the liabilities owing to PPG Arizona Holdings LP (“PPG”), an affiliate of Pandion Mine Finance, LP, under an amended and restated pre-paid forward gold purchase

agreement dated March 7, 2020 (the “A&R PPF”). Pursuant to the terms of the A&R PPF, Z79 and GRMC shall pay to PPG approximately US\$35 million in cash pursuant to scheduled payments, unless Z79 and GRMC elect to pre-pay the outstanding indebtedness owing under the A&R PPF on or prior to the end of 12 months from the date of closing, in which case Z79 and GRMC shall pay approximately US\$24 million. In addition, the Company entered into a dual subscription agreement dated March 7, 2020 with Z79 and GRMC (the “Z79 Subscription Agreement”), pursuant to which the Company agreed to, directly or indirectly, subscribe for, shares of common stock of Z79 for an aggregate subscription price of US\$8,000,000 to fund the development and restart of Gold Road. Copies of each of the Gold Road SPA, A&R PPF, and Z79 Subscription Agreement are available under the Company’s profile on SEDAR at [www.sedar.com](http://www.sedar.com).

On September 17, 2020, the Company announced that it had shipped its first lot of gold production from Gold Road.

On July 14, 2020, the Company provided an update on exploration drilling and preparations for re-starting the underground mine at Gold Road.

On December 16, 2020, the Company announced that Gold Road had reached commercial production, effective December 1, 2020.

See also “*Mineral Projects – Gold Road Mine*” for a description of the San Andres Mine.

### ***San Andres Mine***

Due to unauthorized individuals interrupting San Andres’ operation, on October 22, 2018, management decided to suspend its activities while seeking legal support to safely resume operations. After unprecedented support from local communities and full support from legal authorities in order to maintain rule of law on private properties, on February 8, 2019, Minosa decided to progressively restart its operations and issued an official statement to its collaborators, suppliers, authorities, and the general public.

While it had a limited impact on its production in 2019, during December, San Andres changed its main contractor to operate the mine after the former contractor had been accused by local authorities of alleged illegal activities in the country.

On July 29, 2019, San Andres received pre-informed consent from local communities and socially-permitted a new area to mine while maintaining its commitment to fully support the communities with social benefits such as health, education, road maintenance among others. An amendment to a 2016 agreement was signed by relevant stakeholders, such as the Board of Trustees of the nearby village, the Mayor of the Municipality of the Copan Union, members of the Central Government and the Company.

On August 16, 2019, The Ministry of Environment of Honduras, awarded San Andres the “Virtud Verde Award”, for its engagement in the processes of natural resources and biodiversity management in Honduras. “Virtud Verde Award” was given to Institutions and Organization that have worked closely with MiAmbiente.

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

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

On November 24, 2020, the Company provided an update on the impacts of Hurricanes Eta and Iota (“Hurricanes”) at San Andres. Hurricane Eta reached Central America on November 3, 2020 and Hurricane Iota on November 16, 2020. The Company prioritized the safety of its employees and service providers and, as such, reduced or interrupted operations at certain times during November, 2020. The Company is not aware of any injuries or casualties caused by the Hurricanes in the region where San Andres is located. In addition, no material damage was caused to properties of the Company.

See also “*Mineral Projects – San Andres Mine*” for a description of the San Andres Mine.

### ***Ernesto/Pau-a-Pique Project***

On March 28, 2018, the Company and the Company’s subsidiary, Apoena, entered into an agreement with Serra da Borda Mineração e Metalurgia S.A., a company affiliated with Yamana Gold Inc., with respect to the repayment of the working capital facility provided to Apoena in connection with the acquisition of the EPP project. Pursuant to the agreement, the Company acknowledged debt of \$9,638,381 with repayment terms as follows: (i) \$5,000,000 on March 28, 2018; (ii) \$1,000,000 on each of June 30, 2018 and September 30, 2018; (iii) \$1,400,000 on December 31, 2018; and (iv) \$1,461,911 on March 30, 2019.

In December 2019, the Company started mining operations at the Ernesto mine.

On February 12, 2020, the Company announced the first exploration drill holes at the Bananal Target located approximately twenty-two kilometers from the Ernesto plant, which returned encouraging results.

In November 2020, the Company announced it had achieved commercial production from the Ernesto mine. The Company plans a push back in the mine in order to access high grade ore by the end of 2021, which the Company then expects to be able to access through to the end of 2022.

See “*Mineral Projects – Ernesto/Pau-A-Pique Project*” for a description of the EPP Project.

### **Aranzazu**

On March 8, 2018, the Company announced that, after a competitive bid process, it entered into a \$20,000,000 loan facility (the “Facility”) and an off-take agreement (the “Off-Take Agreement”) with IXM Metals (formerly Louis Dreyfus Company Metals) for the re-start of operations and copper concentrates to be produced from the Aranzazu mine. The Facility includes a 12-month grace period is guaranteed by the Company and its interests in Aranzazu and the San Andres mine. The Off-Take Agreement covers 100% of the copper concentrates to be produced from Aranzazu.

On October 16, 2018, the Company announced the production of the first shipment of copper concentrate on schedule; and on December 12, 2018, the Company announced that the operation had reached commercial production.

On December 10, 2018, the Company declared commercial production at the Aranzazu mine. As a result, both revenue and operating costs for Aranzazu are recognized in the consolidated statements of loss and comprehensive loss. In addition, the mine development related to Aranzazu was reclassified to property, plant and equipment and depletion commences. Commercial production was achieved ahead of schedule and below budget. The Company achieved a strong safety record during the ramp-up period and throughout the completion of various infrastructure projects. The Company continues to further progress on the underground mine development and operational improvements to the plant in order to reach full production. Construction of the new tailings disposal facility (TD5) was completed on April 5, 2019. While operating performance has been strong, the overall geological results at Aranzazu have been consistent with the Aranzazu Technical Report.

The Mexican government issued a decree requiring the suspension of all nonessential activities in the private and public sectors on March 31, 2020. Accordingly, the Company suspended all nonessential operations at Aranzazu while maintaining only critical activities, as allowed by the decree. On May 12, 2020, mining was deemed an essential activity by the Mexican authorities, and the Company obtained formal authorization to fully restart operations at Aranzazu on May 27, 2020.

On November 19, 2020, the Company announced that its wholly-owned subsidiary, Aranzazu Holding S.A. de C.V. completed a competitive bidding process for a new offtake agreement with respect to the copper and gold concentrate produced at the Aranzazu mine. In connection with the completion of the bidding process, Aranzazu Holding S.A. de C.V. has entered into an offtake agreement (the “Trafigura Agreement”) with Trafigura México, S.A. de C.V. (“Trafigura”), pursuant to which Trafigura has agreed to purchase 100% of the copper and gold concentrate produced at the Aranzazu mine during the term of the Trafigura Agreement. The Trafigura Agreement will become effective in the beginning of 2022 and will continue until the end of 2024. The current offtake agreement in place with IXM Metals will remain in force until the end of 2021.

See “*Mineral Projects – Aranzazu Mine*” for a description of the Aranzazu Mine.

## **DESCRIPTION OF THE BUSINESS**

### **Principal Markets and Distribution Methods**

As of December 31, 2020, the Company’s production took place in four countries: Brazil, Mexico, Honduras and the United States. In addition, as of the same date, the Company has two greenfield expansion projects in Brazil and one in Colombia. Auramet International LLC is the only customer of our Brazilian Mines, San Andres Mine and Gold Road Mine business segments, except for IXM S.A., a trading company that contractually agreed to purchase all copper concentrate produced in the Aranzazu Complex for a total of 165,000 dry metric tons. In the financial year ended December 31, 2020, gold accounted for approximately 77% of the Company’s revenue (\$219,332,000; financial year ended December 31, 2019 – 69%, \$158,524,000) and copper and gold concentrate revenue represented approximately 23% of the Company’s revenue (\$88,074,00; financial year ended December 31, 2019 – 31%, \$70,705,000).

### **Employees**

As at December 31, 2020, the Company had the following employees at its operations:

	Mexico		Honduras		Brazil		Canada		United States		TOTAL	
	M	F	M	F	M	F	M	F	M	F	M	F
	225	51	271	50	391	57	1		52	8	939	163
<b>Total:</b>	276		321		448		1		60		1102	

### Special Skill and Knowledge

The Company's business requires specialized skills and knowledge. Such skills and knowledge include the areas of mining, environmental permitting, engineering, geology, drilling, metallurgy, logistical planning and implementation of exploration programs as well as legal compliance, finance and accounting. The Company competes with numerous other companies for the recruitment and retention of qualified employees and consultants in such fields. See "*Risk Factors*" in this AIF.

### Business Cycles

The mining business is subject to global economic cycles which affect the marketability of products derived from mining.

### Competitive Conditions

The precious and base mineral exploration and mining business are competitive. The Company competes with numerous other companies and individuals in the search for and the acquisition of mineral properties. The ability of the Company to acquire 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. See "*Risk Factors*" in this AIF.

### Raw Materials (Components)

The Company uses critical components such as water, electrical power, explosives, diesel and propane in its business, all of which are readily available.

### Bankruptcy and Similar Procedures

In May 2015, Aranzazu Holding S.A. de C.V. ("Aranzazu Holding"), the operating entity for the Aranzazu Mine and a wholly-owned subsidiary of the Company, filed for administrative proceedings in Mexico under the Mexican Commercial Bankruptcy Law which was accepted by the Mexican Federal Court in May 2015. In December 2016, Aranzazu Holding received a favourable judgement from the Second District Judge in the State of Zacatecas accepting Aranzazu Holding's proposal for payment and completion of the administration proceedings. In January 2017, the administration proceedings were effectively terminated with the requisite number of past vendors accepting Aranzazu Holding's proposal. Aranzazu Holding is now in the process of completing the payments.

### Environmental Protection

The Company's exploration, development and mining activities are subject to various levels of federal, state and municipal laws and regulations relating to the protection of the environment, including requirements for closure and reclamation of mining properties. See "*Risk Factors*" in this AIF.

In all jurisdictions where the Company operates, specific statutory and regulatory requirements and standards must be met throughout the exploration, development and mining stages of a property with regard to air quality, water quality, fisheries, wildlife and forestry management and protection, solid and hazardous waste management and disposal, noise, land use and reclamation. Estimation of the Company's mine closure and restoration obligations are set out in Note 15 of the Company's audited consolidated financial statements for the year ended December 31, 2020.

The financial and operating effects of environmental protection requirements on the capital expenditures and earnings of each mineral property are not significantly different than those of similar-sized mines and therefore are not expected to impact the Company's competitive position in the current or future financial years.

### Social or Environmental Policies

In order to better serve the Company's corporate sustainability obligations and reporting, the Board moved the functions of the Company's former Corporate Sustainability Committee directly to a function of the Board to ensure that the Company conducts its activities in such a manner as to ensure the health and safety of its employees, contractors and host communities; promote sustainable

development; preserve the environment and contribute on the development of the communities in which it operates. The steps that the Board, with the assistance of on-site environmental managers, health and safety technicians and environmental consultants, takes to meet these objectives include:

- identifying, assessing and managing risks to employees, consultants, contractors, the environment and the host communities;
- reviewing and monitoring the health, safety, environmental and social responsibility policies and procedures of the Company;
- promoting and supporting improvements to the Company's health, safety and environmental performance. Reviewing material incidents relating to health, safety and environmental;
- as it may deem necessary, arranging, implementing and overseeing environmental and safety audits, with respect to any operations within the Company;
- ensuring that employees, consultants and contractors are provided with the training and resources necessary to meet the Company's objectives under the health, safety, environmental and social responsibility policies;
- ensuring that the Company continually consults stakeholders in matters that affect them and develops partnerships that foster the sustainable development of the host communities and enhance economic benefits from the Company's operations;
- ensuring that social, economic and cultural rights of the local people are respected; and
- ensuring that the Company upholds ethical business practices and meeting, or where possible, exceeding applicable legal and other regulatory requirements.

The Company, with the assistance of on-site environmental managers, health and safety technicians and environmental consultants, continues to develop and implement environmental education programs for the Company's employees and host communities. The Company has implemented an integrated management system at all its operations based on OHSAS 1800, ISO 14000 norms and the International Cyanide Management Code. On September 16, 2010 Aura Minerals became a signatory of the International Cyanide Management Code with San Andres successfully completing the recertification process in 2018.

The Company engages the communities and other stakeholders to maintain its 'Social Licence' to operate. Several meetings have been held with communities local to each of the Company's properties to discuss and answer questions regarding the Company's policies, practices and operations, and also to discuss and agree on local projects and initiatives where the Company could support both technically and financially. The Company is also in the practice of purchasing supplies and hiring personnel from the host communities and encourages its consultants and suppliers to do the same.

## **2020 Gold and Copper Sales**

For the year ended December 31, 2020, except for interest income from its cash and cash equivalents, the Company's main source of revenue was the sale of gold and copper from San Andres, EPP, Aranzazu and Gold Road mines. In 2020, the Company sold a total of 124,252 ounces of gold (2019: 115,426) at an average realized gross price of \$1,765 per gold ounce (2019: 1,373) and has sold a total of 53,954 tons of copper concentrate (2019: 42,676) at an average realized gross price of \$ 2.83 per copper pound sold (2019: 2.70). There are worldwide gold and copper concentrate markets into which the Company can sell and, as a result, the Company is not dependent on a particular purchaser with regard to the sale of the gold. The copper concentrate is sold to IXM. See "Risk Factors" in this AIF.

## **Disclosure Relating to Ontario Securities Commission Requirements for Companies Operating in Emerging Markets**

Due to the risks inherent in mineral production and the desire to organize and structure its affairs in a tax-efficient manner, the Company holds each of its material properties in a separate corporate entity (through local subsidiary companies in foreign jurisdictions and other holding companies in various jurisdictions).

The risks of the corporate structure of the Company and its subsidiaries are risks that are typical and inherent for entities which have material assets and property interests held indirectly through foreign subsidiaries and located in foreign jurisdictions. The Company's business and operations in emerging markets are exposed to various levels of political, economic and other risks and uncertainties associated with operating in a foreign jurisdiction such as a difference in law, business culture and practices, banking systems and internal control over financial reporting. See "Risk Factors" in this AIF.

The Company has implemented a system of corporate governance, internal controls over financial reporting and disclosure controls and procedures that apply at all levels of the Company and its subsidiaries. These systems are overseen by the Company's Board and implemented by the Company's senior management. The relevant features of these systems are set out below.

#### ***Control over and Communication with Foreign Subsidiaries***

The Company controls its foreign subsidiaries by virtue of corporate oversight and by its control ownership of the shares issued by such entities, with the exception of Mineração Apoena S.A. as further described under "*Corporate Structure and Description of Capital Structure*". The Company's management has the (i) power to appoint and dismiss, at any time, any and all of the foreign subsidiaries' officers and directors, (ii) power to instruct the foreign subsidiaries' officers to pursue business activities in accordance with the Company's wishes, and (iii) legal right, as a shareholder, to require the officers of each such foreign subsidiaries to comply with their fiduciary obligations. As a result, the management of the Company can effectively align its business objectives with those of the foreign subsidiaries and implement such objectives at the subsidiary level.

The Company maintains open communication with each of its foreign operations through its officers who are fluent in either Brazilian Portuguese or Spanish, as applicable. In addition, all management team members in local jurisdictions are fluent in the jurisdiction's primary language and are proficient in English. The primary language used in management and Board meetings is a combination of English, Brazilian Portuguese or Spanish and material documents relating to the Company that are provided to the Board are in English. The Company does not currently have a formal communication plan or policy in place and has not to date, experienced any communication-related issues.

#### ***Board and Management Expertise***

The Company's directors and senior officers all have experience in the jurisdictions in which the Company operates. In addition, the Board, through its corporate governance practices, regularly receives management and technical updates and progress reports in connection with the foreign subsidiaries, and in so doing, maintains effective oversight of their business and operations. Further, the Company's directors and senior officers visit the Company's operations in foreign jurisdictions on a regular basis in order to ensure effective control and management of the Company's foreign operations. During these visits they come into contact with local employees, government officials and business persons; such interactions enhance the visiting directors' and officers' knowledge of local culture and business practices. Certain senior and non-senior officers visit the Company's operations quarterly, or more frequently if circumstances require, on a rotating basis.

#### ***Internal Control Over Financial Reporting and Funds***

The Company maintains internal control over financial reporting with respect to its operations in emerging jurisdictions by taking various measures. The majority of the Company officers have the relevant language proficiency (English, Spanish and Brazilian Portuguese), local cultural understanding and relevant work experience in each of the Company's operating jurisdictions which facilitates better understanding and oversight of the Company's operations in the foreign jurisdictions in the context of internal controls over financial reporting.

Pursuant to the requirements of NI 52-109, the Company assesses the design of its internal controls over financial reporting on an annual basis. Furthermore, key controls for the accounts in scope are tested across the Company on an annual basis and the working papers of these tests performed at all the locations are reviewed at the head office level. Please refer to the Company's annual audited consolidated financial statements for the year ended December 31, 2020, as filed under the Company's profile on SEDAR.

Differences in banking systems and controls between the United States / Canada and the emerging jurisdictions are addressed by having stringent controls over cash in all locations; especially over access to cash, cash disbursements, appropriate authorization levels, performing and reviewing bank reconciliations in the applicable jurisdiction and the segregation of duties.

#### ***Records***

All minute books and corporate records and documents of the foreign subsidiaries are filed at the relevant entity's headquarters, and with the relevant governmental or regulatory body in each applicable jurisdiction in which applicable entity's headquarters are located. The custodians of such documents report directly to the Company's head office and senior management team to ensure continued oversight.

### **MINERAL PROJECTS**

For the purposes of this AIF, as of December 31, 2020, the Company has identified Aranzazu, San Andres, EPP and Almas as material properties and are discussed below.

#### **ARANZAZU MINE**

Reference is made to the technical report with an effective date of January 31, 2018, and entitled “Feasibility Study of the Re-Opening of the Aranzazu Mine, Zacatecas, Mexico” prepared for Aura Minerals by F. Ghazanfari, P.Geo. (Farshid Ghazanfari Consulting), A. Wheeler, C.Eng. (Independent Mining Consultant) C. Connors, RM-SME (Aura Minerals Inc.) B. Dowdell, C.Eng. (Dowdell Mining Limited) P. Cicchini P.E. (Call & Nicholas, Inc.) G. Holmes, P.Eng. (Jacobs Engineering) B. Byler, P.E. (Wood Environment and Infrastructure Solutions) C. Scott, P.Eng. (SRK Canada) D. Lister, P.Eng. (Altura Environmental Consulting) F. Cornejo, P.Eng. (Aura Minerals Inc.) (the “Aranzazu Technical Report”).

The following description of the Aranzazu Mine is the Executive Summary reproduced from the Aranzazu Technical Report. The entire Aranzazu Technical Report is incorporated by reference into this AIF and should be consulted for details beyond those incorporated herein. Defined terms used in this summary shall have the meanings ascribed to such terms in the Aranzazu Technical Report. The reference numbers of the tables and figures set out in this section are those attributed by the Aranzazu Technical Report. The Aranzazu Technical Report is subject to the assumptions, qualifications and procedures described in the report, as applicable, and readers are encouraged to read the report in its entirety. A copy of the report may be found on the Company’s SEDAR profile at [www.sedar.com](http://www.sedar.com).

Information arising since the date of the Aranzazu Technical Report has been prepared under the supervision of Farshid Ghazanfari (P.Geo) as Qualified Person as that term is defined in NI 43-101. See “*Mineral Projects – Aranzazu Mine - 2020 Company Update – Updated Mineral Resources and Reserves Estimates*”, “*2020 Company Update – Updated Exploration Activities*” and “*Mineral Projects – Aranzazu Mine – 2020 Company Update – Operational Update*”.

## **Introduction**

This Technical Report has been prepared by Aura Minerals Inc. (Aura Minerals) in collaboration with engineering companies and specialized consultants and is in accordance with the requirements of National Instrument 43-101 “Standards of Disclosure for Mineral Projects” of the Canadian Securities Administrators (NI 43-101).

This Technical Report provides a Feasibility Study (FS) for the recommencement of operations at Aura Minerals’ wholly owned Aranzazu mining operation in Zacatecas State, Mexico (the Project). In January of 2015, due to the then mining and commodity price environment and other fixed costs, Aura Minerals made the decision to put the mine into care and maintenance while temporarily stopping underground development and production. Since then, a new assessment of the Mineral Resource estimate, a new Mineral Reserve estimate, the mining design and sequence, the underground geotechnical interpretations as well as metallurgy, mineralogy and tailings dam design were conducted, and are presented in this FS.

This FS presents the updated Aranzazu Mineral Resources estimates as of January 2018, prepared and validated by Farshid Ghazanfari, P.Geo. There were two previously disclosed Technical Reports for the Project, the first report dated November 20, 2011 (the 2011 Technical Report) entitled, “NI 43-101 Technical Report and Resource Estimate on the Aranzazu Property, Zacatecas State, Mexico”, prepared for Aura Minerals by William J. Lewis P.Geo., of Micon International Limited (Micon) and the second report dated September 28, 2015 (the 2015 Technical Report) entitled “Preliminary Economic Assessment of the re-opening of the Aranzazu Mine” prepared by PandE Mining and Aura Minerals in collaboration with other external consultants.

Subsequent to the 2011 Technical Report three Mineral Resource updates were completed by Aura Minerals (2013, 2014 and 2015). The mineralization domains were significantly modified after the release of the 2015 Technical Report. The Mineral Resource model was built on the improved geological understanding of grade continuity, domain orientation, and shape gained from the 2013 and 2014 Resource Models.

This FS also provides the first NI 43-101 Mineral Reserve estimate developed for the Aranzazu Mine since its opening in 2011. Mineral Reserves are expected to be recovered from the underground mine, since the prior open pits have been essentially exhausted. Geotechnical considerations and deposit dimensions of specific sections of the mine determine when transverse or longitudinal long hole stopping is to be used with the expectation of approximately 90% and 10% of the production coming from each method respectively.

After the ramp-up period is complete and without any significant expansion, the production is expected to remain similar to the average 2,600 tonnes per day (TPD) of throughput produced prior to shut down for care and maintenance in January 2015. A five-month underground development program followed by an eight-to-nine month ramp up period is expected prior to achieving the 2,597 TPD throughput in the plant.

Key Project infrastructure includes continued underground development with associated pumping and ventilation infrastructure, and the construction of a new Tailings Dam storage facility (TD5) in Year 1. Additionally, the construction of a new tailings thickener is also planned for Year 2 in order to maximize process water recovery and relieve the existing fresh water system. There is currently sufficient power to operate the mine and processing facilities, but a dedicated 6.0 km, 34.5 kV line from the national power company is planned to be built and connected to the mine.

All monetary values shown in this FS are US Dollars (US\$) unless otherwise stated.

The term “Aranzazu” refers to the immediate area surrounding the open pits and underground workings of the Arroyos Azules mine, where active mining will be carried out. The term Property refers to the entire land package owned by Aura Minerals.

### History, Location and Ownership

Aranzazu is located within the Municipality of Concepcion del Oro in the State of Zacatecas, Mexico near its northern border with the State of Coahuila. The Property is situated in a rugged mountainous area and is accessed either from the city of Zacatecas, located 250 km to the southwest, or from the city of Saltillo, located 112 km to the northeast in the State of Coahuila. Both Zacatecas and Saltillo have modern airports with daily flights to and from Mexico City and parts of the United States. Aranzazu lies on the western edge of the town of Concepcion del Oro, with a population of approximately 6,500 people. Most of the families have had a historic connection to mining, resulting in the availability of a semi-skilled to skilled workforce.

The mine facilities are at an elevation of approximately 2,150 masl, with the surrounding mountains reaching elevations of 3,300 masl. The area is semi-arid and moderately vegetated with acacia shrubs, scrub trees and bushes, Joshua trees and various cacti. The average high temperature in the summer is about 22°C and the average winter high is about 15°C. The average summer low temperature is about 15°C and the average winter low temperature is about 5°C.

The area receives approximately 432 mm of rain annually and annual pond evaporation is estimated at 1983 mm. The majority of the rain falls during the wet season from June through October, and the 50-year recurrence interval 24-hour storm is estimated at 93 mm. Occasionally, snow does occur in the area, but quickly melts on all but the most protected northern slopes.

The climate is mild year-round and poses no limitations to the length of the operating season. Freezing temperatures can occur overnight but quickly warm to above freezing during daylight hours.

Historical mining activities began in the district as early as 1548. In 1891, the Mazapil Copper Company of Manchester, England began mining and smelting operations that continued through to 1962. From 1962 until 2008, various companies have owned and operated the Aranzazu Mine.

After shutting down in 1992 due to low metal prices and a labour dispute, the mining operations were restarted on a limited scale in 2007 by a private Mexican company. Aura Minerals acquired 100% of the Aranzazu Mine (formerly known as the El Cobre project) in June 2008. Production was suspended in January 2009 but restarted on a limited basis in 2010, with commercial production declared effective February 1, 2011. A summary of reported Aura Minerals production is contained in Table 1-1.

**TABLE 1-1 SUMMARY OF ARANZAZU PRODUCTION (2008 TO 2017)**

Year	Mill Feed (tonnes)	Head Grades			Conc (tonnes)
		Cu (%)	Au (g/t)	Au (g/t)	
2008	148,511	0.69	0.25	7.9	3,116
2009*	-	-	-	-	-
2010	57,211	0.51	-	-	831
2011	632,297	0.90	0.48	12.9	13,455
2012	771,774	0.85	0.50	11.9	20,671
2013	796,413	0.98	0.48	16.2	25,813
2014	861,983	0.88	0.45	14.6	26,294
2015 - 2017*	-	-	-	-	-
* Mine under care and maintenance					

Aura Minerals owns the Aranzazu Property indirectly through its 100% owned subsidiary Newington Corporation S.L. (Newington) which, in turn, holds 100% of the Aranzazu Property through its Mexican subsidiary Aranzazu Holding S.A. de C.V. (Aranzazu Holding). The 38 mineral concessions are mostly contiguous with some having been established prior to current staking regulations which vary in size, shape and orientation. The total property area is approximately 11,182 ha. All concessions are valid for 50 years, with the term extendable for concessions maintained in good standing. Mining concession duties are paid semi-annually and the

yearly total for 2018 is approximately 2,303,490 Mexican pesos (MXN), which is equivalent to approximately US\$128,000 at an exchange rate of 18:1.00 MXN:US\$.

The previous owner Macocozac S.A. de C.V. transferred its rights to the Aranzazu Property to Aranzazu Holding in exchange for a 1.0% Net Smelter Returns royalty (NSR) on the copper production when, during any calendar month, the monthly average copper price as quoted by the London Metals Exchange (LME) equals or exceeds US\$2.00/lb.

Aranzazu Holding has a creditor agreement to repay outstanding debt of US\$6.5M with certain suppliers and contractors who worked with Aranzazu before the 2015 shutdown. Aranzazu Holding is to commence payment to creditors two months after receipt of payment for the first concentrate shipment that may be any time between April 2018 and no later than April 2019. The debt is to be paid to each creditor in 36 equal monthly payments, with full payment by no later than April 2023.

To the extent known, the Aranzazu Property is not subject to any other royalties, back-in rights, or other encumbrances.

One potential and ongoing issue with surface rights is that squatters have constructed homes in some areas near the edges of the town on the mineral concessions. Within the town, some portions of the water supply pipeline serving the mine were built over the decades prior to acquisition by Aura Minerals. Should the mine require access to or direct use of these lands in the future, they may be obligated to lease or purchase the surface rights to these areas.

## **Geology and Mineralization**

In the Concepcion del Oro district, a Tertiary intrusive complex ranging in composition from quartz monzonite to granodiorite intrudes the Jurassic and Cretaceous limestone along the axial plane of the El Mascarón antiform. The intrusive complex is also localized by the regional transform fault system. Associated with the intrusive complex and its structural system and alteration regime, copper, gold and silver mineralization occurs as chimneys, mantos, stockworks and disseminations hosted in exoskarn, endoskarn, quartz monzonite, hornfels and marble. These have been overprinted by post-skarn hydrothermal alteration consisting of propylitic phyllic and potassic alteration styles. Both mineralized and un-mineralized skarns are considered.

The orebody has a strike length of 1.5 km, width up to 250 m and a depth of 600 m. The orebody consists of seven mineralized domains which are BW, AA, Mexicana South and North, GH Area Footwall (GHFW) and GH Area Hangingwall (GHHW) and Cabrestante. These are multiple chimney structures dipping south east between 70 to 90 degrees.

The distribution of the various alteration phases and associated copper mineral species is variable along the strike of the main structure in the Aranzazu Mine and consists of several zones. In the BW and upper Mexicana zones, host to propylitic alteration, the copper mineralization is mostly chalcopyrite. Copper mineralization is present in phyllic and potassic alteration styles at depth and to the southeast through to the Cabrestante zone where there is chalcocite, copper sulphosalts, chalcopyrite and bornite. The trace metal assemblages also vary depending on the copper minerals present. The BW zone contains moderate amounts of arsenic, but is relatively low in antimony, bismuth, and tellurium. In areas of phyllic and potassic alteration where multiple copper mineral species are present, the amounts of arsenic, antimony, bismuth and tellurium increase. Gold mineralization occurs throughout all the alteration phases previously mentioned apart from skarn alteration. Gold grades are generally higher in the phyllic and potassic alteration assemblages, compared to the propylitic altered rocks.

## **Exploration and Data Management**

Aura Minerals has carried out core and reverse circulation (RC) drilling to upgrade the Mineral Resources in the Mexicana, Arroyos Azules and GH areas. This occurred in two phases, from August to December 2008, and April 2009 to May 2011. The total amount of drilling completed in the two phases was 108,052 m in 471 holes. Since the 2011 Technical Report, Aura Minerals has reported an additional 10,000 m in 90 holes with February 7, 2014 as the database cut-off date. Thirty of these drill holes (UAZ-51 to UAZ-81) were drilled in 2010, but the assay data missed the cut-off date for the 2011 Resource Model. An additional 4,167 m in 37 drill holes have been drilled since February 7, 2014 and this data has been included in the current Mineral Resource estimate.

Drill hole spacing in these areas is now approximately 25 m by 25 m between the 2050 m and 1850 m elevations. RC drilling was carried out in the GH-Porfido and Cabrestante areas to test near-surface mineralization that has the potential to be mined by open pit. Drill hole spacing in these areas is also approximately 25 m by 25 m for the near-surface mineralization. The deep mineralization, below 1700 m elevation, was also tested by core drilling in the AA, GH-Porfido and Cabrestante areas, but on wider drill spacing than the near-surface material.

Through its exploration drilling program, Aura Minerals has been successful in confirming and expanding upon the historical drilling, thus justifying the use of the associated data in its current 2015 Mineral Resource estimate.

The Aura Minerals drilling and Quality Assurance/Quality Control (QA/QC) programs, as well as the results from previous programs up to 2011, were previously reviewed by Micon, who concluded that the programs followed the 2010 CIM exploration

best practices guidelines. A rigorous QA/QC program was conducted by Aura Minerals in November 2014 and reviewed by an independent QP, Farshid Ghazanfari P.Geo., who concluded that the new assay data contained in the March 2015 Resource followed the 2010 CIM exploration best practices guidelines. Additional QA/QC sampling of historical holes by the QP during 2017 also shows no significant bias and reaffirmed and further justified use of historical assays in resource estimate.

## Mineral Resource Estimate

The drill-hole database for the Mineral Resource estimate includes drilling and assaying up to February 7, 2014, the effective date of the database.

The drill holes used in the Mineral Resource estimate total 219,586 m of drilling in 1,336 drill holes. From this drilling, 87,971 samples of various lengths were collected and assayed for total copper, 76,875 samples were assayed for gold, and 80,545 samples were assayed for silver.

The block size selected for the model was 5.0 x 5.0 x 5.0 m. The search ellipsoids were oriented based on the local orientation of the geological interpretation and ranges of continuity obtained from the variography. The copper, gold, silver and arsenic grades were estimated using inverse distance squared estimation (ID2) and the 2.0 m assigned and capped composites.

The Mineral Resource estimate used a bulk density that was interpolated using ID2. A total of 3,442 density measurements recorded in the database have an average density of 2.88 t/m<sup>3</sup>. Many sample intervals within the mineralized domains do not have specific gravity values, therefore assigned values based on lithology types were applied to the missing intervals.

After 2011, additional arsenic, bismuth and antimony assays were added to the Mineral Resource model. However, the arsenic, bismuth and antimony are penalty elements that affect the value and saleability of the copper concentrate and, as such, their distribution within the deposit will influence mine planning and blending of the mined material in the processing facility. To assist the mining engineers in planning, the block model was updated to include the distribution of arsenic within the deposit. Arsenic grades are included in the current Mineral Resource model as well as their associated sales penalties as evidenced by the terms in Aura Minerals' recent offtake contracts.

The historical underground workings and current workings up to January 1, 2015, were removed from the resource model to account for the tonnage that had been mined to that date. Similarly, the mined topographic surface was updated to January 1, 2015, the approximate date that mining activities were suspended. Table 1-2 provides a breakdown of the sulphide only Mineral Resources by category.

**TABLE 1-2 MINERAL RESOURCE ESTIMATE (SULPHIDE MATERIAL ONLY)**

Category	NSR Cut-off (US\$/t)	Tonnes (,000s)	Cu (%)	Cu (,000s lbs)	Au (g/t)	Au (,000s oz)	Ag (g/t)	Ag (,000s oz)
Measured	45	3,923	1.71	147,823	1.05	133	17.84	2,250
Indicated	45	8,562	1.57	296,576	1.10	303	20.89	5,750
<b>Measured and Indicated</b>	45	12,485	1.61	444,399	1.08	436	19.93	8,000

### Notes:

1. The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 23, 2003, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Resources stated at a cut-off of US\$45/t NSR.
3. NSR values have been calculated using a long-term price forecast for copper (US\$3.00/lb), gold (US\$1,280/oz) and silver (US\$18/oz), resulting in the following formula: NSR (\$/t) = (Cu% x US\$39.76) + (Au g/t x US\$20.95) + (Ag g/t x US\$0.32).
4. NSR values are based on the proposed concentrate off take-terms dated September 2017 and the 2015 Technical Report metallurgical recoveries of 88% for copper, 59.4% for gold, 70.3% for silver and 80% for arsenic.
5. The figures only consider material classified as sulphide mineralization.
6. The figures may not add due to rounding of the numbers to reflect that they are estimates.
7. Mineral Resources are effective January 31, 2018.

The Mineral Resource estimate is based on a US\$45/t NSR cut-off grade which would meet the requirements for potential economic extraction as defined by CIM standards and definitions for Mineral Resources. To meet the criteria of potential economic extraction, block model estimates were viewed in plan and section to ensure that all resources above the US\$45/t NSR cut-off form a continuous mineralized zone.

The mineralization domains that underpin the Mineral Resource were created based on an NSR formula for copper, gold and silver that considered engineering and economic factors, as well as smelter and refining terms.

The narrowed NSR mineralization domains continue to follow geological continuity, lithological controls and structural orientation. The fixed NSR has decreased the number of tonnes available for mining compared to previous estimates, however, the newly constrained NSR wireframes did increase copper, gold and silver grades significantly.

No environmental, permitting, legal, title, taxation, socio-economic, marketing or political issues have been identified that would adversely affect the Mineral Resource estimates in Table 1-2.

### Mineral Reserve Estimate

The Mineral Reserve estimate presented in this Technical Report has been prepared in compliance with the “CIM Standards on Mineral Resources and Reserves – Definitions and Guidelines” as referred to in NI 43-101. The Qualified Person for the Mineral Reserve estimates section is Mr. Adam Wheeler, C. Eng.

Mineable stope shapes have been defined using an NSR value which has been calculated based on the metal prices, metallurgical recoveries and concentrate off-take terms. Stope designs are based on a break-even NSR cut-off of US\$60/t ore which is calculated from the total mine operating cost (mining, processing and G&A). Stope shapes were generated using DataMine’s Mine Shape Optimizer (MSO) which targeted only Measured and Indicated Mineral Resources. Final stope shapes and associated ore and waste development were designed using the Deswik CAD software. Dilution was applied in the form of planned and unplanned dilution from hanging wall and footwall end-wall along with backfill dilution where applicable. Total dilution is approximately 15%.

**TABLE 1-3 MINERAL RESERVE ESTIMATE (SULPHIDE MATERIAL ONLY)**

Category	NSR Cut-off (US\$/t)	Tonnes (,000s)	Cu (%)	Cu (,000s lbs)	Au (g/t)	Au (,000s oz)	Ag (g/t)	Ag (,000s oz)
Proven	60	1,872	1.70	69,973	1.08	64	18.3	1,100
Probable	60	2,770	1.74	106,439	1.23	110	19.9	1,771
<b>Proven and Probable</b>	60	4,642	1.72	176,412	1.17	174	19.2	2,872

#### Notes:

1. The Mineral Reserve estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 23, 2003, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Reserves are the economic portion of the Measured and Indicated Mineral Resources. Mineral Reserve estimates include mining dilution and mining recovery. Mining dilution and recovery factors vary with specific reserve sources and are influenced by several factors including deposit type, deposit shape and mining methods.
3. The NSR cut-off US\$60/t is based on the total predicted operating cost.
4. NSR values have been calculated using a long-term price forecast for copper (US\$3.00/lb), gold (US\$1,280/oz) and silver (US\$18/oz), resulting in the following formula:  $NSR (\$/t) = (Cu\% \times US\$39.76) + (Au \text{ g/t} \times US\$20.95) + (Ag \text{ g/t} \times US\$0.32)$ . NSR values are based on the proposed concentrate off take-terms (dated September 2017) and the 2015 Technical Report metallurgical recoveries of 88.0% for copper, 59.4% for gold, 70.3 % for silver and 80.0% for arsenic.
5. The stope designs targeted only Measured and Indicated Mineral Resources, but where Inferred Mineral Resources were included within mining shapes they were treated as waste with zero grade.
6. Stope dimensions were established by a geotechnical assessment performed by Call & Nicholas, Inc. in 2017.
7. Dilution was applied in the in the form of planned and unplanned dilution from hanging wall and footwall end-wall. Dilution from backfill (for secondary stopes) was also included. All dilution material was assumed at zero grades. Total dilution is approximately 15%.
8. Mining recoveries of 94% (i.e. 6% losses) and 99% (1% losses) were applied to the stopes and ore development sill cuts respectively.
9. Mineral Reserves are effective January 31, 2018.

## **Mine Design**

The Aranzazu underground mine is accessed by two portals which are near the processing plant. Main ramps, driven at 5.0 m high by 5.0 m wide are used to access the underground workings. For the re-start plan, two new ramps are designed to access the GHFW and GHHW zones. Ramps are designed at the same dimensions, with an average gradient of approximately 14.2%.

Mining will be carried out using the Long Hole Open Stope (LHOS) mining method to extract the ore. Stopes will be extracted in a transverse method (perpendicular to the strike of the orebody) using a primary/secondary stope configuration. In this mining method, haulage galleries are developed parallel to the ore zones on each production level as defined by the sub-level interval. Sub-level intervals are designed between 25 m to 30 m to minimize the amount of waste development on the sub-levels. While the majority of the stopes will be mined transverse, there are some areas that will allow the ore to be extracted in a longitudinal approach. Stopes are to be filled with cemented rockfill for primary and uncemented waste material for secondary stopes.

A geotechnical block model was developed from the drill hole geotechnical data which was used to determine the stope design widths, ground support recommendations, dilution estimates, pillar sizes and backfill strength. The model was developed to estimate the Geotechnical Material Type (GMT) both within the ore zone and the surrounding waste rock. In general, the rock quality of Aranzazu is considered fair to good, however there are some zones of poor to very poor rock mass quality, which are usually controlled by major fault zones, which have been accounted for in the mine design.

Mineral Reserves have been calculated using an NSR cut-off of US\$60 per tonne. The cut-off included the estimated mining costs (both contractor and owner costs), processing costs, and general and administration costs. Costs for the contractor were based on quotations, obtained from reputable Mexican firms, for the expected development, stoping, haulage, and backfilling requirements. Aranzazu processing and G&A costs were based on historical operating cost (i.e. 2013 to 2014) adjusted for inflation and updated salary ranges.

Mineral Reserve tonnes and grades include estimates for both dilution and recovery. Dilution has been estimated to come from both planned and unplanned sources. The unplanned dilution was estimated as a function of the GMT of the stope hanging wall rock mass. In addition, secondary stopes include a factor for backfill dilution. All dilution is assumed to have zero grade. The overall dilution included in the Mineral Reserves is approximately 15%. Recovery (ore losses) has also been applied to the final Mineral Reserve tonnes. Stopes are assumed to have 94% recovery while ore development is assumed at 99% recovery.

The mine development and production schedule were developed using the Deswik® software package. The sequence for both development and production activities was developed and the appropriate rates and production targets were applied to achieve the required schedule of activities. During the first year, development will focus on the GHFW ramp and level development, as well as establishing access to the existing mining zone. Ore production will begin within the first three months from easily accessible areas; however, it will require a ramp up period of approximately 14 to 15 months to reach full production of 2,597 TPD.

Aura Minerals intends to use a mining contractor to do all the development and stoping, haulage of ore to the mill and placement of backfill. Aranzazu will provide the main services, such as ventilation, de-watering (pumping), compressed air and electrical reticulation along with technical services.

Ventilation will be provided by two 2.35 m diameter Axial Mine Fans. Fresh air will intake through the main portals and exhaust through ventilation raises. The pumping system is designed to handle 40 to 45 L/s of water. Water will be pumped in multiple stages from the bottom of the mine to a central clarifier sump. Clean water will be pumped to the surface storage ponds.

For the existing areas of the mine, electrical power will be provided from the existing sub-stations on surface feeding at 4.16 kV. A new sub-station will be installed to supply power to the new sections of the mine (GHFW and GHHW zones) at 13.6 kV. Compressed air and water will be supplied using the existing systems.

## **Metallurgy and Processing**

Aura Minerals conducted a major test program during the fall of 2017 at ALS Laboratories in Kamloops B.C. in an attempt to find a reagent scheme which would provide a separation of enargite from the other copper bearing minerals and gold.

The test work involved first establishing that older core had not degraded over time and was thus suitable for inclusion in a composite sample for the main body of tests. There were a series of 13 rougher flotation tests and 16 cleaner flotation tests where grind size and various reagents were tested in an effort to find a suitable separation of enargite from the other copper bearing minerals and gold. A further 11 rougher flotation tests were carried out on the variability samples to determine if the finer grinding, identified as the best route to arsenic separation, was viable over the parts of the ore body represented by the variability samples and thus by interpolation in the mining plan. The programme is fully explained in Item 13 of this Technical Report.

The overall metal recoveries, estimated from the testwork results, are expected to be 88% for Copper, 69.9% for Gold, 70.0% for Silver and 83.0% for Arsenic over the life of the operation.

The plant is expected to treat an average of 2,597 TPD of ore and utilise conventional processing steps, crushing, grinding, flotation and dewatering. The plant will use existing equipment that is already installed. The one major change to the grinding circuit configuration will be the inclusion of the regrind mill as a primary grinding mill. This will enable the required tonnage to be ground to the finer flotation feed size. The regrinding mill will be fed with product from two of the primary mill discharges to achieve this.

The flotation circuit will remain largely unchanged. The only flowsheet change will be to enable the concentrate from the second of the four banks of cells to be directed either to final concentrate or to scavenger concentrate depending on concentrate grade.

Dewatering will be achieved using the existing thickener and pressure filter, which will have plates added, to accommodate the extra tonnage of concentrate expected.

The process control aspects of the plant will be upgraded to allow a more modern approach to controlling both the grinding and flotation circuits. An Online Stream Analyser (OSA) will be installed to aid the operators in controlling the flotation circuit effectively. This is described more fully in Item 17 of this Technical Report.

## **Infrastructure**

Conventional slurry tailings will be disposed of at a new tailings storage facility designated TD5 which is scheduled for construction in Q3 2018. TD5 Stage 1 is designed to store conventional flotation tailings slurry, which will be deposited at a rate of 2,597 TPD. This slurry will be pumped from the process plant to TD5 (distance of approximately 4.0 km). TD5 will be constructed with two zoned-earth-fill tailings dams (“primary” and “south” dams) at the eastern side of TD5. The TD5 tailings dams will be constructed by annual construction stages for the first three years of operation using downstream construction methodology.

Each stage (1A, 1B and 1C) will provide approximately one year of tailings storage. The tailings storage facility design is based on SEMARNAT regulations and Canadian Dam Association (CDA) guidelines. A conceptual level design was completed for expansions to the TD5 tailings dam to provide a total of 10.1 Mt of tailings storage. The expansion will be completed by sequential downstream raises to the tailings dam.

There are three existing tailings storage facilities: Tailings Dam No. 4 (TD4) which, with buttress construction currently underway, has an available storage capacity of 259,500 dry metric tonnes (“Dmt”) and the old Tailings Dam No. 1 and No. 2 (TD1 and TD2) offers an additional short-term capacity of 306,000 Dmt of tailings which equates to a total storage capacity of 565,500 Dmt. This additional storage capacity is equivalent to around 0.6 years of full production. Aura Minerals’ current plan is to build the new tailings storage facility, currently licensed, to the east of the current operation, referred to as TD5.

There is currently sufficient power to operate the mine and processing facilities, but a dedicated, 6.0 km, 34.5 kV line from the national power company is planned to be built and connected to the mine. This power line, tailings dam construction, cemented rock fill plant, and sustaining capital for both the plant and mobile equipment are all part of the capital expenditure during the early years of mine operation. All other site infrastructure remains available from the previous operating period and functional to support the project start-up.

## **Environment**

Aranzazu is considered a brownfield site and mining of the existing deposits has been carried out in several campaigns since 1962, with mining activity in the district documented as early as 1548. The Project is favorably situated in a semi-arid climate with net evaporation, and is not located within any protected natural areas, priority terrestrial regions or areas of importance for wildlife conservation.

Most permits for the Aranzazu operation are either still valid from the mine’s last operating period or require only minor administrative processes to re-activate. Existing water concessions from Aranzazu’s wells allow withdrawal of up to 1,081,495 m<sup>3</sup>/year, and along with mine dewatering contributions are sufficient for the Project’s water needs. There are no discharges from the processing circuit planned.

The Project restart is not expected to significantly alter the local socioeconomic conditions that existed at operating levels in 2014. Direct employment is similar to 2014 levels and is not expected to increase dramatically as a result of the Project. The Project plan considers two environmental supervisors and one community relations liaison reporting to a Security, Health and Environmental Superintendent.

Mining, processing and support operations for the Project will operate within the existing infrastructure footprint. A new tailings storage facility will be constructed for the Project, Tailings Disposal No. 5 (TD5). This facility has undergone design improvements

since it was first permitted in 2014. The updated design incorporates downstream dam construction methodology as well as zoned earth fill embankments with internal drainage to control the phreatic surface in the embankment and enhance stability. At closure, ponding and saturation will be minimized through grading and construction of a closure spillway to route storm water runoff from the cover system, and by maintaining surface water diversion channels. Geochemical testing campaigns in 2010 and 2017 indicate that most tailings from historic tailings facilities contain sufficient calcite and low sulphide mineral content such that production of net acidity is improbable, although tailings containing lower amounts of calcite (generally from intrusive-based ore) may generate localized acidity if deposited in isolation. All tailings tested in 2010 to the Mexico tailings standard were well below maximum permissible levels for metal leaching of waste materials. Testing in 2017 yielded similar results. However, it was noted that leachate concentrations of certain metals exceed the much lower U.S. Environmental Protection Agencies (EPA) Maximum Contaminant Level (MCL) – this is the legal threshold limit on the amount of a substance that is allowed in public water systems under the Safe Drinking Water Act. Nonetheless, tailings dam seepage will be collected and routed to geomembrane-lined seepage collection ponds and recycled back to the process plant and monitored to assess leachability under site conditions.

The TD5 Operations, Maintenance and Surveillance (OMS) Manual and Emergency Action Plan (EAP) will be developed by the Engineer of Record.

Approval of both the design update and the associated change of land use authorization for Stage 1 of TD5 are expected before the end of August 2018. Aura Minerals will be required to compile and submit design and environmental assessment documentation for the later stages of TD5 and obtain associated approvals and change of land use authorizations in order to provide sufficient tailings capacity for the Project beyond Year 3. Three existing tailings storage facilities (TD4, TD1, and TD2) offer additional storage capacity of up to 565,500 Dmt.

No new waste rock storage facilities will be required for the Project; moreover, there is potential of reducing the volume of existing waste rock piles by using the waste rock for stope backfill and for tailings dam construction. Geochemical testing campaigns in 2010 and 2017 indicate that waste rock is unlikely to be acid-generating. The material is considered suitable for structural fill, though having potential for solubilizing of some metals on contact with water.

Aura Minerals acquired 100% of the Aranzazu mine in June 2008 and with this transaction acquired ownership and responsibility for older workings including abandoned shafts, the north waste rock pile, an abandoned oxide leach site, water pumping and conveyance systems, and a series of smaller tailings impoundments (TD1 through TD4, and historic TD5). The Project cost model assumes US\$6.5 M for site closure (including both existing workings and the Project to be constructed). No other environmental, regulatory, social or community factors were identified as having potential to materially affect the construction, operation and decommissioning of the Project.

### Operational Costs (Opex)

Table 1-4 shows the operational costs for Aranzazu estimated at US\$57.66/t.

The mine will be fully contracted and managed by a small owner's management and technical services team. The underground contractor will provide equipment and operators for development and stope production. All mine consumables will be sourced directly by Aranzazu.

The processing plant considers a full workforce including plant operations, metallurgy and technical services, maintenance and safety. All costs related to consumables have been updated with new quotes from registered suppliers. General and Administrative (G&A) includes labor, services, insurance and also, the costs associated with the sale of the concentrate including the transportation to Port of Manzanillo.

**TABLE 1-4 ESTIMATED LOM OPERATIONAL COSTS**

Category	Cost (US\$/t)	Total LOM Cost (US\$M)	Comments
Mining			
Contractor Mining	\$34.74	\$161.3	Direct mining costs
Owner's costs	\$4.11	\$19.1	Operations and technical support, power, explosives
<b>Total Mining</b>	<b>\$38.86</b>	<b>\$180.4</b>	
Total Processing	\$10.91	\$50.6	
General and Admin.	\$6.78	\$31.5	Site management, fees, administration,

Category	Cost (US\$/t)	Total LOM Cost (US\$M)	Comments
<b>Total Operating Cost</b>	<b>\$56.54</b>	<b>\$262.5</b>	
Royalties	\$1.11	\$5.2	Landowner royalties
<b>Total</b>	<b>\$57.66</b>	<b>\$267.6</b>	<b>Total Operating Cost</b>

The operation will employ around 165 direct employees and another 150 indirect employees, and it is expected that the majority of the workforce will be local. For updated salary and benefits, Aura Minerals considered the latest salary survey provided by CAMIMEX in 2017 which outlines benchmark salaries in the Mexican Mining Sector.

### Capital Costs (Capex)

Table 1-5 outlines the total capital expenditures required for the Project including underground mine development, tailing storage, plant refurbishment, infrastructure, closure costs and contingency are US\$92.5M over the life of the mine.

Pre-production capital for initial ramp development, tailings dam construction and plant refurbishment and start-up costs are US\$32.1M in the first year. Although there is mill production in the second half of Year 1, the mine is expected to reach commercial production in the first quarter of Year 2.

The LOM sustaining capital for ongoing mine development, additional tailings storage, mine equipment, plant upgrades, exploration drilling, and mine closure is US\$60.4M.

**TABLE 1-5 TOTAL CAPITAL EXPENDITURE (I.E. INITIAL AND SUSTAINING)**

Capital Item	Initial Capital (US\$M)	Sustaining Capital (US\$M)
Pre-Production	\$5.8	-
Underground Development	\$12.2	\$33.1
Tailings Dam	\$6.9	\$7.1
Mine Equipment	\$2.2	\$3.3
Plant	\$2.0	\$5.1
Powerline	\$1.2	-
Exploration / Delineation Drilling	\$0.5	\$3.5
<b>Sub-Total</b>	<b>\$30.8</b>	<b>\$52.0</b>
Contingency (5%)	\$1.3	\$1.9
Closure Cost	\$0.0	\$6.5
<b>Total</b>	<b>\$32.1</b>	<b>\$60.4</b>

### Financial Evaluation

Table 1-6 shows the metal prices used in the study which were based on long-term forecasted prices for copper, gold and silver from a leading Canadian Schedule I Bank.

**TABLE 1-6 SUMMARY METAL PRICES**

Commodity Price	Year 1	Year 2	Year 3 Onwards	LOM Average
Copper (US\$/lb)	\$2.90	\$2.95	\$3.10	\$3.06
Gold (US\$/oz)	\$1,250	\$1,299	\$1,301	\$1,297

Commodity Price	Year 1	Year 2	Year 3 Onwards	LOM Average
Silver (US\$/oz)	\$18.23	\$19.47	\$19.83	\$19.62

Foreign Exchange rate was considered at 18.0:1.00 (MXN:USD) according to projections provided by two leading Canadian banks.

The financial evaluation considers an outstanding debt of US\$6.5M with suppliers and contractors who worked with Aranzazu before the 2015 shutdown. This outstanding debt requires payment over a three-year period starting two months after commercial production is reached. The debt is to be paid to each creditor in 36 equal monthly payments, with full payment no later than April 2023.

Table 1-7 outlines the total cash operating cost before precious metal credits for the Project at US\$389.4M or US\$2.51/lb Cu (including treatment and transportation charges and royalties). The reportable cash cost after credits is US\$220.3M or US\$1.42/lb Cu. The All-in-Sustaining Cost is US\$1.81/lb Cu.

**TABLE 1-7 TOTAL CASH OPERATING COSTS SUMMARY**

LOM Total Cost Breakdown	US\$M	US\$/lb Cu
Smelting, Refining, Treatment and Freight*	\$121.7	\$0.78
Cash Operating Costs	\$262.5	\$1.69
Royalties	\$5.2	\$0.03
Reportable Cash Costs	\$389.4	\$2.51
Credit: Gold Revenue	-\$139.3	-\$0.90
Credit: Silver Revenue	-\$29.8	-\$0.19
Reportable Cash Costs after precious metals credits	\$220.3	\$1.42
Copper Produced (M lbs.)	155.2	
<b>Total Cash Costs (payable Cu)</b>	-	<b>\$2.51</b>
<b>Total Cash Costs (payable Cu) After Credits</b>	-	<b>\$1.42</b>
Add: Sustaining Capital**	\$60.4	\$0.39
Total Costs incl. Sustaining Capital	\$280.7	\$1.81
<i>**Includes Royalties, contingency, all sustaining capital after Year 1 and closure costs</i>		
<b>All-in Sustaining Total Cash Costs**</b>	-	<b>\$1.81</b>

The after-tax NPV at 5.0% discount is US\$81.4M and an IRR of 136.7%. The Project will produce a cash flow of US\$100.6M with a payback of the initial capital in 22 months from start of production. The following Table 1-8 summarizes the overall economics of the Project:

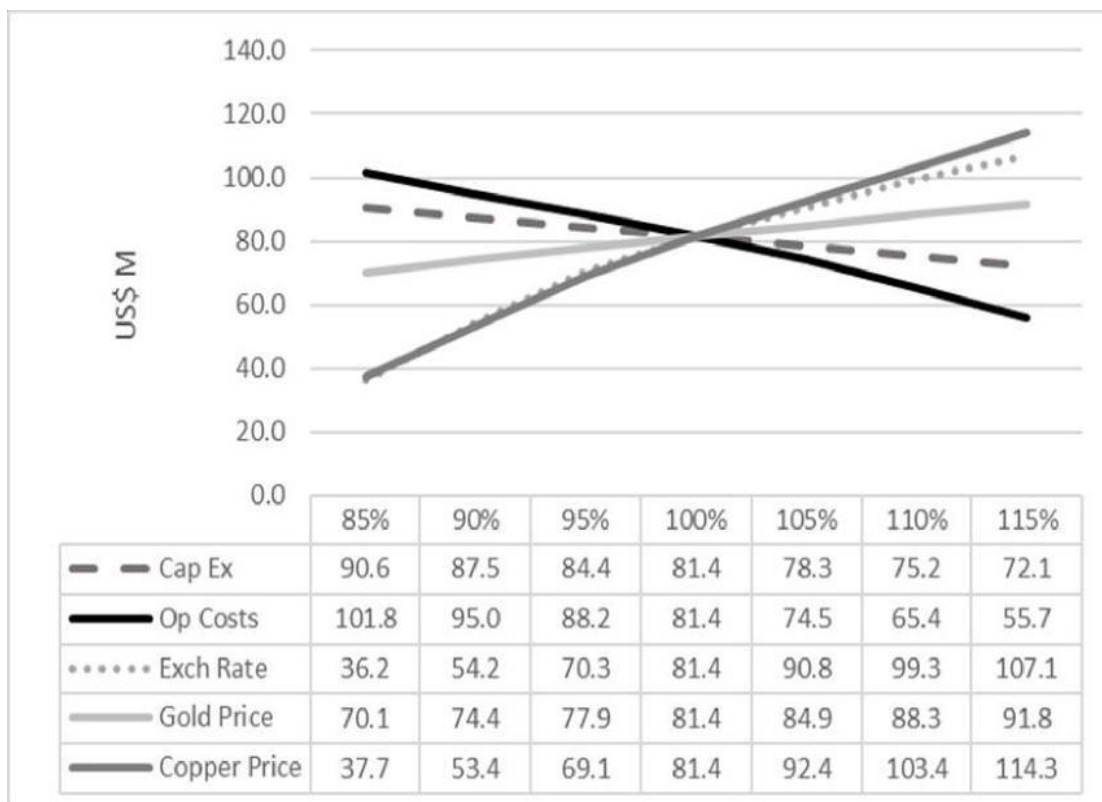
**TABLE 1-8 PROJECT ECONOMICS SUMMARY**

Project Summary	Units	
Total Throughput	t	4,641,775
Mine Life	years	5.5
Recovered Metal in Conc.		
Cu production	t	70,416
Cu production	M lbs	155.2
Au production	oz	122,149
Ag production	oz	2,010,105
Concentrate Produced	t	306,156

Cu Concentrate Grade	%	23%
<b>OPEX</b>		
Total Cash Operating Costs*	US\$M	\$220.3
Total Cash Operating Costs*	US\$/lb Cu	\$1.42
<i>*After gold, silver credits</i>		
AISC**	US\$M	\$280.7
AISC**	US\$/lb Cu	\$1.81
<i>**Includes sustaining capital and closure costs</i>		
<b>CAPEX</b>		
Initial Capital	US\$M	\$32.1
Sustaining Capital	US\$M	\$60.4
Total Capital (incl. Closure)	US\$M	\$92.5
<b>Financial Summary</b>		
Total Revenue	US\$M	\$620.8
Net Smelter Return (NSR)	US\$M	\$499.0
LOM cash flow	US\$M	\$100.6
NPV (5.0%)	US\$M	\$81.4
IRR	%	137%
Payback	Months	22.0

Project Sensitivity is shown in Figure 1.1 evaluated at +/-15% range for copper and gold prices, capital and operating costs, and currency exchange. The Project is shown to be most sensitive to changes in the copper price, exchange rate and operating cost. The Project value is less sensitive to gold price and capital cost.

**FIGURE 1.1 PROJECT SENSITIVITY RESULTS**



## Conclusions and Recommendations

### Conclusions

- The Project demonstrates economic viability with an NPV and IRR of US\$81.4M and 136.7% respectively, based on the following metal prices: US\$3.06/lb Cu, US\$1,297/oz Au and US\$19/oz Ag at FOREX of 18:1.0 MXN:US\$.
- As demonstrated above, the Project exhibits attractive economics using base case price assumptions. In addition, the Project economics are insulated somewhat from any modest downward pressures in metal prices, in particular, the copper price, due to the modest capital expenditures (US\$32.1M in Year 1) required to restart the Project in attaining commercial production. In addition, any further weakening of the MXN:USD exchange rate would also be beneficial on the Project's various metrics, in particular, on an NPV basis, as the expected increase in revenue from selling in US\$ over LOM would outweigh the capital sensitivity in the first year.
- Based on the entirety of the Project's analysis, resuming mining operations is recommended.
- The revised Mineral Resource wireframe is more selective, and targets average higher grades compared to the previous model used by the operation in 2014.
- The new mine design improves the project economics by increasing the sub-level interval to 25 m to 30 m where possible in order to minimize development meters and reduce capital costs.
- The metallurgical program has provided further positive results in regards of metal recoveries at higher grades as well as an enhanced understanding of the arsenic distribution and its treatment at the plant level.
- Previous studies have concluded that the mineral concessions forming the Aranzazu Property has the potential for the discovery of further zones of copper-gold mineralization of similar character and grade as those exploited in the past.
- This FS has benefited greatly from the existing Aranzazu database knowledge (i.e. consumables, unit costs, etc.) as well as the years of operating experience gained by the local workforce; all this in combination with key consultants and experts in the different areas of expertise.

### Recommendations

- The positive outcomes from the FS support the re-start of the operation with the new mining plan and processing modifications.
- The Aranzazu Mine and Property shows potential for further exploration to extend mine life.
- Further metallurgical test work is required to deal with arsenic levels in ore for Years 4 and 5; it is envisioned two potential ways of dealing with high arsenic levels: (i) by blending ore coming from these high arsenic areas with low arsenic ores and (ii) pursue a hydrometallurgical control, which is the least desirable.
- A detailed mine closure plan will be required in the next years.
- The estimated cost of these recommendations is approximately US\$1.0M to US\$1.5M including a 10% contingency.

## 2020 Company Update

### Updated Exploration Activities

During 2018 to 2020 the main focus of drilling at Aranzazu was definition drilling for mine planning purposes. 2020 marked the first year of extensive exploratory and infill drilling both in the mine and adjacent skarn mineralized bodies such as El Cobre.

The infill drill program was focused on the GH zone to increase the Life of Mine ("LOM"). Exploratory drillholes were planned to extend the GH and Cabrestante zones down plunge for additional inferred resources.

The table below shows 2020 drilling information at Aranzazu Mine.

HOLE-ID	Easting	Northing	Elevation	TOTAL DEPTH	TYPE	Collar Dip	Collar Azimuth
M-20-002	254625	2723937	2161	651.4	DDH	-71	196
M-20-004	254620	2723976	2162	576.1	DDH	-64	214
M-20-005	254622	2724026	2160	592.9	DDH	-60	218
M-20-006	254583	2724015	2156	611.7	DDH	-63	207
M-20-007	254582	2724013	2158	576.5	DDH	-69	219
M-20-007A	254582	2724013	2158	592.65	DDH	-69	219
M-20-008	254516	2724006	2156	573.15	DDH	-71	232
M-20-009	254468	2724016	2153	500.15	DDH	-65	210
M-20-010	254516	2724006	2157	581.6	DDH	-75	245
M-20-011	254411	2724037	2150	538.25	DDH	-79	213
M-20-012	254410	2724037	2150	573.75	DDH	-75	205
M-20-013	254581	2724009	2158	597.4	DDH	-66	215
M-20-014	254410	2724036	2150	500.9	DDH	-73	229
M-20-015	254301	2724026	2135	520.2	DDH	-88	30
M-20-016	254275	2724157	2144	516.15	DDH	-68	178
M-20-018	254276	2724156	2144	487.35	DDH	-88	201
M-20-022	254242	2724023	2131	430.25	DDH	-88	201
M-20-025	254274	2724155	2144	491.8	DDH	-74	249
M-20-027	254109	2724106	2143	494.65	DDH	-83	30
M-20-035	254623	2724026	2159	893.05	DDH	-84	170
M-20-050	254919	2723728	2114	651.15	DDH	-70	211
M-20-051	254919	2723728	2114	667.85	DDH	-81	212

#### *GH Infill Drilling*

The infill drilling was focused on the GH in the footwall zone (FW) which is the main target of mine planning and current production. A total of 11,830.25 meters were drilled in twenty-two holes with a grid of 50\*50m to convert resource from Inferred to Indicated. This program was executed from the surface near the existing pit. The best results are shown in the table below:

Hole	Zone	From(m)	To(m)	True width	Au(g/t)	Cu(%)	Ag(g/t)	TCR(%)*
M-20-006	GHFW	533.25	583.3	31.55	3.68	6.46	95.21	97%
M-20-005	GHFW	512.33	553.82	32.12	2.51	5.43	65.92	99%
M-20-010	GHFW	521.25	548.35	20.97	0.99	2.24	30.25	100%

\*TCR(%) is total core recovery in percentage

The results from M-20-006 in the GH Footwall ("GHFW") zone show a considerably wide mineralization of massive sulphides including chalcopyrite and chalcocite.

#### *GH - Down Dip Drilling*

Two drill holes were drilled to test continuation of GH zone down plunge. A total of 1,377.60 meters were drilled. One hole was finished (M-20-035, completed with 893.05 meters) by the end of 2020 and drilling for the second hole (M-20-028) progressed to 484.60 meters by the end of the year.

Hole	Zone	From(m)	To(m)	True Width	Au(g/t)	Cu(%)	Ag(g/t)	TCR(%)*
M-20-035	GHFW	842.63	852.62	6.00	0.93	1.7	17.51	98%

\*TCR(%) is total core recovery in percentage

Exploration hole M-20-035 intersected 9.99 meters @ 1.70% Cu , 0.93 g/t Au and 17.57 g/t Ag (842.63 – 852.62m) including 3.50 meters @ 2.94% Cu, 2.21 g/t Au and 35.69 g/t Ag (849.12 – 852.62m), extending known inferred mineralization at GH Footwall (GHFW) zone by 220 meters downdip.

#### Cabrestante

The Cabrestante area is a skarn deposit located to the South-East of GH and has been partially mined in the past.

A total of 1,679.25 meters were drilled in 3 holes and results from one of the holes ( M-20-050) showed copper and gold mineralization (see table below):

Hole	Zone	From(m)	To(m)	True Width	Au(g/t)	Cu(%)	Ag(g/t)	TCR(%)*
M-20-050	Cabrestante	313.22	328.15	10.00	1.16	2.72	33.69	100%
M-20-050	Including	318.22	321.85	3.44	2.99	7.28	56.72	100%

\*TCR(%) is total core recovery in percentage

#### QA/QC

The following QA/QC procedure was applied to all drilling and sampling programs since 2019.

The Company is using Bureau Veritas S.A. via their branch offices located in: 1) 9050 Shaughnessy St, Vancouver BC V6P- 6E5, Canada; and, 2) 428 Panamá St, Unión de los Ladrilleros, Hermosillo Sonora, México for analytical works.

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

The Company intends to continue infill drilling to convert the GH zone inferred resources to measured and indicated and to replace depletion in reserves while expanding resources both at GH, Cabrestante and El Cobre during 2021.

#### Updated Mineral Resources and Mineral Reserves Estimates

For the purpose of updated resource and reserve, historical depletions and depletion models since September 2018 accounted for total tonnage that had been mined out by end of 2020.

#### Mineral Resources Updates

The Company estimates Mineral Resources at the Aranzazu mine, as of December 31, 2020 are as follows:

**TABLE 2-1. DECEMBER 31, 2020 MINERAL RESOURCE ESTIMATE**

Resources Category	NSR Cut-off	Tonnes ('000)	Cu (%)	Cu ('000 lbs.)	Au (g/t)	Gold ('000 oz)	Ag (g/t)	Ag ('000 oz)
Measured	45	9,544	1.47	310,167	1.14	350	20.75	6,367
Indicated	45	2,483	1.27	69,408	1.04	83	18.63	1,487

<b>Measured + Indicated</b>	<b>45</b>	<b>12,027</b>	<b>1.43</b>	<b>379,575</b>	<b>1.12</b>	<b>433</b>	<b>20.31</b>	<b>7,854</b>
Inferred	45	3,497	1.45	111,816	0.98	110	19.82	2,229

Notes:

1. The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Resources are inclusive of Mineral Reserves. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.
3. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the Aranzazu Technical Report and the "Risks Factors" section of this AIF.
4. The disclosure of the Mineral Resource estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.
5. Contained metal figures may not add due to rounding.
6. Mineral Resources stated at a cut-off of US\$45/t NSR.
7. NSR values have been calculated using a long-term price forecast for copper (US\$3.00/lb), gold (US\$1,720/oz) and silver (US\$22/oz), resulting in the following formula:  $NSR (\$/t) = (Cu\% \times US\$45.216) + (Au \text{ g/t} \times US\$37.973) + (Ag \text{ g/t} \times US\$0.374)$ .
8. A density model based on rock types hosting mineralization was used for volume to tonnes conversion with averaging 2.95 tonnes/m<sup>3</sup>.
9. The figures only consider material classified as sulphide mineralization.

### **Mineral Reserves Updates**

The Company estimates Mineral Reserves at the Aranzazu mine, as at December 31, 2020 are as follows:

**TABLE 2-2. DECEMBER 31, 2020 MINERAL RESERVE ESTIMATE\***

<b>Reserves Category</b>	<b>NSR Cut-off</b>	<b>Tonnes ('000)</b>	<b>Cu (%)</b>	<b>Cu ('000 lbs.)</b>	<b>Au (g/t)</b>	<b>Gold ('000 oz)</b>	<b>Ag (g/t)</b>	<b>Ag ('000 oz)</b>
Proven	57	5,424	1.36	162,705	1.02	178	18.29	3,189
Probable	57	850	1.33	24,924	1.03	28	19.23	525
<b>Proven &amp; Probable</b>	<b>57</b>	<b>6,274</b>	<b>1.36</b>	<b>187,629</b>	<b>1.02</b>	<b>206</b>	<b>18.41</b>	<b>3,714</b>

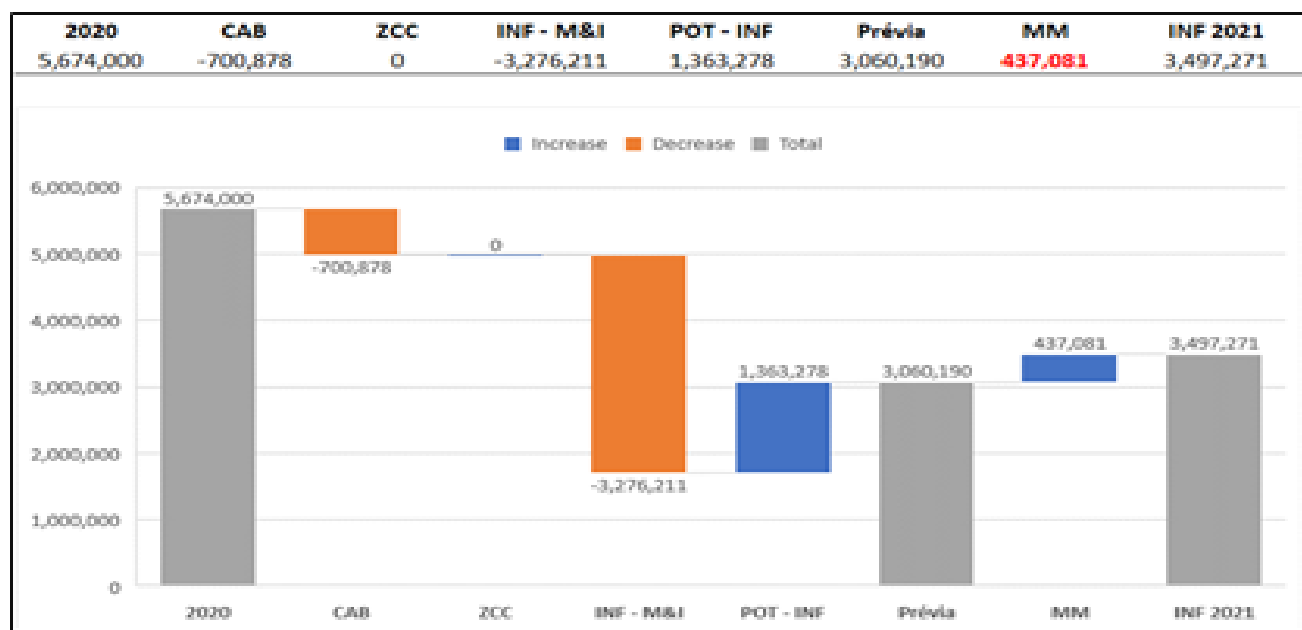
Note\*:

1. The Mineral Reserve estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Reserves are the economic portion of the Measured and Indicated Mineral Resources. Mineral Reserve estimates include mining dilution and mining recovery. Mining dilution and recovery factors vary with specific reserve sources and are influenced by several factors including deposit type, deposit shape and mining methods.
3. The estimate of Mineral Reserves may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the Aranzazu Technical Report and the "Risks Factors" section of this AIF.
4. The NSR cut-off US\$60/t is based on the total predicted operating cost.
5. Ore NSR values have been calculated using 3.00 US\$/lb for copper, 1,720 US\$/oz. for gold and 22 US\$/oz silver, the proposed concentrate off take-terms metallurgical recoveries of 91.5% for copper, 77.0% for gold, 65.0 % for silver and 70.0% for arsenic. Dilution was applied in the in the form of planned and unplanned dilution from hanging wall and footwall end-wall. Dilution from backfill (for secondary stopes) was also in-cluded. All dilution material was assumed at zero grades. Total dilution is approximately 23%.
6. Ore NSR values have been calculated using following formula:  $NSR (\$/t) = (Cu\% \times US\$45.216) + (Au \text{ g/t} \times US\$37.973) + (Ag \text{ g/t} \times US\$0.374)$ .
7. Mining recoveries of 90% were applied to the stopes and ore development sill cuts respectively.
8. Mineral Reserve estimates for the Aranzazu Mine provided in the Aranzazu Technical Report were prepared under the supervision of R.S. Dowdell, C.Eng., independent consultant to Aura, as Qualified Person as that term is defined in NI 43-101. The disclosure of the Mineral Resource estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.

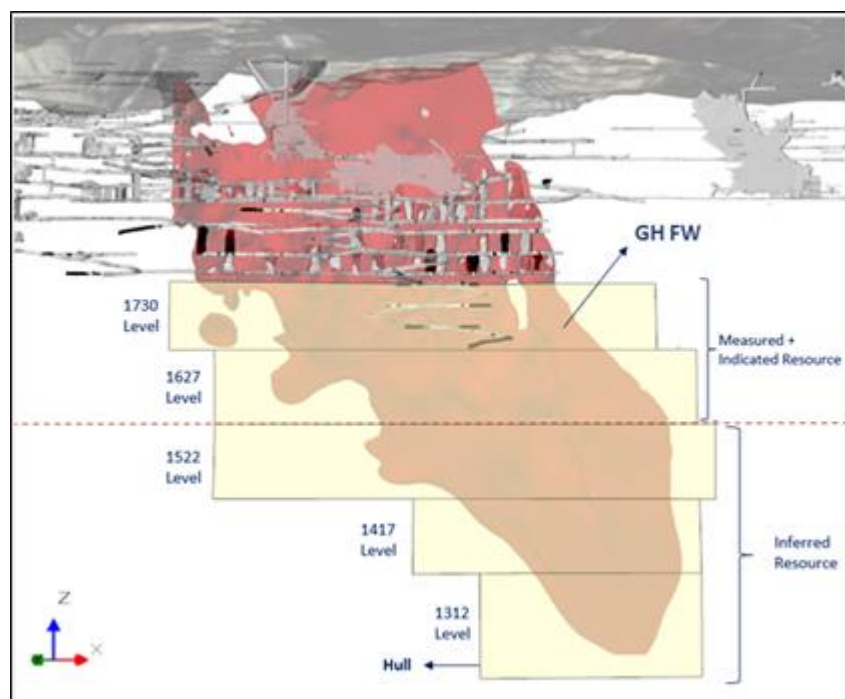
9. The Aranzazu updated Mineral Reserve is based on the January 31, 2018 resource model disclosed in the Aranzazu Technical Report.

### Mineral Resource Changes from 2019 to 2020:

The image below shows major changes in mineral resources compare to the end of 2019 in terms of tonnes and allocation to each category. The summary of major changes are as follows: approximately 3.5 million tonnes were converted from the inferred to measured and indicated categories in the GH zone, approximately 1.4 million tonnes were added to GH zone (GHFW) in the inferred category, and approximately 437,000 tonnes were added due to model changes in mine model. The Cabrestante zone was also reviewed and 700kt were depleted from inferred resources reported in the Aranzazu Technical Report due to an inaccurate depletion shape . There is no access to the Cabrestante zone at this time, but any future access needs major rehabilitation.



The image below shows major changes in classification of resources specifically in GH Zone. Panel 1730 was in measured and indicated category by end of 2019 and Panel 1627 added to measured and indicated and proven and probable categories for GH zone in 2020. These panels are focus of operation in next two years. The image also shows the increase in size of inferred resources in the GH zone (GHFW) from 1500 to 1300 level (approximately 200m vertical down dip extension).



### Mineral Reserve Changes from 2019 to 2020:

The following are summary of changes in mineral reserves:

- An overall increase of 1.9 million tonnes in proven and probable ( 43%) with Net Smelter Return (NSR) 22% higher due to an increase of 17% Au content and 3% Ag content. This increase offset 16% reduction in Cu content due to model changes.
- There was no significant change in resources and reserves in the main body of Aranzazu (in GHFW zone), which represents 65% of the current reserve.
- A change in NSR cut-off from US\$60/tonne to US\$57/tonne due to commodity prices and optimization of mining method. This improves the rate of conversion of resources to reserves mainly in the GHFW where mineralized zone is narrower. The conversion of resource to reserve in the GHFW increases three times compare to 2019 reserves, which represents 21% of the current reserves in Aranzazu. The MXXS zone represents the remaining 14% of the 2020 reserve and does not show changes in tonnage and content.
- Gain in the Trafigura Agreement: New conditions including lower penalties for penalty elements which reduce the discount and consequently making more marginal blocks viable. An approximately US\$17M (US\$4.5/tonne) will be saved over period of 3 years.

None of above changes are considered to be material changes for the Company. These changes are part of normal progression and evolution of resources and reserves within a mine in operation and under exploration in same time. By increasing reserves incrementally, all depleted tonnes in Aranzazu mine in 2019 and 2020 were replaced.

### Operational Updates

The table below sets out additional selected operating information for Aranzazu for the three months and twelve months ended December 31, 2020 and 2019. This table should be read in conjunction with the 2020 MD&A.

	For the three months ended December 31, 2020	For the three months ended December 31, 2019	For the twelve months ended December 31, 2020	For the twelve months ended December 31, 2019
Ore mined (tonnes)	258,085	206,502	891,699	760,789
Ore processed (tonnes)	260,301	231,611	896,030	815,952
Copper grade (%)	1.36%	1.57%	1.44%	1.28%
Gold grade (g/tonne)	0.79	0.98	0.90	0.77
Silver grade (g/tonne)	20.66	22.54	21.99	18.36
Copper recovery	91.3%	89.0%	90.7%	80.1%
Gold recovery	79.3%	78.5%	77.6%	69.5%
Silver recovery	59.4%	61.9%	60.4%	53.8%
Concentrate production:				
Copper concentrate produced (DMT)	14,369	14,842	53,791	42,396
Copper contained in concentrate (%)	22.4%	21.9%	21.8%	18.7%
Gold contained in concentrate (g/DMT)	11.3	12.0	11.6	9.7
Silver contained in concentrate (g/DMT)	222.6	217.7	221.8	179.0
Copper pounds produced ('000 Lb)	7,110	7,158	25,743	22,181
Total production (Gold Equivalent Oz - GEO)	19,073	19,953	65,499	63,193
Cash costs (\$/GEO)	\$ 757	\$ 540	\$ 840	\$ 749
Copper equivalent pounds produced ('000 Lb)	10,860	10,997	41,329	33,067
Cash Cost per Copper equivalent pound produced	\$ 1.33	\$ 0.98	\$ 1.33	\$ 1.43

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

See also "General Development of the Business – Three Year History – Aranzazu" for an operational update in respect of the Aranzazu Mine.

## SAN ANDRES MINE

Reference is made to the technical report dated July 2, 2014, with an effective date of December 31, 2013, and entitled “Mineral Resource and Mineral Reserve Estimates on the San Andres Mine in the Municipality of La Union, in the Department of Copan, Honduras” prepared for Aura Minerals by Bruce Butcher, P.Eng., former Vice President, Technical Services, Ben Bartlett, FAusimm, former Manager Mineral Resources and Persio Rosario, P. Eng., former Principal Metallurgist (the “San Andres Technical Report”).

The following description of the San Andres Mine is the Executive Summary reproduced from the San Andres Technical Report. The entire San Andres Technical Report is incorporated by reference into this AIF and should be consulted for details beyond those incorporated herein. Defined terms used in this summary shall have the meanings ascribed to such terms in the San Andres Technical Report. The reference numbers of the tables and figures set out in this section are those attributed by the San Andres Technical Report. The San Andres Technical Report is subject to the assumptions, qualifications and procedures described in the report, as applicable, and readers are encouraged to read the report in its entirety. A copy of the report may be found on the Company’s SEDAR profile at [www.sedar.com](http://www.sedar.com).

Information arising since the date of the San Andres Technical Report has been prepared under the supervision of Farshid Ghazanfari (P.Geo) as Qualified Person as that term is defined in NI 43-101. See “*Mineral Projects – San Andres Mine – 2020 Company Update – Updated Exploration Activities*”, “*Mineral Projects – San Andres Mine – 2020 Company Update – Updated Mineral Resources and Reserves Estimates*” and “*Mineral Projects – San Andres Mine – 2020 Company Update – Operational Updates*”.

### Introduction

Aura Minerals Inc. (“Aura” or the “Company”) has prepared a technical report (the “Report”) compliant with National Instrument 43-101 Standards of Disclosure for Mineral Projects (“NI 43-101”) on the updated Mineral Resources and Mineral Reserves pertaining to its San Andres mine (the “Mine” or the “Project”).

### Project Description and Location

The Mine is an open pit, heap-leach operation located in the highlands of western Honduras, in the municipality of La Unión, Department of Copán approximately 210 km southwest of the city of San Pedro Sula. The Mine’s surface and mineral rights are owned by Minerales de Occidente, S.A. de C.V. (“Minosa”), a wholly-owned indirect subsidiary of Aura existing under the laws of Honduras.

### Accessibility, Climate, Local Resources, Infrastructure and Physiography

Access to the Mine is via paved highways and gravel roads approximately 210 km from San Pedro Sula or 360 km from the capital city of Tegucigalpa. Both cities are serviced by international airports with daily flights to the United States of America and cities in Latin America.

The Mine is located approximately 18 km due west of the town of Santa Rosa de Copán, the capital of the Department of Copán. The town site and property of San Andres is reached via a 28 km paved highway from Santa Rosa de Copán, and then by a 22 km gravel road from the turn-off at the town of Cucuyagua. The gravel road is public, but Minosa assists local authorities with the maintenance of this road.

The climate of San Andres is temperate, with a distinct rainy season locally called winter from May to November. Although parts of Honduras lie within the hurricane belt, the western Interior Highlands are generally unaffected by these storms.

Temperature decreases with increased elevation and as the Mine site is situated at an elevation of 1,200 m, the climate is quite temperate. Typically, December and January are the coolest months, with average daily temperatures of 17.9°C and 17.8°C, respectively. April and May are typically the warmest months, with average temperatures of about 22°C.

There are a number of mines operating in Honduras and throughout Central America. These mining operations are supplied and serviced by branch offices and facilities of international contractors and suppliers and by domestic contractors and suppliers. Cement and fuel are provided locally by Honduran companies. Spare parts and supplies from major centers in North or South America can be readily delivered to the site within a reasonable time.

Labour is sourced locally from the many communities located near the Mine. Educational, medical, recreational, and shopping facilities are established. Management and technical staff are available within Central America and from North or South America as is required. Aura also maintains a corporate office in Canada of experienced geologists and engineers to provide technical support and oversight for all of its projects, including the Mine.

The Mine has been in operation since 1983 and has a well-developed infrastructure which includes power and water supply, warehouses, maintenance facilities, assay lab and on-site camp facilities for management, staff and contractors. On-site communication includes radio, telephone, internet and satellite television services. Process water is supplied by rainwater run-off collected in a surge pond and by direct pumping from a water well pump station in the perennial Río Lara adjacent to the carbon-in-column adsorption, desorption and recovery plant (“CIC-ADR”). Chlorinated potable water for the town of San Andres and camp facilities is supplied from a source originating upstream from San Andres along the Río Lara, near the village of La Arena. Purified water for drinking and cooking is purchased from local suppliers.

## History

The San Andres property was explored in the 1930s and 1940s by numerous companies including Gold Mines of America and the New York and Honduras based Rosario Mining Company (“Rosario”). In 1945, the property was acquired by the San Andres Mining Company and then purchased by the New Idria Company (“New Idria”) (Malouf, 1985). A 200 short tons-per-day cyanide circuit was installed in 1948. Approximately 300,000 short tons of surface and 100,000 short tons of underground ore averaging 5.8 g/t Au were mined and milled by New Idria. In 1949, San Andres became the first operation to use a carbon-in-pulp plant to recover gold and silver by adsorption using granular carbon, however, numerous problems including poor air travel support logistics and high underground mining costs caused the operation to close in 1954 (Marsden and House 2006). The area remained inactive until it was reopened in 1974 (Malouf, 1985).

In 1974, an exploration permit was granted to Minerales, S.A. de C.V. (“MINSA”), a Noranda Inc. subsidiary. MINSA then joint-ventured the property with Rosario and exploration efforts consisted of soil sampling, mapping and trenching with the purpose of identifying a large, disseminated, open pit gold deposit. Changes in the Honduran tax law forced MINSA to drop the concession in 1976. Compañía Minerales de Copán, S.A. de C.V. (“Minerales de Copán”) acquired the property in January 1983 following changes in the Honduran tax laws. A 60 short tons-per-day heap leach operation was installed and 170 local residents were employed on a basic, shovel-and-wheel-barrow operation.

In 1993, Fischer-Watt Gold Company Inc. (“Fischer-Watt”) acquired an option from Minerales de Copán to further explore the property. Fischer-Watt conducted additional mapping and sampling programs with encouraging results.

In 1994, Greenstone Resources Ltd. (“Greenstone”) acquired the option from Fischer-Watt. The option was exercised in 1996 and Greenstone subsequently acquired in excess of 99% of Minerales de Copán. Feasibility studies began in 1996, and in 1997 Greenstone completed a feasibility study that evaluated mining the Water Tank Hill deposit. Proposed production was 2.1 million tonnes per annum (“Mtpa”), with the mine life estimated at seven years. The facilities were constructed to handle in excess of 3.5 Mtpa of ore and waste.

Following review and approval of the Environmental Impact Assessment (“EIA”) for the mine, Greenstone Minera de Honduras, S.A. de C.V., Greenstone’s wholly-owned Honduran subsidiary company, received the mining permit on December 9, 1998 and began mining in early 1999. Their first shipment of gold was on March 30, 1999. Due to cash flow problems within Greenstone, mining and crushing operations ceased at the Mine in mid-December 1999.

Greenstone subsequently defaulted of its obligations to its secured creditor, the Honduran Bank, Banco Atlántida, and the property rights and obligations associated with the mine were transferred to Banco Atlántida. Banco Atlántida formed Minosa to own and operate the Mine and on June 26, 2000 Banco Atlántida’s real estate branch provided a bridge loan to Minosa for operations to resume. RNC Gold Inc. (“RNC”) was retained to provide management services to Minosa, and mining operations resumed in early August 2000 at the Water Tank Hill deposit. The Water Tank Hill pit was depleted in early 2003 and production commenced in the East Ledge pit in March 2003.

On September 7, 2005, RNC purchased 100% of the Mine through the acquisition of 100% of Minosa. On February 28, 2006, Yamana Gold Inc. (“Yamana”) acquired RNC and a 100% beneficial interest in Minosa, which was then acquired by Aura on August 25, 2009.

A summary of the historical and recent production at the Project by year is set out in Table 1-1 below.

**TABLE 1-1. HISTORICAL AND RECENT PRODUCTION**

Year	Ore Leached Tonnes	Grade Au g/t	Gold Recovered (Oz)	Silver Recovered (Oz)
1983	21,480	-	-	-
1984	22,459	2.12	1,388	575
1985	22,332	2.46	1,433	636

Year	Ore Leached Tonnes	Grade Au g/t	Gold Recovered (Oz)	Silver Recovered (Oz)
1986	29,120	3.08	2,510	750
1987	40,178	2.46	2,710	806
1988	56,154	2.21	2,957	803
1989	76,209	1.87	3,406	1,247
1990	105,598	1.37	3,495	1,120
1991	133,084	1.93	4,813	1,385
1992	129,647	1.09	3,737	944
1993	138,766	1.15	4,607	1,100
1994	138,083	1.06	4,291	739
1995	130,956	0.93	3,482	708
1996	127,801	1.21	4,504	1,242
1997	42,885	0.87	1,048	262
1998	-	-	-	-
1999	1,357,544	2.04	42,455	44,392
2000	-	-	6,006	7,477
2000	719,631	1.85	17,508	22,841
2001	2,289,276	1.75	105,998	131,201
2002	3,378,116	1.09	99,064	108,694
2003	2,891,890	0.63	50,795	35,421
2004	3,793,870	0.69	65,032	18,502
2005	3,392,092	0.72	61,236	16,488
2006	3,732,049	0.70	70,779	-
2007	2,910,904	0.52	51,240	34,992
2008	3,567,279	0.58	47,761	17,636
2009	4,530,009	0.68	68,372	34,406
2010	4,913,900	0.70	70,641	52,394
2011	4,312,947	0.68	60,871	38,208
2012	4,372,598	0.61	59,751	41,487
2013	5,370,142	0.58	63,811	34,765

## Geology and Mineralization

The gold deposits at the Mine are hosted within Tertiary-aged felsic volcanic flows, tuffs and agglomerates, thick inter-bedded silica breccias, primarily containing volcanic fragments and tuffaceous sandstones. These volcanic units occur on the south (hanging wall side) of the San Andres Fault. The fault strikes west-east and dips at 60° to 70° south and it marks the northern boundary of the Water Tank Hill and East Ledge pits. The fault forms the contact between the Permian phyllites (metasediments) to the north and the volcanic units on the south. Mineralisation within the phyllites is limited to the Buffa Zone where quartz carbonate veining proximal to the San Andres Fault. South of the Mine area, where there is no alteration, the volcanic and sedimentary rocks have a distinctive hematite brick red color but, in the Mine area, they have been bleached to light buff yellow and grey colors due to alteration. The younger volcanic and sedimentary units typically have a shallow to moderate southerly dip and thicken to the south of the Mine area.

Structurally, the Mine area is transected by a series of sub-parallel, west to northeast-striking faults that are typically steeply dipping to the south and by numerous north and northwest-striking normal faults and extension fractures. The most prominent fault of the

first set is the San Andres Fault. The San Andres Fault is parallel to, and coeval with, a major set of west to north-northeast trending strike-slip faults that form the Motagua Suture Zone, which is continuous with the Cayman Trough. The Motagua Suture Zone and the Cayman Trough result from the movement between the North American plate and the Caribbean plate. The direction of movement along these strike-slip faults, including the San Andres Fault, is left lateral.

The normal faults and extension fractures occur within the volcanic and sedimentary units on the south side of the San Andres Fault. Average strike of these structures is N25°W; dip is 50° to 80° to the southwest and northeast, forming grabens where the strata are locally offset. These faults and fractures are generally filled with banded quartz and blade calcite and have formed focal points the alteration and mineralisation fluids within the Mine area. These extensional structures are distributed over a wide area, from the East Ledge open pit to Quebrada Del Agua Caliente, approximately 1,500 m to the east, and from the San Andres Fault, for at least 1,200 m south and are coeval with the strike-slip faults.

There are abundant occurrences of hot springs throughout Honduras and hot springs occur within the immediate vicinity of the Mine. These geothermal systems are most likely caused by thin crust and high regional heat flow resulting from the rifting associated with the Suture Zone. The hot springs are neutral to alkaline in pH and range in temperature from 120°C to 225°C. The high-temperature springs are currently depositing silica sinter with cooling. Structurally, the hot springs are associated with the northwest-trending extensional faults and fractures.

The San Andres deposit is classified as an epithermal gold deposit associated with extension structures within tectonic rift settings. These deposits commonly contain gold and silver mineralization, which is associated with banded quartz veins. At the Mine, however, silver does not occur in significant economic quantities. Gold occurs in quartz veins predominantly comprised of colloform banded quartz (generally chalcedony with lesser amounts of fine comb quartz, adularia, dark carbonate, and sulphide material). The gold mineralization is deposited as a result of the cooling and interaction of hydrothermal fluids with groundwater and the host rocks. The hydrothermal fluids may have migrated some distance from the source; however, there is no clear evidence at the Mine that the fluids or portions of the fluids have been derived from magmatic intrusions.

The rocks hosting the San Andres deposit have been oxidized near surface as a result of weathering. The zone of oxidation varies in depth from 10 m to more than 100 m. The zone of oxidation is generally thicker in the East Ledge deposit compared to the Twin Hills deposit.

In the oxide zone, the pyrite has been altered to an iron oxide such as hematite, goethite, or jarosite. The oxide zone generally overlies a zone of partial oxidation, called the mixed zone, which consists of both oxidized and sulphide material. The mixed zone may not occur continuously, but where it is present, it reaches thicknesses of over 50 m. below the zone of oxidation; the gold is commonly associated with sulphide minerals such as pyrite. The sulphide, or “fresh”, zone lies below the mixed zone.

The gold contained in the oxide zone is amenable to extraction by heap leaching using a weak cyanide solution. The gold recovery is reduced in the mixed zone as a result of the presence of sulphide minerals and the gold cannot currently be recovered economically from the sulphide zone by heap leaching. The estimated metal recovery by leaching from each zone is discussed in Section 17.

High clay content in the ore, resulting from alteration, is detrimental to the heap leaching process because of reduced through-put rates in the crushing plant and reduced permeability in the heap leach operation. This poor leaching situation is resolved by agglomerating the crushed ore by adding cement to increase the permeability of the heap prior to leaching.

Based on metallurgical studies, the gold is primarily contained in electrum as fine-grained particles. The particle size of the electrum grains varied from 1 micron (“μ”) x 1 μ up to 10 μ x 133 μ. One native gold grain was noted. The silver generally occurs at about the same grade as gold and the correlation between silver and gold is low at 0.24. Silver is not considered important because of the lower price for silver compared to gold and the lower metal recovery of silver.

## **Exploration, Drilling, Sampling, Analysis, and Data Verification**

Since the acquisition of Minosa by Aura on August 25, 2009, exploration activities conducted at the Project by Minosa personnel consists of property scale mapping, road cut channel sampling and a limited reverse circulation (“RC”) drilling program in the Twin Hills Pit. During 2012, a new RC drilling programme was commenced in the Cerro Cortez and Cemetery areas for improving Mineral Resource and Mineral Reserve definition, this programme continued throughout 2013.

The following is a summary of exploration activities carried out at the Project by previous owners.

The drill hole database for the Mine, including condemnation drilling and drilling conducted prior to 1994 on the Water Tank Hill, consists of 740 drill holes for a total of 100,365 m.

Aerial photography was flown over the Project on March 31, 1996 by Hansa Luftbild German Air Surveys of Munster, Germany. The aerial photographs were ortho corrected using seven ground control points and digital topographic maps with two-metre contour

intervals created by Eagle Mapping Services Ltd. of Vancouver, British Columbia, Canada. The digital topography was used by Minosa in the design of the East Ledge and Twin Hills block models and resulting pit designs.

During 1997 and 1998 Greenstone carried out geological mapping and sampling that collected 1,700 bedrock channel samples from road cuts and outcrop exposures on the property. The results of this work helped to develop the geological model, define mineralized zones and define drill targets. As well, Quantec IP Inc. of Toronto, Ontario, Canada conducted induced polarization and magnetometer geophysical surveys consisting of 27.7 km, with readings at 12.5 m stations along lines 50 m apart, covering the Project from Water Tank Hill to south of Twin Hills and to the east over Cortez Ridge inside the San Andres concession. The surveys identified four targets, three in a north to south corridor between Cerro Cortez and Twin Hills and a fourth located south of Water Tank Hill. Two of the targets have been mined and the third was drilled by Greenstone (SC-034) and intersected mineralization from surface to a depth of 50 m with individual sample grades up to 3.26 g/t Au with the remainder of the hole relatively barren. The fourth target on the east side of Cerro Cortez has not been drilled.

Geological mapping at 1:1,000 scales was conducted on the 1,150 m bench level of the Water Tank Hill pit in 2001. Mapping of the East Ledge pit high wall was conducted between the 1,120 m and 1,060 m elevations (11 benches) as the East Ledge pit was advanced from July through December 2004. The results of the mapping were used to assess the mineralization controls and the structural complexities of the deposit as well as for use in the geotechnical monitoring of the East Ledge Pit high wall. Geotechnical monitoring and geological mapping are continuing.

Drilling was initially carried out on the Water Tank Hill area because of the historical production from the area. The Twin Hills deposit was discovered in 1994 and the East Ledge deposit was discovered in 2001. Most of the drilling at the Project has been RC drilling.

Geological mapping and channel samples were completed in adjacent areas in 2010 and 2011 along with a RC drilling programme. Drilling targeted the Twin Hill South, Banana Ridge, Fault A, Cerro Cortez, Zona Buffa and Agua Caliente areas, totaling 6,209 m. The exploration program helped to develop the geological model and define future targets for infill drilling.

In 2012 and 2013, the RC drilling campaign conducted by Minosa was largely focused in Cerro Cortez and Cemetery areas.

A summary of the historical drilling at the Project by year and by drilling method is set out in Table 1-2 below.

**TABLE 1-2: SUMMARY OF THE HISTORICAL DRILLING AT THE SAN ANDRES PROJECT**

Company	Year	RC Holes		Core Holes		Total	
		No. of Holes	Metres	No. of Holes	Metres	No. of Holes	Metres
Fischer-Watt	EX-1992	22	2,717.40			22	2,717.40
Greenstone	EX-1994	63	5,008.30			63	5,008.30
	EX-1996	41	5,920.50			41	5,920.50
	EX-1997	101	11,601.40	9	1,323.5	110	12,924.90
	EX-1998	150	18,437.90	37	4536	187	22,973.90
Minosa	EX-2001	15	1,674.00			15	1,674.00
	EX-2002	49	6,306.50			49	6,306.50
	EX-2005	25	2,280.00			25	2,280.00
Minosa-Yamana	EX-2006	113	17,639.20	12	2,566.1	125	20,205.30
	EX-2007	59	8,316.10	28	6,253.4	87	14,569.50
	EX-2008	12	1,900.10	22	4,838.8	34	6,738.90
Minosa-Aura	EX-2009	64	3,508.20			64	3,508.20
	SA-2010	9	426.8			9	426.8
	EX-2012	64	8,014.70			64	8,014.70
	SA-2012	21	853			21	853

Company	Year	RC Holes		Core Holes		Total	
		No. of Holes	Metres	No. of Holes	Metres	No. of Holes	Metres
	EX-2013	75	8,805.70			75	8,805.70
	SA-2013	22	1,400.6			22	1,400.60
	<b>Total</b>	<b>905</b>	<b>104,810.30</b>	<b>108</b>	<b>19,517.8</b>	<b>1013</b>	<b>124,328.1</b>

The RC and core drilling programs were designed to sample the entire oxide and mixed zones. Holes were generally drilled from 150 m to 200 m in depth and stopped in the sulphide zone. Some holes were drilled to sample the sulphide mineralization.

The RC sample collection procedures have been documented by Chlumsky, Armbrust, & Meyer L.L.C. ("CAM") (Armbrust et al., 2005) and by Scott Wilson RPA (2007). Samples were collected continuously from the collar to the end of the hole at 1.5 m intervals. The weight of the drill cuttings was measured and then the sample was split using a Gilson splitter and reduced to two samples of approximately 5 kg each and retained in poly bags marked with the sequence number, hole number and depth. One sample was then transported to the Mine assay lab for sample preparation and the other sample was sent to a secure storage facility for future reference. Every 20th sample was split for a duplicate assay check. All sampling was carried out by Company employees. A QA/QC program consisted of the use of duplicate samples, standards, and blanks. These QA/QC samples were inserted to assess the sample accuracy, the assay accuracy and to determine if there was cross contamination between samples.

At the San Andres lab, the RC samples were recorded in a sample book, oven dried at 60°C, then crushed using a jaw crusher to approximately minus ¼-inch and a 50 g to 60 g subsample split was taken using a riffle splitter. The subsample was pulverized in a ring-mill pulveriser to 90% passing a 150 mesh screen. The pulverized sample or pulp was rolled and a sample was split off for fire assay. The pulps were packaged in plastic bags and then transported from the Mine site to Minosa offices in Santa Rosa de Copán and then shipped using an independent courier service to CAS de Honduras, S. de R.L. laboratory in Tegucigalpa ("CAS").

The samples collected for the 2012 and 2013 drilling campaign were prepped and assayed on site using the site lab with regular check samples sent to an independent lab operated by Inspectorate America Corporate ("Inspectorate"). Samples were shipped to the Inspectorate prep-laboratory in Guatemala for sample preparation and then to Reno, USA for analysis.

Core sample intervals were determined by the geologist, and were based on changes in rock type or structure, and ranged in length from 0.5 m up to 3.0 m. The sample intervals were clearly marked on the core prior to splitting. The core was sawn in half with a diamond saw, with one half being retained for reference and the other being submitted for sample preparation and assay. All sampling was conducted by Company employees. The sawn core samples were then transported from the Mine site to the Company offices in Santa Rosa de Copán and then shipped using an independent courier service to CAS.

Several different North American laboratories were used to assay the San Andres samples, with the exception of the East Ledge drilling program by Minosa in 2001, 2002 and 2012 and Twin Hills and Cerro Cortez programs between 2010 and 2012, where the samples were analyzed in the Mine on-site lab. Fischer-Watt used American Assay Lab in Sparks, Nevada, USA during their 1992 drilling program. Greenstone started out by using Chemex Labs ("Chemex") located in Mississauga, Ontario, Canada, but switched to Barringer Assay Lab in Reno, Nevada, USA ("Barringer") in January 1998 (starting with RC hole SA-232 and core hole SC-5). In April 1997, a new procedure was initiated to reduce air freight costs where all samples were submitted first to McClelland labs in Tegucigalpa, Honduras, for partial sample preparation. At McClelland, the five kilogram samples were dried, crushed to -10 mesh and an 800 g to 1,000 g subsample produced. The subsample was then forwarded to a North American assay lab for final sample preparation and assay analysis.

All samples were analyzed for gold and most samples were analyzed for silver by fire assay methods with an atomic absorption spectroscopy ("AA") finish using a 29.162 g (1 assay-ton) sample. Except for the very early work (i.e., Fischer-Watt program), metal values were reported in g/t Au. All original assay certificates are on file on site.

The sample preparation and analytical procedures at both McClelland and the North American assay labs follow industry standards. The sample was dried in an oven at 60 °C, and then crushed to approximately -10 micron mesh. The crusher yielded a product where greater than 80% of the sample passed through a -10 micron mesh screen. A 200-400 g sub-sample was split off using a Jones Riffle Splitter, and the remaining portion of the -10 micron mesh reject was bagged and saved. The 200-400 g split was pulverized in a ring and puck pulveriser. The specification for this procedure was at least 90% passing a -150 micron mesh screen. The pulverized sample (pulp) was rolled on a rolling cloth until fully homogenized and a 29.166 g (1 assay-ton) sample was split off for fire-assay.

Gold analysis was done by fire-assay with an AA finish. The sample was fused with a natural flux inquarted with 4 mg of gold-free silver and then cupelled. Silver beads were digested for 90 minutes in nitric acid to remove the silver, and then 3 ml of hydrochloric acid was added to digest the gold into solution.

The samples were cooled, made to a volume of 10 ml, homogenized and analyzed by AA for gold. Silver analysis was performed on a prepared sample that was digested in a hot nitric-hydrochloric acid mixture, taken to dryness, cooled and then transferred into a 250 ml volumetric flask. The final matrix was 25% hydrochloric acid. The solutions were then analyzed by AA.

### Metallurgical Testing

The East Ledge deposit was assessed using bottle roll tests. Although bottle roll tests provide an indication that the ore is amenable to heap leaching, the tests do not provide quantitative estimates of the percent recovery. In the case of the East Ledge deposit, the recovery factors are based on production results. Historical production results between January 2003 and September 2007 indicate an overall recovery from the East Ledge deposit of 84%.

The Twin Hills deposit was assessed using a combination of bottle roll and column tests. Overall, column leach test data indicates that the Twin Hills bulk oxidized ore is readily amenable to heap leaching. Recoveries of 86.5%, 87.5%, and 87.2% in 68 days of cyanide solution contact were achieved from samples with a P80 of 3 inch, 1 inch, and ½ inch, respectively. Gold recovery rates were fairly rapid for all feed sizes, and extraction was substantially complete in 10 to 15 days of leaching. Additional gold was extracted after 15 days, but at a much lower rate.

Although the column test on the mixed zone from the East Ledge pit indicated a gold recovery of 43%, the test was conducted on coarse material (P80 of 2.5 inch) which predominantly consisted of fresh (sulphide) material. Additional column testing of material from the Twin Hills Pit of both clay type and rocky type mixed ores indicated recoveries ranging between 49% and 75% for ore crushed to a P80 of 3 inch.

Both the oxide and mixed ore recoveries are confirmed by historical production records, which show that between 2009 and 2013 approximately 6 Mt of mixed ore from the Twin Hills deposit was treated with a resultant recovery ranging from 73% to 82% for the oxide ore, and from 40% to 62% for the mixed ore.

Based on the bottle roll and column tests on the mixed zone at Twin Hills, and historical production records, a gold recovery of 57% and 76% for mixed ore and oxide ore respectively has been used for Mineral Reserve and Mineral Resource estimation and mine economics.

Although the test results indicated gold recoveries higher than 76%, at this stage, for the purposes of the Mineral Reserve estimate, Aura considers the 76% factor appropriate for the oxide zone.

The gold recovery based on production estimates for 2001 through 2013, is shown in Table 1-3.

**TABLE 1-3. GOLD RECOVERY PRODUCTION<sup>(1)</sup>**

Period	Ounces to Pad	Ounces Recovered	% Recovery
2001	128,645	105,998	82.4
2002	117,015	99,064	84.6
2003	58,800	50,795	86.4
2004	83,877	65,032	77.5
2005	78,231	61,236	78.7
2006	83,625	70,779	84.6
2007	49,068	51,240	104.4
2008	66,988	47,761	71.3
2009 <sup>(2)</sup>	98,843	68,372	68.5
2010	110,518	70,641	63.9
2011	94,140	60,871	64.7
2012	86,292	59,751	69.2
2013	103,085	63,811 <sup>(3)</sup>	61.9 <sup>(3)</sup>

Note: Prior to February 2006, production was by RNC Gold Inc.

1. – From internal production data sheets

2. – Between 2009 and 2013, 6 Mt Ore from Mixed Zone Stacked and Leached.
3. – Due to labour strikes, most of the gold leached in December was not refined (effectively recovered in 2013).

A portion of the Mineral Reserves, located between, and adjacent to, the East Ledge and Twin Hills deposits, has not yet been tested. However, the geological setting and the style of mineralization are similar and the authors believe the recovery factor is consistent with what has been found to date.

As part of on-going leaching tests on the mixed zone, Aura has started the hot soluble cyanide gold assay procedure for both production blast hole assays and plant metallurgical control. This assay technique provides an excellent guide as to the degree of oxidation of the gold mineralization and its potential recovery.

### Mineral Resources and Mineral Reserves

The Mineral Resources for the San Andres deposit are estimated using ordinary kriging within 11 mineralisation domains defined by detailed geological modelling and reported by oxide, mixed, and sulphide boundaries. The Mineral Resources are also constrained by a 200 m exclusion zone along the Agua Caliente River. The block model used blocks measuring 10 m x 10 m x 6 m. The drillhole data was composited to 1.5 m and 6 m intervals depending on domain. The estimation search strategy was oriented to align with the variograms and 2 estimation runs applied within an octant search. Variable minimum and maximum values were set depending on composite lengths. The block model was then updated using the December 31, 2012 topography to account for previously mined material.

The estimation and classification of the Mineral Resources have been prepared in accordance with both Canadian Institute of Mining, Metallurgy and Petroleum (“CIM”) Best Practice Guidelines and NI 43-101 Technical Reporting standards. The classification of the Mineral Resources is based on two considerations, the search radius influence and a resource limit based on an optimized pit using a US\$2,000/oz gold price.

The December 31, 2013 Mineral Resources estimated by Aura total 104.8 Mt of Measured and Indicated Mineral Resources at an average grade of approximately 0.49 g/t gold grade and Inferred Mineral Resource of 4.3 Mt at an average grade of 0.49 g/t gold grade, using a long term US\$1,600 gold price and a 0.23 g/t Au cut-off for oxide and a 0.30 g/t cut-off for mixed material. The Mineral Resources pit shell optimization did not consider any sulphide material. Note that the Mineral Resources are inclusive of Mineral Reserves. Also note that Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.

Table 1-4 sets out the estimated Mineral Resources for the Mine as of December 31, 2013.

**TABLE 1-4. DECEMBER 31, 2013 MINERAL RESOURCE ESTIMATE\***

Resources Category	Oxide			Mixed			Total		
	Tonne (t)'000	Au (g/t)	Oz' 000	Tonne (t)'000	Au (g/t)	Oz' 000	Tonne (t)'000	Au (g/t)	Oz '000
Measured	13,424	0.46	199	2,814	0.59	54	16,238	0.48	252
Indicated	63,201	0.47	945	25,402	0.57	462	88,603	0.49	1,407
Measured + Indicated	76,625	0.47	1,144	28,216	0.57	516	104,841	0.49	1,660
Inferred	3,319	0.42	45	1,029	0.74	24	4,348	0.49	69

Note\*:

1. The Mineral Resources estimate is based on optimized shell using \$1,600/oz gold.
2. The cut-off grade used was 0.23 g/t for oxide material and 0.30 g/t for mixed material.
3. Contained metal figures may not add due to rounding.
4. Surface topography as of December 31, 2013, and a 200m river offset restrictions have been imposed.
5. Mineral Resources are inclusive of Mineral Reserves.
6. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, marketing, or other relevant issues.

The estimate of Mineral Reserves is based on a long range mine plan and plant production schedule developed by Aura. The economic criteria using the Lerches-Grossman algorithm for pit limit evaluations, including process recoveries and operating costs are provided in Table 1-5.

**TABLE 1-5. ECONOMIC AND GEOMETRIC CRITERIA**

<b>Pit and Cost Parameters</b>	
Bench height (m)	6
Road width (m)	18
Overall Pit Slope (°)	Varies: 41 - 49
Bench face angle (°)	Varies : 65 - 70
Minimum pit bottom (m)	20
Berm width (m)	3.8
Ramp slope (%)	10
Gold Price (US\$/oz)	1,300
Oxide recovery (%)	76
Mixed recovery (%)	57
Mining cost (US\$/t)	2.41
Processing cost (US\$/t)*	6.49
G & A cost (US\$/t)	1.75

Note\*– Includes maintenance costs

The December 31, 2013 Mineral Reserves estimated by Aura total 68.1 Mt of Proven and Probable Mineral Reserves at an average grade of 0.52 g/t Au. Table 1-6 summarizes the Proven and Probable Mineral Reserves for the Mine estimated using a long term cut-off grade using a \$1,300/oz gold price of 0.28 g/t Au for oxide material and a cut-off grade of 0.37 g/t Au used for the mixed material as of December 31, 2013.

**Table 1-6. December 31, 2013 Mineral Reserves Estimate\***

<b>Mineral Reserve Category</b>	<b>Oxide</b>			<b>Mixed</b>			<b>Total Material</b>		
	<b>Tonne (t)'000</b>	<b>Au (g/t)</b>	<b>Oz' 000</b>	<b>Tonne (t)'000</b>	<b>Au (g/t)</b>	<b>Oz' 000</b>	<b>Tonne (t)'000</b>	<b>Au (g/t)</b>	<b>Oz '000</b>
Proven	12,369	0.48	190	2,346	0.63	47	14,714	0.50	237
Probable	43,838	0.50	702	9,549	0.62	190	53,388	0.52	892
Proven + Probable	56,207	0.49	892	11,895	0.62	238	68,102	0.52	1,129

Note\*:

1. The Mineral Reserves estimate is based on an optimized pit, which has been made operational, using \$1,300/oz gold.
2. The cut-off grade used was 0.28 g/t for oxide material and 0.37 g/t for mixed material.
3. Contained metal figures may not add due to rounding.
4. Surface topography as of December 31, 2013.

The Authors note that the Mineral Reserves are estimated in accordance with the CIM definitions and are considered to be NI 43-101 compliant. The reported Mineral Reserve estimate is reasonable for the remaining LOM Plan.

The Proven and Probable Mineral Reserves at the Mine contain approximately 1,129,400 oz of gold in 68 Mt of ore, sufficient for ten years of mine life at a calculated average production rate of approximately 7 Mt of ore per year. The Mine hosts a large Mineral Resource, and has had a good history of conversion of Mineral Resources into Mineral Reserves; as such there is a reasonable expectation that conversion of existing Mineral Resources into Mineral Reserves will extend the mine life beyond the current 10 years.

### **Mining and Processing**

Mining at San Andres is by conventional open pit methods. Historical production rates for the years 2009 to 2013 averaged approximately 13,000 t of ore and 10,000 t of waste produced daily with generally continuous mining 24 hours a day for 360 days

per year. Operating phases (push-backs) have been designed to support the Mine production from initial topography of December 31, 2012.

The San Andres Mine is anticipating a material expansion in ore throughput from approximately 5Mtpa to 7Mtpa. This expansion was justified by the improved incremental economics with modest capital investment.

Mine production utilizes conventional drill and blasting methods with excavation on 6m high benches. Blasted material is then loaded via shovels and excavators onto haul trucks and is hauled to one of two jaw crushers utilizing a contract haul fleet. All of the ore is processed through a two-stage crushing circuit and transported on conveyors before being stacked as the final product sized at 80% passing 2.5 inches. The crushing and conveying circuit is designed for a nominal capacity of 1,100 t/h, which is adequate for the expanded production rate if operating at approximately 74% overall utilisation rate. For the expansion, most of the capital investment is applied to improve the secondary screening and crushing plant in order to consistently achieve or exceed 74% utilisation factor.

After the ore has been crushed it is treated with 2.5 to 4.0 kg/t of cement and 1.5 to 3.5 kg/t of lime before reaching the agglomerators where the ore is retained and mixed while adding an intermediate process solution to achieve the optimum moisture of 18%. The process solution contains up to 400 ppm cyanide solution.

The Mine production schedule was generated based on the December 31, 2013 Mineral Reserves within the designed pit phases and has considered restrictions of the planned waste dumps, previously mined areas and the cemetery. The detailed 2014 mine schedule is summarized by year in Table 1-7.

**TABLE 1-7. LIFE OF MINE SCHEDULE**

Year	Oxide Ore			Mixed Ore			Total Ore			Waste	
	Tonne (t)'000	Oxide Gold Grade (g/t)	Gold Oz' 000	Tonne (t)'000	Mixed Gold Grade (g/t)	Oz' 000	Tonne (t)'000	Total Gold Grade (g/t)	Gold Oz '000	Tonne (t) '000	W/O
2014	6,333	0.47	97	0	0.00	0	6,333	0.47	97	3,986	0.63
2015	7,046	0.47	106	7	0.47	0	7,053	0.47	106	3,313	0.47
2016	6,582	0.49	103	449	0.59	9	7,030	0.49	112	5,363	0.76
2017	6,107	0.52	102	914	0.61	18	7,021	0.53	119	5,783	0.82
2018	6,839	0.47	102	263	0.62	5	7,102	0.47	108	6,741	0.95
2019	5,415	0.51	89	1,498	0.74	35	6,913	0.56	124	5,115	0.74
2020	4,207	0.51	69	2,894	0.56	52	7,101	0.53	121	3,075	0.43
2021	2,650	0.48	41	4,398	0.63	89	7,048	0.57	130	4,912	0.70
2022	6,080	0.49	95	707	0.61	14	6,786	0.50	109	5,739	0.85
2023	4,949	0.55	88	765	0.62	15	5,714	0.56	103	4,678	0.82
Total	56,207	0.49	892	11,895	0.62	238	68,102	0.52	1,129	48,705	0.72

The ore is stacked on the leach pad in 8 m lifts on previously leached ore that has been ripped and prepared. The ore is leached for an average of 120 days before the area is allowed to dry and prepared for the next lift. The solution used for leaching comes from the ADR plant after the cyanide concentration has been replenished.

The Mine leach pad facility is a monolithic leach pad that has been constructed in multiple phases. The first four phases of the leach pad facility were designed by the consulting firm SRK Inc., Denver, USA ("SRK").

Production rates from the current mining operation show that Phases III & IV of the existing heap leach pad would reach full capacity by the first quarter of 2015 without additional pad space. A new leach pad facility (Phase V), designed to be hydraulically independent from the existing Phase I-IV facility, was designed by the consulting firm AMEC, Denver, USA. The Phase V facility is being constructed in stages, with the first stage completed in 2013 and the final stage to be completed during the second quarter of 2015.

The Phase V heap leach pad expansion consists of a pad with a 32 hectare footprint, which partially overlaps with existing Phases II, III, and IV located immediately south of Phase V. Phase V heap leach pad provides for approximately 12 million m3 of ore

storage, or 19 million tonnes of ore capacity. The Phase V heap leach pad is considered a first stage of the potential further heap leach facility expansion. Further heap leach expansion may be constructed above or adjacent to the existing heap leach pads in the future.

Gold is recovered through the ADR plant, which has 12 carbon columns that can be configured in a two or three train configuration with a nominal capacity of 500 m<sup>3</sup>/h per train. The assay lab which processes both Mine grade control samples and process plant samples is located in the same complex as the ADR plant. The gold produced at the ADR plant is analyzed prior to shipment for refining and sale. The ADR plant is being upgraded to couple with expanded capacity. Upgrades include improvements to the carbon handling and elution circuits and the addition of a number of cathodes and anodes to the existing electrowinning cells in the refining portion of the plant.

## **Environmental Considerations**

An environmental management plan was formulated at the request of the government of Honduras and addresses the commitments made within the five EIA's; Water Tank Hill, Expansion Water Tank Hill (East Ledge), Twin Hills Phase II and IV, and Expansion Twin Hills; the Mitigation Contracts and recommendations issued by government agencies.

The plan defines and describes all references to the term "Best Management Practices" used in the EIA's. Overall, the plan allows for the orderly definition of commitments made to the Honduran government and to the Company's stakeholders for the protection of the environment and for mitigation of the potential environmental impacts caused by the construction and operation of the Project.

The management plan includes:

- Compliance with the International Cyanide Management Code, San Andres is a certified operator;
- Environmental Monitoring Plan updated each year to adapt to new sampling requirements;
- Contingency Plan was updated and reviewed in 2012. This Plan has been discussed with key personnel in the operation to ensure procedures described are appropriate according to any given situation;
- Materials Management Plan, consisting of management of hazardous and nonhazardous materials, construction and management of facilities (i.e., land fill and ancillary facilities), education regarding good housekeeping, and organization of waste recollection and disposal;
- Spilled Soil Management and Remediation Plan, updated in 2004, that includes the development of treatment sites and technologies to decontaminate polluted soils (i.e., bioremediation of oil polluted soils in concrete tanks). Minosa possesses a THC analysis kit to verify THC concentration.
- Erosion Control Plan is updated every year to address yearly priorities;
- Explosives Management Plan, designed to comply with the Honduran and U.S. explosives management regulations;
- Surface and Underground Water Management Plan, updated in 2004;
- Mine Waste Management Plan, updated yearly; main focus to use greater proportion of waste rock as material for contouring former mining areas;
- Wastewater Treatment and Management Plan, updated yearly depending on the quality of the water to be treated and/or managed.
- Health and Safety Plan, updated yearly under the commission of the Safety and Occupational Health Department. This plan consists of six main components; Occupational Clinic, program to assess the working environment, definition of required personal protection equipment, safety training program, mix health and safety Commission, health and safety surveillance.
- Reforestation Plan, updated in 2009 (the original plan was approved by COHDEFOR), the 2009 plan is pending approval by Forestry Conservation Institute ("ICF") and its implementation is the responsibility of a forestry engineer.
- A Conceptual Reclamation and Closure Plan is in place together with the International Financial Reporting Standards calculations.

- Plan of Sewage and Potable Water Management implemented in 2002.
- Plan to encapsulate AMD (Acid Mine Drainage) potential with inert waste implemented in 2004 and reviewed periodically.

The communities within the direct area of Mine influence have had a number of minor protests against Minosa and the Mine during late 2013 and early 2014. The protests have been settled through active engagement but have resulted in production stoppages, and or have prevented the delivery of goods and equipment, but have not negatively impacted the Mine's forecasted production.

### **Economic Considerations**

The principal commodities mined at the Mine are freely traded, at prices that are widely published, so the sale of any production is not a material concern to Aura.

A post-tax cash flow model has been developed by Aura from the LOM production schedule, capital and operating cost estimates, and NSR's using \$1,300/oz gold price. A review by Aura of the cash flow projections has found the after tax cash flow is positive, supporting the Mineral Reserve designation.

The sensitivity analysis has been completed that examined gold price, capital and operating costs ranging from +10 to -10%. The sensitivity analysis has been reviewed by Aura and it is concluded that when the gold price is reduced by 10%, or operating costs increase by 10%, or the capital costs increase by 10% the net present value remains positive.

### **Conclusions and Recommendations**

Aura has prepared a Report compliant with NI 43-101 on the updated Mineral Resources and Mineral Reserves pertaining to its San Andres Mine, located in the municipality of La Unión, in the Department of Copán, Honduras. The Project's mineral rights are owned by Minosa, a wholly-owned indirect subsidiary of Aura. The update became necessary due to the additional Mineral Resources and Mineral Reserves in connection with the Mine expansion plan, prepared by Aura.

The reported Mineral Reserve estimate is reasonable for the remaining LOM Plan. The Authors recommend the following:

- A metallurgical study on the Zona Buffa Mineral Resources to determine leach recovery for inclusion of these resources into reserves. The approximate cost of this study is \$5,000;
- As mining progresses, continued reconciliation needs to be reviewed and if parameters change, an update of the Mine plan should be developed;
- Operating costs should be reviewed on a regular basis to ensure operating cut-offs remain valid;
- The recovery rate for oxide, mixed and blends containing these types of ore should continue to be monitored and compared to equivalent column tests. It is also recommended that the on-going program of column tests (performed at site) is expanded for investigations of future production in accordance to the new Mine plan;
- Additional specific gravity measurements should be conducted on mixed zone material to determine an appropriate specific gravity that can be incorporated into the block model. This is estimated to cost \$25,000; and
- That the operation continues with the QA/QC programme on the exploration and the production blast hole sampling to ensure that a comprehensive data set is obtained for future estimates, which yearly is estimated to be \$15,000.
- Exploration of the Aguas Calientes and Banana Ridge areas, where there are a number of high grade intercepts is likely to see significant expansion to the resources and reserves.

### **2020 Company Update**

#### **Updated Exploration Activities**

Since the acquisition of Minosa by Aura on August 25, 2009, exploration activities conducted at the San Andres Mine by Minosa personnel consists of property scale mapping, road cut channel sampling and a limited reverse circulation ("RC") drilling program in the Twin Hills Pit.

Geological mapping and channel samples were completed in adjacent areas in 2010 and 2011 along with a RC drilling programme. Drilling targeted the Twin Hill South, Banana Ridge, Fault A, Cerro Cortez, Zona Buffa and Agua Caliente areas, totaling 6,209 m. The exploration program helped to develop the geological model and define future targets for infill drilling.

During 2012, a new RC drilling programme was commenced in the Cerro Cortez and Cemetery areas for improving Mineral Resource and Mineral Reserve definition, this programme continued throughout 2013.

During the period of 2014 to 2017, the RC infill drilling campaign conducted by Minosa was aimed to fill the gaps in active mining areas including Cerro Cortez, East Ledge zones.

In 2017 and 2018 diamond drilling also added to the drilling campaign in Minosa in active mining areas such as Cerro Cortez and East Ledge zone and also in some other areas such as Fault A, Banana ridge, Agua Caliente, Buffa zone and Esperanza to further delineate these areas within design pits.

During 2019, a total of 7,171 meters of drilling was carried out in Cerro Cortez, East Ledge North, Esperanza and Fault A areas. A total of 5,676 meters of drilling was diamond drill holes and 1495 meters were RC type.

By the end of 2020, a total of 14,095 meters have been drilled in 169 drill holes including 101 diamond drill (9,144 m) and 68 RC (4,951 m) holes. Part of the program was focused on infill drilling with the aim of replacing depletion and to confirm tonnes and grade in the mine plan. In the East Ledge, Banana Ridge and Esperanza zones, the results confirm the resource model grades which varies between 0.40 to 0.87 g/t for East Ledge, and values between 0.36 to 1.50 g/t for Banana Ridge (extension of ELN) and Esperanza. In Cemetery three holes was drilled, which intercepted values between 0.30 to 1.00 g/t over than 50m.

In East Ledge, Banana Ridge and Falla A, the holes have an average direction of 65/245, dip between -90 to -40 and depth up to 240 m; in Buffa, the holes have an average direction of 60/300, dip between -50° to -75° and depth up to 130 m; and in Cemetery, the holes have an average direction of 95, dip between -50 to 90 and depth up to 235 m.

Exploration drilling continued in Minosa concession area, with the objectives of extending of the current reserve pit in Fault A zone, converting inferred resources in Buffa zone and to investigate high grade envelopes in feeder zones:

- In Fault A, drilling results showed continuity of the main structure and its extension with average grades of 0.35 to 0.90 g/t with widths between 10 to 30 m.
- In Buffa area 3,152 meters was drilled in 47 holes. The results show grades between 0.59 to 3.47 g/t and 2.5 million tonnes in oxides converted from Inferred to Indicated category with variable thickness of 10 to 30 meters.
- Four holes intercepted extension of the main feeder in East Ledge zone to explore potential of high grade sulfides with interval between 4.6 to 19.8 meters and grades between 2.03 to 8.27 g/t.

The average recovery was 87 percent, as the rock is highly fractured as a result of regional tectonic setting.

In 2021, Minosa plans to spend between \$1.8M and \$2.2M in exploration and metallurgical research. The focus is to have a better and detailed mine plan with higher grades, higher recoveries, and lower waste.

Exploration work was conducted based on best practice which is outlined in CIM guidelines including incorporation of QA/QC measures for sampling, assaying and collar and downhole surveys. The QA/QC measures were supervised by Farshid Ghazanfari, P.Geo. and were also improved during 2019.

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

A summary of the historical and recent drilling at the San Andres Mine by year and by drilling method is set out in Table 2-1 below.

**TABLE 2-1. SUMMARY OF THE HISTORICAL AND  
RECENT DRILLING AT THE SAN ANDRES PROJECT**

Company	Year	RC Holes		Core Holes		Total	
		No. of Holes	Meters	No. of Holes	Meters	No. of Holes	Meters
FISCHER-WATT	1992	22	2,717.36			22	2,717.36
GREENSTONE	1994	63	5,008.25			63	5,008.25
GREENSTONE	1996	41	5,920.50			41	5,920.50
GREENSTONE	1997	101	11,601.40	9	1,324	110	12,924.90
GREENSTONE	1998	150	18,437.90	37	4,536	187	22,973.90
MINOSA	2001	15	1,674.00			15	1,674.00
MINOSA	2002	49	6,306.50			49	6,306.50
MINOSA	2005	25	2,280.03			25	2,280.03
YAMANA	2006	113	17,639.17	12	2,566	125	20,205.27
YAMANA	2007	59	8,316.13	28	6,253	87	14,569.48
YAMANA	2008	12	1,900.05	22	4,839	34	6,738.85
MINOSA-AURA	2010	59	3,304.11			59	3,304.11
MINOSA-AURA	2011	14	630.94			14	630.94
MINOSA-AURA	2012	85	8,867.75			85	8,867.75
MINOSA-AURA	2013	104	11,077.96			104	11,077.96
MINOSA-AURA	2014	35	3,665.22			35	3,665.22
MINOSA-AURA	2015	48	4,596.53			48	4,596.53
MINOSA-AURA	2016	97	10,142.95			97	10,142.95
MINOSA-AURA	2017	154	9,936.06	35	3,584	189	13,519.71
MINOSA-AURA	2018	211	9,906.71	39	3,159	250	12,256.06
MINOSA-AURA	2019	26	1,495.04	72	5,676	98	7,171.04
MINOSA-AURA	2020	68	4,951.76	101	9,144	169	14,095
	<b>Total</b>	<b>1,551</b>	<b>150,376</b>	<b>355</b>	<b>41,081</b>	<b>1,906</b>	<b>176,551.30</b>

#### Updated Mineral Resources and Mineral Reserves Estimates

The December 31, 2020 Mineral Resources estimated by Aura total 68.8 Mt of Measured and Indicated Mineral Resources at an average grade of approximately 0.53 g/t gold grade and Inferred Mineral Resource of 3.86 Mt at an average grade of 0.81 g/t gold grade, using a long term US\$1,900 gold price and a 0.23 g/t Au cut-off for oxide and a 0.30 g/t cut-off for mixed material. The Mineral Resources pit shell optimization did not consider any sulphide material. Note that the Mineral Resources are inclusive of Mineral Reserves. Also note that Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.

**TABLE 2-2. DECEMBER 31, 2020 MINERAL RESOURCE ESTIMATE\***

	Oxide	Mixed	Total
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Resources Category	Tonne (t)'000	Au (g/t)	Oz' 000	Tonne (t)'000	Au (g/t)	Oz' 000	Tonne (t)'000	Au (g/t)	Oz' 000
Measured	22,556	0.50	366	2,300	0.84	62	24,854	0.54	428
Indicated	38,470	0.49	602	5,500	0.80	142	43,970	0.53	744
<b>Measured + Indicated</b>	<b>61,026</b>	<b>0.49</b>	<b>968</b>	<b>7,800</b>	<b>0.81</b>	<b>204</b>	<b>68,824</b>	<b>0.53</b>	<b>1,172</b>
Inferred	144	0.42	2	3,860	0.81	101	4,004	0.80	103

Note\*:

1. The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Resources are inclusive of Mineral Reserves. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.
3. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the San Andres Technical Report and the "Risks Factors" section of this AIF.
4. The disclosure of the Mineral Resource estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.
5. Contained metal figures may not add due to rounding.
6. The Mineral Resources estimate is based on optimized shell using \$1,900/oz gold.
7. The cut-off grade used was 0.20 g/t for oxide material and 0.26 g/t for mixed material.
8. A density model based on rock type was used for volume to tonnes conversion with averaging 2.34 tonnes/m3.
9. Surface topography as of December 31, 2020, and a 200m river offset restrictions have been imposed.

The December 31, 2020 Mineral Reserves estimated by Aura total 49.2 Mt of Proven and Probable Mineral Reserves at an average grade of 0.53 g/t Au. Table 2-6 summarizes the Proven and Probable Mineral Reserves for the Mine estimated using a long-term cut-off grade using a \$1,700/oz gold price of 0.26 g/t Au for oxide material and a cut-off grade of 0.30 g/t Au used for the mixed material as of December 31, 2020.

**TABLE 2-3 DECEMBER 31, 2020 MINERAL RESERVES ESTIMATE\***

Mineral Reserve Category	Oxide			Mixed			Total Material		
	Tonne (t)'000	Au (g/t)	Oz' 000	Tonne (t)'000	Au (g/t)	Oz' 000	Tonne (t)'000	Au (g/t)	Oz' 000
Proven	19,668	0.50	314	1,521	0.95	46	21,189	0.53	360
Probable	25,883	0.50	416	2,097	0.88	60	27,980	0.53	476
<b>Proven + Probable</b>	<b>45,551</b>	<b>0.50</b>	<b>730</b>	<b>3,618</b>	<b>0.91</b>	<b>106</b>	<b>49,169</b>	<b>0.53</b>	<b>836</b>

Note\*:

1. The Mineral Reserve estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Reserves are the economic portion of the Measured and Indicated Mineral Resources. Mineral Reserve estimates include mining dilution and mining recovery. Mining dilution and recovery factors vary with specific reserve sources and are influenced by several factors including deposit type, deposit shape and mining methods.
3. The estimate of Mineral Reserves may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the San Andres Technical Report and the "Risks Factors" section of this AIF.

4. The disclosure of the Mineral Reserve estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.
5. The Mineral Reserves estimate is based on pit designs optimized at using a gold price of \$1,700/oz.
6. Mineral Reserves are based on a 2020 updated resource model.
7. Mineral Reserves have been estimated at a cut-off grade of 0.26 g/t for oxide material and 0.35 g/t for mixed material, with dilution of 7% and mining recovery of 93%.
8. Contained metal figures may not add due to rounding.
9. Surface topography as of December 31, 2020, and a 200m river offset restrictions have been imposed.

**TABLE 2-4. DECEMBER 31, 2020 MINERAL RESOURCE ESTIMATE (Exclusive of Mineral Reserves)\***

Resources Category	Oxide			Mixed			Total		
	Tonne (t)'000	Au (g/t)	Oz' 000	Tonne (t)'000	Au (g/t)	Oz' 000	Tonne (t)'000	Au (g/t)	Oz '000
Measured	2,231	0.35	25	1,036	0.48	16	3,267	0.39	41
Indicated	12,402	0.41	161	4,165	0.68	91	16,567	0.47	252
<b>Measured + Indicated</b>	<b>14,633</b>	<b>0.40</b>	<b>186</b>	<b>5,201</b>	<b>0.64</b>	<b>107</b>	<b>19,834</b>	<b>0.46</b>	<b>293</b>
Inferred	144	0.42	2	3,860	0.81	101	4,004	0.80	103

Note\*:

1. The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Resources presented in this table are exclusive of Mineral Reserves. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.
3. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the San Andres Technical Report and the "Risks Factors" section of this AIF.
4. The disclosure of the Mineral Resource estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.
5. Contained metal figures may not add due to rounding.
6. The Mineral Resources estimate is based on optimized shell using \$1,900/oz gold.
7. The cut-off grade used was 0.20 g/t for oxide material and 0.26 g/t for mixed material.
8. A density model based on rock type was used for volume to tonnes conversion with averaging 2.34 tonnes/m3.
9. Surface topography as of December 31, 2020, and a 200m river offset restrictions have been imposed.

### Operational Updates

The table below sets out selected operating information for San Andres for the three months and twelve months ended December 31, 2020 and 2019. This table should be read in conjunction with the 2020 MD&A.

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

- The COVID-19 pandemic affected the first and second quarters due to the suspension of operations as required by the local government. On May 26, 2020, Aura obtained authorization to fully resume operations at San Andres, since then there were no new interruptions. See also “*General Development of the Business – Three Year History – San Andres Mine*”
- Ore production within the fourth quarter of 2020 was impacted by the Hurricanes, but despite this, a greater stacking level was achieved than in the last quarter of 2019.
- Higher average cash cost per ounce of gold produced in fourth quarter 2020 due to reduced productivity as a result of the Hurricanes and higher costs in the price of loading and hauling and equipment rental. Results for the twelve months of the year ended December 31, 2020 had a lower average cash cost per ounce of gold produced, driven by the improvement in grade and recovery by handling solutions in pad.
- The recovery of 79% in the fourth quarter of 2020 was according to plan, and no longer affected by extraction of the pad from previous months. The improvement for the year ended December 31, 2020 is due to the handling of the PLS (pregnant leach solution) and ILS (intermediate leach solution) on the pad, minimizing mixtures and reducing the inventory of surplus solutions.
- For 2020 as a whole, ore production was mainly affected by a state of emergency decreed by the Government of Honduras which significantly reduced the country’s economic activities for 75 days due to the COVID-19 pandemic in March 2020, and the Hurricanes.
- Sales were affected as production decreased in November 2020 due to the Hurricanes, as well as the closure of the SPS airport which caused delays in exports in the last 2 months of the fourth quarter of 2020. In December 2020, 3,244.38 ounces of gold were exported with a value date of January 2021.

### ERNESTO/PAU-A-PIQUE PROJECT

Reference is made to the technical report dated January 13, 2017, with an effective date of July 31, 2016, and entitled “Feasibility Study and Technical Report on the EPP Project, Mato Grosso, Brazil” prepared for Aura Minerals by a group of third-party consultants including P&E Mining Consultants Inc., MCB Brazil and Knight Piesold Ltd. (the “EPP Technical Report”) from which the disclosure in this AIF has been derived.

The following description of the EPP Project is the Executive Summary reproduced from the EPP Technical Report. The entire EPP Technical Report is incorporated by reference into this AIF and should be consulted for details beyond those incorporated herein. Defined terms used in this summary shall have the meanings ascribed to such terms in the EPP Technical Report. The reference numbers of the tables and figures set out in this section are those attributed by the EPP Technical Report. The EPP Technical Report is subject to the assumptions, qualifications and procedures described in the report, as applicable, and readers are encouraged to read the report in its entirety. A copy of the report may be found on the Company’s SEDAR profile at [www.sedar.com](http://www.sedar.com).

Information arising since the date of the EPP Technical Report has been prepared under the supervision of Farshid Ghazanfari (P.Geo) as Qualified Person as that term is defined in NI 43-101. See “*Mineral Projects – Ernesto/Pau-A-Pique Project – 2020 Company Update – Updated EPP Exploration Activities*”, “*Mineral Projects – Ernesto/Pau-A-Pique Project – 2020 Company Update – Updated Mineral Resources and Reserves Estimates*”, and “*Mineral Projects – Ernesto/Pau-A-Pique Project – 2020 Company Update – Operational Updates*”.

### Introduction

This report titled “Feasibility Study and Technical Report on the EPP Project, Mato Grosso, Brazil” (“Report” or “Technical Report”), was prepared to provide Aura Minerals Inc. (“Aura” or the “Company”) with a National Instrument 43-101 Standards of

Disclosure for Mineral Projects (“NI 43-101”) Technical Report on the Ernesto/Lavrinha/Pau-a-Pique Deposits (“EPP Project” or “Project” or “Property”), located in the southwest of Mato Grosso state, near Pontes e Lacerda in Brazil. The EPP Project is 100% beneficially owned by Aura. Aura is a public company listed on the TSX, under the symbol “ORA”.

Aura, through its Brazilian subsidiaries, acquired the EPP Project from Yamana Gold Inc. (“Yamana”) in June 2016. The Project was initially studied by Yamana from 2009 to 2011 and was put into production in early 2013 until being placed on care and maintenance in late 2014.

The EPP Project is the third gold mining operation owned by Aura in this specific region of Brazil. The Company owns the operating São Francisco gold mine (in production since 2006) near the town of Pontes e Lacerda and owned the São Vicente gold mine that ceased operations in 2014 (production since 2009).

The EPP Project consists of three deposits, two that have been planned to be mined as underground operations and the third which is planned as an open pit operation. Three additional areas will be evaluated in 2017 and 2018.

- The Lavrinha open pit and the Ernesto underground deposit are located approximately 60 kilometres (“km”) south of the Company’s São Francisco mine and 12 km south of the town of Pontes e Lacerda. The Project’s process plant is located at Ernesto.
- The Pau-a-Pique underground deposit is located approximately 47 km south of the Ernesto and Lavrinha deposits and process plant.
- Three exploration areas (Nosde, Japonês and Pombinhas) are within 5 km of the process plant.

This Report supports a systematic sequence to launch three gold mines starting with the Lavrinha open pit gold deposit, followed by the re-start of the Pau-a-Pique underground gold deposit and subsequently the development and production of the Ernesto underground gold deposit.

The purpose of this Report is to provide a NI 43-101 Feasibility Study and Technical Report (“the Report”) on the EPP Project. P&E understands that the Company may use this Report for internal decision making purposes and will be filed as required under applicable Canadian securities laws. The Report may also be used by the Company to support financings.

The current P&E Updated Mineral Resource Estimate presented in this Report has been prepared in full conformance and compliance with the “CIM Standards on Mineral Resources and Reserves – Definitions and Guidelines” as referred to in NI 43-101 and Form 43-101F, Standards of Disclosure for Mineral Projects and in force as of the effective date of this Report, which is July 31, 2016.

## **Location and Ownership**

The Ernesto, Lavrinha and Pau-a-Pique gold deposits are near the town of Pontes e Lacerda, approximately 450 km west of Cuiabá, the capital of the Brazilian state of Mato Grosso. The Ernesto Deposit is approximately 12 km southeast of Pontes e Lacerda.

The Ernesto Property comprises 1,412.89 ha of 6 mining rights held (legally or beneficially) by Mineração Apoena S.A. (“Apoena”), a company wholly-owned by Aura.

On April 30, 2015, Aura announced its agreement with Serra da Borda Mineração e Metalurgia (“SBMM”), a company affiliated with Yamana, to acquire, upon completion of certain conditions, the assets and liabilities of the Project. On June 23, 2016, the Company announced that it had completed the acquisition and has assumed operation control of the Project.

Aura provided a letter dated July 31, 2016, from Ryan Goodman, VP of Legal Affairs for Aura, which states that Apoena is a wholly-owned subsidiary of the Company.

As part of the acquisition, a 2% NSR royalty is payable to Yamana on gold ounces produced from the Project with respect to up to 1,000,000 collective ounces of gold, and thereafter, a 1% NSR on gold ounces produced from the Project.

A 0.5% NSR royalty is due to each landowner (one for Ernesto/Lavrinha, and one for Pau-a-Pique), proportional to the landowner’s surface rights. The Brazilian Mining Code provides that landowners are entitled to a royalty equivalent to 50% of the royalty due the government (the Financial Compensation for Exploitation of Mineral Resources – “CFEM”). The CFEM is calculated based on net income resulting from the sales of the mineral product, deducting taxes and costs of transport and insurance. In the case of gold, the rate of CFEM is 1%, thus the landowner royalty is 0.5%.

## **Accessibility, climate, local resources, infrastructure**

The Ernesto and Lavrinha Properties are contiguous and can be accessed from Pontes e Lacerda by the federal (Brazil) highway BR-174 for 12 km and then following 2 km of gravel and dirt roads that offer year-round access to the Project. The Pau-a-Pique Deposit is approximately 73 km by road from Pontes e Lacerda, and approximately 47 km by dirt road from Ernesto. Pontes e Lacerda is approximately 450 km west of the Mato Grosso state capital of Cuiabá.

The region hosts the hot, tropical and semi-humid climate of the Mato Grosso state in west-central Brazil. The area has two well-defined seasons: one dry winter season, usually from April to October, when the temperature averages 20°C to 22°C, and a wet season that receives large amounts of rain during November to March, with daily temperatures averaging 30°C to 43°C. Average annual precipitation is estimated at 1,440 mm.

The Ernesto Property contains a 130 tonnes per hour carbon-in-leach (“CIL”) process plant, which includes crushing, grinding and tailing facilities with power supplied from the national grid via a 12 km 138 kV transmission line from Pontes e Lacerda. The Ernesto Property also contains a gate house, administration offices, core shack, explosives storage facility, and the mined-out Ernesto open pit and waste rock storage area. The Lavrinha Property is contiguous to Ernesto and does not contain any infrastructure. The Pau-a-Pique Property contains an underground mine that was operated by Yamana until late in 2014, and surface facilities for administration and maintenance.

## **History**

Gold was first discovered at the Aguapeí Gold Belt by Portuguese settlers in the 18th century, around 1734, and it was mined from primary colluvial, alluvial or placer deposits. The most significant primary gold deposits were discovered at places today known as São Francisco Xavier and São Vicente mines, Rio Galera, Santana, Nossa Senhora do Pilar, Aguapeí, Cágado, Santa Bárbara and Lavrinha. Since then, gold mining activities were interrupted due to difficulties in operation and exhaustion of alluvial deposits.

Modern gold mining began in 1984 during a second gold rush at Alto Guapore Gold Province (1984-1997). Artisanal miners, after exhaustion of alluvial and colluvial deposits, discovered several small primary gold deposits close to Pontes e Lacerda, including Japonês, Nosde, Lavrinha, Ernesto (Copacel), Pombinhas and Cantina/Serra Azul deposits.

Approximately 6,000 artisanal miners carried out a large number of small operations (including panning, small underground workings and small scale process plants) around Pontes e Lacerda, Vila Bela da Santíssima Trindade and Porto Esperidião cities. Gold production data in this period are not accurate, but it is estimated that approximately 5-6 tonnes of gold was produced between 1990 and 1995. In 1992, these artisanal mining activities attracted the attention of several mining companies, including Copacel, Minopar, Anglo American, WMC, Madison do Brasil, TVX Gold/Paulo Abib and Mineração Santa Elina (“MSE”).

Copacel and Minopar, local mining companies, were the first and main owners of exploration permits in the Ernesto District in the early 1990s. In 1992, Anglo American and WMC carried out intensive surface geochemical surveys along the belt, mainly stream sediment sampling. In 1993, Madison do Brasil, after acquisition of exploration permits from Copacel and Minopar, carried out a diamond drilling program at Japonês, Nosde, Lavrinha and Ernesto targets. In 1994, Madison do Brasil company assigned its mineral rights and transferred control of the exploration permits to TVX Gold. TVX Gold, in 1995, carried out additional drilling campaigns. In the same year TVX Gold transferred its mineral rights to MSE to capitalize on other business priorities. During this time MSE drilled nine more exploratory drill holes for a total of 1,711.77 m at the Lavrinha deposit and collected 683 samples.

## **Geological Setting and Deposit Types**

The Pau-a-Pique and Ernesto-Lavrinha Deposits are situated in the Middle Proterozoic (ca. 1.0 Ga) Aguapeí belt, a foreland fold and thrust belt that overlies the Early Proterozoic and Middle Proterozoic terrains (Gerald et al. 2001). The Aguapeí group in the Pau-a-Pique and Ernesto –Lavrinha areas is structurally marked by reverse faults, isoclinal folds and strong penetrative axial planar cleavage, often crenulated.

The Aguapeí Group is composed of conglomerate, sandstone (arenite) and siltstone that are unconformably deposited on the underlying basement in a braided fluvial to marine depositional environment. The metasediments occur within a fold and thrust belt that is deformed under brittle-ductile conditions and are commonly in tectonic contact with the basement. Strong hydrothermal alteration and associated gold mineralization occurs in association with the lower contact of the Aguapeí Group with the underlying basement.

In the Ernesto Deposit, the contact zone between the Aguapeí sediments and the underlying basement tonalite consists of a 5 m to 25 m thick magnetite-sericite schist unit, containing lenses and elongated bodies of quartz generally concordant with the foliation, and a 1 m to 3 m thick basal layer of intensely altered, crushed and decomposed rock. The magnetite-sericite schist apparently represents strongly altered and deformed sediment, probably a hydrothermally altered and sheared metapelite (mylonite).

The Lavrinha Deposit which is closely linked to the Ernesto Deposit has been interpreted as gold-rich quartz veins and veinlets with coarse grained pyrite occurring along shallow-dipping structure. The main difference with Ernesto is the position of the mineralization in the metasedimentary sequence. Gold mineralization is located along quartz boudins in highly sericitized rock and plunges to the north.

The Pau-a-Pique Deposit occurs in close association with the contact of the meta-tonalite basement and the overlying Aguapeí Group metasediments. The tonalite is metamorphosed with a foliated structure but preserving the original igneous texture. The rocks are metamorphosed and deformed under lower green-schist facies conditions. Muscovite schist is developed in the contact between the metatonalites and metasediments and is an important host of mineralization. The muscovite schist has S-C structures and abundant shear bounded sigmoidal veins. The schist has a strong stretching lineation oriented at N20–50W that controls the form of the deposit and sub-surface mineralization.

The Ernesto-Lavrinha Deposits consists of gold-rich quartz veins and veinlets occurring along a relatively thick, shallow-dipping structure at the base of the metasedimentary sequence and within altered sulphidic horizons in overlying meta-arenite units. The basal structure is interpreted to be a low-angle detachment fault that has been folded and faulted together with the overlying stratigraphy. Gold mineralization is located along asymmetrical anticlines and synclines that plunge gently to the north and are cut by NW and NE-trending narrow faults. The gold mineralization occurs in three zones: Lower Trap, Middle Trap and Upper Trap.

The Lower Trap mineralized zone in Ernesto is widely developed within a mylonitic zone. The mylonitic zone is a deformed version of meta-arenite which was altered and intruded by quartz veining. The mylonitic zone often resembles a healed fault zone that developed along detachment structures. Mineralization in the Lower Trap is 130 m to 210 m wide, with an average thickness of 5 m and is more-or-less continuous for at least 1,000 m along its northern plunge direction. Alteration associated with gold mineralization within the mylonitic unit includes abundant quartz veins and veinlets with coarse-grained euhedral pyrite and medium grained bipyramidal crystalline magnetite. This alteration and mineralization occurs in mylonitic zones near the base of the detachment fault.

The Upper Trap, which is widely developed in the Lavrinha Deposit, occurs in metapelitic rocks (hematite sericite schist) in dilation zones of the intensely deformed synclinal troughs. The Upper and Intermediate traps share similar alteration and mineralization suites.

The Ernesto-Lavrinha Deposits are described as detachment-style gold deposits, where typically gold mineralization is associated with low-angle to flat detachment faults, generally with a normal (extensional) sense of movement which consistently places younger units over older units.

The Pau-a-Pique gold mineralization is associated with intense hydrothermal alteration, and correlates with the occurrence of pyrite, sulphide alteration, quartz veins and sericitization. The envelope of the mineralized zone is approximately 550 m long, maximum of 15 m thick and 400 m deep in the largest extension. In the deeper levels the most common hydrothermal alteration with gold enrichment is strong albite-anorthositic quartz veining associated with chloritization and pyrite. In the shallow levels the most pervasive alteration is silicification, represented by a strong injection of quartz veins and weaker gold enrichment. The albitic alteration probably represents deeper and hot sources of the hydrothermal feeder. The Pau-a-Pique Deposit is developed within brecciated-sheared host rocks which are strongly foliated and moderately metamorphosed and can be described as structurally controlled orogenic gold lode deposit.

## **Exploration**

Both Ernesto and Lavrinha were subject to multiple exploration programs by Yamana from 2003 to 2013. The exploration programs carried out during this period included rock chip sampling, channel sampling, soil sampling, detailed geological mapping and diamond drilling. From 2003 to 2009 drill programs were carried out only on Ernesto's near-mine areas including Lavrinha. From 2009 to 2013 all exploration efforts were focused on the Ernesto District including in-fill drilling of the Lavrinha Deposit. The main goals were to define higher grade mineral resources in the Ernesto near-mine target area, mainly looking for Lavrinha open pit mineral resources.

In 2015 Aura carried out detailed geological mapping of the Lavrinha Deposit focused on outlining geological, mineralized domains and alteration. During the mapping, lack of drill information near the surface extension of the mineralized shoots was identified. Aura drilled 21 diamond drill holes for a total of 997.4 m of drilling, with 845 samples analyzed by gold fire assay at the São Francisco Mine laboratory, with check assays on the mineralized intervals from field duplicates sent to SGS Laboratories.

Exploration in Pau-a-Pique was carried out by Yamana during 2005-2006 including geological, channel sampling and face sampling from mineralized zones that were exposed by Garimpeiros (artisanal miners). Chip sampling was conducted to identify lithology and alteration. A total of 600 chips, soil and trench samples were taken in 2008.

## **Drilling**

11,128 m of drilling was conducted on the Ernesto mineral resource area by Yamana in 2005. In 2006, a further 7,777 m of diamond drilling was done on the Property, focusing on targets near the resource area, and included a few exploration holes. Yamana drilled 29 holes totalling 2,820 m in 2009.

In 2015, 3,076.2 m of drilling from 21 holes was conducted on the Ernesto resource area by Aura focusing only on the Lower Trap where resources were deemed to be potentially suitable for an underground operation. From these 21 holes, 15 holes were in-fill drilling to delineate existing resources and 6 other holes were geotechnical holes to assess the geotechnical characteristics of host rocks for a possible underground operation. The in-fill drilling focused on the centre of the Lower Trap deposit where the majority of previous drilling was concentrated and required limited drilling to upgrade Inferred mineral resources to the Indicated category and to provide increased confidence in the resource classification.

Yamana conducted exploration drilling on the Lavrinha Property in 2010 and 2011. 28 drill holes, totalling approximately 5,200 m were advanced surrounding the artisanal mining shafts in order to add mineral resources. In 2013, 55 drill holes totaled 10,013.13 m of diamond drilling, with 9,446 samples analyzed for gold using fire assay at ALS Chemex Laboratories, and 318 bulk density determinations were made.

In 2014, a Yamana drilling campaign at Lavrinha consisted of a total of 78 drill holes for 8,145.11 m of diamond drilling, and 5,916 samples were analyzed by gold fire assay. 48 drill holes for 4,781.31 m and 3,642 samples were analyzed at ALS Chemex Laboratories by Yamana in 2014. The remaining 30 drill holes for 3,363.80 m and 2,274 samples were analyzed by Aura in 2015 at SGS Laboratories.

In 2015 Aura identified a lack of drill information near the surface extension of the Lavrinha mineralization observed in the outcrops, which was not considered in the resource model generated by Yamana. Aura decided to carry out a confirmatory drill campaign to provide better resource definition and improved confidence in estimated grades. The campaign consisted of 21 drill holes and 997.4 m of diamond drilling, with 845 samples analyzed by gold fire assay at the São Francisco Mine laboratory, and checks on the mineralized intervals with field duplicates sent to SGS Laboratories.

Yamana conducted four drilling campaigns on Pau-a-Pique with its first two completed in 2006. 25 holes totalling 8,099.9 m were drilled. A third campaign of 14 drill holes took place in 2007, totalling 7,506.2 m. This program was focused on expanding the mineral resource along the NW strike and delineation at depth. The fourth drill campaign, carried out in 2008, was a combination of in-fill and exploratory drilling. 30 holes totalling 7,285.25 m were drilled. The main focus of the fourth campaign was to convert 51% of the 2008 Inferred resources into the Measured/Indicated categories and to define the limits of the mineral resource.

Aura conducted an underground drill campaign at Pau-a-Pique in 2015-2016. 27 holes totalling 3,160.0 m were drilled. Drilling was concentrated mainly on NW strike and NW down plunge extensions of the Pau-a-Pique main lens (P1 zone) below current development levels. Another objective was to delineate mineral resources in the SE portion of deposit (P3 and P4 zones) below mined-out levels to add and convert Inferred mineral resources to the Indicated category.

### **Sample Preparation and Data Verification**

It is P&E's opinion that sample preparation, security, analytical procedures and assay verification for both the Ernesto and Pau-a-Pique Properties drilling and sampling programs were adequate for the purposes of this Mineral Resource Estimate. It is MCB's opinion that sample preparation, security analytical procedures and assay verification for the Lavrinha Property drilling and sampling programs were adequate for the purposes of this Mineral Resource Estimate.

### **Mineral Processing and Metallurgical testing**

A 2010 NI 43-101 Feasibility Study by Ausenco do Brasil Engenharia Ltda ("Ausenco") prepared for Yamana describes the metallurgical testwork performed on two samples obtained from the Ernesto belt, one from the Japonês area and the second sample from the Ernesto area, as well as testwork results for Pau-a-Pique mineralized material, with highlights noted below.

The Ernesto metallurgical sample had a gold grade of 4.5 g/t Au and was taken from the Intermediate Trap area. The sample underwent mineralization characterization, grinding, gravity and bottle leaching testwork. Gravity testwork results showed a 68.7% recovery of free gold with an overall mass pull of 1.72%. At the same time, the gold extraction was above 95% in all cyanidation bottle tests with no significant differences in the extraction results with or without carbon and regardless of the grinding conditions.

The Pau-a-Pique metallurgical sample had a gold grade of 5.63 g/t Au. The gravity concentration results showed a high free gold recovery at 61%. The cyanidation bottle tests showed gold recoveries between 80% and 90% without carbon; however, gold recoveries increased to above 90% in the presence of carbon averaging 94.5% for tests with top size of 0.149 mm and 0.074 mm.

The EPP process plant commenced operation in 2013 and was operated until October, 2014, receiving feed from the Ernesto open pit and the Pau-a-Pique underground mine. During its first year, the plant went through a production ramp-up stage which resulted

in consistent process performance improvements over its quarters. Average plant gold recovery was 92.3% of which 41% came from gravity gold and the other 51% was extracted via the CIL circuit.

Although the ramp-up stage took place in 2013, plant performance in 2014 was not as favourable due to several issues at the mine level that resulted in a lack of consistent ore feed supply and the introduction of other feed sources from areas where artisan mining activity was taking place on the concession.

The 2016 metallurgical testwork was carried out on multiple metallurgical samples of the three deposits (Ernesto, Lavrinha and Pau-a-Pique). Samples were selected from available core and coarse rejects to represent scheduled half years according to the production forecast. The testwork was performed in two different laboratories; SGS Lakefield performed the grinding work, which consisted of SAG Power Index (“SPI”) and Bond Work Index (“BWI”) measurements, while SGS Geosol, in Belo Horizonte Brazil, performed the hydrometallurgical testwork.

The grinding testwork in all samples showed the ore to be relatively soft both in the coarse and fine fractions, with SPI averaging 27 minutes and the Bond Work Index (“BWI”) averaging 9.3 kWh/tonne. All samples tested had a calculated treatment rate well above the design rate of 130 tph (i.e. 3,000 tpd). Therefore, the installed grinding capacity should easily handle future ore throughput forecast for the Project (i.e. between 21,500 tonnes/month and 55,000 tonnes/month) and possibly grind finer since there is available capacity in the semi-autogenous grinding (“SAG”) mill.

The hydrometallurgical test programme was designed to follow the existing plant flowsheet as closely as possible. Two different grind sizes were investigated, namely 125 microns and 106 microns. For the Lavrinha and Pau-a-Pique samples the average gold recovery in the Knelson MD3 laboratory concentrator was higher for the finer grind and averaged 77.78% versus 76.4% for the coarse grind. The gravity concentrate was subsequently intensively leached for 8 and 12 hours, with the 12 hour recovery being substantially better. The gravity tailings were leached, using a CIL method, to recover the remaining gold and the results indicated that the 24 hour retention time in the plant circuit will be adequate. Overall recoveries, taking into account gravity recovery, intensive leach recovery and CIL recovery, were calculated and averaged 94.0% for the Lavrinha samples and 93.6% for the Pau-a-Pique samples.

There were problems with the Ernesto testwork in that the gold recoveries were unexpectedly low. This was thought to be due to the higher grade (twice and three times as high compared to Pau-a-Pique and Lavrinha ores) and a lack of free cyanide found at the end of the leach period. The 106 micron Knelson tailings were re-leached using a higher concentration at the start of the test and also using 100 g/t of Leach Aid. There was a substantial increase in recovery for the re-leach tests, averaging 4.36% points higher. The overall recoveries averaged 86.1% for the Ernesto samples.

For the Y3 H1 sample a complete retest was carried out, at the 106 micron grind, this being the only sample with sufficient weight remaining to allow it. The gravity recovery was down several percentage points but the intensive leach recovery increased from the previous 92.4% to 99.7% with the use of Leach Aid. This is an increase of 7.3%. In view of this result a case can be made for increasing the other intensive leach recoveries, which could make the overall recoveries for Ernesto increase to 88% levels.

## Mineral Resource Estimates

The Ernesto Mineral Resource Estimate was estimated at a cut-off grade of 1.5 g/t Au and is summarized in Table 1.1.

**TABLE 1.1: ERNESTO DEPOSIT LOWER TRAP ZONE UNDERGROUND MINERAL RESOURCE ESTIMATE AT A CUT-OFF GRADE OF 1.5 G/T AU(1-10)**

Resource Category	Tonnes (t)	Au (g/t)	Contained Au oz
Indicated	734,000	6.70	158,200
Inferred	308,000	6.30	62,400

Notes:

1. CIM Definitions were followed for the Mineral Resource Estimate.
2. The Qualified Person for this Mineral Resource Estimate is: Richard Routledge M.Sc. (Applied), P.Geo.
3. The Mineral Resource Estimate is estimated from surface diamond drilling and core sampling by conventional 3D block modelling based on wireframing at a 1.5 g/t Au cut-off grade and ordinary kriging grade interpolation.
4. For the purpose of the Mineral Resource Estimate, assays were capped at 40 g/t Au.
5. The Mineral Resource Estimate is based on a Cut-Off Grade of 1.5 g/t Au derived from an Au price: US\$1,275 /oz, costs of US\$33/t for mining, US\$11/t for processing and US\$10/t for G&A, at a 93% process recovery.
6. A bulk density model based on rock type was used for volume to tonnes conversion with resources averaging 2.62 tonnes/m3

7. Mineral Resources are estimated from the 380 m EL to the 96 m EL, or from approximately 50 m depth to 150 m depth from surface.
8. Mineral Resources are classified as Indicated and Inferred based on drill hole spacing, interpreted geologic continuity and quality of data.
9. Mineral Resources, which are not Mineral Reserves, do not have demonstrated economic viability. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing, or other relevant issues.
10. The quantity and grade of reported Inferred Resources in this estimation are uncertain in nature and there has been insufficient exploration to define these Inferred Resources as an Indicated or Measured Mineral Resource and it is uncertain if further exploration will result in upgrading them to an Indicated or Measured Mineral Resource category.

The Mineral Resource Estimate for the Lavrinha Deposit has been reported above a 0.5 g/t Au cut-off grade, inside an optimized pit shell with a gold price of US\$1,300/oz, and is summarized in Table 1.2.

**TABLE 1.2 LAVRINHA MINERAL RESOURCE ESTIMATE  
AT A CUT-OFF GRADE OF 0.5 G/T AU(1-8)**

<b>Resource Category</b>	<b>Tonnes (t)</b>	<b>Au (g/t)</b>	<b>Contained Au oz</b>
Measured	74,000	2.31	5,500
Indicated	1,226,000	2.25	88,700
Measured + Indicated	1,300,000	2.25	94,100
Inferred	283,000	2.51	22,800

Notes:

1. CIM Definitions were followed for the Mineral Resource Estimate.
2. The Mineral Resource Estimate for the Lavrinha Deposit was prepared under the supervision of Marcelo Batelochi, AusIMM (CP 205477).
3. Mineral Resources, which are not Mineral Reserves, do not have demonstrated economic viability. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing, or other relevant issues.
4. The quantities and grades of reported Inferred Resources in this estimation is uncertain in nature and there has been insufficient exploration to define these Inferred Resources as Indicated or Measured Mineral Resource and it is uncertain if further exploration will result in upgrading them to the Indicated or Measured Mineral Resource category.
5. The Mineral Resource Estimate is based on an optimized pit shell using US\$1,300/oz gold and at a cut-off grade of 0.50 g/t gold. Mining costs were considered at US\$2.44/t and US\$1.89/t for mineralized material and waste haulage, plant process costs of US\$10.24/t and G&A of US\$3,800,000 per year at a process recovery of 93%.
6. A bulk density model based on rock type was used for volume to tonnes conversion with resources averaging 2.77 tonnes/m<sup>3</sup>.
7. Surface topography as of December 31, 2015.
8. Contained metal may not sum due to rounding.

The Pau-a-Pique Mineral Resource Estimate was estimated at a cut-off grade of 1.5 g/t Au and is summarized in Table 1.3.

**TABLE 1.3 PAU-A-PIQUE MINERAL RESOURCE ESTIMATE  
AT A CUT-OFF GRADE OF 1.5 G/T AU(1-10)**

<b>Resource Category</b>	<b>Tonnes (t)</b>	<b>Au (g/t)</b>	<b>Contained Au oz</b>
Indicated	519,000	4.05	67,600
Inferred	117,000	4.45	16,700

Notes:

1. CIM Definitions were followed for the Mineral Resource Estimate.
2. The Qualified Person for this Mineral Resource Estimate is: Richard Routledge M.Sc. (Applied), P.Geo.
3. The Mineral Resource Estimate is estimated from surface and underground diamond drilling and core sampling and underground chip sampling by conventional 3D block modelling based on wireframing at a 1.5 g/t Au cut-off grade and ordinary kriging grade interpolation.
4. For the purpose of the Mineral Resource Estimate, assays were capped at 50 g/t Au and composites >25 g/t Au were restricted to 12.5 m area of influence.
5. The Mineral Resource Estimate is based on a Cut-Off Grade of 1.5 g/t Au derived from a Au price: US\$1,275 /oz, costs of US\$29/t for mining, US\$11/t for processing, US\$10/t for G&A and US\$7/t for mill feed surface transportation, at a 93% process recovery.
6. A bulk density model based on rock type was used for volume to tonnes conversion with resources averaging 2.77 tonnes/m<sup>3</sup>.
7. Mineral Resources are estimated from the 410 m EL to the 65 m EL, or from approximately 30 m depth to 500 m depth from surface.

8. Mineral Resources are classified as Indicated and Inferred based on drill hole spacing, interpreted geologic continuity and quality of data.
9. Mineral Resources, which are not Mineral Reserves, do not have demonstrated economic viability. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing, or other relevant issues.
10. The quantity and grade of reported Inferred Resources in this estimation are uncertain in nature and there has been insufficient exploration to define these Inferred Resources as an Indicated or Measured Mineral Resource and it is uncertain if further exploration will result in upgrading them to an Indicated or Measured Mineral Resource category.

The combined Mineral Resource Estimate for the Project is presented in Table 1.4.

**TABLE 1.4 TOTAL MINERAL RESOURCE ESTIMATE FOR THE PROJECT**

<b>Measured &amp; Indicated</b>	<b>Tonnes (t)</b>	<b>Au (g/t)</b>	<b>Contained Au oz</b>
Lavrinha	1,300,000	2.25	94,200
Ernesto	734,000	6.70	158,200
Pau-a-Pique	519,000	4.05	67,600
<b>Total Measured &amp; Indicated</b>	<b>2,553,000</b>	<b>3.89</b>	<b>320,000</b>
<b>Inferred</b>	<b>Tonnes (t)</b>	<b>Au (g/t)</b>	<b>Contained Au oz</b>
Lavrinha	283,000	2.51	22,800
Ernesto	308,000	6.30	62,400
Pau-a-Pique	117,000	4.45	16,700
<b>Total Inferred</b>	<b>708,000</b>	<b>4.48</b>	<b>101,900</b>

*Note: Contained metal may not sum in the above table due to rounding*

#### **Mineral Reserve Estimates**

The Mineral Reserve Estimate for the Ernesto Deposit was determined at a 2.35 g/t Au cut-off grade, as of an effective date of July 31, 2016, and is presented in Table 1.5.

**TABLE 1.5 ERNESTO DEPOSIT: ERNESTO MINERAL RESERVE ESTIMATE(1-5)**

Probable Mineral Reserve Estimate for the “Lower Trap” Portion of the Ernesto Deposit			
<b>Reserve Category</b>	<b>Tonnes (t)</b>	<b>Au (g/t)</b>	<b>Contained Au oz</b>
Probable	868,000	5.03	140,000

#### **Notes:**

1. The Mineral Reserve Estimate is as of July 31, 2016.
2. The Mineral Reserve Estimate was developed from the Mineral Resource Estimate model prepared by P&E. The Probable Mineral Reserves were derived from Indicated Mineral Resources.
3. The cut-off grade (2.35 g/t Au) was based on a US\$1,165/oz gold price, 93% metallurgical Au recovery, 99.99% payable, royalties and CEFEM tax totalling 3.5%, gold doré bar transport and refining costs totalling US\$0.45 / g Au, mine direct and mine indirect costs totalling US\$62.41/ t, US\$10.30/t processing cost, and US\$6.12/t processed for the projected share of the overall multi-mine project G&A cost that would be incurred by the proposed Ernesto underground mine project. The geological continuity of the mineralization was assessed for the cut-off grade.
4. The Mineral Reserve Estimate tonnage and mined metal have been rounded to reflect the accuracy of the estimate.
5. The NI 43-101 Mineral Reserve Estimate for the Lower Trap portion of the Ernesto Deposit set out in the table above has been reviewed and approved by David Orava, M.Eng., P. Eng., of P&E Mining Consultants Inc., who is a Qualified Person (“QP”), and who is independent of the Company.

The Mineral Reserve Estimate for the Lavrinha Deposit was determined at a cut-off grade of 0.48 g/t Au and is presented in Table 1.6.

**TABLE 1.6 LAVRINHA DEPOSIT: LAVRINHA MINERAL RESERVE ESTIMATE(1-7)**

Reserve Category	Tonnes (t)	Au (g/t)	Contained Au oz
Proven	67,000	1.85	4,000
Probable	1,043,000	1.68	56,300
<b>Total</b>	<b>1,110,000</b>	<b>1.69</b>	<b>60,300</b>

Notes:

1. CIM definitions were followed for the Mineral Reserve Estimate.
2. The Mineral Reserve Estimate is as of July 31, 2016.
3. The Mineral Reserve Estimate for the Lavrinha Deposit was prepared under the supervision of Marcelo Batelochi, Ausimm (CP 205477).
4. The Mineral Reserve Estimate was at a cut-off grade of 0.48 g/t Au.
5. The Lavrinha Mineral Reserve Estimate was at an average short-term gold price of US\$1,100 per ounce.
6. Bulk density average was 2.78 t/m<sup>3</sup>.
7. Numbers may not add due to rounding.

The Mineral Reserve Estimate for the Pau-a-Pique Deposit was determined at a cut-off grade of 2.40 g/t Au and is presented in Table 1.7.

**TABLE 1.7 PAU-A-PIQUE DEPOSIT: PAU-A-PIQUE MINERAL RESERVE ESTIMATE(1-5)**

Reserve Category	Tonnes (t)	Au (g/t)	Contained Au oz
Probable	320,000	3.24	33,300

Notes:

1. The Mineral Reserve Estimate is as of July 31, 2016.
2. The Mineral Reserve Estimate was developed from the Mineral Resource Estimate model prepared by P&E. The Probable Mineral Reserves were derived from Indicated Mineral Resources.
3. The cut-off grade (2.40 g/t Au) was based on a US\$1,165/oz gold price, 93% metallurgical Au recovery, 99.99% payable, royalties and CEFEM tax totalling 3.5%, gold doré bar transport and refining costs totalling US\$1.56/t, mine direct and mine indirect costs totalling US\$58.08/t, US\$12.50/t processing cost, and US\$6.44/t processed for the projected share of the overall multi-mine project G&A cost that would be incurred by the proposed Pau-a-Pique underground mine project.
4. The Mineral Reserve Estimate tonnage and mined metal have been rounded to reflect the accuracy of the estimate.
5. The NI 43-101 Mineral Reserve Estimate for the Pau-a-Pique Deposit set out in the table above has been reviewed and approved by Alexandru Veresezan, P. Eng., of P&E Mining Consultants Inc., who is a Qualified Person ("QP") and who is independent of the Company.

The total Mineral Reserve Estimate for the Project is presented in Table 1.8.

**TABLE 1.8 TOTAL MINERAL RESERVE ESTIMATE FOR THE PROJECT**

Proven	Tonnes (t)	Au (g/t)	Contained Au oz
Lavrinha	67,000	1.85	4,000
<b>Total Proven</b>	<b>67,000</b>	<b>1.85</b>	<b>4,000</b>
Probable	Tonnes (t)	Au (g/t)	Contained Au oz
Lavrinha	1,043,000	1.68	56,300
Ernesto	868,000	5.03	140,000
Pau-a-Pique	320,000	3.24	33,300
<b>Total Probable</b>	<b>2,231,000</b>	<b>3.20</b>	<b>229,600</b>
<b>Total Proven + Probable</b>	<b>2,298,000</b>	<b>3.17</b>	<b>233,600</b>

*Contained metal may not sum in the above table due to rounding*

## **Mining Methods**

### ***Ernesto Underground***

Due to its nature of gentle and variable shallow dip and thickness, the Ernesto Deposit will be extracted by the Drift and Fill mining method, using a combination of drifting in ore and transverse primary and secondary small stopes in a 32%:36%:32% drift/primary/secondary tonnage ratio. The deposit is relatively close to surface at a maximum depth of approximately 170 m and will be accessed by one main ramp portal, with a second portal for definition drilling access and ventilation.

Backfill material will be waste rock for secondary stopes and ore drifts and cemented rock fill (“CRF”) for all primary stopes. Waste rock to fulfill the required backfill quantities will be obtained from two sources; the primary source will be from mine waste development and the second source will from the existing Ernesto open pit waste rock storage facility.

A six month pre-production period will be followed by approximately 3.5 years of production to mine an estimated 0.87 Mt of ore at an average grade of 5.03 g/t Au. Ore production will average 800 tpd.

The majority of underground mining activities at Ernesto will use Aura’s own employees, with external contractors or suppliers to undertake the supply of explosives, piping and services, ground support consumables, cement supply for the CRF plant, and other specialised tasks. Aura will have 100% ownership of all major fixed plant components used at Ernesto. Activities such as diamond drilling and other specialized activities or Project work will be contracted.

### ***Lavrinha Open Pit***

Approximately 1.11 Mt of ore at an average grade of 1.69 g/t Au and 14.0 Mt of waste rock will be mined from the Lavrinha open pit over a 2.5 year period. The overall strip ratio for Lavrinha is 12.6:1 with mining conducted 365 days per year by a contractor. The contract is full service and includes providing all mining equipment, drilling, blasting, loading, hauling and maintenance. Total material movement rates for the LOM range from 15,000 to 25,000 tpd.

Conventional truck and hydraulic shovels will be utilized. Four excavators, supported by three front-end loaders, will load a fleet of ten 38-tonne trucks and five 25-tonne trucks. Ore will be transported to the primary crusher and run-of-mine (“ROM”) pad, and waste material will be hauled to a nearby waste rock storage facility.

### ***Pau-a-Pique Underground***

Mining at Pau-a-Pique will be conducted by a modified Avoca choke blast stoping method with ore transported to the ROM pad on surface by 30 tonne haulage trucks operating through the main ramp. Ore will be subsequently hauled on a 47 km surface road to the Ernesto processing plant. Primary access to the underground mine is via a single portal located next to the main mining office.

Approximately 0.32 Mt of ore at an average grade of 3.24 g/t Au will be mined over a 17 month period at an average of 850 tpd when the Project achieves full production. Once the deposit has been depleted most of the equipment and operators will be transferred to the Ernesto operation.

The stoping method applied to the Area 7 and Area 8, NW, and P3 and P4 ore bodies will be via Hanging Wall (“HW”) access ore drives with levels spaced at 15 m and 21 m vertical intervals, for the upper and lower areas of the deposit, respectively. The upper and lower areas will be separated by a sill pillar. Unconsolidated waste rock will be used to backfill the stopes.

The majority of underground mining activities will utilize Aura’s employees, with external contractors or suppliers to undertake the supply of explosives, piping and services, ground support consumables, truck haulage underground and on surface and other specialized tasks (i.e. site security, doré bar transportation, etc.). Aura has 100% ownership of all major fixed plant components utilized at the mine.

## ***Recovery Methods and Process Design***

The Project’s gold processing plant, located next to the Ernesto Deposit, was commissioned in 2012 and treated ores from Pau-a-Pique and the Ernesto open pit until its closure in December 2014. It is centrally located to these deposits and has a capacity of 3,000 tonnes per day (“tpd”) through a conventional carbon-in-leach process and is designed to treat up to 1 Mtpy feed. The process includes crushing, grinding, gold extraction/recovery and cyanide detoxification stages followed by final deposition in a tailings storage facility.

The process plant flowsheet is based on a low-risk proven technological configuration for processing gold bearing feed. A primary jaw crusher is located at the front-end of the process plant. ROM feed will be blended and fed through the plant's primary screen. The screen oversize is crushed and the combined crushed feed is ground in a single-stage, closed-circuit SAG mill.

Approximately 25% of the mill cyclone underflow feeds a gravity-gold recovery circuit. The grinding circuit product is thickened and then pumped to a leach tank that is followed by six CIL tanks in series. CIL tailings are treated in a cyanide reduction tank where cyanide is chemically decomposed. Final tailings are pumped to a tailings dam.

Loaded carbon, recovered from the first CIL tank, reports to the desorption area. Gold is stripped from the carbon into a solution and electroplated from solution onto stainless steel cathodes. Dried cathode sludge and flux are mixed and smelted to produce gold doré.

Mill feed from Ernesto and Lavrinha will be transported to the process plant by haul trucks internally within the mine property. Mill feed from Pau-a-Pique will be transported via a public 47 km road section. This road will require ongoing maintenance by the mine.

## **Project Infrastructure**

Most of the Project's infrastructure such as fresh water access, power line bringing energy to the different areas of the Project (including Pau-a-Pique underground mine) and access roads were built by the previous Project owner and have been preserved. The capital requirements will be further reduced by the planned reutilization and transfer of Pau-a-Pique's infrastructure and mine fleet to the newly developed Ernesto underground upon completion of the scheduled ore production at Pau-a-Pique.

The Project area is suitable for year-round mining, and has adequate access infrastructure that was developed during the previous 2013-14 operating period. Minor road maintenance work has been identified and will be carried out in early 2017.

Aura is updating the landowner agreements for resumption of ore haulage along an approximate 47 km stretch of the existing access road between Pau-a-Pique and highway BR-174. This process is well underway and no impediments are anticipated.

Fresh water for the Project is acquired from the Lavrinha Creek located 3.8 km from the processing plant and pumped at a rate of 70 m<sup>3</sup>/hr through an 8 inch HDPE pipeline. There are two water treatment plants at the Project, one installed at the Ernesto camp with a treatment capacity of 6 m<sup>3</sup>/h and a second water treatment plant installed at the Pau-a-Pique camp with a treatment capacity of 3 m<sup>3</sup>/h.

A 12 km 138 kilovolt ("kV") electrical transmission line was built as part of the infrastructure for the Project which connects to the National grid from the Pontes e Lacerda substation. The Project distribution network includes a 34.5 kV transmission line to Pau-a-Pique with all other primary distribution at 13.8 kV, which is then stepped down at the various substations.

The total electrical load installed at Ernesto is currently estimated at 7.35 MW (existing plant and on-site infrastructure). When Ernesto underground mining activities start, a maximum of 2.8 MW of electrical installed load will be added to the overall consumption. The installed substation and the existing power infrastructure will be suitable to address the future energy requirements of the Project.

The total electrical load installed at Pau-a-Pique is 1.91 MW. The current transmission line is adequate to supply enough energy to the Project restart. The transformer installed at Pau-a-Pique has a 3 MVA power capacity.

The office area at Ernesto is located adjacent to the process plant and includes a main office building (which incorporates training and first-aid areas), a change house, a cafeteria, a chemical and metallurgical laboratory, a workshop and a warehouse area with a storage yard. The number of people at the Pau-a-Pique site is less than Ernesto and the size of the facilities there reflects this.

A tailings storage facility is located within the premises of the Project and is designed to store tailings from the process plant, which will process feed from the three different mines. The tailings dam crest is 6 m wide. Upstream and downstream slope ratios are 1V:2H. The tailings dam has an internal drainage system consisting of a vertical sand filter and a horizontal drainage blanket made of fine crushed stones and sand. There is a rock sump and return water pump at the drain terminus.

The tailings storage facility design accounted for a total volume of stored tailings of 5.7M m<sup>3</sup> over a span of 7.3 years of Project life. The original design considered three stages: Stage I with a total storage capacity of 2.3M m<sup>3</sup>, Stage II with a storage capacity of 3.6M m<sup>3</sup> and Stage III with a capacity of 7.1M m<sup>3</sup> to support a total of 7.3 years of operation.

Stage I is currently built with a dam crest elevation of 339 m and a total storage capacity of 2.3M m<sup>3</sup> and a maximum safe storage capacity of 2.16M m<sup>3</sup>. The total volume stored, as of May 2016, is 1.12M m<sup>3</sup> of tailings and an additional 0.4M m<sup>3</sup> of water for a total stored volume of 1.5M m<sup>3</sup>, leaving an additional 0.6M m<sup>3</sup> of available capacity in the existing Stage I tailings storage facility.

The Company engaged Tierra Group International Ltd., an internationally recognized tailings engineering firm, to review the current Tailings Storage Facility's ("TSF") design and construction history; and based on the review, design future TSF expansions. The historical review is complete wherein Tierra Group found the existing TSF to have been designed and constructed using satisfactory industry standards of care to support initial operations. Tierra Group is currently advancing a detailed engineering investigation and design to expand the TSF.

The design work contemplates raising the dam height 3 m. (elevation 342 m), and maintaining 2H:1V upstream and downstream dam slopes. A field geotechnical investigation is defined to corroborate geotechnical parameters used in the Stage I design, and establish those for the Stage II design.

A tailings deposition plan has been developed, which prescribes adding tailings discharge points in the north and east impoundment to extend the life of the Phase II TSF to 2.3 years. Table 1.9 shows tailings storage capacity of Stages I and II.

**TABLE 1.9 TIERRA GROUP'S VOLUMES AND STORAGE CAPACITY OF STAGES I AND II OF THE TAILINGS DAM**

Stage	Dam Crest Elevation (m)	Tailings Discharge Elevation (m)	Incremental Volume of Dam (m3)	Tailings Storage Cum. (Mt)	Remaining Capacity (Years)
I	339	338.5	230,000	1.76	1.0*
II	342	341.5	80,000	2.98	2.3

*\*Additional discharge point at the eastern end of impoundment.*

The Stage II final design will require an additional 90,000 m3 of fill be placed downstream of the existing dam. The resultant facility will have a footprint area approximately equal to 155,000 m2, which is nominally 5% greater than its current footprint area. Tierra Group is expected to complete the design work by January 2017.

## Market Studies and Contracts

Aura does not have any forward sales or streaming gold contracts in place that are applicable to the Project, and future gold revenue will be according to spot prices on public markets.

The base case financial model for the Project utilizes a gold price of US\$1,300/oz. This price remains fixed for the life of the Project. For comparison, the 48-month trailing average price for gold that existed on the effective date of this Technical Report was approximately US\$1,317/oz.

Aura's wholly-owned Brazilian operating company Apoená has a contract with Umicore Brasil Ltda. to refine its gold and silver. The contract was updated on January 1, 2016, for sampling, analysis and refining services.

Apoena has a contract with Brink's - Segurança e Transporte de Valores Ltda. for the shipment of up to 120 kg of doré or \$R10,500,000 value per shipment. The contract is dated November 13, 2016.

Aura has contracted Dinex Engenharia Mineral Ltda. to mine the Lavrinha open pit deposit. The contract is based on haul distances and unit costs per tonne for waste and ore applied to the Lavrinha mine plan, plus unit costs for auxiliary equipment usage. Equipment maintenance is included in the unit costs. The major equipment in the fleet is specified as Volvo excavators, CAT dozers, Scania trucks and Sandvik drills. The contract term is 24 months, and is to be done by contract phase, with Phase I at 450kt/month to the end of April, 2017, and Phase II at 750kt/month to the end of mine life.

## Environmental Studies, Permitting and Social or Community Impact

Aura has existing surface rights over most of the Project area either via direct ownership or agreements with landowners. Negotiations are in process for a remaining parcel in Lavrinha and a small portion of the Pau-a-Pique Project area. There are no communities or permanent dwellings within the Project footprint. Just under 234 ha of the Ernesto site's surface property held by the Company is a designated legal reserve, in compliance with the Brazil Forest Code's provisions pertaining to conservation for native vegetation in rural properties. Maintenance, monitoring and security of this legal reserve area is the responsibility of the Company.

Additional Project disturbance is primarily for Lavrinha mining and waste rock storage and is estimated to be in the order of 55 ha. Much of the Lavrinha pit area has been previously affected by smaller scale mining by others.

It is expected that noise, dust and vibration emissions from Project operations will be similar in scale to emissions during the 2013 to 2014 operating period.

Underground mining will utilize both cemented rock fill and unconsolidated waste fill in order to optimize ore recovery and is not expected to generate waste rock for disposal at surface. The backfill process lessens the Project footprint and is also expected to minimize the potential for surface subsidence.

Acid rock characterization studies were conducted by the previous operator using samples consisting of a drillhole interval of mineralization along with the immediately adjacent 1 m of non-mineralized material. Three of the 25 Ernesto sample results and three of the 10 Pau-a-Pique sample results indicated potential for acid rock drainage. The Project cost model provides for additional test work in 2017 for tailings and waste rock.

A review of monitoring data indicates that the Company is complying with the monitoring, inspection and surveillance programs stipulated in operating licenses for Ernesto and Pau-a-Pique. Water quality monitoring results indicate that the existing facilities meet or exceed applicable federal effluent and receiving water standards.

Estimated fresh water consumption during the Project's normal operation is 70.6 m<sup>3</sup>/h, below the permitted license limit of 100 m<sup>3</sup>/h from the existing water intake. Approximately 130 m<sup>3</sup>/h is expected to be recycled from the tailings impoundment to the process plant. Discharges from the Ernesto site include controlled releases of excess tailings impoundment water, in order to maintain sufficient freeboard at all times. These planned releases are expected to occur on an as-required basis throughout the Project life. The Company reports that the most recent impoundment water release occurred from July 8 to August 18, 2016 and totalled 243,242 m<sup>3</sup>. Water discharges at Pau-a-Pique includes excess water from underground dewatering, and a minor quantity of effluent from its permitted sewage treatment plant.

Project closure costs are estimated at US\$6.0M, with an additional US\$1.0M allocated for supporting studies. These costs were reviewed and found to be reasonable. The cost model assumes some closure-related expenditures during the operating period for studies and closure plan updates, as well as for decommissioning of completed mine areas such as the Pau-a-Pique underground workings. The Ernesto site has a native plant nursery with facilities for seed collection, processing and storage, composting, and propagation of up to 60,000 plants per year.

The Project has the required permits and authorizations to resume and continue mining operations at the Lavrinha open pit and the Pau-a-Pique underground mine, as well as to process ore at the Ernesto plant. Pau-a-Pique had its Mining Concession (*Portaria de Lavra*) granted on December 27, 2013. The Mining Concession for Lavrinha was requested on August 21, 2016 and is under review by the Nacional de Produção Mineral ("DNPM"), which is expected to be granted in due course. While the analysis of the application for the Mining Concession is not concluded, the Project obtained, on September 9, 2016, a special authorization (*Guia de Utilização*) to mine up to 50,000 t of ore. An application for extraction of an additional 250,000 t of mineralized material was submitted to the DNPM on November 23, 2016.

The Project has valid environmental licenses for both Lavrinha and Pau-a-Pique. The permits (*Certificados de Registro – CR's*) for use of explosives and chemicals at Ernesto, and for use of explosives at Pau-a-Pique were issued on September 29, 2016.

Once the definitive Mining Concession has been issued, other pending authorizations for continued mining in Lavrinha including its definitive operating license and permit to construct a separate waste rock storage facility adjacent to the open pit, are anticipated to be issued from the State environmental authority.

## **Capital and Operating Costs**

### ***Capital Costs***

The development of Pau-a-Pique mine, including the Ernesto process plant and the majority of the site infrastructure, was effectively completed by the previous owner at the end of 2012. Therefore, the capital cost requirements of the Project are low.

The Lavrinha open pit is a contracted mining operation and the selection of the mining contractor has, after a rigorous competitive bidding process in Brazil, been completed. Therefore, there will not be any material capital costs associated with the operation of the Lavrinha open pit.

The Ernesto underground mine will benefit from the transferring of the existing Pau-a-Pique's mobile fleet and infrastructure since these two deposits have been scheduled sequentially. The Ernesto mine design is compatible with the existing underground mining equipment at Pau-a-Pique.

The existing tailings storage facility will undergo an additional 3.0 m raise to increase its capacity for another two years. The design of this raise was originally done by DAM Engenharia do Brasil and it is currently being re-evaluated and validated by Tierra Group.

## Ernesto Underground Capex

It is anticipated that the development of the Ernesto underground gold mine will commence once the Pau-a-Pique mine's lateral development has been completed. Within the current evaluation of the Ernesto underground Project, additional mobile equipment has been included to achieve the mine production schedule and those units will be leased to purchase.

As per the current mine plan and schedule, Ernesto reaches full production after approximately six months from commencement. During this period, mining mainly consists of ore development and primary stope extraction. To expedite the planned production the Ernesto underground mine will be accessed via a twin ramp concept, with a Hanging Wall ("HW") development drift which will be primarily for definition drilling and ventilation, and a main access ramp which will serve for main haulage and fresh air intake. This arrangement will create a loop for traffic fluidity and will fulfill ventilation and secondary egress requirements.

Pre-production capital costs are estimated at US\$6.36M over a five month period. The total capital cost for Ernesto has been estimated at US\$23.0M which includes capitalized development, sustaining capital, allocated labour, and mobile equipment capital for the duration of the mine life. The capitalized development portion has been estimated at US\$11.5M which will be required to fully develop the Ernesto underground mine including US\$4.5M for pre-production and the remaining US\$7.0M as sustaining capital costs required until the mine ceases operation.

Sustaining capital expenditure for the remainder of the mine life includes:

- CRF surface plant
- Office equipment and existing equipment repairs
- Road resurfacing (crushed/screen aggregates)
- Replacement of small item i.e. face pumps, fans, electrical distribution boxes

A summary of Ernesto total capital costs including pre-production and sustaining for the LOM at Ernesto is US\$23.0M as shown in Table 1.10.

**TABLE 1.10 CAPITAL EXPENDITURE FOR MINING LOM AT ERNESTO**

<b>Capital Expenditure</b>	<b>Total LOM US\$M</b>
Capital Development Direct Cost	6.68
Indirects (Equipment, Labour, Other)	16.28
<b>Total CAPEX</b>	<b>22.97</b>

A closure cost for the Ernesto underground mine has been included in the consolidated financial model and was estimated at US\$3.0M. This cost is not included in Table 3-10.

## Lavrinha Open Pit Capex

The Lavrinha open pit mining operation is fully contracted and does not incur any material capital costs. Aura, using its many years of operating experience in the region, selected a reputable and reliable mining contractor for this operation.

## Pau-a-Pique Underground Capex

In late 2014 the Pau-a-Pique underground mine was placed on care and maintenance. The existing infrastructure and installations are functional and require minimal work before mining recommences.

Sustaining capital expenditure over the mine life includes completion of outstanding work such as:

- Surface maintenance shop upgrades
- Equipment refurbishing mechanical work and associated parts

- Office equipment and existing equipment repairs
- Road resurfacing (crushed/screen aggregate)
- Small items (i.e. face pumps, fans, electrical distribution boxes).

Total Pau-a-Pique initial and sustaining capital for the LOM is estimated at US\$7.8M as presented in Table 1.11.

**TABLE 1.11 CAPITAL EXPENDITURE FOR MINING LOM AT PAU-A-PIQUE**

<b>Capital Expenditure</b>	<b>Total LOM US\$M</b>
Preproduction	0.97
Equipment Rental	1.11
Development	5.69
<b>Total CAPEX</b>	<b>7.77</b>

The closure cost for Pau-a-Pique underground mine is not included in Table 1.11 but has been included in the consolidated financial model and is estimated at US\$1.7M.

#### **Plant and Tailings Capex**

The gold processing plant was commissioned in 2012 which includes a state-of-the-art distributed control system and all associated instrumentation with all components currently fully functional.

An allowance of US\$4.5M for sustaining capital projects at the plant level has been estimated over the 5.5 year LOM.

The existing tailings storage facility has capacity for one year of operation and the next dam raise was engineered by DAM Engenharia from Belo Horizonte. The estimated costs for the next raise are US\$1.5M and the subsequent raise is estimated at US\$2.2M for a total cost of US\$3.7M over LOM.

#### **Closure Capex**

A total of US\$7.0M has been estimated for Project closure capital at the end of the Project life.

#### **Operating Costs**

##### ***Ernesto Underground Opex***

Ernesto operating cost first principle estimates have been built utilizing advance rate cycles for each heading that were applied against scheduled quantities. A summary of the Ernesto operating cost estimates is presented in Table 1.12.

**TABLE 1.12 SUMMARY OF ERNESTO LOM OPERATING COST ESTIMATES**

<b>Operating Cost Area</b>	<b>US\$M</b>	<b>US\$/ t ore</b>
Mining	43.12	49.69
Mining Overhead	11.38	13.12
<b>Total Operating Cost</b>	<b>54.50</b>	<b>62.81</b>

Ernesto labour costs have been based on scheduled manpower requirements for the operations, in line with Aura's organizational chart. Salaries and benefit structures are calculated in accordance with current prevailing salary structures in Brazil for the prescribed employment positions. The salary structures and labour rates are compliant with the provisions required under Brazilian tax law.

All-in costs have been factored into the labour rates, including bonuses, overtime, sick leave, allowances for vehicle and accommodation (where relevant), annual leave, and health insurance and medical provisions.

Ernesto and Pau-a-Pique mining costs have been developed based on a schedule of first principle developed rates for underground production, development and diamond drilling. Costs of other inputs into the mining operations, including provision of power, water and services, are based on existing contract rates with external suppliers and estimated consumption rates.

#### *Lavrinha Open Pit Opex*

The Lavrinha open pit is a contracted operation and the costs associated with ore production and waste movement have been set as presented in Table 1.13. Aura has been actively mining in this area of Brazil for over half a decade utilizing mining contractors.

**TABLE 1.13 SUMMARY OF LOM CONTRACT MINING COSTS FOR LAVRINHA**

<b>Operating Cost Area</b>	<b>Ore (US\$/t)</b>	<b>Waste (US\$/t)</b>
Drilling	0.38	0.22
Blasting	0.40	0.30
Loading	0.41	0.31
Hauling	0.77	0.70
Aux. Equipment	0.20	0.20
Geology	0.06	0.06
Planning	0.04	0.04
G&A (Overhead)	0.06	0.06
<b>TOTAL Mining Operating Cost</b>	<b>2.31</b>	<b>1.88</b>

#### *Pau-a-Pique Underground Opex*

Pau-a-Pique operating cost estimates have been developed from first principles, utilizing historical advance rates, updated contractual rates for haulage, new consumables quotes and an up-to-date study on Aura's labour rates. A summary by cost area is presented in Table 1.14.

**TABLE 1.14 SUMMARY OF PAU-A-PIQUE LOM OPERATING COST ESTIMATES**

<b>Operating Cost Area</b>	<b>US\$M</b>	<b>US\$/ t ore</b>
Mining	16.55	51.72
Mining Overhead	2.00	6.21
<b>Total Operating Cost</b>	<b>18.55</b>	<b>57.93</b>

Costs of other inputs into the mining operations, including provision of power, water and services, are based on existing contract rates with external suppliers and estimated consumption rates.

#### *Process Plant Opex*

During the first 26 months of operation, the processing plant will treat an average of 55,000 tonnes of ore per month; this average throughput will be primarily from the Lavrinha open pit and partially from the Pau-a-Pique underground. After month 27, the Ernesto underground will become the sole source of ore feed to the plant as Lavrinha and Pau-a-Pique become depleted, and this will result in a lower average monthly throughput of 21,500 tonnes per month.

The processing costs are presented in two categories: fixed and variable costs. Fixed costs include plant labour and fixed contracts to operate the plant. Variable costs include all consumables, maintenance parts, power and other variable cost components. The

processing cost for the 55 Kt/month production rate is estimated at US\$12.5/t, and for the 21.5 Kt/month rate is estimated at US\$21.3/t, as presented in Table 1.15.

**TABLE 1.15 PROCESS PLANT OPERATING COST BREAKDOWN**

<b>Cost Breakdown</b>	<b>55Kt/month ('000 US\$)</b>	<b>21.5Kt/month ('000 US\$)</b>
Labour Cost	153.7	135.2
Contract Cost	39.7	26.5
<b>Total Fixed Costs</b>	<b>193.4</b>	<b>161.7</b>
Maintenance Cost	45.6	30.4
Consumables Cost	258.3	141.7
Power Cost	156.0	101.7
Contingency	32.7	21.8
<b>Total Variable Costs</b>	<b>492.6</b>	<b>295.6</b>
<b>Total Monthly Cost (US\$)</b>	<b>686.0</b>	<b>457.3</b>
<b>US\$/t</b>	<b>12.5</b>	<b>21.3</b>

Process consumables and reagents for the process plant have been calculated on budgeted consumption rates and pricing provided by suppliers for initial first fill supply.

Labour costs were defined after a “Pesquisa de Remuneração e Benefícios” (i.e. salary survey) was conducted in early 2016 by Parametro RH, a human resources company based in São Paulo, Brazil. This survey provided average, maximum and minimum salaries and benefits for more than 150 employment positions based on 11 active mining companies operating in Brazil.

Maintenance costs have been estimated on planned maintenance requirements for ongoing operation of the process plant. Maintenance costs include general materials and spare parts used in the processing plant as well as small service contracts for electrical and mechanical activities. The total maintenance costs will fluctuate between US\$30,400/month and US\$45,650/month depending on whether the plant is running at 21.5Kt/month or 55Kt/month, respectively.

The Project has a current power supply contract with the Mato Grosso Energy Utility Company (“ENERGISA”) which is valid until the end of 2017. Under this contract, the cost per megawatt-hour (“MWh”) is R\$181.6 or US\$56.7 at a foreign exchange rate of US\$1.0:R\$3.2.

The largest power consumer across the entire Project is the processing plant, for the crushing and grinding stages. The power costs are estimated to be between US\$156,000 and US\$101,000 per month for 55Kt/month and 21.5Kt/month, respectively.

Gold doré bar freight and refining costs have been based on historical costs and are subject to market adjustment. The total payable for gold is 99.99% and the refining costs are estimated to be US\$5.63/oz of payable gold. The gold transportation costs are estimated at US\$9.44/oz of recovered gold (e.g. saleable gold).

#### **Global G&A Costs**

The Project’s operational cost includes an annual fixed global G&A cost which entails all related labour, consumables, and services that are used commonly by all operating mines, as shown in Table 1.16. In addition to the global G&A, each mine and the processing plant have its own local G&A cost.

Based on the mining schedule, the Project will have the Lavrinha open pit and the Pau-a-Pique underground producing at the same time for approximately 27 months and thereafter the Ernesto underground will become the sole source of ore to the plant. Based on this schedule, global G&A costs have been broken down into the two cases.

**TABLE 1.16 GLOBAL G&A COSTS – TWO MINES VS. ONE MINE OPERATING**

ITEM	LAV + PPQ (‘000 US\$)	ERN (‘000 US\$)
Labour	1,614	1,406
Consumables	123	103
Contract	2,021	1,816
Others	376	332
<b>Total Cost (‘000 US\$/year)</b>	<b>4,134</b>	<b>3,658</b>

## Economic Analysis

### *Base Case Operating Highlights and Project Performance*

- Gold price: Baseline economic evaluation: US\$1,300/oz Au
- Proven and Probable Mineral Reserves: 2.3 Mt @ 3.17 g/t Au containing 233,600 oz Au
- Average Gold Production: 36,100 oz/year over approximately 5.8 years.
- Foreign Exchange Rate: 3.2:1 (BRA:USD)
- Initial CAPEX: US\$18.2M (Partially funded by the Yamana Debt Facility of US\$9.0M and an Aura Rights Offering in 2016 of approximately US\$4.0M; including working capital and contingency)
- NPV @ 5% (after-tax): US\$28.5M
- IRR (after-tax): 100%

The Project economics are comprised of three economical scenarios: 1) “Base Case” Scenario which uses current metal prices and foreign exchange rates (i.e. US\$1,300/oz Au and 3.2:1 FOREX), 2) “Upside Ernesto Recovery” Scenario which considers an increase in process plant recovery from 86% to 88%, and 3) “Consensus” Scenario which considers the long-term metal prices and foreign exchange rates (i.e. US\$1,350/oz Au and 3.5:1 FOREX). Table 1.17 presents the After-Tax Project economics for the “Base Case” Scenario.

Inflation has not been considered in the cash flow analysis, since the Project will be commenced over a relatively short period of time, and all costs are stated in nominal terms. Neither costs nor revenue has been escalated with any Consumer Price Index (“CPI”) or other base commodities inflation.

**TABLE 1.17 AFTER TAX BASE CASE PROJECT ECONOMICS**

Operating Statistics	Life-Of-Mine (LOM)
Ore Tonnes	2,298,000
Au (g/t)	3.17
Plant Recovery (%)	88.7%
Gold production (payable) oz Au	207,700
Cash cost US\$/oz	837
All-in Sustaining cost US\$/oz	1,064
<b>Estimated Cash Flows</b>	<b>(US\$ 000’s)</b>
Gold Revenue	269,996
Government Royalties	(2,700)

<b>Operating Statistics</b>	<b>Life-Of-Mine (LOM)</b>
Refining and Transport	(3,130)
<b>Net Smelter Return (NSR)</b>	<b>264,167</b>
Mining costs	(104,766)
Processing costs	(36,783)
Total Project G&A	(22,449)
Private Royalty	(6,750)
<b>Pre-tax Cash Earnings</b>	<b>93,418</b>
Income taxes	(8,328)
PIS/COFINS Credits <sup>1</sup>	8,328
<b>After-tax Cash Earnings</b>	<b>93,418</b>
Capital and Sustaining Capital	(38,946)
Closure Costs	(7,020)
<b>Cash Flow to Entity</b>	<b>47,452</b>
Debt Yamana (Including Interest) <sup>2</sup>	(11,016)
<b>Cash Flow to Equity</b>	<b>36,436</b>
<b>NPV 5%</b>	<b>28,517</b>
<b>NPV 8%</b>	<b>24,737</b>
<b>NPV 10%</b>	<b>22,540</b>
<b>IRR</b>	<b>100%</b>

Notes:

1. PIS/COFINS are tax credits under Brazilian Tax Regulation for exporters and those can be used to offset against income tax liabilities or refunded in cash.
2. As previously disclosed, in order to facilitate the acquisition of the Project, the previous owner, SBMM, a company affiliated with Yamana, made available to the Company's operating entity a working capital facility of up to US\$9M (the "Working Capital Facility"). The Working Capital Facility bears interest at 4% per annum on the outstanding balance. The funds advanced from the Working Capital Facility have been invested in the capital, care-and-maintenance and engineering requirements of the Project to restart the Project and to complete the NI 43-101 technical reporting. The Working Capital Facility is expected to be repaid with the initial free cash flow from the Project or will be payable in full by April 30, 2018. Should the Project not enter into production and the Company not have sufficient funds to repay the Working Capital Facility on the due date, such amount outstanding will, at the option of Yamana, be converted into common shares of the Company at a 10% discount over the 20 day VWAP of the Company's common shares based on the period prior to the due date. At no point in time may Yamana own, beneficially or otherwise, greater than 19.9% of the issued and outstanding common shares of the Company.

**Upside and Consensus Cases**

For the "Upside Ernesto Recovery" scenario, the Ernesto ore recovery was increased from the base case of 86% to 88% to see the effects on overall Project economics. For the Ernesto 88% recovery case, the after-tax NPV at a 5% discount rate from 2016 through to completion of LOM is estimated at \$31.3M and the IRR is estimated at 104%. Recovered gold over the LOM increases to 210,521 oz compared to 207,689 oz for the 86% recovery case.

For the "Consensus" scenario, a price forecast of US\$1,350/oz gold and a long term foreign exchange rate of BRA:USD = 3.5:1 were considered, and the after-tax NPV at a 5% discount rate from 2016 through to completion of LOM is estimated at \$47.7M and the IRR is estimated at 497%.

**Economic Sensitivities (After-Tax)**

Sensitivities on the after-tax base case Project economics have been analyzed by varying the gold price, opex, capex and foreign exchange rate. The results are presented in Table 1.18.

**TABLE 1.18 SENSITIVITY ANALYSIS**

<b>Gold Price Sensitivity After Tax (US\$M)</b>									
<b>US\$/oz</b>	<b>1,100</b>	<b>1,150</b>	<b>1,200</b>	<b>1,250</b>	<b>1,300*</b>	<b>1,350</b>	<b>1,400</b>	<b>1,450</b>	<b>1,500</b>
NPV	-6.7	2.1	10.9	19.7	<b>28.5</b>	37.3	46.1	54.9	63.7
Net Cashflow	-5.1	5.3	15.7	26.1	<b>36.4</b>	46.8	57.2	67.6	78.0
IRR (%)	-9	10	31	59	<b>100</b>	166	288	565	1,632
<b>NPV After Tax (US\$M)</b>									
<b>% Change</b>	<b>-15%</b>	<b>-12%</b>	<b>-8%</b>	<b>-4%</b>	<b>0%</b>	<b>4%</b>	<b>8%</b>	<b>12%</b>	<b>15%</b>
Capex	34.6	33.1	31.5	30.0	<b>28.5</b>	27.0	25.5	24.0	22.5
Opex	51.1	45.5	39.8	34.2	<b>28.5</b>	22.9	17.2	11.6	5.9
<b>Net Cash Flow After Tax (US\$M)</b>									
<b>% Change</b>	<b>-15%</b>	<b>-12%</b>	<b>-8%</b>	<b>-4%</b>	<b>0%</b>	<b>4%</b>	<b>8%</b>	<b>12%</b>	<b>15%</b>
Capex	43.5	41.7	40.0	38.2	<b>36.4</b>	34.7	32.9	31.1	29.4
Opex	62.7	56.1	49.6	43.0	<b>36.4</b>	29.9	23.3	16.7	10.2
<b>IRR After Tax (%)</b>									
<b>% Change</b>	<b>-15%</b>	<b>-12%</b>	<b>-8%</b>	<b>-4%</b>	<b>0%</b>	<b>4%</b>	<b>8%</b>	<b>12%</b>	<b>15%</b>
Capex	146	133	121	110	<b>100</b>	91	83	76	69
Opex	1,055	435	240	150	<b>100</b>	68	46	30	17
<b>BRA:USD Exchange Rate</b>									
<b>FOREX</b>				<b>3.0</b>	<b>3.2*</b>	<b>3.5</b>	<b>3.8</b>		
NPV (US\$M)				18.7	<b>36.4</b>	39.3	48.4		
IRR %				54	<b>100</b>	252	969		

Note: \* represents Base Case scenario

## Interpretations and Conclusions

P&E concludes that financial modeling of the Project has determined that the Project will be economically viable and profitable. The Lavrinha Deposit is planned to be mined by open pit method, and the Pau-a-Pique and Ernesto Deposits mined by underground methods, utilizing the existing processing plant and tailings storage area, to produce gold. This Report outlines a total Project Proven and Probable Mineral Reserve Estimate of 2.3Mt at 3.17 g/t Au containing 233,600 oz of gold. The Project has a low initial capital cost at US\$18.2M since much of the site infrastructure is already in place. Overall Project economics are strong, with an after-tax NPV of US\$28.5M, an after-tax IRR of 100%, and a payback of 1.2 years using the base case metal price of US\$1,300/oz Au and a BRA:USD=3.2:1 foreign exchange rate. The Project mine life is planned at 5.8 years.

P&E concludes that this Report demonstrates the viability of the EPP Project as proposed, and that further development is warranted.

The following summarizes the Technical Report conclusions, which highlight significant aspects of the Project or define Project value:

Title on the Property is in good order. Royalties exist on all deposits in the mine schedule. The area to be developed represents only a fraction of the Aura land position, and several nearby exploration targets have been identified.

The Project's local climate and geography allow for year-round mining. The Ernesto and Pau-a-Pique sites have existing suitable access for supply and services as well as for ore haulage, and there is adequate local skilled workforce availability in the region.

The Ernesto Property contains a 130 tonnes per hour CIL process plant, which includes crushing, milling and tailing facilities with power supplied from the national grid via a 12 km 138 kV transmission line from Pontes e Lacerda. The Ernesto Property also contains a gate house, administration offices, core shack, explosives storage facility, and the mined-out Ernesto open pit and waste rock dump. The Lavrinha Property is contiguous to Ernesto and does not contain any infrastructure. The Pau-a-Pique Property contains an underground mine that was operated by Yamana until late in 2014, and surface facilities for administration and maintenance.

Aura has existing surface rights over most of the Project area either via direct ownership or agreements with landowners. Negotiations are in process for a remaining parcel in Lavrinha and a small portion of the Pau-a-Pique Project area. Aura is also updating the landowner agreements for resumption of ore haulage along the 47 km access between Pau-a-Pique and Ernesto; this process is well underway. While no impediments are anticipated for concluding these pending surface rights and access road use agreements, delays could stand to affect the execution of the Project.

Regional and local geology which controls mineralization is well understood. The Ernesto-Lavrinha and Pau-a-Pique Deposits are broadly similar in host lithologies, structural style, alteration, and mineralization and all share characteristics of shear-hosted lode gold deposits.

Exploration of the Ernesto, Lavrinha and Pau-a-Pique Deposits has been comprehensive, and methodologies and practices applied are considered appropriate. Exploration drilling on the Property is extensive. Drill campaigns have been carried out by previous companies since 2005. Aura drilled the Ernesto, Lavrinha and Pau-a-Pique Deposits in 2015, focussing on in-fill drilling in the mineral resource areas.

It is P&E's opinion that sample preparation, security and analytical procedures for both the Ernesto and Pau-a-Pique Deposits drilling and sampling programs were adequate for the purposes of this Mineral Resource Estimate. It is MCB's opinion that sample preparation, security and analytical procedures for the Lavrinha Deposit drilling and sampling programs were adequate for the purposes of this Mineral Resource Estimate.

Based upon the evaluation of the QA/QC programs undertaken by Yamana and Aura, as well as P&E's due diligence sampling, P&E concludes that the data are of good quality for use in the Ernesto and Pau-a-Pique Mineral Resource Estimates. For Lavrinha, MCB had the same conclusion as P&E since the Lavrinha drilling campaigns were carried out simultaneously with Ernesto, applying the same procedures and sampling protocols.

The EPP process plant started operation in 2013 and was operated until October, 2014, receiving feed from the Ernesto open pit and the Pau-a-Pique underground mine. Samples of the three deposits (Ernesto, Pau-a-Pique and Lavrinha) were selected in 2016 from available core and sample coarse rejects to represent half years according to the production forecast for the Project. In the main, the core samples were sent for grinding testwork while the coarse rejects were sent for hydrometallurgical testing. SGS Lakefield, Canada, performed the grinding work, which consisted of SAG Power Index and Bond Ball Mill Work Index testwork, while SGS Geosol of Belo Horizonte, Brazil, performed the hydrometallurgical testwork, consisting of Gravity Recovery of Gold, bottle roll leach tests and settling testwork. The overall recoveries for the Pau-a-Pique and Lavrinha metallurgical testwork samples are very good at approximately 93%. Those for the Ernesto samples are lower than expected, at approximately 86%, even after the re-leach results are taken into account. Further work should be carried out on Ernesto material to ascertain the reasons for this. The work should investigate using finer grinds, increased cyanide levels and also the use of Leach Aid. The grinding circuit has more than adequate capacity to handle the tonnages planned for the Project. In view of this it may be advisable to investigate whether it would be beneficial to grind finer.

In P&E's opinion, the Mineral Resource Estimates for the Ernesto and Pau-a-Pique Deposits are reasonable and has been undertaken according to industry standard practice. In MCB's opinion, the Mineral Resource Estimate for the Lavrinha Deposit is reasonable and has been undertaken according to industry standard practice.

The Total Proven Mineral Reserve Estimate for the Project is 67,000 t at 1.85 g/t Au containing 4,000 oz gold. The Total Probable Mineral Reserve Estimate for the Project is 2,231,000 t at 3.20 g/t Au containing 229,600 oz gold. The Total Proven and Probable Mineral Reserve Estimate is 2,298,000 t at 3.16 g/t Au containing 233,600 oz gold.

Mining has been sequenced to start with open pit mining of the Lavrinha Deposit for a period of 28 months. Pre-production at the Pau-a-Pique underground mine starts one month after mining commences at Lavrinha, and lasts two months. Production mining at Pau-a-Pique is carried out for 17 months. Pre-production at Ernesto lasts five months and is scheduled to end when mining at Pau-

a-Pique is completed. Production mining at Ernesto is then carried out for 43 months. The total LOM sequence is 69 months, or 5.8 years.

The Ernesto Deposit will be mined by a Drift and Fill method, using a combination of drifting in ore and transverse primary and secondary stopes. The orebody will be accessed by one main ramp, with a second access for definition drill access and ventilation purposes. The presence of mylonite and its thickness will require re-analysis of ground support density and maximum stope span. The Ernesto Project will use the majority of the Pau-a-Pique Project's underground mobile equipment once Pau-a-Pique operations ceased. The Ernesto cemented rockfill plant has been selected and sized to deliver the required backfill quantity and quality.

Aura has contracted the Brazilian company Dinex to mine the Lavrinha open pit Deposit. The major equipment in the fleet is specified as Volvo excavators, CAT dozers, Scania trucks and Sandvik drills. The contract term is 24 months, and is to be done by contract phase, with Phase I at 450kt/month to the end of April, 2017, and Phase II at 750kt/month to the end of mine life.

Underground mining at Pau-a-Pique will be conducted by an Avoca choke blasting stoping method. Ore will be transported up the main access ramp and then along a 47 km surface road to the Ernesto process plant.

The existing primary powerline and all electrical components (i.e. substations, etc) have been confirmed to have enough capacity to supply energy under the two operating regimes.

The tailings dam facility will undergo a 3 m raise in 2017, which will provide additional tailings storage capacity for another 2.3 years. A final raise for the remainder of the Project will require further detailed study.

The financial model is based on a gold price of US\$1,300/oz. The 48-month trailing average price as of the effective date of this Technical Report was approximately US\$1,317/oz. Gold revenue for the Project will be subject to spot prices. Aura, through its wholly-owned Brazilian company Apoena, has contracts with Umicore to refine its gold and silver. It also has a contract with Brink's to transport doré.

The Project has experienced and qualified environmental management staff and facilities in place. A review of the site, permits, and monitoring data indicate that Aura is complying with the monitoring, inspection and surveillance programs stipulated in operating licenses for Ernesto and Pau-a-Pique. The Project has several key operating permits in hand to allow mining and processing activities to commence. The remaining permits and authorizations are in the application process, and there is reasonable certainty of obtaining these in due course. Delays in obtaining these pending approvals may in turn, delay or otherwise affect the Project, in particular, the cost-effective mining of the Lavrinha deposit. The Project cost model provides for additional test work in 2017 for acid rock drainage studies for tailings and waste rock.

Initial capital for the Project is estimated at US\$17.3M and is low since it is partially funded by the Yamana debt facility and since much of the Project infrastructure is already in place.

Operating costs for open pit mining at Lavrinha are based on the Dinex contract, and are estimated to average US\$2.31/t ore and US\$1.88/t waste over the LOM. Operating costs for underground mining at Pau-a-Pique and Ernesto have been developed from first principles and contain known consumable unit costs, labour rates from a salary survey and rates paid during care and maintenance, existing electrical power rates, and known costs for other services. The average cost for mining at Pau-a-Pique over the LOM is estimated at US\$57.93/t ore, and for Ernesto is estimated at US\$62.81/t ore. Processing costs have been developed from first principles, budgeted consumption rates, and quotations from suppliers. The processing cost for a 55 Kt/month production rate is estimated at US\$12.5/t, and for a 21.5 Kt/month rate is estimated at US\$21.3/t. The annual cost for Global G&A is estimated at US\$4.1M under the Lavrinha/Pau-a-Pique operation and US\$3.6M for the Ernesto stand-alone operation.

The after-tax NPV at a 5% discount rate from 2016 through to completion of LOM for the base case is estimated at \$28.5M and the IRR is estimated at 100%, with a payback of 1.2 years. The after-tax undiscounted cash flow of the EPP Project is estimated at \$36.4M over the LOM.

The Ernesto ore recovery was increased from the base case of 86% to 88% as an upside case to see the effects on overall Project economics. For the Ernesto 88% recovery case, the after-tax NPV at a 5% discount rate from 2016 through to completion of LOM is estimated at \$31.3M and the IRR is estimated at 104%. Recovered gold over the LOM increases to 210,521 oz compared to 207,689 oz for the 86% recovery case.

Using a consensus price forecast of US\$1,350/oz gold, along with a higher than base case foreign exchange rate of BRA:USD = 3.5:1, the after-tax NPV at a 5% discount rate from 2016 through to completion of LOM is estimated at \$47.7M and the IRR is estimated at 497%.

## **Recommendations**

P&E specifically recommends proceeding with detailed engineering and preparations for production based on the positive economics predicted by the designs and financial evaluations contained in this Technical Report.

### ***Ernesto***

A number of the Ernesto drill holes that cut the Mineral Resource Estimate wireframe were not fully sampled, and two holes should be deepened if possible. Modelling of a lower grade envelope in the Inferred Mineral Resource Estimate area in the northern part of the Ernesto Property is recommended to better understand geometry-continuity of the mineralized zone. The best potential to develop additional Mineral Resource Estimates for the future lies in fill-in drilling and sampling to upgrade the Inferred Mineral Resource Estimates to Indicated Mineral Resource Estimates.

Recommendation is made for all future drilling and channel sampling programs at the Project to include a more consistent approach to QC protocol for all samples to be sent for laboratory analysis.

The planned underground definition drilling program should be followed to provide additional information needed to finalize the level and stope designs prior to drifting in ore and stoping.

A Drift and Fill mining method is recommended. The performance of the access drives is sensitive to the mining sequence, effective spans established and the ground support practices. The stope span recommendations are sensitive to the ability of mine personnel to consistently tight fill the mined stopes as soon as possible after the completion of each stope. The span and ground support recommendations are sensitive to the thickness and rock mass quality of the mylonite.

It is recommended to evaluate the required crown pillar dimensions and the stability of the secondary stope pillars, including the impact of the saprolite and further analysis of the mylonite and its influence on achievable stope dimensions and ground support following the completion of the definition drilling. Additional geomechanical logging should be completed to better define the spatial variation of the rock mass quality in the immediate HW of the proposed stopes, as well as the spatial variation in the distribution of the mylonite and saprolite.

An in-situ CRF strength of 0.5 MPa is recommended. Having consistent feed material that is within the required particle size distribution specification is an important consideration in ensuring that the CRF achieves the target strength and quality on a consistent basis. A QAQC program should be put in place, using either contracted lab services or existing Aura facilities in the area, to monitor the particle size distribution of the prepared CRF aggregate, and test for the strength of the placed CRF to ensure that excessive consumption of cement does not occur.

Additional confirmatory acid rock drainage test work for waste rock in all mine areas as well as for tailings is recommended.

### ***Lavrinha***

MCB recommends the following:

- Organization of the drill core in the temporary shed in Pontes e Lacerda.
- Assay drill core intervals not sampled
- A complete review of the database information and cross-referencing with original records for the drill hole and assay databases.
- Update the surface topography files with more precision
- Additional drilling is recommended at Lavrinha to drill off the deposit in the SW of the Property towards the adjacent valley and also at the southern end of the deposit where the density of drilling is reduced and there are some lenses that can be potentially delineated near surface.
- The results of “G912-6” Geostats Standard are based on 18 assayed samples. The results indicated a slight bias in grade. It is recommended to check the certification of this standard due to the random values around the second standard deviation.
- The Lavrinha waste rock storage area design should be advanced to a detailed engineering level including elements such as foundation evaluations, design criteria, stability analysis, internal and surface drainage design.

### ***Pau-a-Pique***

P&E offers the following recommendations related to the Mineral Resource Estimate:

- Drill hole down hole surveys should be reviewed for implausible readings and these should be removed and the resulting re-positioning of the hole toe examined for impact on the resource wireframing.
- Additional drilling is recommended for the west target zone to identify the mineral resource potential.
- A structural study is recommended to identify and model major gold-bearing shear zones in the deposit for future exploration drill targets.
- It is strongly recommended that definition drilling be carried out in the Indicated Resources contained in the NNW lower portion of main zone P2 and the foot wall lenses P3 and P4 in the SSE portion of the deposit, before their development.

An Avoca choke blasting stoping method is recommended. P&E strongly recommends that definition drill data be available ahead of the stope extraction which subsequently must be used in the mine planning process before a particular stope is developed and mined. This will enable the mine operations to properly place the ore accesses within the stope designed boundaries and minimize stope dilution incurred during extraction, which the operation struggled with in the past.

With the objective of minimizing dilution and operating costs, the following are recommended:

- Geotechnical mapping should be undertaken during the development of the undercut and overcut for each stope. The results of the mapping should be used to plan the initial panel strike lengths.
- The panel performance should be monitored using regular CMSs and possibly instrumentation. The collected data should be used to document the actual panel dimensions and dilution. The rock mass quality of the HW and FW and the time the panel remains open should also be documented.
- The panel strike length should be adjusted based on the observed stope performance during mining.
- A final panel reconciliation should be completed for each stope and the design of future panels should be updated using the data collected from each stope.
- The mine engineering department will need to include adequate ground control staff and resources to support mine development and operations.
- Numerical stress modelling is recommended to evaluate the extraction sequence and the offset between the development and the ore body. The results of the modelling can also be used to confirm some of the inputs to the Mathews Stability Graph, as well as the stope sizing and ground support recommendations.
- Additional kinematic and numerical analyses are recommended to refine and confirm the ground support recommendations. For example, numerical modelling could be used to refine the length of the cable bolts recommended in the HW and FW of the overcuts and undercuts.
- An evaluation of the stability of the raises is recommended prior to their development.

P&E recommends that significant attention must be dedicated to stope drilling and blasting practices mainly around the drill pattern, hole spacing, firing practice, energy distribution per hole and per blast, and interdepartmental accountability/responsibility for the entire process.

It is also recommended that the 220 m Elev sill pillar extraction should be investigated. Mining of this and future sill pillars should be well understood and planned as it presents upside potential to the mine cash flow.

Relative to mine planning, mine budgeting and cost control, mine reconciliation, ground control management plan, equipment maintenance plan, and operational KPI's, P&E recommends the establishment of RACI (responsibility, accountability, controls, and implementation) charts with clear deliverables.

### ***Processing Plant and Tailings Storage***

The grinding circuit has more than adequate capacity to handle the tonnages planned for the Project. In view of this it may be advisable to investigate whether it would be beneficial to grind finer.

Further work should be carried out on Ernesto material to ascertain the reasons for the lower overall recovery compared to Lavrinha and Pau-a-Pique. The work should investigate using finer grinds, increased cyanide levels and a trade-off study should be performed to confirm the industrial benefits of using Leach Aid in the CIL process. Since the plant has more than enough capacity to grind finer, a series of tests should be performed to establish the optimum grind size for Ernesto ore, and then to establish the optimum leach conditions.

The following process plant recommendations are also provided:

- Continue with optimization efforts around reagent dosage, focusing on the two operating regimes outlined in the study.
- Review operating manuals to better control densities in the process, especially important for soft ores with high amounts of fines. This improvement needs to be focused at the E-Cat stage and CIL.
- Review the existing SAG mill control logic as the ore to be fed from all deposits is softer than originally expected. This logic would target the use of SAG mill speed and SAG pressure to prevent liner damage in situations where load cannot be built within the SAG mill.

Finalize the Tierra Group study, which includes a trade-off assessment of using waste rock instead of saprolite to build the next tailings storage facility raise. This study includes a better characterization of the acid generation potential testwork on the waste rock.

### ***Environmental***

There have been no ARD characterization tests done on tailings or Lavrinha waste rock, and it is recommended that confirmatory acid rock drainage testwork for waste rock in all mine areas be carried out, and similarly for the tailings.

It is also recommended that supporting studies and comprehensive closure plan development be initiated within the first year of operation.

### **2020 Company Update**

#### **Updated EPP Exploration Activities**

During 2020, the infill drilling campaign was focused on Lavrinha and Nosde mines. A total of 2,101.95 meters were drilled in 15 holes in the west side of the Lavrinha mine and a total of 1,360 samples (including those used for QA/QC purposes) were collected. Infill drilling in the Nosde mine was focused on the NW and SE extensions to convert inferred resources to Measured and Indicated. A total of 6,543.78 meters in 77 drill holes were drilled and 5,871 samples (including those used for QA/QC purposes) were collected in this drilling campaign.

The drilling resulted in increasing the Life of Mine (LOM) for the Lavrinha and Nosde open pit deposits. The Ernesto Mine declared commercial production in January 2020 and the Nosde mine declared commercial production in August of 2020.

During 2020, 25,773 samples were collected from drill holes, including 2,404 standard samples (9.3% of total of sampled).

Aura drilled 45,221m in 487 drill holes in near mine exploration between 2017 and 2020. The purpose of this drilling was to convert inferred resources to Measured and Indicated in the Lavrinha, Japonês, Nosde and Ernesto mines.

The table 2-1 summarizes the drilling in each mine and table 2-2 shows a summary of 2020 drilling campaigns for EPP in 2020.

Table 2-1: SUMMARY OF RECENT DRILLING AT EPP MINES

Mine	DDH	2017	2018	2019	2020	TOTAL
Lavrinha	meters	1,521.19	9,145.09	4,154.58	2,101.95	16,922.81
	holes	26	64	27	15	132
Japonês	meters	-	5,618.20	2,322.13	-	7,940.33
	holes	-	90	42	-	132
Ernesto	meters	3,000.16	1,701.34	-	-	4,701.50

	holes	25	12	-	-	37
Nosde	meters	-	-	8,296.25	6,543.78	14,840.03
	holes	-	-	100	77	177
ER Connection	meters	-	816.43	-	-	816.43
	holes	-	9	-	-	9

Table 2-2: SUMMARY OF 2020 DRILLING AT EPP MINES

Mine/Deposit	DDH#	Total depth	Min depth	Max depth	Min DIP	Max DIP	Min Azimuth	Max Azimuth	Sample#	Sample total length
BAN	83	24214.35	157.97	585.91	-67.1	-52	206.46	300	16855	20353.62
LVR	15	2101.95	120.83	160.47	-75.1	-52.6	120	150	1232	1372.55
NSD	77	6543.78	20.8	190.63	-90	-52.5	0	220	5321	6270.55
PPQ	112	10474.58	29.1	218.59	-78.81	42	0.44	359.97	4597	4259.17
<b>Grand Total</b>	<b>287</b>	<b>43334.66</b>	<b>20.8</b>	<b>585.91</b>	<b>-90</b>	<b>42</b>	<b>0</b>	<b>359.97</b>	<b>28005</b>	<b>32255.89</b>

Near mine drilling campaigns were focused on Lavrinha and Nosde mines. A total of 2,101.95 meters was drilled in 15 drill holes in the West portion of the Lavrinha Mine, and total of 1,360 samples including QAQC samples were collected. The Nosde Mine drilling campaign was focused on the NW and SE extensions. A total of 6,543.78 meters were drilled in 77 holes and a total of the 5,871 samples including QAQC samples were collected. In Pau a Pique Mine a total of 5,180.64m were drilled in exploration drilling and 5,678.94m in the definition drilling campaigns.

In the Lavrinha mine, drilling azimuths varied between 120°/150°, dips between -52°/-68° and depths up to 160m. In the Nosde mine, drilling azimuths varied between 040°/220°, dips between -55° and -90° and depths up to 156m. In Pau a Pique drill hole azimuths varied between 0° / 359°, dips between 42° / -78° and depths up to 218m.

The following tables ( Tables 2-4 , 2-5 and 2-6) are the best gold intercepts from the 2020 drilling campaigns in each of the open pit mines and also in the Pau Pique underground mine:

Table 2-3: Best Drilling Intercepts (2020) in Lavrinha Mine

HoleID	From	To	Intersection	Included
LVR0209	57	61	4m@1.64g/t	
LVR0209	84	85	1m@2.4g/t	
LVR0211	61	62	1m@3.55g/t	
LVR0213	81	82	1m@3.74g/t	
LVR0213	91	93	2m@1.22g/t	
LVR0214	102	108	6m@1.69g/t	
LVR0215	86	89	3m@1.8g/t	
LVR0217	86	87	1m@2.36g/t	
LVR0217	92	94	2m@11.35g/t	
LVR0217	97	98	1m@2.9g/t	
LVR0219	105	107	2m@2.157g/t	
LVR0220	89.4	91	1.6m@13.1g/t	
LVR0221	97.9	105	7.1m@1.95g/t	
LVR0223	105	109	4m@6.12g/t	

HoleID	From	To	Intersection	Included
LVR0209	57	61	4m@1.64g/t	
LVR0209	84	85	1m@2.4g/t	
LVR0211	61	62	1m@3.55g/t	
LVR0213	81	82	1m@3.74g/t	
LVR0213	91	93	2m@1.22g/t	
LVR0214	102	108	6m@1.69g/t	
LVR0215	86	89	3m@1.8g/t	
LVR0217	86	87	1m@2.36g/t	
LVR0217	92	94	2m@11.35g/t	
LVR0217	97	98	1m@2.9g/t	
LVR0219	105	107	2m@2.157g/t	
LVR0220	89.4	91	1.6m@13.1g/t	
LVR0221	97.9	105	7.1m@1.95g/t	
LVR0223	105	109	4m@6.12g/t	

HoleID	From	To	Intersection	Included
LVR0209	57	61	4m@1.64g/t	
LVR0209	84	85	1m@2.4g/t	
LVR0211	61	62	1m@3.55g/t	
LVR0213	81	82	1m@3.74g/t	
LVR0213	91	93	2m@1.22g/t	
LVR0214	102	108	6m@1.69g/t	
LVR0215	86	89	3m@1.8g/t	
LVR0217	86	87	1m@2.36g/t	
LVR0217	92	94	2m@11.35g/t	
LVR0217	97	98	1m@2.9g/t	
LVR0219	105	107	2m@2.157g/t	
LVR0220	89.4	91	1.6m@13.1g/t	
LVR0221	97.9	105	7.1m@1.95g/t	
LVR0223	105	109	4m@6.12g/t	

Mine	HoleID	From	To	Intersection	Included
Lavrinha	LVR0217	79	80	1m@0.72g/t	
Lavrinha	LVR0217	86	87	1m@2.36g/t	
Lavrinha	LVR0217	92	94	2m@11.35g/t	
Lavrinha	LVR0217	97	98	1m@2.9g/t	
Lavrinha	LVR0218	111	113	2m@0.76g/t	
Lavrinha	LVR0219	93.19	94.19	1m@2.17g/t	
Lavrinha	LVR0219	99	100	1m@0.54g/t	
Lavrinha	LVR0219	105	107	2m@2.157g/t	
Lavrinha	LVR0220	89.4	91	1.6m@13.1g/t	
Lavrinha	LVR0221	97.9	105	7.1m@1.95g/t	
Lavrinha	LVR0221	120	122	2m@0.53g/t	
Lavrinha	LVR0222	56	57	1m@0.65g/t	
Lavrinha	LVR0222	98	103	5m@0.78g/t	1m@2.39g/t
Lavrinha	LVR0222	120	121	1m@1.59g/t	
Lavrinha	LVR0222	122.73	123.46	0.73m@1.04g/t	
Lavrinha	LVR0223	49	53	4m@0.71g/t	
Lavrinha	LVR0223	105	109	4m@6.12g/t	

Table 2-4: Best Drilling Intercepts (2020) in Nosde Mine

HoleID	From	To	Thickness	Intersection	Included
NSD0148	39	40	1	1m@8.85g/t	
NSD0150	64	75	11	11m@1.56g/t	1m@5.99g/t & 1m@7.87g/t
NSD0151	55	56	1	1m@8.8g/t	
NSD0152	57	66	9	9m@1.02g/t	1m@1.88g/t & 1m@5.49g/t
NSD0154	64	76	12	12m@2.3g/t	1m@8.36g/t & 1m@5.77g/t
NSD0155	52	57.1	5.1	5.1m@2.03g/t	
NSD0156	41	43.2	2.2	2.2m@7.32g/t	
NSD0157	13.16	19	5.84	5.84m@2.44g/t	
NSD0158	16	31	15	15m@1.64g/t	1m@2.08g/t & 1m@17.81g/t
NSD0161	9	20	11	11m@1.91g/t	1m@12.11g/t
NSD0164	9	10	1	1m@15.64g/t	
NSD0168	17	22	5	5m@4.12g/t	
NSD0168	39	56	17	17m@0.81g/t	1m@3.46g/t & 1m@2.51g/t & 1m@2.33g/t
NSD0168	60	62	2	2m@12.49g/t	
NSD0169	45	54	9	9m@2.09g/t	3m@3.90g/t
NSD0169	69	70	1	1m@6.8g/t	
NSD0170	24	31	7	7m@3.06g/t	
NSD0170	45	68.1	23.1	23.1m@1.46g/t	1m@7.55g/t & 2m@3.61g/t & 2.1m@3.78g/t
NSD0171	23.35	32	8.65	8.65m@3.41g/t	6m@4.66g/t
NSD0171	49	52	3	3m@5.14g/t	
NSD0174	21	24	3	3m@12.81g/t	
NSD0174	29	31	2	2m@10.87g/t	
NSD0174	37	38	1	1m@18.13g/t	

Hole ID	From	To	Intersection	Included
NS00146	34	22	8m@0.9g/l	3m@1.57g/l
NS00146	105	112	7m@0.55g/l	1m@1.55g/l & 1m@1.07g/l
NS00146	129	130	1m@0.84g/l	
NS00146	134	135	1m@0.54g/l	
NS00147	14.5	36	1.5m@0.82g/l	
NS00147	35.5	38	2.5m@0.56g/l	
NS00148	30	40	1m@0.85g/l	
NS00149	68	69	1m@0.95g/l	
NS00150	35	36	1m@2.98g/l	
NS00150	64	75	11m@1.56g/l	1m@5.93g/l & 1m@7.87g/l
NS00150	87	89	2m@2.15g/l	
NS00151	11	12	1m@0.99g/l	
NS00151	30	32	2m@2.78g/l	
NS00151	36	37	1m@2.91g/l	
NS00151	51	52	1m@2.75g/l	
NS00151	55	56	1m@8.8g/l	
NS00151	72	73	1m@1.73g/l	
NS00151	92.21	93	0.79m@12.32g/l	
NS00152	44	45	1m@2.51g/l	
NS00152	50	51	1m@1.94g/l	
NS00152	57	66	9m@1.02g/l	1m@1.83g/l & 1m@5.49g/l
NS00152	76	81	5m@1.22g/l	1m@4.40g/l
NS00152	114.5	116.5	2m@1.11g/l	
NS00153	17.5	19.17	1.67m@0.75g/l	
NS00153	40	42	2m@0.65g/l	
NS00153	45	46	1m@1.37g/l	
NS00153	48	50	2m@0.79g/l	
NS00153	56	57	1m@0.83g/l	
NS00153	79	80	1m@0.66g/l	
NS00153	109.5	110.1	0.6m@2.87g/l	
NS00153	124	126	2m@0.48g/l	
NS00154	47	48	1m@1.5g/l	
NS00154	64	76	12m@2.3g/l	1m@8.36g/l & 1m@5.77g/l
NS00155	38	39	1m@0.58g/l	
NS00155	42	43	1m@4.61g/l	
NS00155	45	46	1m@6.38g/l	
NS00155	52	57.1	5.1m@2.03g/l	
NS00155	58	59	1m@0.5g/l	
NS00155	67	68	1m@1.22g/l	
NS00155	71	75	4m@2.25g/l	
NS00156	41	43.2	2.2m@7.32g/l	
NS00156	85	88	3m@0.87g/l	
NS00156	90	91	1m@0.7g/l	
NS00157	1.42	5.03	3.61m@3.63g/l	
NS00157	13.16	19	5.84m@2.44g/l	
NS00157	32.83	34	1.17m@2.27g/l	
NS00157	64	65	1m@1.01g/l	
NS00158	4	5.4	1.4m@0.86g/l	
NS00158	36	31	15m@1.64g/l	1m@2.08g/l & 1m@17.83g/l
NS00158	38	43	5m@0.88g/l	
NS00158	47.21	50.04	2.83m@1.9g/l	
NS00159	11	12	1m@3.79g/l	
NS00159	15	19.5	4.5m@0.8g/l	
NS00159	39.45	41	1.55m@2.19g/l	
NS00159	48	49	1m@0.98g/l	
NS00160	26.5	27.25	0.75m@0.66g/l	
NS00160	29	30	1m@1.53g/l	
NS00161	9	20	11m@1.93g/l	1m@12.11g/l
NS00161	24	25	1m@0.7g/l	
NS00162	22	23	1m@1.71g/l	
NS00162	31	32	1m@0.57g/l	
NS00162	35	36	1m@0.68g/l	
NS00163	14	16.59	2.59m@2.29g/l	
NS00163	30	31	1m@0.86g/l	
NS00163	84	85.05	1.05m@0.62g/l	
NS00164	9	10	1m@15.64g/l	
NS00164	37.77	40	2.23m@1.37g/l	
NS00164	83.1	84	0.9m@5.34g/l	
NS00165	18	22	4m@1.99g/l	
NS00165	26	28	2m@1.05g/l	
NS00165	46	47	1m@0.72g/l	
NS00166	9.39	12.3	2.91m@1.73g/l	
NS00166	15	16	1m@0.54g/l	
NS00166	23	24	1m@1.84g/l	
NS00166	26	27	1m@0.54g/l	
NS00166	31.95	38	6.05m@0.74g/l	
NS00166	45	46	1m@0.71g/l	
NS00167	31	35	4m@2.94g/l	
NS00167	40	41	1m@1.13g/l	
NS00167	63.5	65	1.5m@0.73g/l	
NS00168	17	22	5m@4.12g/l	
NS00168	39	56	17m@0.83g/l	1m@3.46g/l & 1m@2.51g/l & 1m@2.33g/l
NS00168	60	62	2m@12.49g/l	
NS00169	21	22	1m@3.42g/l	
NS00169	45	54	9m@2.09g/l	3m@3.90g/l
NS00169	69	70	1m@6.8g/l	
NS00170	24	31	7m@3.06g/l	
NS00170	45	68.1	23.1m@1.46g/l	1m@7.55g/l & 2m@3.61g/l & 2.1m@3.78g/l
NS00171	23.35	32	8.65m@3.43g/l	6m@4.66g/l
NS00171	38	39.5	1.5m@1.34g/l	
NS00171	49	52	3m@5.14g/l	
NS00171	94.5	96	1.5m@0.71g/l	
NS00172	14	15	1m@0.78g/l	
NS00172	31	33	3m@1.04g/l	
NS00172	103.16	104	0.84m@0.63g/l	
NS00173	40	46.94	6.94m@0.43g/l	
NS00174	21	24	3m@12.83g/l	
NS00174	29	31	2m@10.83g/l	
NS00174	37	38	1m@18.13g/l	
NS00174	40	42	2m@5.68g/l	
NS00174	50	51	1m@1.0g/l	
NS00175	45	52	7m@0.29g/l	
NS00176			No gas flow	
NS00177			No gas flow	

Table 2-5: Best Drilling Intercepts (2020) in Pau Pique Mine

Hole-ID	True Thickness	Grade	Intervals
PPQ0943	3.76	3.73	3.76m@ 3.73g/t
PPQ0944	2.44	3.53	2.44m@ 3.53g/t
PPQ0946	2.52	6.99	2.52m@ 6.99g/t
PPQ0947	2.05	1.27	2.05m@ 1.27g/t
PPQ0948	6.72	1.46	6.72m@ 1.46g/t
PPQ1009	8.55	2.06	8.55m@ 2.06g/t
PPQ1010	3.11	2.10	3.11m@ 2.1g/t
PPQ1012	2.01	1.48	2.01m@ 1.48g/t
PPQ1012	2.68	3.74	2.68m@ 3.74g/t
PPQ1017	3.15	6.92	3.15m@ 6.92g/t
PPQ1037	7.08	3.20	7.08m@ 3.2g/t
PPQ1042	2.82	3.11	2.82m@ 3.11g/t
PPQ1043	2.23	2.50	2.23m@ 2.5g/t
PPQ1045	2.41	2.11	2.41m@ 2.11g/t
PPQ1046	2.59	1.48	2.59m@ 1.48g/t
PPQ1046	2.29	2.69	2.29m@ 2.69g/t
PPQ1047	11.05	3.52	11.05m@ 3.52g/t
PPQ1051	2.90	4.28	2.9m@ 4.28g/t
PPQ1054	4.96	3.95	4.96m@ 3.95g/t
PPQ1072	3.63	5.31	3.63m@ 5.31g/t
PPQ1073	3.03	2.79	3.03m@ 2.79g/t
PPQ1075	5.95	3.36	5.95m@ 3.36g/t
PPQ1076	3.69	1.63	3.69m@ 1.63g/t
PPQ1077	2.72	4.98	2.72m@ 4.98g/t
PPQ1078	3.65	4.27	3.65m@ 4.27g/t
PPQ1079	6.90	3.68	6.9m@ 3.68g/t
PPQ1103	3.46	2.83	3.46m@ 2.83g/t
PPQ1104	3.80	1.70	3.8m@ 1.7g/t
PPQ1105	4.91	1.23	4.91m@ 1.23g/t
PPQ1106	4.73	1.58	4.73m@ 1.58g/t

True thicknesses are approximately 90% and 87% for Lavrinha and Nosde mines respectively from apparent thicknesses shown in tables 2-3 , 2-4 and 2-5. Core recovery for the EPP mines is typically 98%.

Besides near mine targets, Aura has an extensive land package in the Guapore belt and Pontes-e Lacerda, which provide attractive greenfield, brownfield and advanced exploration targets.

Bananal is one of exploration targets, which is located ~22km from the EPP plant. Drilling was started in 2019 and continued during 2020. The Bananal target is divided into three parts, Bananal North, Bananal South, and Bananal Central, due to different locations of these targets. In 2020, infill drilling campaigns were conducted in Bananal North (drilling in 100 by 50 meters grid) and in Bananal South (drilling in 25 by 25 meters grid). Additionally, exploration drilling was conducted to extend Bananal South and Central targets.

In Bananal North, a total of 4,390.15 meters were drilled in 17 holes and 3,567 samples (including QA/QC samples) were collected. In Bananal South a total of 19,141.40 meters in 66 holes were drilled and 14,975 samples were collected (including QA/QC samples). A total of 566.81 meters were drilled in two holes in Bananal Central.

The results of drilling were incorporated into resource estimate for Bananal South and North and, if future infill and exploration drilling are positive, Aura may publish a technical report including these assets into the Life of Mine (LOM) for the EPP project. Aura continues to drill infill and exploration drilling in 2021 for all three targets in Bananal.

Exploration work is conducted based on best practices outlined in the CIM guidelines, including QA/QC measures for sampling, assaying and collar and downhole surveys. The QA/QC measures are supervised by Farshid Ghazanfari, P.Geo., and improvements were made to the Aura standards in the QA/QC sampling stream during 2019 & 2020.

Analytical work was carried out by SGS Geosol Lab (“SGS”), in Belo Horizonte, Brazil. Drill core samples were shipped to SGS’s Lab. All samples were analyzed for gold values determined by fire assay method with atomic absorption spectrometry finish on 50g aliquots. SGS has routine quality control procedures which are independent from the Company’s. The Company has established a standard quality assurance and quality control procedure for the drilling programs at Apoená as below. Each batch of samples sent to the lab is composed approximately by 40 core samples and 4 quality assurance and quality control samples (2 blanks and 2 standards). The number of control standards should reflect the size of the analytical batch used by the laboratory. These QAQC samples are randomly spaced into each batch. The bags are labeled with these numbers are filled with 50 grams of one of the control standards and the sample tag is inserted in the bag. Records of which control standard was put in each bag in the sample log or sample cards are kept.

## Updated Mineral Resource and Reserve Estimates

### Lavrinha Deposit

**Mineral Resources.** The Company estimates that the Mineral Resources (inclusive of Mineral Reserves) at the Lavrinha mine, as of December 31, 2020 are as follows:

Mineral Resource Category *	Tonnes	Gold Grade (g/t)	Contained Ounces
Measured	61,980	2.59	5,170
Indicated	636,214	1.24	25,420
<b>Measured and Indicated</b>	<b>698,194</b>	<b>1.36</b>	<b>30,590</b>
Inferred	-	-	-

Notes\*:

1. The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Resources are inclusive of Mineral Reserves. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.
3. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the EPP Technical Report and the “Risks Factors” section of this AIF.
4. The disclosure of the Mineral Resource estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.
5. Contained metal figures may not add due to rounding.
6. Based on an optimized pit shell using US\$1,900/oz gold and at a cut-off grade of 0.40 g/t Au.
7. Density models based on rock types were used for volume to tonnes conversion with resources averaging 2.78 tonnes/m<sup>3</sup>.
8. Surface topography based on December 31st, 2020.

**Mineral Reserves.** The Company estimates that the Mineral Reserves at the Lavrinha mine, as at December 31, 2020 are as follows:

Mineral Reserve Category *	Tonnes	Gold Grade (g/t)	Contained Ounces
Proven	80,670	1.84	4,785
Probable	804,880	0.90	23,300
<b>Total Proven and Probable</b>	<b>885,550</b>	<b>0.99</b>	<b>28,085</b>

Notes\*:

1. The Mineral Reserve estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.

- Mineral Reserves are the economic portion of the Measured and Indicated Mineral Resources. Mineral Reserve estimates include mining dilution and mining recovery. Mining dilution and recovery factors vary with specific reserve sources and are influenced by several factors including deposit type, deposit shape and mining methods.
- The estimate of Mineral Reserves may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the EPP Technical Report and the “Risks Factors” section of this AIF.
- The disclosure of the Mineral Reserve estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.
- Mineral Reserves are calculated using pit designs, which have been optimized using only Measured and Indicated Resources at \$1,700/oz. gold price.
- Mineral Reserves for were estimated at a cut-off grade of 0.40 g/t Au and applying 40 % dilution factor with 98% mining recovery.
- Contained metal figures may not add due to rounding.
- Surface topography based on December 31st, 2020.

**Mineral Resources.** The Company estimates that the Mineral Resources (exclusive of Mineral Reserves) at the Lavrinha mine, as at December 31, 2020 are as follows:

Mineral Resources Category *	Tonnes	Gold Grade (g/t)	Contained Ounces
Measured	320	1.36	15
Indicated	33,245	1.00	1,075
<b>Measured + Indicated</b>	<b>33,565</b>	<b>1.01</b>	<b>1,090</b>
Inferred	-	-	-

Notes\*:

- The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
- Mineral Resources are reported above exclusive of Mineral Reserves. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.
- The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the EPP Technical Report and the “Risks Factors” section of this AIF.
- The disclosure of the Mineral Resource estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.
- Contained metal figures may not add due to rounding.
- Based on an optimized pit shell using US\$1,900/oz gold and at a cut-off grade of 0.40 g/t Au.
- Density models based on rock types were used for volume to tonnes conversion with resources averaging 2.78 tonnes/m3.
- Surface topography based on December 31st, 2020.

### **Pau-a-Pique Deposit**

**Mineral Resources.** The Company estimates that the Mineral Resources (inclusive of Mineral Reserves) at the PPQ mine, as at December 31, 2020 are as follows:

Mineral Resources Category *	Tonnes	Gold Grade (g/t)	Contained Ounces
Measured	359,560	3.25	37,600
Indicated	797,080	2.94	75,375
<b>Measured + Indicated</b>	<b>1,156,640</b>	<b>3.04</b>	<b>112,975</b>

Inferred	68,400	2.94	6,470
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Notes\*

1. The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Resources are inclusive of Mineral Reserves. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.
3. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the EPP Technical Report and the "Risks Factors" section of this AIF.
4. The disclosure of the Mineral Resource estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.
5. Contained metal figures may not add due to rounding.
6. Based on a Cut-Off Grade of 1.34 g/t Au and minimum width of 2m.
7. Mineral Resources are estimated from the 410 m EL to the 65 m EL, or from approximately 30 m depth to 500 m depth from surface.
8. End of the year mining depletion shapes used to estimate remaining resources.
9. Density models based on rock types were used for volume to tonnes conversion with resources averaging 2.77 tonnes/m<sup>3</sup>.
10. Surface topography based on December 31st, 2020.

**Mineral Reserves.** The Company estimates that the Mineral Reserves at the PPQ mine, as of December 31, 2020 are as follows:

Mineral Reserves Category *	Tonnes	Gold Grade (g/t)	Contained Ounces
Proven	62,962	1.56	3,155
Probable	182,291	1.63	9,542
<b>Proven + Probable</b>	<b>245,253</b>	<b>1.61</b>	<b>12,697</b>

Notes\*

1. The Mineral Reserve estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Reserves are the economic portion of the Measured and Indicated Mineral Resources. Mineral Reserve estimates include mining dilution and mining recovery. Mining dilution and recovery factors vary with specific reserve sources and are influenced by several factors including deposit type, deposit shape and mining methods.
3. The estimate of Mineral Reserves may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the EPP Technical Report and the "Risks Factors" section of this AIF.
4. Mineral Reserves estimated based on a fully costed (stope) ore cut-off grade of 1.42 g/t Au with a marginal (development) ore cut-off grade of 1.0 g/t Au and applying 30% dilution factor and 90% recovery.
5. Contained metal figures may not add due to rounding.
6. The disclosure of the Mineral Reserve estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.
7. Mineral Reserve estimates for Pau Pique were reviewed and audited by R.S. Dowdell C. Eng, an independent consultant to Aura, as a Qualified Persons as that term is defined in NI 43-101.
8. Surface topography based on December 31st, 2020.

**Mineral Resources.** The Company estimates that the Mineral Resources (exclusive of Mineral Reserves) at the PPQ mine, as of December 31, 2020 are as follows:

Mineral Resources Category *	Tonnes	Gold Grade (g/t)	Contained Ounces
Measured	310,670	3.27	32,670
Indicated	574,630	2.87	53,050
<b>Measured + Indicated</b>	<b>885,300</b>	<b>3.01</b>	<b>85,720</b>

Inferred	65,590	2.94	6,210
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Notes\*:

1. The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Resources are exclusive of Mineral Reserves. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.
3. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the EPP Technical Report and the "Risks Factors" section of this AIF.
4. The disclosure of the Mineral Resource estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.
5. Contained metal figures may not add due to rounding.
6. Based on a Cut-Off Grade of 1.34 g/t Au and minimum width of 2m.
7. Mineral Resources are estimated from the 410 m EL to the 65 m EL, or from approximately 30 m depth to 500 m depth from surface.
8. End of the year mining depletion shapes used to estimate remaining resources.
9. Density models based on rock types were used for volume to tonnes conversion with resources averaging 2.77 tonnes/m<sup>3</sup>.
10. Surface topography based on December 31st, 2020.

### Ernesto Deposit

The Ernesto Project was revisited during 2018 and after careful evaluation, the company decided to start its mining operation using an open pit method instead of underground, which further de-risks the project.

**Mineral Resources.** The Company estimates that the Mineral Resources (inclusive of Mineral Reserves) at the Ernesto mine, as at December 31, 2020 are as follows:

Mineral Resources Category *	Tonnes	Gold Grade (g/t)	Contained Ounces
Measured	-	-	-
Indicated	741,294	4.84	115,340
<b>Measured + Indicated</b>	<b>741,294</b>	<b>4.84</b>	<b>115,340</b>
Inferred (OP)	496,640	1.08	17,310
Inferred (UG)	308,000	6.30	62,400

Notes\*

1. The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2020, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Resources are inclusive of Mineral Reserves. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.
3. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the EPP Technical Report and the "Risks Factors" section of this AIF.
4. The disclosure of the Mineral Resource estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.
5. Contained metal figures may not add due to rounding.
6. Mineral Resource are reported from an optimized pit at US\$ 1900/oz gold price and at a cut-off grade of 0.40 g/t Au.
7. Density models based on rock types were used for volume to tonnes conversion with resources averaging 2.62 tonnes/m<sup>3</sup>.
8. Inferred Resources are reported in two parts, Inferred (OP) which is mineable by an open pit operation and Inferred (UG) which only can be mined by an underground operation.
9. Surface topography based on December 31st, 2020.

**Mineral Reserves.** The Company estimates that the Mineral Reserves at the Ernesto Deposit, as at December 31, 2020 are as follows:

Mineral Reserves Category *	Tonnes	Gold Grade (g/t)	Contained Ounces
Proven	-	-	-
Probable	999,940	3.48	111,800
<b>Proven + Probable</b>	<b>999,940</b>	<b>3.48</b>	<b>111,800</b>

Notes\*

1. The Mineral Reserve estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Reserves are the economic portion of the Measured and Indicated Mineral Resources. Mineral Reserve estimates include mining dilution and mining recovery. Mining dilution and recovery factors vary with specific reserve sources and are influenced by several factors including deposit type, deposit shape and mining methods.
3. The estimate of Mineral Reserves may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the EPP Technical Report and the “Risks Factors” section of this AIF.
4. The disclosure of the Mineral Reserve estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.
5. Calculated using pit designs which have been optimized using only Measured and Indicated Resources at \$1,700/oz. gold price.
6. Mineral Reserves estimated at a cut-off grade of 0.40 g/t Au and applying 40 % dilution factor with 98% mining recovery.
7. Contained metal figures may not add due to rounding.
8. Surface topography based on December 31st, 2020.

**Mineral Resources.** The Company estimates that the Mineral Resources (exclusive of Mineral Reserves) at the Ernesto mine, as at December 31, 2020 are as follows:

Mineral Resources Category *	Tonnes	Gold Grade (g/t)	Contained Ounces
Measured	-	-	-
Indicated	13,624	3.14	1,380
<b>Measured + Indicated</b>	<b>13,624</b>	<b>3.14</b>	<b>1,380</b>
Inferred (OP)	308,000	6.30	62,400
Inferred (UG)	13,624	3.14	1,380

Notes\*

1. The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Resources presented in this table are exclusive of Mineral Reserves. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.
3. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the EPP Technical Report and the “Risks Factors” section of this AIF.
4. The disclosure of the Mineral Resource estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.
5. Contained metal figures may not add due to rounding.
6. Mineral Resource are reported from an optimized pit at US\$ 1900/oz gold price and at a cut-off grade of 0.40 g/t Au.
7. Density models based on rock types were used for volume to tonnes conversion with resources averaging 2.62 tonnes/m<sup>3</sup>.
8. Inferred Resources are reported in two parts, Inferred (OP) which is mineable by an open pit operation and Inferred (UG) which only can be mined by an underground operation.
9. Surface topography based on December 31st, 2020.

**Japonês Deposit**

**Mineral Resources.** The Company estimates that the Mineral Resources (inclusive of Mineral Reserves) at the Japonês Deposit as at December 31, 2020 are as follows:

<b>Mineral Resources Category *</b>	<b>Tonnes</b>	<b>Gold Grade (g/t)</b>	<b>Contained Ounces</b>
Measured	954	1.96	60
Indicated	509,960	1.31	21,466
<b>Measured + Indicated</b>	<b>510,914</b>	<b>1.31</b>	<b>21,526</b>
Inferred	62,914	1.02	2,070

Notes\*

1. The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Resources are inclusive of Mineral Reserves. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.
3. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the EPP Technical Report and the “Risks Factors” section of this AIF.
4. The disclosure of the Mineral Resource estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.
5. Contained metal figures may not add due to rounding.
6. Based on an optimized pit shell using US\$1,900/oz gold and at a cut-off grade of 0.40 g/t Au.
7. Density models based on rock types were used for volume to tonnes conversion with resources averaging 2.76 tonnes/m<sup>3</sup>.
8. Surface topography based on December 31st, 2020.

**Mineral Reserves.** The Company estimates that the Mineral Reserves at the Japonês Deposit, as at December 31, 2020 are as follows:

<b>Mineral Reserves Category *</b>	<b>Tonnes</b>	<b>Gold Grade (g/t)</b>	<b>Contained Ounces</b>
Proven	790	1.73	45
Probable	672,300	0.94	29,400
<b>Proven + Probable</b>	<b>673,090</b>	<b>0.94</b>	<b>20,445</b>

Notes\*

1. The Mineral Reserve estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Reserves are the economic portion of the Measured and Indicated Mineral Resources. Mineral Reserve estimates include mining dilution and mining recovery. Mining dilution and recovery factors vary with specific reserve sources and are influenced by several factors including deposit type, deposit shape and mining methods
3. The estimate of Mineral Reserves may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the EPP Technical Report and the “Risks Factors” section of this AIF.
4. The disclosure of the Mineral Reserve estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.
5. The Mineral Reserves estimate is based on a designed pit using only Measured and Indicated resources, which has been optimized using \$1,700/oz. gold price.
6. Mineral Reserve was estimated at cut-off grade of 0.40 g/t Au and applying 40% dilution factor and 98% mining recovery.
7. Contained metal figures may not add due to rounding.
8. Surface topography based on December 31st, 2020.

**Mineral Resources.** The Company estimates that the Mineral Resources (exclusive of Mineral Reserves) at the Japonês Deposit as at December 31, 2020 are as follows:

Mineral Resources Category *	Tonnes	Gold Grade (g/t)	Contained Ounces
Measured	406	1.15	15
Indicated	20,036	1.00	643
<b>Measured + Indicated</b>	<b>20,442</b>	<b>1.00</b>	<b>658</b>
Inferred	50,650	1.08	1,760

Notes\*

1. The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Resources presented in this table are exclusive of Mineral Reserves. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.
3. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the EPP Technical Report and the “Risks Factors” section of this AIF.
4. The disclosure of the Mineral Resource estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geol. as a Qualified Person.
5. Contained metal figures may not add due to rounding.
6. Based on an optimized pit shell using US\$1,900/oz gold and at a cut-off grade of 0.40 g/t Au.
7. Density models based on rock types were used for volume to tonnes conversion with resources averaging 2.76 tonnes/m<sup>3</sup>.
8. Surface topography based on December 31st, 2020.

## Nosde Deposit

**Mineral Resources.** The Company estimates that the Mineral Resources (inclusive of Mineral Reserves) at Nosde Deposit as at December 31, 2020 are as follows:

Mineral Resources Category *	Tonnes	Gold Grade (g/t)	Contained Ounces
Measured	-	-	-
Indicated	2,635,690	1.38	117,336
<b>Measured + Indicated</b>	<b>2,635,690</b>	<b>1.38</b>	<b>117,336</b>
Inferred	33,270	1.11	1,190

Notes\*

1. The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Resources are inclusive of Mineral Reserves. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.
3. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the EPP Technical Report and the “Risks Factors” section of this AIF.
4. The disclosure of the Mineral Resource estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geol. as a Qualified Person.
5. Contained metal figures may not add due to rounding.
6. Contained metal figures may not add due to rounding.
7. Based on an optimized pit shell using US\$1,900/oz gold and at a cut-off grade of 0.40 g/t Au.
8. Density models based on rock types were used for volume to tonnes conversion with resources averaging 2.71 tonnes/m<sup>3</sup>.

9. Surface topography based on December 31st, 2020.

**Mineral Reserves.** The Company estimates that the Mineral Reserves at Nosde Deposit, as at December 31, 2020 are as follows:

Mineral Reserves Category *	Tonnes	Gold Grade (g/t)	Contained Ounces
Proven	-	-	-
Probable	3,567,285	0.99	114,000
<b>Proven + Probable</b>	<b>3,567,285</b>	<b>0.99</b>	<b>114,000</b>

Notes\*

1. The Mineral Reserve estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2020, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Reserves are the economic portion of the Measured and Indicated Mineral Resources. Mineral Reserve estimates include mining dilution and mining recovery. Mining dilution and recovery factors vary with specific reserve sources and are influenced by several factors including deposit type, deposit shape and mining methods
3. The estimate of Mineral Reserves may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the EPP Technical Report and the “Risks Factors” section of this AIF.
4. The disclosure of the Mineral Reserve estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.
5. The Mineral Reserves estimate is based on a designed pit using only Measured and Indicated resources, which has been optimized using \$1,700/oz. gold price.
6. Mineral Reserve was estimated at cut-off grade of 0.40 g/t Au and applying 40% dilution factor and 98% mining recovery.
7. Contained metal figures may not add due to rounding.

**Mineral Resources.** The Company estimates that the Mineral Resources (exclusive of Mineral Reserves) at Nosde Deposit as at December 31, 2020 are as follows:

Mineral Resources Category *	Tonnes	Gold Grade (g/t)	Contained Ounces
Measured	-	-	-
Indicated	100,826	0.85	2,750
<b>Measured + Indicated</b>	<b>100,826</b>	<b>0.85</b>	<b>2,750</b>
Inferred	33,270	1.11	1,190

Notes\*

1. The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Resources are inclusive of Mineral Reserves. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.
3. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the EPP Technical Report and the “Risks Factors” section of this AIF.
4. The disclosure of the Mineral Resource estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.
5. Contained metal figures may not add due to rounding.
6. Based on an optimized pit shell using US\$1,900/oz gold and at a cut-off grade of 0.40 g/t Au.
7. Density models based on rock types were used for volume to tonnes conversion with resources averaging 2.71 tonnes/m3.
8. Surface topography based on December 31st, 2020.

**EPP Mineral Resources.** The Company estimates that the total of Combined Mineral Resources of the EPP Project as of December 31, 2019 are as follows:

<b>Measured &amp; Indicated</b>	<b>Tonnes (t)</b>	<b>Au (g/t)</b>	<b>Contained Au oz</b>
Lavrinha	698,194	1.36	30,590
Ernesto	741,294	4.84	115,340
Pau-a-Pique	<b>1,156,640</b>	<b>3.04</b>	<b>112,975</b>
Japonês	510,914	1.31	21,530
Nosde	2,635,690	1.38	117,340
<b>Total Measured &amp; Indicated</b>	5,742,732	2.15	397,775
<b>Inferred</b>	<b>Tonnes (t)</b>	<b>Au (g/t)</b>	<b>Contained Au oz</b>
Lavrinha	-	-	-
Ernesto	804,640	3.08	79,710
Pau-a-Pique	68,400	2.94	6,470
Japonês	62,914	1.02	2,070
Nosde	33,270	1.11	1,190
<b>Total Inferred</b>	969,224	2.87	89,440

Notes\*

1. The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Resources are inclusive of Mineral Reserves. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.
3. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the EPP Technical Report and the “Risks Factors” section of this AIF.
4. The disclosure of the Mineral Resource estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.
5. Contained metal may not sum in the above table due to rounding

The Company estimates that the total of Combined Mineral Reserves of the EPP Project as of December 31, 2020 are as follows:

<b>Proven</b>	<b>Tonnes (t)</b>	<b>Au (g/t)</b>	<b>Contained Au oz</b>
Lavrinha	80,670	1.84	4,785
Ernesto	-	-	-
Pau-a-Pique	62,960	1.56	3,155
Japonês	790	1.73	45

Nosde	-	-	-
<b>Total Proven</b>	<b>144,420</b>	<b>1.72</b>	<b>7,985</b>
<b>Probable</b>	<b>Tonnes (t)</b>	<b>Au (g/t)</b>	<b>Contained Au oz</b>
Lavrinha	804,880	0.90	23,300
Ernesto	999,940	3.48	111,800
Pau-a-Pique	182,291	1.63	9,540
Japonês	672,300	0.94	29,400
Nosde	3,567,285	0.99	114,000
<b>Total Probable</b>	<b>6,226,696</b>	<b>1.44</b>	<b>288,000</b>
<b>Total Proven + Probable</b>	<b>6,371,118</b>	<b>1.45</b>	<b>296,000</b>

*Notes\**

1. The Mineral Reserve estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. Mineral Reserves are the economic portion of the Measured and Indicated Mineral Resources. Mineral Reserve estimates include mining dilution and mining recovery. Mining dilution and recovery factors vary with specific reserve sources and are influenced by several factors including deposit type, deposit shape and mining methods
3. The estimate of Mineral Reserves may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the EPP Technical Report and the “Risks Factors” section of this AIF.
4. The disclosure of the Mineral Reserve estimates and related scientific and technical information has been prepared under the supervision or is approved by Farshid Ghazanfari, P.Geo. as a Qualified Person.
5. Contained metal may not sum in the above table due to rounding

## Operational Updates

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

The table below sets out selected operating information for the mines at commercial stage at EPP, consolidated for the three months and twelve months ended December 31, 2020 and 2019. This table should be read in conjunction with the 2020 MD&A.

	For the three months ended December 31, 2020	For the three months ended December 31, 2019	For the twelve months ended December 31, 2020	For the twelve months ended December 31, 2019
Ore mined (tonnes)	586,727	322,915	2,213,768	1,400,979
Waste mined (tonnes)	5,100,147	3,195,472	17,377,991	12,140,020
Total mined (tonnes)	5,686,875	3,518,387	19,591,759	13,540,999
Waste to ore ratio	8.69	9.90	7.85	8.67
Ore plant feed (tonnes)	419,859	412,383	1,669,633	1,614,664
Grade (g/tonne)	1.99	1.16	1.34	1.13
Recovery (%)	93.6%	95.7%	95.9%	95.1%
Production (ounces)	25,128	14,704	66,847	55,933
Sales (ounces)	24,389	15,845	66,652	58,704
Average cash cost per ounce of gold produced	\$ 587	\$ 1,147	\$ 743	\$ 963

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

- Higher ore production resulted from ore added by Ernesto and Japones, which also produced a higher grade compared to same period of 2019. Lavrinha also contributed to the higher production in the period.

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

## **ALMAS PROJECT**

Readers are encouraged to read the technical report dated March 10, 2021, authored by by F.Ghazanfari, P.Geo. (Aura Minerals), B.T.Hennessey(MiconInternational,Canada),L.Pignatari,P.Eng.(EDEM,Consultants,Brazil), T.R.Raponi,P.Eng.(Ausenco,Canada), I.Dymov ,P.Eng.(Independent Consultant, Canada), P.C.Rodriguez, FAIG, (GE21 Consultants, Brazil) and A.Wheeler, C.Eng. (Independent Mining Consultant, UK) ,and titled “Updated Feasibility Study Technical Report (NI 43-101) for the Almas Gold Project, Almas Municipality, Tocantins, Brazil” (the “Almas Technical Report”).

The following description of the Almas Mine is the Executive Summary reproduced from the Almas Technical Report. The entire Almas Technical Report is incorporated by reference into this AIF and should be consulted for details beyond those incorporated herein. Defined terms used in this summary shall have the meanings ascribed to such terms in the Almas Technical Report. The reference numbers of the tables and figures set out in this section are those attributed by the Almas Technical Report. The Almas Technical Report is subject to the assumptions, qualifications and procedures described in the report, as applicable, and readers are encouraged to read the report in its entirety. A copy of the report may be found on the Company’s SEDAR profile at [www.sedar.com](http://www.sedar.com).

### **Introduction**

The Almas Gold Project is located in the municipality of Almas, in Tocantins State, Brazil. The Project consists of three separate open pit mining areas and a central processing facility. The Almas Project’s three main gold deposits, Paiol, Cata Funda and Vira Saia are located along a 15 km long corridor of the Almas Greenstone Belt, a Paleoproterozoic volcano-sedimentary sequence which hosts numerous orogenic gold occurrences. The project development begins with the construction of a CIL mill facility at Paiol. The Paiol open pit will be prepared for production during the construction period, produce for approximately three years followed by development and production from Cata Funda and Vira Saia. Mined material will be trucked from the satellite deposits to Paiol to maintain the annual plan.

Aura completed an updated Feasibility study with the collaboration of other engineering and geological companies including Ausenco, EDEM and Micon and other individual consultants on the Almas Gold Project.

The study consisted mainly of the update of the Mineral Resource Model and further metallurgical test work, pit design, mine schedule, tailings management technologies, costs, and economic model, providing an increased level of accuracy in the Project estimates with respect to the previous 2016 feasibility Study for Rio Novo by RPM.

The Mineral Resource and Mineral Reserves disclosed in this report supersede all previous estimates for the Almas Project. This Executive Summary highlights the work undertaken between 2018 and 2020 and outlines the material changes between this study and previous studies.

### **Property Description and Ownership**

The Almas Gold Project area lies south of Almas, a small town approximately 300 km southeast of Palmas, the Tocantins State Capitol, and 45 km west of Dianópolis, a regional commercial center. The Almas Gold Project refers to Rio Novo’s past exploration and current economic evaluation and planned development by surface mining of gold deposits. This report focuses on the Paiol, Cata Funda and Vira Saia gold deposits that are distributed along a 15 km long segment of the Almas Greenstone Belt, south of the town of Almas. This segment of the belt contains numerous, small scale, artisanal gold mining sites, locally termed Garimpos, whose development preceded Rio Novo’s exploration activities.

The Paiol deposit, which was previously mined, and the undeveloped Cata Funda deposit, are situated, respectively, on two inactive Mining Concessions previously assigned to VALE. The Vira Saia deposit is on two exploration permits whose acquisition from a third party was finalized by Rio Novo in 2012.

The Almas Gold Project includes the historic open pit/heap leach Paiol Project operated by VALE from 1996 until 2001, which produced approximately 86,000 ounces of gold. The former open pit is flooded, and the waste dump and heap leach pad have been reclaimed. Most of the VALE facilities have been removed fulfilling reclamation requirements of the Tocantins state environmental authority (NATURATINS).

Rio Novo's mineral rights covering the principal areas of interest, including the Paiol and Cata Funda gold deposits, which are controlled, respectively, by two Mining Concessions (9,137 ha). The Vira Saia deposit is held by two Mining Concession Applications (4,483.75 ha) submitted on March 5, 2013.

The Almas Gold Project includes the properties covered by the Mining Concession ANM number 860.128/1983– Paiol (mined in the past by VALE); the property under ANM number 862.224/1980 – Cata Funda which is undeveloped, and the Application of Mining Concession coincident with de Vira Saia deposit (864.083/2006, 860.373/1988).

## **History**

Gold mining in the Almas area began in the 1700s during colonial times when slave labor was used to extract gold from near-surface oxide zones. In more recent times, garimpeiros (artisanal miners) expanded the earlier excavations. In 1977 the exploration arm of VALE identified some potentially prospective volcano-sedimentary sequences of Archean age in the region.

Further exploration by VALE in the mid- to late-1980 led to discoveries at Cata Funda and Paiol. In 1996, VALE commenced mining at the Paiol deposit.

Gold has been the primary target of exploration in the district. Discoveries thus far, have been made by a combination of mapping and soil sampling, followed by drilling. To date, exploration has primarily targeted nearsurface gold anomalies and is therefore still in the early stages. The major exploration milestones are:

- 1985: VALE and METAGO, agreed to jointly explore the area.
- 1985 to 1987: Several targets were identified during this phase of exploration: Paiol, Cata Funda, Vira Saia, Morro do Carneiro, Refresco, Vieira, Ijuí, Mateus Lopes and Cemitério.
- 1986: Initial drilling and discovery of the Cata Funda deposit.
- 1987: Discovery of Paiol deposit.
- 1996: VALE reports initial resource estimates for the Paiol deposit.
- 1996 to 2001: VALE conducts mining of the Paiol deposit.
- 2006 – Mineração Apuã commences exploration.
- 2008 to 2010: Rio Novo conducts confirmation drilling, resulting in a resource estimate, reported as an NI 43-401 Technical Report in February 2010.
- 2010 to 2011: Core drilling initiated by Rio Novo for confirmation and expansion of the Paiol and Cata Funda resource areas as well as exploration of nearby targets.
- 2011: Discovery of the Vira Saia deposit 5km north of Paiol.
- 2011 to 2012: Infill drilling and resource modeling at Vira Saia brought additional resources and enhanced the overall Almas Gold Project, leading to completion of a Preliminary Economic Assessment (PEA) in March 2012.
- 2013 & 2016 : Completion of a feasibility level NI 43-101 reports by RPM.
- 2020: The current document is an update of that study using updated costs, new exchange rates and metal prices.

## **Geology & Exploration**

The Almas Gold Project area is situated within the Almas-Dianópolis Greenstone Belt (AGB) of Archean-to- Paleoproterozoic age. The greenstone belt lies within the Almas-Conceicao Terrane on the western block of the Goiás Massif.

The Paleoproterozoic granite-greenstone terrane is composed of gneissic granite domes with folded, narrow domains of metabasic and metasedimentary rocks including tholeiitic metabasalts and calc-alkaline metatonalites that have been subjected to strong regional metamorphism. The metamorphism resulted in deep-seated, shear-hosted, mesothermal, gold deposits which can be considered as orogenic gold deposits. The gold-mineralized zone occurs in the core of hydrothermal alteration zones, generally associated with variable amounts of quartz, carbonate, albite, sericite and sulphide minerals.

Gold in the Almas Greenstone Belt occurs in four different geological settings:

- Gold associated with hydrothermally-altered shear zones in basic to intermediate volcanic rocks (e.g. Paiol and Cata Funda);
- Gold associated with hydrothermally-altered shear zones in felsic tuff;
- Gold associated with hydrothermally-altered banded iron formation (e.g. Morro de Carniero);
- Gold associated with smoky quartz veins in sheared granite gneiss (e.g. Vira Saia).

The main Paiol ore body has overall dimensions of approximately 650 m in the down dip direction, 1,250 m along strike and averages 30 m in thickness. The Cata Funda ore body has overall dimensions of approximately 240 m in the down dip direction, 230 m along strike and averages 10 m in thickness. The Vira Saia ore body has overall dimensions of approximately 200 m down dip, 350 m along strike and averages 15 m in thickness. At Vira Saia gold is closely associated with sulfide-bearing, quartz-sericite rich ultra-mylonitic formed in the core of shear zones developed in granodiorite. In the mineralized zone chalcopyrite and galena are rare. The intensity of the hydrothermal alteration is proportional to the progressive deformation in the shear zone.

Exploration within the Almas Gold Project dates back to 1977 when VALE identified prospective terrain in the greenstone belts around Almas. Workers in the area have used a combination of geophysics, geochemistry and geologic mapping to discover numerous gold anomalies. The Paiol deposit was discovered in 1987. The Paiol discovery was significant in that the deposit did not crop out, and the discovery was based on a weak soil anomaly and geophysics.

Rio Novo continued to conduct geological, geochemical, and geophysical surveys during exploration of areas adjacent to the known deposits. These surveys led to the discovery of the Vira Saia deposit in 2011 as well as a few other prospects still in the exploration stage.

It is important to note that exploration thus far has been primarily designed to identify near-surface prospects. The deeper, covered areas of the district have yet to be explored. Due to the generally flat terrain and thick soil or saprolite cover, only a small portion of the district has been adequately covered by exploration. None of the three deposits has been truly drilled off and opportunity exist to extend them along strike and down dip beyond the current footprints.

### **Drilling, Sampling, and Assaying**

At Paiol, the known extents of mineralization have been drilled out on nominal 25 m centers. Drilling covers an area of about 2,000 m along strike and 300 m across. Additional scout holes have been drilled around the perimeter. The deposit is primarily drilled out to a vertical depth of 250 m to 300 m, although individual drill holes have been drilled as deep as 500 m (vertical depth). In total, there have been 467 diamond core holes drilled in the Paiol area, for approximately 72,500 m. VALE drilled 519 and Rio Novo drilled 33 shallow reverse circulation holes in property.

At Cata Funda, the deposit has been drilled out at nominal 25 m x 25 m centers. The drilling covers an area of about 700 m along strike and 250 m across strike. The deposit is drilled to a vertical depth of about 80 m to 100 m, with an average down hole drilling length of 120 m and the deepest holes reaching vertical depths of 150 m to 170 m. A total of 183 core holes totaling 21,400 m were drilled between 1996 and 2011 and were used to generate the Cata Funda 3D model. Reverse circulation drilling by VALE was not used in the models.

During 2011 and early 2012, a drilling campaign was completed at the Vira Saia discovery. In total, 194 diamond core holes were completed totaling approximately 26,500 m. The main drilling was oriented 045 degrees (N45E), perpendicular to the overall strike of the deposit. The deposit has been drilled to a vertical depth of 150 m to 180 m. Drill hole spacing in the resource area is nominally 25 m x 35 m.

At the Paiol Leach Pad, 92 reverse circulation holes and 166 auger holes were completed. Rio Novo had a detailed QA/QC protocol which met or exceeded industry best practice using standards, blanks and duplicates as well as a primary and a secondary lab. The primary analytical laboratory used by Rio Novo for the Almas Project was the SGS Geosol laboratory, located in Vespasiano, Minas Gerais State, Brazil. The laboratory has ISO 9001 certification and ISO 14001:2004, ISO 17025:2009 certification for environmental

chemical analyses. SGS Geosol employs modern, industry standard techniques and analytical methods. For the purpose of routine gold analysis in the Almas Gold Project, fire assay with atomic absorption (AA) finish was used most frequently. Multielement analyses on 34 elements were determined by ICP subsequent to digestion of samples either in aqua regia acid or in four-acids. The second laboratory used by Rio Novo for check assays was ALS Chemex which prepped the samples in Vespasiano, Minas Gerais State and Goiania, Goias State, Brazil and completed the analyses at their lab in Lima, Peru.

It is the QP's opinion that the drilling, assaying and QA/QC protocols are sufficient to support a resource model at a feasibility level.

### **Data Verification**

The mineralization, logging, assaying, core storage and QA/QC procedures used, and their results, have been reviewed by Micon. The presence of gold at Paiol is supported by Vale's previous mining experience from 1996 to 2001 when approximately 86,000 ounces were produced. As well there are small scale open pit workings at the other two deposits Cata Funda (previously called Arroz) and Vira Saia. In the QP's opinion the sampling, security and QA/QC procedures employed at the Almas Gold Project, and their results, are sufficient to produce data adequate for the purposes used in this technical report.

### **Mineral Processing and Metallurgical Testing**

The Almas Gold Project samples selected for metallurgical testing represented various ore types and lithologies within the different deposits. In addition, an overall composite representing the first three years of operation has been tested. Sufficient sample mass has been submitted for testing, so that tests were performed on a sufficient amount of material. The samples tested were not refractory and the mineralization was clean with low concentrations of cyanicides and other cyanide consumers present, suggesting that there will be no obvious environmental concerns.

The processing flowsheet selected for the Almas Gold Project incorporated proven technologies for the recovery of gold from ores. Metallurgical testwork completed on the project included a comminution study; gravity recoverable gold and gravity separation tests; evaluation of bulk sulphide flotation; cyanide leaching in the CIL and CIP circuit configurations, cyanide destruction with final effluent analysis, review of potential for deleterious elements; and solid-liquid separation testing.

The projected average overall recovery for the individual ore types tested was in the range of 93-95% and for the 3-Year Composite – 93%. The selected process design criteria included overall gold recovery of 92.5% at a grind of k80 = 75 microns

Cyanide and lime consumptions were low, which reflected the lack of cyanide consuming species present in the ore. Metal dissolution during cyanide leaching was found to be low, and there were no obvious concerns with the presence of environmentally deleterious elements.

### **Mineral Resources**

The Almas Gold Project resources contain three mineral deposits Paiol, Cata Funda, and Vira Saia, and one heap leach pad (from historical production at the Paiol deposit). The resource estimate updates were performed for all three deposits plus historical leach pad materials.

For all three deposits, a nominal cut of grade 0.3 g/t Au and favorable lithologies were used to constrain mineralization models within structural and altered corridors for each respective deposit. The Paiol leach pad model was constrained between the topographical surface and a constructed bottom surface based on RC bore hole logging.

The 3D models were initially created on paper cross sections, perpendicular to the main strike, on generally 25 m centers (in places 35 m or 50 m). Cata Funda and Vira Saia models were created in Leapfrog software and the Paiol, Vira Saia extension and Leach Pad model were created using Gemcom Software.

The resource estimate for Paiol is based on both RC and diamond drill holes and for Cata Funda and Vira Saia based only on diamond drill holes. The resource model for the Paiol Leach Pad is based on assays from reverse circulation and auger drilling.

The resources were estimated based on Ordinary Kriging (OK). Resources were classified in accordance with the CIM Definitions and Standards for Mineral Resources and Mineral Reserves (CIM, 2014). The classification parameters were drawn from three different estimation passes and considered the proximity and number of composite data as well. The resource models used the first and second passes to assign the measured and indicated categories, respectively. To avoid "spotted dogs" in classification, a polyline was constructed section by section for all Measured and Indicated blocks using the above criteria. Moreover, historical drill holes without certificates, surveys or QA/QC were not used to define Measured and Indicated Resources. RC holes were also excluded for purpose of classification of resources (except for the Paiol Heap Leach Pad).

Table 1-1 shows the measured and indicated mineral resources which were constrained by respective optimized pits in different cut-off grades. The detail of each deposit cut-off grade assumption is discussed in section 14 of this report.

**Table 0--1 Almas Gold Project Mineral Resources \***

<b>ALMAS MINERAL RESOURCE</b>		<b>Tonnes</b>	<b>Au (g/t)</b>	<b>Au (Oz)</b>
<b>PAIOL</b>	<b>MEASURED (M)</b>	4,366,950	1.03	144,870
	<b>INDICATED (I)</b>	13,181,190	0.96	407,590
	<b>M&amp;I</b>	17,548,140	0.98	552,460
<b>CATA FUNDA</b>	<b>MEASURED(M)</b>	482,000	1.97	30,540
	<b>INDICATED (I)</b>	356,000	1.39	15,920
	<b>M&amp;I</b>	838,000	1.72	46,460
<b>VIRA SAIA</b>	<b>MEASURED(M)</b>	566,910	1.24	22,600
	<b>INDICATED(I)</b>	2,787,780	0.91	81,245
	<b>M&amp;I</b>	3,354,690	0.96	103,845
<b>Heap Leach Pad (HLP)</b>	<b>INDICATED (I)</b>	1,510,090	0.88	42,680
<b>GRAND TOTAL (M&amp;I)</b>		23,250,920	1.00	745,445

\*Note:

1. The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. The Mineral Resource Estimate is based on an updated optimized shell using 1800 \$/oz gold price and cut-off grades of 0.29 g/t, 0.34 g/t and 0.31 g/t for Paiol, Cata Funda and Vira Saia respectively.
3. Contained metal figures may not add due to rounding.
4. Surface topography based on December 31st, 2016.
5. Mineral Resources are inclusive of Mineral Reserves.
6. The Mineral Resource estimate for the Cata Funda deposit was prepared by Adam Wheeler, C.Eng., a Qualified Person as that term is defined in NI 43-101.
7. The Mineral Resource estimate for the Paiol and Vira Saia deposits and HLP were prepared Farshid Ghazanfari, P.Geo., a Qualified Person as that term is defined in NI 43-101.

## Mineral Reserves

The Almas Gold Project design includes three mineral deposits: Paiol, Cata Funda and Vira Saia; and the Heap leach pad from the previous Vale operation in the past (Figure 1-2).

The mineral reserves estimation was prepared using industry standard methods and provides an acceptable representation of the deposit. The Qualified Person (Reserves) reviewed the reported resources, production schedules, and modifying factors for

conversion from Mineral Resources to Mineral Reserves. Based on this review, it is the author's opinion that the Measured and Indicated Mineral Resource within the ultimate pits can be classified as Proven and Probable Mineral Reserves respectively in accordance with the NI 43-101 definitions.

A Mineral Reserve of 21.8 Mt (dry) at an average grade of 0.92 g/t Au. The detailed breakdown of the Mineral Reserve by category and deposit is presented in Table 1-2. The Mineral Reserve is estimated on the basis of the current available information. The reserve classification reflects the level of accuracy of the Feasibility Study.

**Table 0--2 Almas Gold Project Mineral Reserves Summary\***

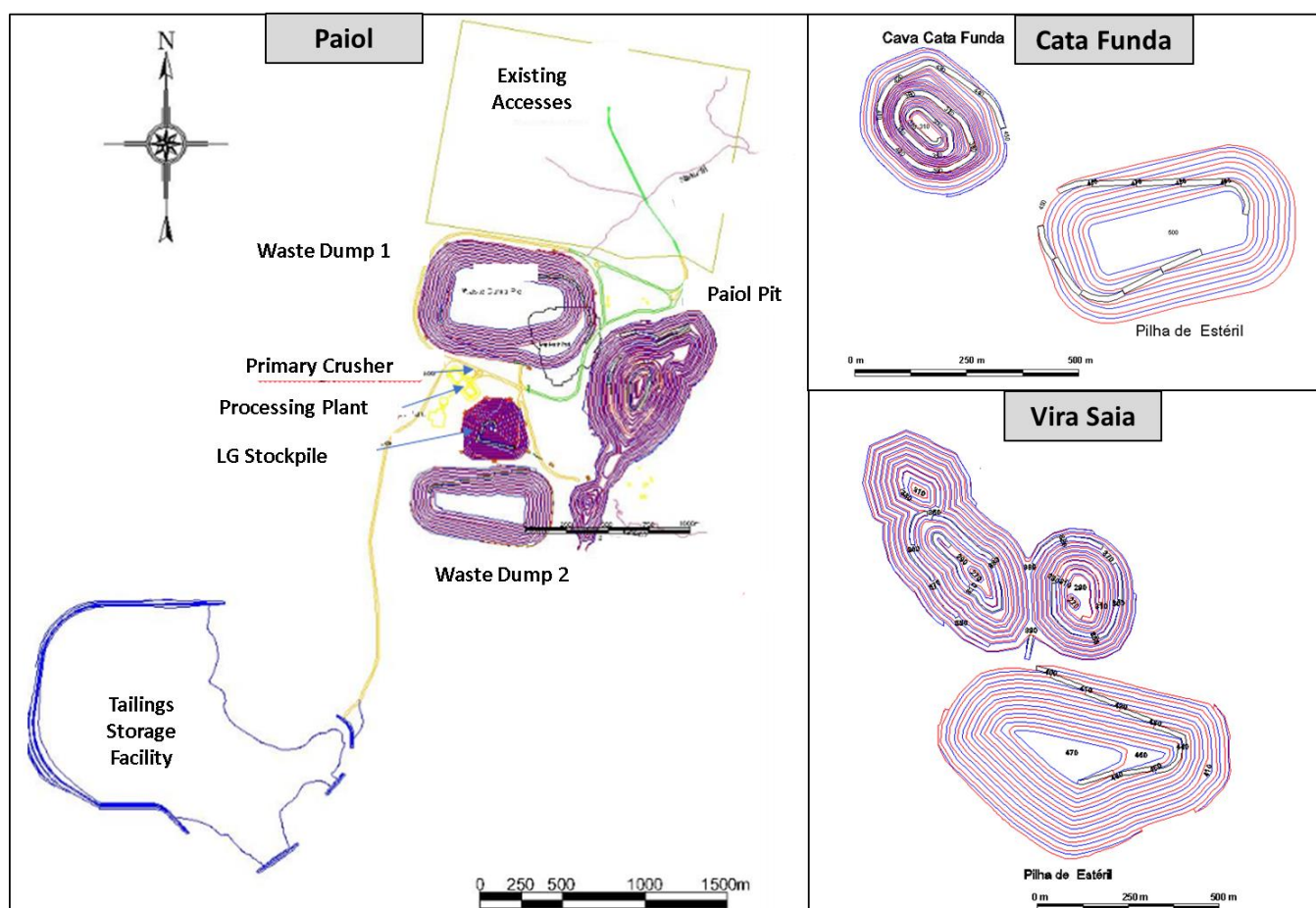
<b>ALMAS RESERVE</b>		<b>Tonnes</b>	<b>Au (g/t)</b>	<b>Au (Oz)</b>
<b>PAIOL</b>	<b>PROVEN</b>	5,357,974	0.89	152,683
	<b>PROBABLE</b>	10,780,501	0.88	304,446
	<b>TOTAL</b>	16,138,475	0.88	457,129
<b>CATA FUNDA</b>	<b>PROVEN</b>	438,612	1.89	26,711
	<b>PROBABLE</b>	250,163	1.79	14,412
	<b>TOTAL</b>	688,775	1.86	41,123
<b>VIRA SAIA</b>	<b>PROVEN</b>	646,016	0.88	18,363
	<b>PROBABLE</b>	3,134,066	0.91	91,758
	<b>TOTAL</b>	3,780,082	0.91	110,122
<b>GRAND TOTAL</b>		20,607,332	0.92	608,373

<b>HEAP LEACH STOCKPILE</b>	<b>PROVEN</b>	-	-	-
	<b>PROBABLE</b>	1,275,233	0.90	36,900
	<b>TOTAL</b>	<b>1,275,233</b>	<b>0.90</b>	<b>36,900</b>

\*Note:

1. The Mineral Reserve estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using economic and mining parameters appropriate to the deposit.
2. The Mineral Reserve Estimate is based on an updated optimized shell using 1,500 \$/oz gold price, average dilution of 20% , mining recovery of 100% and break-even cut off grades of 0.29 g/t Au for Paiol, 0.31 g/t Au for Vira Saia and 0.34 g/t Au for Cata Funda.
3. Contained metal figures may not add due to rounding.
4. Surface topography based on December 31st, 2016.
5. Mineral Reserve estimate for Almas Gold Project was prepared under the supervision of Luiz Pignatari, P.Eng. as a Qualified Person, competent to sign as defined by NI 43-101.

**Figure 0--2 Paiol, Cata Funda and Vira Saia pits**



**Table 0--3 Almas Gold Project Mineral Reserves Estimation Parameters\***

INPUT PARAMETER	UNITS	VALUE		
Mine	#	Paiol	Cata Funda	Vira Saia
Ore Mining Costs	USD/t	2.00	4.00	2.60
Waste Mining Costs	USD/t	1.80	1.80	1.80
Dilution	%	(*)	20%	(*)
Low-Grade Cut-Off Grade	g/t	0.29	0.34	0.31
High-Grade Cut-Off Grade	g/t	0.60	0.60	0.60
Pit Wall Overall angle (Assumed)	(°)	50	50	50
Mine deepening ratio limit by year	m	40	40	40
Mining Recovery	%	100%	100%	100%
Concentration Process	USD/t	9.50	9.50	9.50
G & A	USD/t	3.50	3.50	3.50
Total Cost Plant G&A	USD/t	13.00	13.00	13.00
Plant Recovery	%	92.5%	92.5%	92.5%
Gold	USD/oz	1,500.00	1,500.00	1,500.00
Discount Rate	%	5.0	5.0	5.0

(\*)The models from Paiol and Vira Saia were re-blocked to an operational dimension block (5x5x5m) and the dilution is already included in the simulations

## Mining Methods

The mining operation concept for the Almas Gold Project is a conventional open pit and is scheduled to start up in July, 2022 ramping up until October, 2022. The contracted mining fleet involves small backhoe excavators (74-t op. weight) coupled with on-road mining trucks (22 m3 capacity). The materials will be drilled by top-hammer drill rigs in 10-m and 5-m benches.

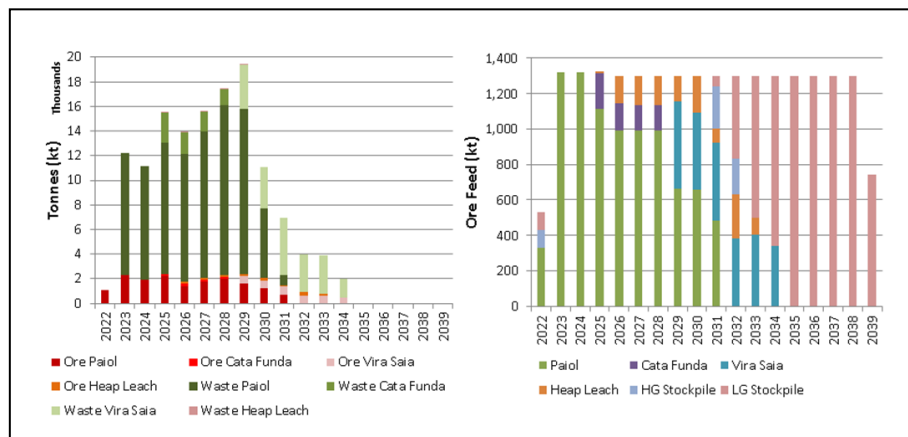
The rock types comprises soil, saprolite, weathered and hard rock. The excavation of these deposits requires the use of drilling and blasting for safe and efficient mining for all material except most of the saprolite, weathered rock and soil which will be direct mined by excavators and track dozers. The powder factor is 410 g/t. Direct mining will be also applied to the heap leach materials.

The ore will be hauled by trucks to a RoM stockpile located near the primary crusher for later re-handling using a front-end loader. No direct feeding is envisaged. The long term blending strategy includes the provision for low and high grade stockpiles throughout the life-of-mine. The waste will be hauled to waste dumps located near the pits.

Grade control with exclusive drilling will provide good support to engineering and short-term mining plans. The technology considered is Down the Hole with reverse circulation. Primary rock blasting will be fragmented by using explosives, and specifically to the ore we are considering the use of electronic caps. Blastholes are going to be drilled by a hydraulic Top Hammer drilling rig. Rock mechanical excavation: must be made by bulldozers or directly by hydraulic excavators. Loading operations will be done, preferentially, by retro bucket profile hydraulic excavator, and complemented by front end loaders (FEL). Rock transport will be done by vocational trucks.

The mine schedule achieved a production target of 1.3 Mtpa with a maximum annual rock movement of 19.4 Mtpa (Figure 1-3). A variable cut-off grade strategy was implemented thereby the high grades are mined in the early periods while leaving the low grades for the end of the mining sequence. The LOM sequence encompasses a 9-month pre-stripping phase at Paiol followed by 13 years of primary mining and, finally, 5 years of re-handling the low grade ore.

**Figure 0--3 Mine scheduling**



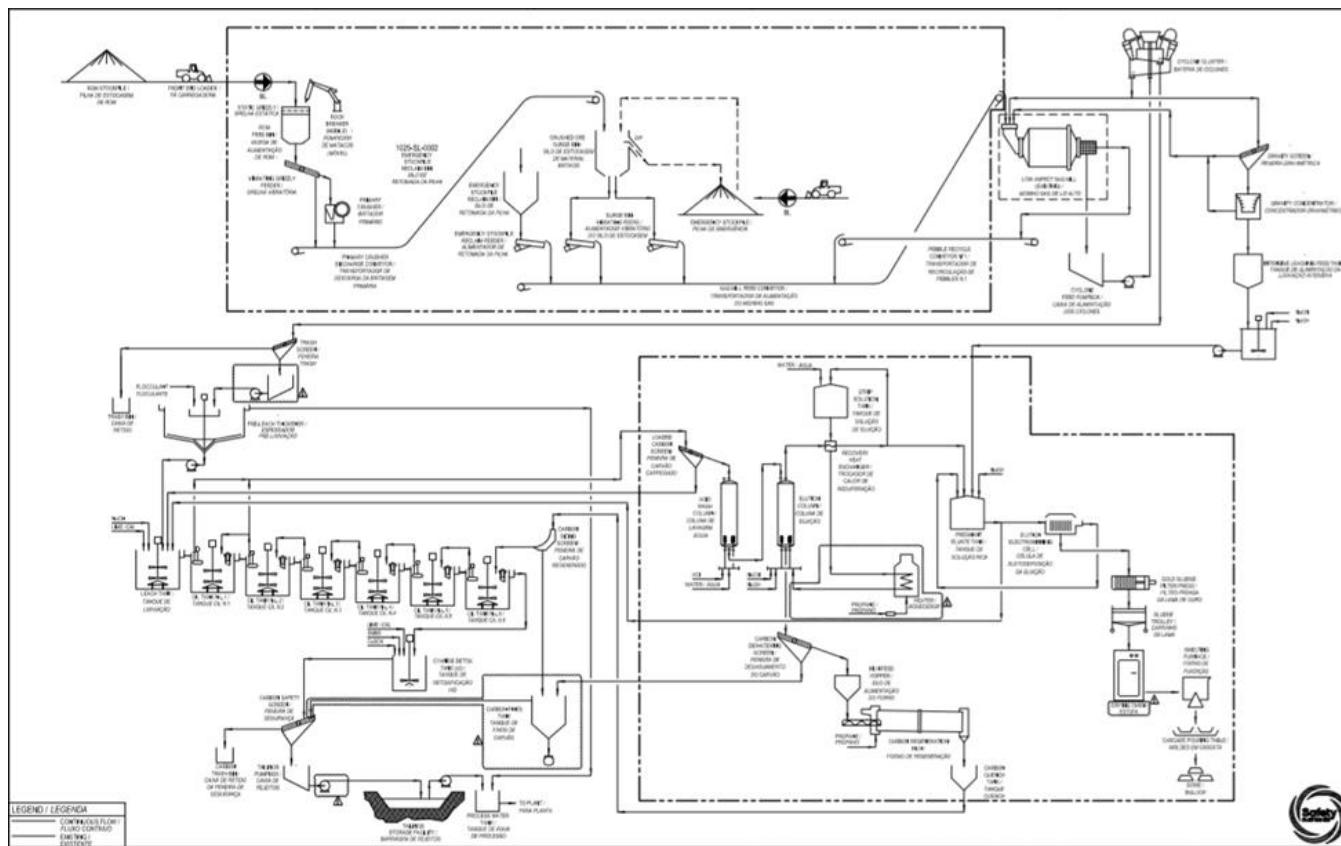
## Recovery Methods

The process plant was designed using conventional processing unit operations. It will treat 3,560 t/d or 1.3 Mt/y based on an availability of 8,059 hours per annum or 92%. The crushing section design is set at 70% availability and the gold room availability is set at 52 weeks per year including two operating days and one smelting day per week. The plant will operate with two shifts per day, 365 days per year, and will produce doré bars.

The plant feed will be hauled from the open pits or stockpiles to a mobile crushing facility that will include a ROM bin and jaw crusher. Crushed ore is conveyed to a surge bin that provides 3 hours retention time. The crushed ore will be ground by a single stage SAG mill in closed circuit with a hydrocyclone cluster. A portion of the hydrocyclone underflow is directed to a gravity concentration circuit for removal of free gold. The hydrocyclone overflow with an 80% passing size of 75 µm will flow over a trash screen and then to the pre-leach thickener. Thickener underflow will go to a leach-carbon-in-leach (CIL) recovery circuit. Gold and silver leached in the CIL circuit will be recovered onto activated carbon and eluted in a pressurized AARL-style elution circuit and then recovered by electrowinning in the gold room. Gravity concentrate is processed in an intensive leach reactor and the dissolved gold is recovered in a dedicated electrowinning cell in the gold room. The combined gold-silver electrowinning sludge will be dried and then mixed with fluxes and smelted in a furnace to pour doré bars. Carbon will be re-activated in a carbon regeneration kiln before being returned to the CIL circuit. CIL tails will be treated for cyanide destruction using the SO<sub>2</sub>/air process prior to pumping to the tailings storage facility (TSF) for disposal.

The simplified Almas Gold Project flowsheet is shown in Figure 1-4.

**Figure 0--4 Simplified Almas Gold Project Flowsheet**



The installed power for the process plant will be 6,931 kW and the power consumption is estimated to be 28.3 kWh/t processed. Raw water will be pumped from the Manuel Alves River to a raw-water storage tank. Potable water will be sourced from the raw water tank and treated in a potable water treatment plant. Gland water will be supplied from the raw-water tank. Process water will primarily consist of TSF reclaim water. Reagents will include lime, sodium cyanide, sodium hydroxide, copper sulfate, hydrochloric acid and sodium metabisulfite.

## Project Infrastructure

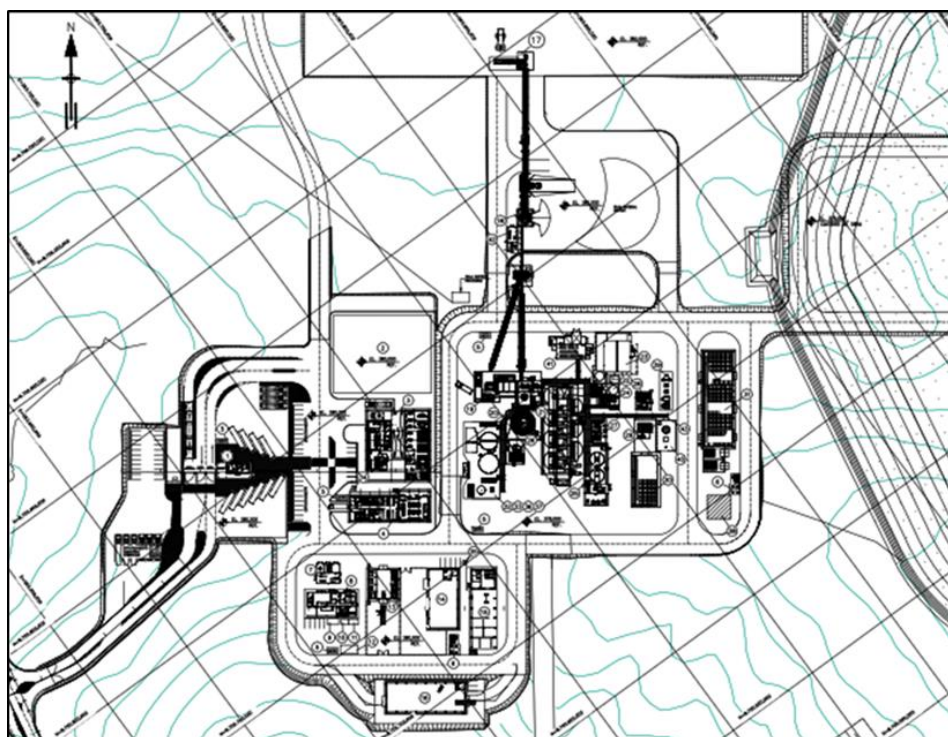
The overall site plan is shown in Figure 1-5. The major project facilities include the open pit mines, tailings management facility (TMF), waste rock facilities, mine services and access roads. Access to the facility is from the west side of the property from the existing access road. Main access will be via the security gate near the process plant.

The site will be fenced to deter access by unauthorized people. The process plant is located west of the Paiol deposit, with the TMF to the southwest.

Site selection took into consideration the following factors:

- locate the major process equipment foundations on competent bedrock and utilize rock anchors for foundations design
- upgrade and utilize the existing access road to reach the site
- locate mining, administration and processing plant staff offices close together to limit walking distances between them
- locate the ready line close to the mining admin/office area and change room facilities.

**Figure 0--5 Almas Project Site Plan**



### **Market Studies and Contracts**

The World Bank forecast indicates an increase in the average price of gold to US\$/oz 1,775 in 2020 from an average of US\$/oz 1,392 in 2019. In the next ten years, the gold price is expected to reach around US\$/oz 1,400 in 2030. In the first month of 2020, gold price averaged US\$/oz 1,560, which was about 6% higher than December 2019. Throughout the year 2020 the spot price of gold reached approximately US\$/oz 2,000, which represents a growth of more than 27% during the same year.

Gold is known as a precious metal, highly ductile and malleable. It is used for making jewelry, developing electronic equipment, medicines and for investment purposes all over the globe. The demand for gold is growing as investors increase their focus on long-term investments and this causes the price of gold to rise as well. The key factor that is fueling the demand for the precious metal is a high level of uncertainty observed in the global economy due to the Coronavirus situation.

There are no material contracts or agreements in place as of the effective date of this Technical Report. Refining contracts are typically put in place with well-organized international refineries and sales are made based on spot gold prices.

### **Environmental Studies, Permitting and Social or Community Impact**

The historical pit at Paiol is currently flooded with water. The existing waste dump and heap leach facilities have been reclaimed. Most of the process equipment and other facilities have been removed in conformance with the reclamation requirements of the State's environmental authority.

After the decommissioning of the Paiol Mine in the 2000s, the mining rights of the project were acquired by Rio Novo Mineração in 2010, which conducted a number of feasibility studies, engineering design and environmental and social studies for the resumption of operation.

Most of the environmental and social studies were carried out between 2010 and 2012, among them the Environmental Assessment (EA) required for the simplified permitting of the Paiol Mine, according to the instructions of the Instituto Natureza do Tocantins – NATURATINS, which is the state's regulatory environmental authority. Although the EA has contemplated the socioeconomic aspects of the Vira-Saia and Cata Funda deposits, it is worth noting that the study was carried out exclusively for the permitting of the Paiol Mine. The EA was conducted and prepared by the Consultancy firm Conestoga-Rovers & Associados (CRA) from São Paulo, in 2011.

From this permitting, the Paiol Mine obtained the Installation License No. 5437/2011 (Licença de Instalação –LI), which has already expired, and subsequently the Preliminary License No. 286/2017 (Licença Prévia –LP) and Installation License No. 297/2017 (Licença de Instalação – LI), which is undergoing analysis for renewal by the technical staff of NATURATINS.

Currently, as part of the resumption of the Almas Gold Project by Aura Minerals, additional studies, including, but not limited to, Geochemistry Tests, Water Quality Characterization, Forest Inventory, Detox Tests, Updated Plan for Monitoring and Rescue of Fish and Wildlife are being carried out to support both the renewal of the Installation License as well as other required Permits to complete the Paiol Mine permitting process.

For the permitting of the mineral deposits Vira-Saia and Cata Funda, another Environmental Assessment (EA) was recommended by NATURATINS, since Illegal artisanal mining (“Garimpo”) has already degraded the areas over the years and the potential for negative impacts is low. It is estimated that this study will start in early 2021. The protocol and application for the Preliminary and Installation licenses with NATURATINS is expected in the 4th quarter of 2021, and the forecast for obtaining Licenses is between the 3rd and 4th quarter of 2022.

The estimated reclamation and mine closure costs for the Almas Gold Project, encompassing the 3 mineral deposits, is US \$ 5.5 million.

### Capital and Operating Costs

The estimate conforms to Class 3 guidelines for a feasibility study level estimate with accuracy according to the Association for the Advancement of Cost Engineering International (AACE International). The estimate includes the cost to complete the design, procurement, construction and commissioning of all the identified facilities. The estimate was based on the traditional engineering, procurement and construction management (EPCM) approach where the EPCM contractor would oversee the delivery of the completed project from detailed engineering and procurement to handover of a working facility.

he estimate was derived from a number of fundamental assumptions as indicated in process flow diagrams, general arrangements, mechanical equipment list, electrical equipment list, material take offs (MTOs), cable schedules, scope definition and a work breakdown structure. The estimate included all associated infrastructure as defined by the scope of work.

The initial capital cost estimate is summarized in Table 1-4.

**Table 0--4 Initial Capital Cost Estimate Summary (direct and indirect)**

COST TYPE	DESCRIPTION	US\$ M
Direct	Mine	4.0
	Construction and Erection	18.6
	Mineral processing	25.1
	Tailings facility	2.4
	Power line	1.8
	Laboratory	0.6
	<i>Direct Subtotal</i>	<i>52.6</i>
Indirect	Indirect	8.1
	Contingency	4.6
	Owners Costs	7.4
	<i>Indirect Subtotal</i>	<i>20.2</i>
<b><i>Project Total – Initial Capital</i></b>		<b><i>72.8</i></b>

The operating cost estimate is presented in Table 1-5 and is based on Q4 2020 United States dollars (USD). The estimate includes mining, processing, general and administration (G&A), and accommodations costs.

**Table 0--5 Almas Operating Costs**

DESCRIPTION	YEARLY COST (M\$USD)	YEARLY COST (USD/t)
Mining	8.86	7.31

DESCRIPTION	YEARLY COST (M\$USD)	YEARLY COST (USD/t)
Process	14.88	11.44
General and Administration	2.50	1.93
Total	26.24	20.68

### Economic Analysis

A full financial model was prepared for the Almas Project including capital costs, operating expenditures and production schedule with inputs provided by Aura, Ernst & Young (EY), Ausenco and EDEM.

Based on the assumptions adopted, the post-tax net present value (“NPV”) of Aura Minerals Gold Almas Project base case achieved US\$183M (R\$660M) at 5% discount rate. The internal rate of return (“IRR”) reached 43.9% and the annual average EBITDA (from year 1 to year 16, full run rate production period) is US\$27M. Payback after the start-up of operations is 2.1 years.

The results of the financial model are summarized in the Table 1-6, the project cash flow is presented in the Table 1-7 and an operating income statement in the Table 1-8.

**Table 0--6 Financial Results Summary (Post tax)**

ITEM	UNIT	VALUE
<b>DISCOUNT RATE (WACC)</b>	%	5.0%
<b>NET PRESENT VALUE – NPV</b>	US\$M	182.7
CAPEX NPV	US\$M	(87.8)
Operational NPV	US\$M	270.5
<b>PROJECT IRR</b>	%	43.9%
PROJECT PROFITABILITY INDEX		3.1
DISCOUNTED PROJECT PAYBACK	Years	3.7
SIMPLE PAYBACK (including start-up)	Years	3.5
SIMPLE PAYBACK (after start-up)	Years	2.0

**Table 1-7 Project Cash Flow (US \$ \*1,000)**

DESCRIPTION	2021	2022	2023	2024	2025	2026	2027	2028	2029	2030
<b>EBIT</b>	0	15,757	41,960	42,338	32,616	26,151	20,829	16,830	20,948	25,811
<b>(+) Depreciation</b>	0	3,639	7,277	7,701	7,848	8,405	8,552	9,346	9,090	9,109
<b>(=) EBITDA</b>	0	19,395	49,237	50,039	40,464	34,555	29,381	26,176	30,038	34,920
<b>(-) CAPEX</b>	(36,099)	(36,675)	(2,116)	(737)	(2,784)	(737)	(3,969)	(834)	(834)	(3,185)
<b>(+-) Working Capital Variation</b>	0	(2,718)	(2,223)	102	(406)	73	(162)	(240)	(250)	972
<b>(-) Mine Closure Cost</b>	0	0	0	0	0	0	0	0	0	0
<b>(-) Income Tax / Social Contribution</b>	0	(5,353)	(6,394)	(6,452)	(4,969)	(3,983)	(3,172)	(2,562)	(3,190)	(3,932)
<b>(=) Free Cash Flow to Firm (FCFF)</b>	(36,099)	(25,350)	38,504	42,951	32,304	29,908	22,079	22,540	25,764	28,776
<b>(=) Accumulated Free Cash Flow to Firm</b>	(36,099)	(61,450)	(22,945)	20,006	52,310	82,218	104,296	126,836	152,600	181,376

DESCRIPTION	2031	2032	2033	2034	2035	2036	2037	2038	2039
<b>EBIT</b>	26,414	20,597	18,906	14,385	9,173	9,643	9,101	9,751	5,423
<b>(+) Depreciation</b>	9,189	5,570	1,774	1,774	2,244	1,774	2,317	1,808	1,769
<b>(=) EBITDA</b>	35,603	26,167	20,680	16,159	11,418	11,418	11,418	11,559	7,192
<b>(-) CAPEX</b>	(834)	(3,185)	(834)	(3,185)	(834)	(3,546)	(640)	(640)	(192)
<b>(+-) Working Capital Variation</b>	527	529	80	277	341	7	(8)	3	3,097
<b>(-) Mine Closure Cost</b>	0	0	0	0	(1,100)	(1,100)	(1,100)	(1,100)	(1,100)
<b>(-) Income Tax / Social Contribution</b>	(4,023)	(3,136)	(6,423)	(4,886)	(3,114)	(3,274)	(3,090)	(3,311)	(1,839)
<b>(=) Free Cash Flow to Firm (FCFF)</b>	31,272	20,375	13,503	8,365	6,710	3,504	6,580	6,510	7,158
<b>(=) Accumulated Free Cash Flow to Firm</b>	212,649	233,024	246,527	254,892	261,601	265,105	271,685	278,196	285,354

**Table 1-8 Operating Income Statement (US \$ x 1,000)**

DESCRIPTION	2021	2022	2023	2024	2025	2026	2027	2028	2029	2030
<b>Gross Operating Revenue</b>	0	31,706	83,476	83,192	77,851	71,558	68,249	67,450	73,572	67,061
<b>Deductions from Operating Revenue</b>	0	0	0	0	0	0	0	0	0	0
<b>Net Operating Revenue</b>	0	31,706	83,476	83,192	77,851	71,558	68,249	67,450	73,572	67,061
<b>Cash Cost</b>	0	(9,206)	(27,104)	(26,032)	(30,651)	(30,522)	(32,526)	(34,964)	(36,923)	(26,890)
<b>Freight / Refining</b>	0	(129)	(340)	(339)	(317)	(291)	(278)	(274)	(299)	(273)
<b>Depreciation and Exhaustion</b>	0	(3,639)	(7,277)	(7,701)	(7,848)	(8,405)	(8,552)	(9,346)	(9,090)	(9,109)
<b>Gross Profit</b>	0	18,733	48,754	49,121	39,035	32,340	26,894	22,865	27,260	30,789
<b>Gross margin (without depreciation)</b>	0.0%	59.1%	58.4%	59.0%	50.1%	45.2%	39.4%	33.9%	37.1%	45.9%
<b>SG&amp;A</b>	0	(1,644)	(3,289)	(3,289)	(3,289)	(3,289)	(3,289)	(3,289)	(3,289)	(2,209)
<b>SG&amp;A - Depreciation</b>	0	0	0	0	0	0	0	0	0	0
<b>SG &amp; A / Net Revenue</b>	0.0%	5.2%	3.9%	4.0%	4.2%	4.6%	4.8%	4.9%	4.5%	3.3%
<b>CFEM</b>	0	(476)	(1,252)	(1,248)	(1,168)	(1,073)	(1,024)	(1,012)	(1,104)	(1,006)
<b>Royalties</b>	0	(856)	(2,254)	(2,246)	(1,963)	(1,827)	(1,752)	(1,734)	(1,920)	(1,763)
<b>Income before Income Tax / Social Contribution</b>	0	15,757	41,960	42,338	32,616	26,151	20,829	16,830	20,948	25,811
<b>Income Tax</b>	0	(2,364)	(6,294)	(6,351)	(4,892)	(3,923)	(3,124)	(2,525)	(3,142)	(3,872)
<b>Income Tax (over R\$ 60 thousand in the quarter)</b>	0	(1,571)	(4,191)	(4,229)	(3,257)	(2,610)	(2,078)	(1,678)	(2,090)	(2,576)
<b>Income Tax - Benefit</b>	0	0	7,867	7,938	6,115	4,903	3,905	3,156	3,928	4,840
<b>Social Contribution</b>	0	(1,418)	(3,776)	(3,810)	(2,935)	(2,354)	(1,875)	(1,515)	(1,885)	(2,323)
<b>Net Income</b>	0	10,404	35,565	35,886	27,647	22,167	17,657	14,268	17,758	21,879
<b>Net Margin</b>	0%	33%	43%	43%	36%	31%	26%	21%	24%	33%
<b>EBITDA</b>	0	19,395	49,237	50,039	40,464	34,555	29,381	26,176	30,038	34,920
<b>EBITDA margin</b>	0.0%	61.2%	59.0%	60.1%	52.0%	48.3%	43.0%	38.8%	40.8%	52.1%

DESCRIPTION	2031	2032	2033	2034	2035	2036	2037	2038	2039
Gross Operating Revenue	61,675	47,502	42,068	34,906	27,014	27,014	27,014	27,105	13,494
Deductions from Operating Revenue	0	0	0	0	0	0	0	0	0
Net Operating Revenue	61,675	47,502	42,068	34,906	27,014	27,014	27,014	27,105	13,494
Cash Cost	(21,642)	(17,967)	(18,273)	(16,102)	(13,356)	(13,356)	(13,356)	(13,356)	(5,265)
Freight / Refining	(251)	(193)	(171)	(142)	(110)	(110)	(110)	(110)	(55)
Depreciation and Exhaustion	(9,189)	(5,570)	(1,774)	(1,774)	(2,244)	(1,774)	(2,317)	(1,808)	(1,769)
Gross Profit	30,592	23,772	21,849	16,887	11,303	11,773	11,231	11,831	6,405
Gross margin (without depreciation)	49.6%	50.0%	51.9%	48.4%	41.8%	43.6%	41.6%	43.6%	47.5%
SG&A	(1,631)	(1,217)	(1,217)	(1,066)	(996)	(996)	(996)	(996)	(415)
SG&A - Depreciation	0	0	0	0	0	0	0	0	0
SG & A / Net Revenue	2.6%	2.6%	2.9%	3.1%	3.7%	3.7%	3.7%	3.7%	3.1%
CFEM	(925)	(713)	(631)	(524)	(405)	(405)	(405)	(407)	(202)
Royalties	(1,623)	(1,245)	(1,095)	(913)	(729)	(729)	(729)	(678)	(364)
Income before Income Tax / Social Contribution	26,414	20,597	18,906	14,385	9,173	9,643	9,101	9,751	5,423
Income Tax	(3,962)	(3,090)	(2,836)	(2,158)	(1,376)	(1,446)	(1,365)	(1,463)	(813)
Income Tax (over R\$ 60 thousand in the quarter)	(2,637)	(2,055)	(1,886)	(1,434)	(913)	(960)	(905)	(970)	(538)
Income Tax - Benefit	4,953	3,862	0	0	0	0	0	0	0
Social Contribution	(2,377)	(1,854)	(1,701)	(1,295)	(826)	(868)	(819)	(878)	(488)
Net Income	22,390	17,461	12,482	9,499	6,059	6,369	6,011	6,440	3,584
Net Margin	36%	37%	30%	27%	22%	24%	22%	24%	27%
EBITDA	35,603	26,167	20,680	16,159	11,418	11,418	11,418	11,559	7,192
EBITDA margin	57.7%	55.1%	49.2%	46.3%	42.3%	42.3%	42.3%	42.6%	53.3%

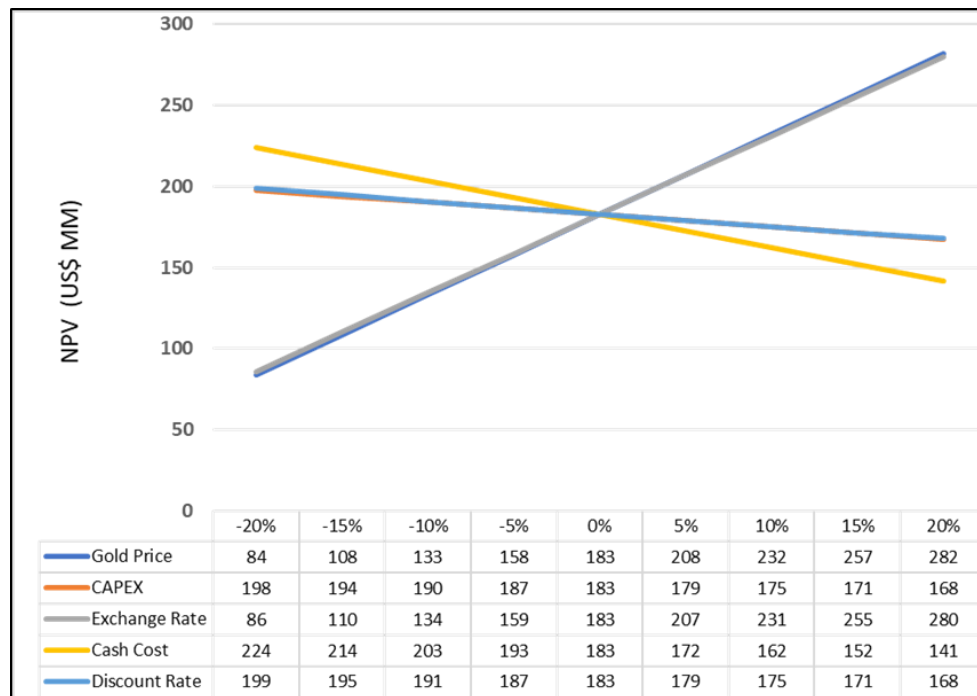
The sensitivity analysis shows the impact of the variation of the gold price, exchange rates, operating and capital costs upon the Project NPV and IRR. The analysis encompasses the following range of variation in the key inputs:

- Gold price:  $\pm 20\%$ .
- CAPEX:  $\pm 20\%$ .
- Exchange Rate:  $\pm 20\%$ .
- Cash Cost:  $\pm 20\%$ .
- Discount Rate:  $\pm 20\%$ .

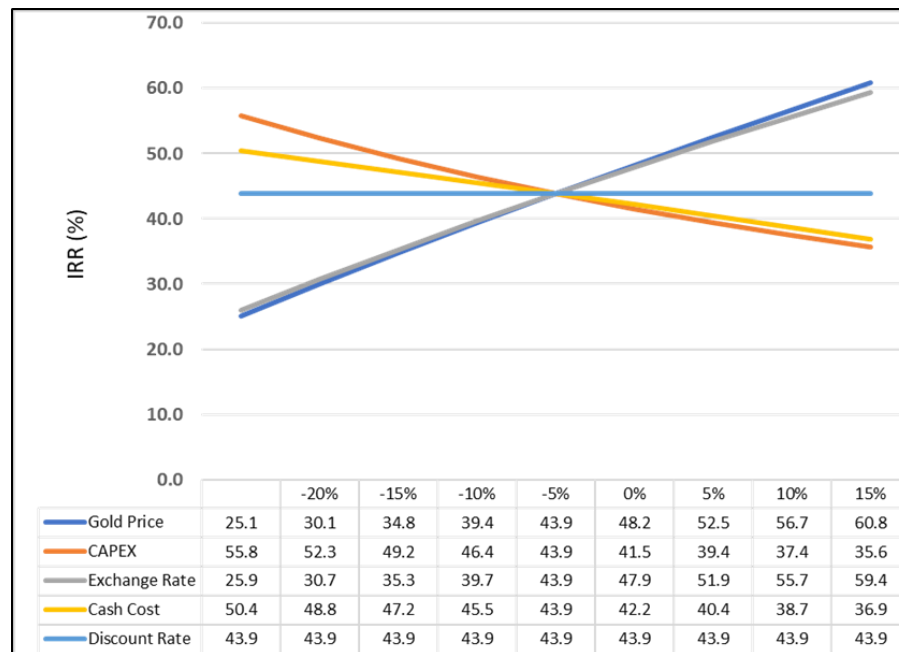
In assessing the sensitivity of the Project returns, each of these parameters is varied independently of the others. Scenarios combining beneficial or adverse variations simultaneously in two or more variables will have a more marked effect on the economics of the Project than will the individual variations considered. The sensitivity analysis has been conducted assuming no change to the mine plan or schedule.

Figure 1-6 illustrates the results of the sensitivity analysis for Project NPV (after tax) and these effects for each of the critical variables and Figure 1-7 presents the same scenario for the IRR. NPV results are reported at a discount rate of 5.0%

**Figure 0--6 Sensitivity Analysis Graph – NPV**



**Figure 0--7 Sensitivity Analysis Graph – IRR**



GE21 understands that the Almas Gold Project is economically viable and attractive based on these results.

The main risks associated with the economic model results are:

- Financial risk – price: There is a low risk regarding the price used reflected by the current consensus price applied to the project. Exchange rates can affect the ratio of Price/Cost as well;
- Financial risk – fiscal benefits: There is a low risk regarding the fiscal benefits applied to the project, since not all of them have been granted yet.

## Conclusions

At the conclusion of this Feasibility Study on the Almas Gold Project it was demonstrated that at a gold price of \$1,588/oz, an investment of US\$73M would be required, principally to build a processing plant and associated facilities, to treat ores from 3 open pits at a rate of 1.3Mt/yr, which over a mine life of 13 years would yield a return on investment of 44%. At a discounted rate of 5% the “all equity” Net Present Value after taxation is \$183M. Average annual gold production is expected to be 35,560 oz. The break even all in cash (AISC) cost has been calculated to be \$828/oz.

## Recommendations

- Additional infill drilling is required to convert more resources both in Paiol and Vira Saia from inferred to M&I categories. Multiple narrow shear zones can be identified in HW and FW for all three deposits. Additional infill drilling can delineate and test the continuity of these splay shear structures and related ore shoots.
- At Paiol, the deposit narrows down toward the south but is open towards north with multiple shearing targets. Additional infill drilling will probably delineate more ounces which are not modelled and estimated in the current feasibility study. The northern part of deposit had more ounces due to the presence of high grade where there is a chance of finding more mineralized zones.

- Existing lithological and alteration databases need to be reviewed and revised, and refined lithological models need to be established. Future resource estimates need to consider these updated litho-alteration models for all three deposits.
- A maximum two pits operating simultaneously is recommended, otherwise the operation will become more complex and certainly costs would increased.
- A single low grade ore stockpile close to processing plant is considered a better strategy from a logistic viewpoint and simplifies the low- grade ore pile re-handled after 2031.
- While the geotechnical information at this stage is considered sufficient to start the operation, it is important to start the operation with an experienced dedicated geotechnical team to assure a good monitoring geotechnical program to give good support to the operation and eventually revise the Paiol pit design accordingly, after third and fourth year operation.
- EDEM recommends grade control drilling with Down-The-Hole reverse circulation drills to support the grade control engineering.
- Additional testwork should be considered to define the geometallurgical sample variability in more detail.
- Additional leach testing is recommended to optimize leach conditions and cyanide consumption. Additional continuous cyanide detoxification tests are recommended to optimize retention time and reagent additional rates.
- Continuous monitoring of the renewal schedule for the Installation License- LI for the Paiol Mine, and other permits with the environmental regulatory body - NATURATINS so there are no delays in the issuance of the environmental permits;
- Priority is given to programs that present a social scope, such as Updating the Social Diagnosis, Mapping Stakeholders, Social Management Plan, Social Communication Program and Defining Partnerships with the communities affected by the Almas Gold Project.

#### **Additional Information From the Almas Technical Report**

Below are detailed tables of resource estimates for each deposit from the body of Almas Technical Report. They can be converted to Measured and Indicated in the future with further drilling and here only shown as additional information related to the Almas Project. No assurance is made that such conversion will be completed. See “Risk Factors” of this AIF.

**Paiol Mineral Resources**

<b>RESOURCES CATEGORY</b>	<b>TONNES (t)</b>	<b>Au (g/t)</b>	<b>Oz</b>
Measured	4,366,950	1.03	144,870
Indicated	13,181,190	0.96	407,590
<b>Measured + Indicated</b>	<b>17,548,140</b>	<b>0.98</b>	<b>552,460</b>
Inferred	3,504,330	1.23	138,810

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**Note:**

1. The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019 using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.
2. The Mineral Resource Estimate is based on an updated optimized pit shell using US\$1,800/oz gold and at a cut-off grade of 0.29 g/t gold.
3. A density default model based on rock type was used for volume to tonnes conversion with averaging 2.66 tonnes/m<sup>3</sup>.
4. Contained metal figures may not add due to rounding.
5. Mineral Resources are inclusive of Mineral Reserves.
6. Surface topography based on December 31st, 2016.
7. The Mineral Resource estimate for the Paiol deposit was prepared by Farshid Ghazanfari, P.Geo. a Qualified Person as that term is defined in NI 43-101

**Vira Saia Mineral Resources**

RESOURCES CATEGORY	TONNES (t)	Au (g/t)	Oz
Measured	566,910	1.24	22,600
Indicated	2,787,780	0.91	81,245
<b>Measured + Indicated</b>	<b>3,354,690</b>	<b>0.96</b>	<b>103,845</b>
Inferred	1,516,230	1.05	51,070

**Note:**

1. The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposits
2. Mineral Resource Estimate is based on a designed pit optimized @ 1800\$ gold and cut-off grade of 0.31 g/t gold.
3. A density model based on rock type was used for volume to tonnes conversion with averaging 2.60 tonnes/m<sup>3</sup>.
4. Contained metal figures may not add due to rounding.
5. Surface topography based on December 31st, 2016
6. Mineral Resources are inclusive of Mineral Reserves.
7. The Mineral Resource estimate for the Vira Saia deposit was prepared by Farshid Ghazanfari, P.Geo. a Qualified Person as that term is defined in NI 43-101.

**Cata Funda Mineral Resources**

RESOURCES CATEGORY	TONNES (t)	Au (g/t)	Oz
Measured	482,000	1.97	30,540
Indicated	356,000	1.39	15,920

<b>Measured + Indicated</b>	<b>838,000</b>	<b>1.72</b>	<b>46,460</b>
Inferred	330,000	1.48	15,735

**Note:**

1. The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 29, 2019, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit.

2. The Mineral Resource Estimate is based on an updated optimized shell using 1,800 \$/oz and a cut-off grade of 0.34 g/t gold.

3. A density model based on rock type was used for volume to tonnes conversion with averaging 2.72 tonnes/m<sup>3</sup>.

4. Contained metal figures may not add due to rounding.

5. Surface topography based on December 31st, 2016.

6. Mineral Resources are inclusive of Mineral Reserves.

7. The Mineral Resource estimate for the Cata Funda deposit was prepared by Adam Wheeler, C.Eng. a Qualified Person as that term is defined in NI 43-101.

## **ADDITIONAL PROPERTIES**

### **GOLD ROAD PROJECT**

Gold Road mine is located in the Oatman Mining District in Arizona, USA, a prolific zone with more than 2 million ounces of gold produced in the past. The Gold Road property (Property) is 15 miles (24 km) northeast of the Arizona-California-Nevada border and 25 miles (40 km) southwest of Kingman, Arizona.

The Oatman mining district is dominated by Tertiary volcanic rocks representing at least four major cycles of late Oligocene to early Miocene volcanism. These cycles of volcanism are represented by the Lower Volcanics series, the Middle Volcanics series, the Upper Volcanics series and younger basalt-dominated volcanism. Rock units range from basaltic to rhyolitic in composition, but the bulk of the volcanic sequence consists of alkalic to subalkalic, intermediate rocks with latitic to andesitic compositions. An eruptive center for at least some of the volcanic rocks is inferred to be near the town of Oatman.

The major structures which host important gold mineralization in the Oatman district form a roughly radial pattern outward and southeast from an area centered near the Oatman Amalgamated prospect. This area may be near the center of a three-mile diameter (5 km) circular feature defined by a concentric fracture and joint set, inwardly-dipping faults and dikes and lineaments detected using Landsat satellite imagery and high altitude aerial photographs. These may reflect concentric fractures developed during the ascent or descent of magma within a near-surface magma chamber.

The gold-bearing mineralized bodies in the Oatman mining district are tabular to lens-shaped quartz+calcite+adularia veins localized along northwest- to north-northwest-trending faults and fractures. The structures typically dip steeply north with a few exceptions, notably the Gold Ore and Moss veins and several structures in the far southern portion of the district. Almost without exception, the most important gold mines in the district are from veins hosted by either the Oatman latite or Gold Road latite.

At the Gold Road Mine, the vein system is exposed on the surface for about 1.5 miles (2.4 km) and the ore-grade segment is nearly continuous for about 1 mile (1.6 km). The Gold Road Mine has been mined in the vertical dimension down to the elevation of 2,200 ft (671 m) above sea level. Mining has extracted ore from the Gold Road vein system for a horizontal distance of 7,000 ft (2,133 m) and for a vertical distance of 1450 ft (442 m). Individual lodes on the Gold Road vein structure are up to 2,100 ft (640 m) in length, 620 ft (190 m) in height and vary in width from 3-7 ft (1-2 m) within the Gold Road latite and up to 23 ft (7 m) within the Oatman latite.

An updated resource estimate was developed for Gold Road in 2018 by RPM for Para Resources. An Inferred resource of 978,000 t @ 0.22 oz/t Au containing 214,000 oz of gold was estimated.

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

Aura completed two phased diamond drilling campaigns at Gold Road during 2020 totaling 23,203 ft in 53 holes from underground and 13,372 ft in 8 holes from surface for total budget of \$ 2,064,828. The main objectives of 2020 surface drilling was to test the western extension of the Sharpe stope at depth and to expand the inferred resource footprint. The results of drilling show that the Sharpe stope does not have extensive strike length continuity and is limited perhaps by controlling structures. Due to the high-risk nature of deep drilling of a narrow vein target from the surface, it was decided to continue Sharpe stope zone exploration at depth from a new underground platform in 2021.

Currently, analytical work is being carried out by ALS Geochemistry Lab ("ALS") in Reno, Nevada, USA. Drill core samples were crushed, pulverized, and homogenized in the mine's laboratory at Gold Road, then pulp samples were shipped to ALS's lab in Reno. All samples were analyzed for gold values determined by fire assay method (code Au-AA25) with atomic absorption spectrometry finish on 30g aliquots. ALS has routine quality control procedures which ensure that every batch of 20 prepared samples includes one sample repeats, two commercial standards and blanks. ALS's quality assurance a quality control measures are independent from the Company's. The Company has established a standard quality assurance and quality control procedure for the drilling programs at Gold Road by inserting one blank, two standards, and one duplicate for each 20 samples. In order to better understand historical geological framework of orebody in Gold Road Mine, a desktop geological study was completed in 2020 digitizing all available historical level plans for Gold Road Mine. Similar desktop study needs to be completed for historical mines in the Oatman District in 2021.

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

Aura's intends to incorporate drilling data and information into an updated technical report in 2021.

Gold Road continued to ramp-up during the fourth quarter of 2020 and declared commercial production in December 2020. The mine contractor met management's performance expectations for daily advance rates and haulage. The plant was fully commissioned and averaged 378 tons per day or 76% of rated throughput capacity. The mine began accelerating development in December 2020 to open more mining areas, which will provide additional flexibility in the mine plan.

Readers are encouraged to read the "NI43-101 Technical Report, Preliminary Economic Assessment of the Gold Road Mine, Arizona, USA", which is dated May 3<sup>rd</sup>, 2018, authored by Richard Kehmeier, David Young, Dick Addison, and Esteban Acuna (the "**Gold Road Technical Report**"). The Gold Road Technical Report is subject to the assumptions, qualifications and procedures described in the report, as applicable, and readers are encouraged to read the report in its entirety.

### **MATUPÁ PROJECT (FORMERLY KNOWN AS GUARANTÃ PROJECT)**

The Project is a set of gold exploration targets located in the vicinity of Guarantã do Norte City. Gold occurrences were first discovered in the region of the Project in 1980s, and ultimately, the region became the fourth greatest producer of gold in Mato Grosso State. The Guarantã Gold Project is composed of 18 mining permits located in the Alta Floresta Gold Province. The X1 Deposit is approximately 11 kilometers (km) south of the town of Guarantã do Norte along Highway BR-163, and the Guarantã Deposit is located about 4 km north of Guarantã do Norte along Highway BR-153. Guarantã do Norte has good infrastructure with a road system in a state of good repair and reliable facilities to support mining and industrial activities.

The Guarantã Gold Project lies within the Alta Floresta Gold Province, a paleo/mezo Proterozoic environment located in the southern portion of the Amazon Craton. The region hosts both porphyry-related and epithermal gold deposits associated with granitic and calc-alkaline intrusions and lode gold deposits related to regional shear zones.

The Alta Floresta Golden Province encompasses two crustal domains: The Accretionary Domain and the Volcanic-Granite Domain. The first comprises moderate to highly metamorphosed, supra-crustal and plutonic rocks which occur in the southern portion of the area. The second is comprised of a spreading-sequence of calc-alkaline plutonic and volcanic rocks ranging from dioritic to granitic composition.

The X1 Deposit occupies a topographic high point (hillock) and is hosted by the Matupá Intrusive Suite near the contact with the mafic/ultramafic Flor da Serra Suite. The currently known extents of the target have dimensions of 400 m east-west and 150 m north-south. The X1 Deposit is classified as an intrusive-hosted or 'porphyry' low sulfidation gold occurrence. X1 Deposit exploration is targeting the geological environment of the stock work vein system and using alteration and IP responses to guide exploration.

Geological and grade models were developed for the X1 Deposit to use in mineral resource estimation. Total Measured and Indicated resources for the X1 Deposit are estimated at 8.0 Mt at a grade of 1.35 g/t Au and 4.6 g/t Ag based on an Au equivalent cutoff grade of 0.5 g/t. There is an Inferred resource of 471,100 t at a grade of 1.43 g/t Au and 4.5 g/t Ag. Resources have not been estimated for the other deposits due to the lack of drilling.<sup>1</sup> Since the Project is still in the exploration phase, reserve estimates have not been developed. However, X1 deposit itself seems to have very low strip ratio with most of current resources in a topographic high point (hillock).

The X1 samples showed excellent metallurgical response to each of the processes that were tested. With cyanide leach extractions averaging over 95%, gravity gold recoveries ranging between 47% and 87% and flotation recoveries around 95% to 96%, a number of processing options are available for the X1 Deposit. The final optimization of a process flow sheet will be somewhat dependent on the environmental characteristics of the deposits. The presence of high concentrations of sulfide minerals and base metals plus few carbonates to neutralize the sulfide minerals indicates a possibility that the material will be acid generating. If this proves to be the case, a flotation concentrator, with or without cyanide leaching of the flotation concentrate and/or flotation tailings, may prove to be the optimum selection. There are other mines in the same areas with similar high sulfide content which are producing gold with no significant issue in gold recovery. This is probably would be the case for X1 deposit as well.

Readers are encouraged to read the "Technical Report and Audit of The Preliminary Resource Estimate on the Guarantã Gold Project, Mato Grosso State, Brazil", which is dated February 12<sup>th</sup>, 2010, authored by Ronald Simpson, P.Geo. Geosim Services Inc., Susan Poos, P.E. Marston & Marston Inc., Michael Ward, C.P.G., Marston & Marston Inc. Kathy Altaman, P.E., Samuel Engineering Inc. (the "**Matupá Technical Report**"). The Matupá Technical Report is subject to the assumptions, qualifications and procedures described in the report, as applicable, and readers are encouraged to read the report in its entirety.

## **TOLDA FRIA PROJECT**

The Tolda Fria prospect is located approximately 10 km southeast of the city of Manizales in the Villamaria municipality, Department of Caldas, Colombia. The city of Manizales has good infrastructure, services, and available workforce. Access to the Tolda Fria Prospect is by 5 km of paved road to Gallinazo where a four-wheel-drive accessible road is taken for another 5 km to the Tolda Fria trailhead. Access from the trailhead to the mine site office is by a heavily incised pack animal trail.

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<sup>2</sup> The following assumptions apply to the Mineral Resource Estimates: The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 23, 2003, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the Matupá Technical Report Mineral Resource Estimate is reported based on 0.5 g/t Au equivalent cutoff grade within an optimized Lerchs-Grossman pit shell. Both pit optimization and cut off grade is based on gold price of \$ 800/oz.

On May 31, 2011, Rio Novo completed the acquisition of CVME's 75% interest in the Tolda Fria Gold Project and executed an agreement with Universal to acquire the remaining interest in the project, making Rio Novo the 100% owner of the Project.

Rio Novo and the Permit Holder will work together to convert the existing 10-year license to a 30-year concession contract. The Project has an Environmental License for small-scale mining, which will have to be modified for a modern mine under the Colombian mining code process. Rio Novo intends to manage all such processes, conversion to concession contract, exploration permits, environmental approvals and mining consents & authorizations at the local level, establishing community relations, sustainability and institutional relations efforts as a priority in the development of the project.

Approximate transit time from the trailhead to the mine site is 1.5 hours. Currently all supplies and personnel are brought to the site via pack animal. Road to supply the camp is in progress. Construction of a CVME built an exploration base camp and secured sample storage facility at the site. Pre-existing structures include several old stamp mills.

The 164 Ha Tolda Fria prospect is made up of hypabyssal metamorphic and igneous lithologies with a volcanic and sedimentary cover. Tectonically, the region is dominated by a series of associated structural lineaments (shear zones), overprinting the rocks with a cataclastic texture that localizes the veins and veinlets of the gold mineralization.

The Tolda Fria deposit has been characterized as a low sulfidation epithermal model (Gaitan, 2009). This type of deposit forms at relatively shallow depths, usually within 1 to 2 km of the surface, at a temperature range of less than 150°C to 300°C. The mineralization also can be disseminated within the host rock and/or associated hydrothermal or tectonic breccias. Within the study area, (1) subvertical veins with a N-S strike and slight variations to the east and west, and (2) low angle parallel veins concordant with the foliation of the host rock.

The project resources are 5000 ounces of gold in indicated category at a 3.88 grade/ton content ratio, in addition to more than 940,000 ounces inferred at a 2.38 grade/ton content ratio.<sup>2</sup>

Readers are encouraged to read the "NI 43-101 Technical Report on The Tolda Fria Project, Manizales, Colombia" dated May 31, 2011, authored by William J. Crowl, R.G. and Donald Hulse, P.E. from Gustavson Associates (the "**Tolda Fria Technical Report**"). The Tolda Fria Technical Report is subject to the assumptions, qualifications and procedures described in the report, as applicable, and readers are encouraged to read the report in its entirety.

## DIVIDENDS

In 2019, the Company declared a dividend of US\$3,044,000 (CAD \$0.06 per share), which was paid at the beginning of 2020.

On June 22, 2020, Aura announced that the Board approved a dividend policy (the "Dividend Policy"), where Aura will determine an annual dividend based on 20% of its annual Adjusted EBITDA less sustaining capital expenditures and exploration capital expenditures, payable as cash dividends to holders of its shares. Dividends are expected to be declared and paid once a year starting in 2021, based on the preceding year results, with a record date on or shortly after announcement of Aura's annual financial results. As such, any dividend payable under the Dividend Policy will be payable in the second quarter of each year.

On March 15, 2021, the Company announced the 2021 Dividend of \$0.83 per Share (approximately \$60 million in total). The 2021 Dividend is in excess of the minimum dividend payable pursuant to the Company's dividend policy, as announced June 22, 2020, based on the Company's financial results for the year ended December 31, 2020.

The declaration of dividends under the Dividend Policy is subject to the discretion of the Board, having regard to the best interests of the Company and the limitations imposed by the solvency tests contained in the Company's memorandum of

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<sup>2</sup> The following assumptions apply to the Mineral Resource Estimates: The Mineral Resource estimates were prepared in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves, adopted by the CIM Council on May 10, 2014, and the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines, adopted by CIM Council on November 23, 2003, using geostatistical and/or classical methods, plus economic and mining parameters appropriate to the deposit. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. Please see the Tolda Fria Technical Report. In-Situ Resources are reported @ 0.5 g/t Au cut-off grade.

association and articles of association and other requirements of applicable corporate law. Nothing in the Dividend Policy shall restrict the discretion of the Board from authorizing sustaining capital expenditures or exploration capital expenditures that the Board deems to be in the best interests of the Company. These expenditures may limit future amounts of dividends payable under the Dividend Policy.

## MARKET FOR SECURITIES

### Trading Price and Volume

The Shares are listed and posted for trading on the TSX under the symbol “ORA” and the BDRs are listed on the B3 under the symbol “AURA33”. The following sets out information relating to the monthly trading of the Shares on the TSX and the BDRs on the B3 for 2020.

2020 Period	ORA			AURA33		
	Closing High (C\$)*	Closing Low (C\$)*	Volume (000s)	Closing High (R\$)*	Closing Low (R\$)*	Volume (000s)
January*	1.77	1.72	483	-	-	-
February*	5.67	1.88	1,683	-	-	-
March*	5.67	3.33	1,024	-	-	-
April*	4.19	3.60	147	-	-	-
May*	12.93	4.43	137	-	-	-
June*	14.35	12.00	1,153	-	-	-
July*	16.00	15.50	1,312	56.00	48.33	157
August*	17.65	14.47	650	66.00	59.80	469
September	15.06	12.75	462	66.40	60.60	954
October	14.10	12.20	219	59.49	49.50	1,737
November	15.00	13.40	452	57.50	48.00	3,870
December	15.00	12.60	514	60.70	54.60	2,657

\* Closing values adjusted by the Share Split

The price of the Shares as quoted by the TSX at the close of business on December 31, 2020 was C\$14.85. The price of the BDRs as quoted by the B3 at the close of business on December 31, 2020 was R\$ 60.70. Except for securities issued pursuant to the Company’s equity compensation plans, during the most recently completed financial year of the Company, the Company did not have any class of securities outstanding but not listed or quoted on a marketplace.

## PRIOR SALES

During the year ended December 31, 2020, the Company issued the following securities which are outstanding but are not listed or quoted on a marketplace:

Date of Issue	Number of securities	Security	Price per Security
January 23, 2020	36,000	Stock Options	C\$ 2.00
August 11, 2020	36,000	Stock Options	C\$ 15.33
October 9, 2020	13,500	Stock Option	C\$ 15.33
October 12, 2020	13,500	Stock Option	C\$ 15.33

## DIRECTORS AND OFFICERS

## Directors

The Board consists of seven directors: Paulo Carlos de Brito (Chairman), Bruno Mauad, Stephen Keith, Philip Reade, Paulo Carlos de Brito Filho, Fabio Ribeiro and Richmond Fenn. The present term of each director will expire at the next annual meeting of shareholders or upon such director's successor being elected or appointed. The Board has the following committees:

- Audit Committee: Stephen Keith (Chairman), Philip Reade and Bruno Mauad.
- Corporate Governance, Compensation and Nominating Committee: Paulo Carlos de Brito Filho (Chairman), Philip Reade and Bruno Mauad.

The principal occupation, business or employment and the province or state and country of residence for the last five years of each of the Company's directors who are not executive officers of the Company is set out below.

***Paulo Carlos de Brito, Chairman of the Board and a Director (São Paulo, Brazil).*** Mr. Brito was appointed the non-executive Chairman of the Board in May 2016. Mr. Brito is a businessman with over 45 years of experience in mining, energy and agricultural businesses. Mr. Brito has worked extensively in and outside of Brazil including most of Latin America. Mr. Brito has founded several companies including Cotia Trading, S.A. (a trading company), Mineração Santa Elina Ind. E Com. S.A. (a mining company focused on the development, exploration and research of various minerals) and Biopalma da Amazonia S.A. (a palm oil production company). Other than the shares owned by Northwestern (approximately 52.53% of Company's issued and outstanding), Mr. Brito does not beneficially own any additional shares of the Company.

***Stephen Keith, Director, Lead Director (Ontario, Canada).*** Mr. Keith was appointed a member of the Board in August 2011. Mr. Keith has worked for more than 20 years on projects in more than 30 countries, with a concentration on Latin America. His experience spans working with mining and energy companies, spearheading projects from concept through feasibility study, engineering design, project management and construction. He has engaged in over C\$2 billion in financings and merger and acquisition deals for natural resource projects. Past roles include: President and CEO of GrowMax Resources Corp. (TSX-V:GRO); Managing Director of Fertoz Ltd. (ASX:FTX); Founder and President and Chief Executive Officer of Rio Verde Minerals Development Corp. (TSX:RVD). Previously, he held the titles of Vice President, Corporate Development at Plutonic Power Corporation; Director, Investment Banking at Thomas Wiesel Partners; Vice President, Investment Banking at Westwind Partners Mining Group; and Manager, Technical Services with Knight Piesold Consulting. He holds a BSc, Applied Science (Queen's University), an International MBA (York University, Schulich School of Business) and is a Registered Professional Engineer (P. Eng.) in Ontario and British Columbia (Retired)

***Bruno Mauad, Director (São Paulo, Brazil).*** Mr. Mauad was appointed a director of the Company in October 2020. Mr. Mauad is a partner of Kapitalo in charge of one of the equities investment strategy since 2015 and member of the executive committee since 2019. He started his career in 2005 at Patria Investimentos as an equity analyst becoming portfolio manager in 2010, responsible for long & short as well as long only strategies. In 2013 he joined Ashmore Group as a member of the Investment Committee and portfolio manager of the equity strategies. Mr. Mauad holds a Bachelor in Public Administration from FGV/EAESP and is a CFA charterholder.

***Philip Reade, Director (São Paulo, Brazil).*** Mr. Reade was appointed a member of the Board in May 2017. Mr. Reade has over 20 years of business experience, mostly as an investor and as an entrepreneur. Currently, he invests both in the public markets as well as in private deals, mostly in equity, and he is in the process of launching a new investment company, focused in global public equities in out of favor markets. For 7 years, until February 2016, Mr. Reade was a Partner, Co-Portfolio Manager and Co-Head of the Investment Team at Tarpon Investimentos, one of Brazil's largest independent equities fund with over USD 3 billion (as of April 2017, the fund generated a 21,7% annual return net of fees in USD, since inception in 2002). At Tarpon, Philip served as Chairman of the Board at Cremer, Somos Educação, Omega and as Board Member of Metalúrgica Gerdau and Tempo Participações. Prior to Tarpon, Mr. Reade was the Head of the Brazilian operations of the NY-based hedge fund, Marathon Asset Management, which focused on private and public equities as well as structured credit. Before Marathon, Mr. Reade worked for Goldman Sachs in São Paulo as part of the Investment Banking division. Prior to Goldman, he founded and ran Brasilis Seafood, a company that financed seafood processing plants in Brazil. Mr. Reade started his career at Brazilian Banco Garantia, founded by Brazilian entrepreneur and 3G

founder Jorge Paulo Lemann, and then at McKinsey & Co as a business analyst at the São Paulo office. He holds a BS in Economics from the University of São Paulo and an MBA from Stanford University.

**Paulo Carlos de Brito Filho, Director (São Paulo, Brazil).** Mr. Paulo de Brito Filho is (i) Chief Executive Officer at Mineração Santa Elina Industria e Comercio, a company that operates on the development and operation of mineral assets in South America; (ii) Director of Quanta Geracao, a company that operates on the energy industry through generation and sale of energy from its solar and small hydroelectric plants, in Brazil; (iii) was a member of the Board of Directors of Sertrading, a company focused on the trading industry. (iv) Serves as Board member of MIS (Museum of Image and Sound).

**Fabio Ribeiro, Director (Florida, USA).** Fabio was appointed a director in early 2020. Fabio has 20 years of experience in positions bridging the gap between business and technology. Mr Ribeiro has led diverse teams at the dawn of the internet, helping pioneer Brazil's iconic ISP, iG, founded and exited a successful business in the aviation industry, SOL, and went on to start Neptuno in 2005, a multi-strategy fund focused in technology and forward-thinking investing. In the last few years, Fabio led Neptuno into the VC space with a clear vision of empowering entrepreneurs working at the convergence of exponential technologies. In 2019 Fabio co-founded TUZ Ventures — an early-stage tech VC fund focused in Central Asia. Fabio holds a BA degree from FAAP, São Paulo, a Master in Economics from Bocconi, Milan, and an Interactive Media/Game Design MFA from the University of Miami. He currently also serves on the boards of the Miami Institute for Data Science and Computing and the School of Communications at the University of Miami.

**Richmond Lee Fenn, Director (Arizona, USA).** Mr. Fenn was appointed a member of the Board on October 8, 2019. He has worked with Aura as interim-General Manager for both the San Andrés operation and the Gold Road Mine operation supporting these ramp-ups while the Company recruited new General Managers. He brings to Aura 39 years of base and precious metal experience. Mr. Fenn has extensive experience in mine engineering, mine development and valuation, maintenance and operations in North and South America, Africa and Papua New Guinea. Prior to joining Aura, Mr. Fenn was Executive General Manager for the Pueblo Viejo mine in the Dominican Republic, one of the world's largest gold producing mines. Previously Mr. Fenn held positions of increasing responsibility for Freeport McMoRan, Glencore and Barrick Gold. Mr. Fenn holds a bachelor's degree in mining engineering from the University of Arizona and is a registered professional engineer.

## **Officers**

The management team of the Company are: Rodrigo Barbosa, President and CEO, Glauber Luvizotto, Chief Operating Officer; Joao Kleber Cardoso, Chief Financial Officer; and Sergio Castanho, Chief Transformation Officer.

The General Managers of the Mines are: Jorge Camargo, General Manager EPP, Henrique Rodrigues, General Manager Aranzazu, Julio Cesar Beraún, General Manager San Andrés and Kevin Shiell, General Manager Gold Road.

The principal occupation, business or employment and the province or state and country of residence of each of the Company's executive officers within the last five years is disclosed in the brief biographies set out below.

**Rodrigo Barbosa, President and Chief Executive Officer (Florida, USA).** Mr. Barbosa was appointed President and Chief Executive Officer of the Company on January 15, 2017 and a member of the Board on May 26, 2017. Mr. Barbosa did not stand for re-election to the Board at the 2020 AGM. Mr. Barbosa joined the Company as its Chief Financial Officer in October 2016. Mr. Barbosa was previously the CEO of Tavex / Santista, a world-leading integrated manufacturer of denim with worldwide operations including Brazil, Europe and North America. During his tenure at Tavex / Santista, Mr. Barbosa led a successful strategic, finance, marketing and operations turnaround. Prior to Tavex / Santista, Mr. Barbosa was the CFO of the investment holding company of Camargo Correa Group, one of the largest conglomerates in Brazil and parent company of Tavex / Santista. Mr. Barbosa has an MBA from the University of Southern California (USC) and a Bachelor of Mechanical Engineering from the Universidade Mackenzie (São Paulo, Brazil). Mr. Barbosa is fluent in Portuguese, Spanish and English.

**Glauber Luvizotto, Chief Operating Officer (Coahuila, Mexico).** Mr. Luvizotto joined Aura Minerals as General Manager for Mexico operations in April 2018. He has a strong technical expertise, especially in underground operations where he has most of his experience in the mining industry in the last 17 years. Prior to join Aura Minerals he worked as VP

Operation at BrioGold Inc. and few other Managerial positions in companies as Yamana Gold Inc. and AngloGold Ashanti. Mr. Luvizotto is a Mine Engineer from Ouro Preto Federal University in Brazil and complemented his studies in Queen's University - Smith School of Business Executive Program in Canada. His native language is Portuguese but he is fluent in Spanish and English.

**Joao Kleber Cardoso, Chief Financial Officer (Florida, USA).** Mr. Joao Kleber Cardoso joined Aura Minerals in March 2019. Mr. Cardoso is an Economist from Unicamp in Brazil and has an MBA from the Kellogg School of Management, with majors in Finance, Strategy and International Business. Prior to agreeing to join Aura, Mr. Cardoso was the CFO of Santista, a large denim manufacturer with operations in Brazil and Argentina. Prior to Santista, Mr. Cardoso worked for Mover Participações, one of the largest conglomerates in Brazil, and was involved in M&A projects. Mr. Cardoso has also worked in the management consulting industry for A.T. Kearney and Accenture in a variety of industries and projects.

**Sergio Castanho, Chief Transformation Officer (Florida, USA).** Mr. Castanho joined the Company on January 8, 2018 and is currently Chief Transformation Officer in charge of business development, people, exploration and performance. Mr. Castanho is a Mechanical Engineer from Unicamp in Brazil, with an MBA from Insead in France. He is a former managing director of Anglo America's Phosphates and Niobium businesses focusing on their transformation and value creation agenda. Mr. Castanho has worked for the management consulting firm McKinsey & Company in a number of countries leading operations and process improvement. Mr. Castanho has also worked for operations divisions of Procter & Gamble in Canada, USA and Brazil. For the last four years Sergio has led his own consulting firm that focuses on improving processes and growing companies across industries, including a railway, a copper mine in Chile and a large agribusiness powerhouse in Latin America. Mr. Castanho is fluent in English, Spanish and Portuguese.

**Jorge Camargo, General Manager, Brazil Operations (Rio Grande do Sul, Brazil).** Mr. Camargo joined Aura Minerals in January 2010, has 30 years of experience. Mr. Camargo has held several senior positions at multinational mining companies in South America and Central America. He brought to Aura extensive experience in exploration, evaluation of mineral resources, mine development and operations in open pit and underground mines, knowledge of CIL, CIP and heap leach processes. In Aura He led the operations of São Vicente Mine, recovered the operations of São Francisco Mine, and successfully led the resumption of the operations in the EPP mines.

**Henrique Rodrigues, General Manager, Mexico Operations (Coahuila, Mexico).** Mr. Rodrigues is a professional with more than 15 years of experience in mining industry. Joined Aura in December, 2018 as Plant Manager, where he was responsible for all Aranzazu industrial operation, leading the ramp up of the Plant to its full capacity and the increase of gold and copper recovery to feasibility study levels. On March 05, 2020, Mr. Rodrigues was appointed General Manager of the Mexico Operations. Prior to joining Aura, Mr. Rodrigues has worked as General Manager at mine of Pilar, part of BrioGold Inc. and held managerial positions at Yamana Gold Inc. and AngloGold Ashanti. Mr. Rodrigues is a Metallurgical Engineer from the Ouro Preto Federal University with complementary studies in Fundação Dom Cabral.

**Julio Cesar Beraún Sanchez, General Manager, Honduras Operations (Copán, Honduras).** Mr. Beraún is an industry professional with more than 19 years of experience in open pit mining, underground, quarry and explosives industry management. He has successfully led the engineering and implementation of innovation projects for the optimization of mining processes, such as continuous improvement. Prior to joining Aura, he was Operations Manager for the Cerro de Pasco and Oxides de Pasco – Glencore Mining Unit, previously holding positions of increasing responsibility at Nyrstar, Exsa and Volcan. Mr. Beraun is a Mining Engineer from the Pontificia Universidad Católica del Perú and has a diploma from PMI and Lean Six Sigma Black Belt from the PUCP Institute for Quality, and he also graduated from the Master's in Strategic Business Management at Centrum Católica.

**Kevin Shiell General Manager, Gold Road (Arizona, USA):** Mr. Shiell is a professional with 28 years of leadership experience with underground mining companies. Prior to joining Aura, Mr. Shiell was VP General Manager of Hecla Nevada, General Manager/at Fire Creek/Hollister/Midas Mining and Mill, a subsidiary of Hecla Mining Company, precious metals company and largest silver producer in USA. Served as VP Mine Operations for Mohave Minerals April 28, 2014 to March 30, 2015, a company formed to pursue development and exploration of Gold Road. Prior to that Mr. Shiell served as VP Mining for Stillwater Mining Company, the only palladium and platinum producer in the USA. See also “General Development of the Business – Three Year History – Management Updates”.

## Security Holding

As of the date of this AIF, the directors and executive officers of the Company, as a group, beneficially own, or control, directly or indirectly, **41,900,086** Shares, representing approximately **57.75%** of the total number of Shares outstanding before giving effect to the exercise of stock options to purchase Shares and share units held by such directors and executive officers.

## Conflicts of Interest

To the best of the Company's knowledge, and other than as disclosed herein, there are no known existing or potential conflicts of interest between the Company (or a Subsidiary of the Company) and any director or officer of the Company (or a Subsidiary of the Company), except that certain of the directors and officers serve as directors, officers or members of management of other public companies and therefore it is possible that a conflict may arise between their duties as a director or officer of the Company and their duties as a director, officer, promoter or member of management of such other companies.

The directors and officers of the Company are aware of the existence of laws governing accountability of directors and officers for corporate opportunity and requiring disclosure by directors of conflicts of interest and the Company relies upon such laws in respect of any directors' and officers' conflicts of interest or in respect of any breaches of duty by any of its directors and officers. All such conflicts have been disclosed by such directors and officers in accordance with the *BVI Business Companies Act* and the Company's Memorandum of Associate and Articles of Association and they have governed themselves in respect thereof to the best of their ability in accordance with the obligations imposed upon them by law.

## Cease Trade Orders, Bankruptcies, Penalties or Sanctions

No director or officer of the Company is, as at the date hereof, or was, within 10 years before the date hereof, a director, chief executive officer or chief financial officer of any company (including the Company) that:

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

No director or officer of the Company or shareholder holding a sufficient number of securities of the Company to affect materially the control of the Company, nor any personal holding company of any such individual:

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

- (c) 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.

## **RISK FACTORS**

The operations of the Company are speculative due to the high-risk nature of its business which is the acquisition, exploration, development and operation of mining properties. The following risk factors could materially affect the Company's future operating results and could cause actual events to differ materially from those described in forward-looking statements relating to the Company:

### **COVID-19**

In December 2019, a novel strain of the coronavirus (COVID-19) emerged in China. The virus has now spread globally. COVID-19 has disrupted economic activities and the extent to which COVID-19 impacts the Company's business, including its operations and the market for securities, will depend on future developments, which are highly uncertain and cannot be predicted at this time. Such future developments include the duration, severity and scope of the outbreak and the actions taken to contain or treat the outbreak. In particular, the continued spread of COVID-19 globally could materially and adversely impact the Company's business including without limitation, employee health, workforce, production levels, the Company's ability to continue operations, government restrictions, border restrictions, profitability, results of operations, financial conditions and stock price. Moreover, the actual and threatened spread of the coronavirus globally could also have a material adverse effect on the regional economies in which we operate, could negatively impact stock markets, including the trading price of the Company's shares, could adversely impact the Company's ability to raise capital, could cause continued interest rate volatility and movements that could make obtaining financing or refinancing the Company's debt obligations more challenging or more expensive and could result in any operations affected by coronavirus becoming subject to quarantine. Any of these developments, and others, could have a material adverse effect on the Company's business and results of operations.

The spread of the coronavirus to areas where we have operations may have a significant adverse impact on the Company's workforce, production levels, and the Company's ability to continue operating the Company's mines. Government efforts to curtail the spread of the coronavirus may also result in temporary or long-term suspensions or shut-downs of the Company's operations. As discussed above under the heading "*General Development of the Business*", the operations of the Company have been suspended or reduced in certain instances as a result of public health measures taken by governments in connection with COVID-19. Given the unforeseen conditions resulting from the ongoing evolution of the COVID-19 pandemic and its global impact, there can be no assurance that the Company's future response and business continuity plans will continue to be effective in managing the pandemic, and changing conditions could result in a material adverse effect on the Company's business, financial condition and/or results of operations.

Travel restrictions implemented by governments, as well as quarantine, isolation and physical distancing requirements during the year, may have a negative impact on workforce mobility and, as a consequence, in some cases, on productivity. Further, the protective measures implemented by the Company may cause higher operating and capital costs related to containment efforts such as building quarantine rooms, limitations on mobility of people, disruption to the supply chain and increase in demand for financial support and aid from host governments. Potential higher operating costs, combined with a decrease in workforce productivity, lower production outputs and in some cases, temporary cessation of mining operations, could have a material adverse effect on the Company's business, financial condition and/or results of operations.

Any future emergence and spread of similar pathogens could have a material adverse effect on global economic conditions which may adversely impact the Company's business and results of operations and the operations of the Company's suppliers, contractors and service providers, including smelter and refining service providers, and the demand for the Company's production.

### **Exploration, Development and Operating Risks**

Mining operations generally involve a high degree of risk. The Company's operations are subject to all the hazards and risks normally encountered in the exploration, development and production of gold, copper and silver, including unusual and unexpected geologic formations, seismic activity, rock bursts, cave-ins, flooding, pit wall failure and other conditions involved in the drilling, blasting, mining and processing of material, any of which could result in damage to, or destruction of, mines and other producing facilities, damage to life or property, environmental damage and possible legal liability. Although adequate precautions to minimize risk are being taken, mineral-process operations are subject to hazards such as fire, equipment failure or failure of retaining dams around tailings disposal areas which may result in environmental pollution and consequent liability.

The exploration for and development of mineral deposits involves significant risks which even a combination of careful evaluation, experience and knowledge may not eliminate. While the discovery of an ore body may result in substantial rewards, few properties that are explored are ultimately developed into producing mines. Major expenses will be required to locate and establish mineral reserves, to develop metallurgical processes and to construct mining and processing facilities at a particular site. It is impossible to ensure that the exploration or development programs planned by Aura Minerals will result in a profitable commercial mining operation. Whether a mineral deposit will be commercially viable depends on a number of factors, some of which are: the particular attributes of the deposit, such as size, grade and proximity to infrastructure; the presence of deleterious elements; metal prices that are highly cyclical; costs of construction and government regulations, including regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting of minerals and environmental protection. The exact effect of these factors cannot be accurately predicted, but the combination of these factors may result in the Company not receiving an adequate return on invested capital.

### **Market Fluctuation and Commercial Quantities**

The market for minerals is influenced by many factors beyond the control of the Company such as the supply and demand for minerals, the rate of inflation, the number of mineral producing companies, the international economic and political environment, changes in international investment patterns, global or regional consumption patterns, costs of substitutes, currency exchange rates, interest rates, speculative activities in connection with minerals, and increased production due to improved mining and production methods. Accordingly, the profitability of the Company's operations is highly correlated to the market prices of these metals, as is the ability of the Company to develop its other properties. If metal prices were to decline for a prolonged period below the Company's cost of production, it may not be feasible to continue production or to continue the development of new mine properties.

The metals industry in general is intensely competitive and there is no assurance that, even if commercial quantities and qualities of metals are discovered, a market will exist for the profitable sale of such metals. Commercial viability of precious and base metals and other mineral deposits may be affected by other factors that are beyond the Company's control including particular attributes of the deposit such as its size, quantity and quality, the cost of mining and processing, proximity to infrastructure and the availability of transportation and sources of energy, financing, government legislation and regulations including those relating to prices, taxes, royalties, land tenure, land use, import and export restrictions, exchange controls, restrictions on production, as well as environmental protection. It is impossible to assess with certainty the impact of various factors, which may affect commercial viability so that any adverse combination of such factors may result in the Company not receiving an adequate return on invested capital.

The Company may reduce its exposure against fluctuations in the price of gold, copper and exchange rates by using short term hedging instruments from time to time for a portion of its production, such as forward contracts and call/put options. Various strategies are available using these instruments. Although hedging activities may protect a company against a lower gold and copper prices or unfavorable exchange rates, they may also limit the price that can be realized subject to forward sales and call options where the market price exceeds the price in forward sale or call option contracts.

### **Funding Needs, Liquidity Risk and Going Concern**

In order to fund the costs associated with the exploration, development, mining, and processing of minerals from the Company's properties and the Company's mine plans, and to meet expected future obligations, the Company may, from time to time, be required to obtain additional financing. Metal prices, environmental rehabilitation and restitution, revenue taxes, transportation and other operating costs, capital expenditures and geological results are also factors which may have an impact on the amount of additional financing that may be required.

Financing through the issuance of Shares, BDRs or other securities convertible or exchangeable into Shares, if available, may dilute the participation of current shareholders in the Company's share capital. There is no pre-emptive right for the Company's shareholders in the issue of Shares or securities convertible or exchangeable into Shares issued by us, which may result in the dilution of the shareholders' interest in the Company's capital. Likewise, the Company's shareholders will not have pre-emptive rights in the exercise of options to purchase Shares issued by Aura under the Company's stock option plans. Periodically, during the term of such plans, the Board will determine the beneficiaries to whom stock options will be granted according to the terms of the plans, the number of Shares that may be acquired with the exercise of each option, the price of exercise of each option and the payment terms, the terms and conditions for the exercise of each option and any other conditions related to such options.

Debt financing, if available, may also involve certain restrictions on operating activities or include financial covenants, such as accompanying gold and copper hedging requirements and minimum liquidity levels, or restrict the Company's ability to enter into additional financing arrangements. There is no guarantee that such equity or debt financing will be available to the Company or that these financings would be obtained on terms favorable to the Company, which may adversely affect the Company's business, financial position and may result in a delay or indefinite postponement of exploration, development, or production on any or all of the Company's properties, or even loss of exploration rights.

### **Foreign Operations Risks**

Political and related legal and economic uncertainty may exist in the countries where the Company operates or may operate in the future. The Company's mineral exploration, development and mining activities may be adversely affected by political instability and changes to government regulation relating to the mining industry. Inherent risks with conducting foreign operations include, but are not limited to: renegotiation, cancellation or forced modification of existing contracts; expropriation or nationalization of property; changes in laws or policies or increasing legal and regulatory requirements of particular countries including those relating to taxation, royalties, imports, exports, duties, currency, or other claims by government entities, including retroactive claims and/or changes in the administration of laws, policies and practices; uncertain political and economic environments; war, terrorism, sabotage and civil disturbances; delays in obtaining or the inability to obtain or maintain necessary governmental permits or to operate in accordance with such permits or regulatory requirements; currency fluctuations; import and export regulations, including restrictions on the export of gold or other minerals; limitations on the repatriation of earnings; and increased financing costs.

We operate in Honduras, Brazil, Mexico and the United States and have projects in Colombia and Brazil. We cannot guarantee that changes will not be made in the government or laws of the jurisdictions in which the Company's operations are located or changes in the regulatory environment for mining companies in general or companies not domiciled in these countries, which could adversely and materially affect the Company.

### **Government Regulations, Consents and Approvals**

Exploration, development and mining activities are subject to laws and regulations governing health and work safety, employment standards, environmental matters, mine development, prospecting, mineral production, exports, taxes, labour standards, reclamation obligations and other matters. It is possible that future changes in applicable laws, regulations, agreements or changes in their enforcement or regulatory interpretation could result in changes in legal requirements or in the terms of permits and agreements applicable to the Company or its properties which could have a material adverse impact on the Company's operations and exploration programs and future development projects.

Where required, obtaining necessary permits and licenses can be a complex, time consuming process and there can be no assurance that required permits will be obtainable on acceptable terms, in a timely manner or at all. The costs and delays associated with obtaining permits and complying with these permits and applicable laws and regulations could stop or materially delay or restrict the Company from proceeding with the development of an exploration project or the operation or further development of a mine. Any failure to comply with applicable laws and regulations or permits, even if inadvertent, could result in interruption or closure of exploration, development or mining operations or material fines, penalties or other liabilities, which could have an adverse effect on the business, financial condition or results of operation of the Company.

### **Stakeholders**

As a mining business, the Company may come under pressure in the jurisdictions in which the Company operates, or will operate in the future, to demonstrate that (i) other stakeholders (including employees, communities surrounding operations and the countries in which they operate) benefit and will continue to benefit from the Company's commercial activities, and/or (ii) the Company operates in a manner that will minimize any potential damage or disruption to the interests of those stakeholders. The Company may face opposition with respect to the Company's current and future development and exploration projects which could materially adversely affect the Company's business, results of operations and financial condition. Further, certain non-governmental organizations are often critical of the mining industry and the Company's practices, including the use of hazardous substances in processing activities. The adverse publicity generated by these organizations or others related to extractive industries generally, or to the operations specifically, financial condition and/or relationship with the communities in which the Company operates. They may install roadblocks, request injunctions to stop work and file lawsuits for damages. These actions may be related not only to current activities, but also the historic mining activities of previous owners and may have a material adverse effect on operations.

### **Increase in Production Costs**

Changes in the Company's production costs could have a major impact on its profitability. Its principal production expenses are contractor costs, materials, personnel costs and energy. Changes in costs at the Company's mining and processing operations could occur as a result of unforeseen events, including international and local economic and political events, increased costs (including explosives, oil, steel, cyanide and other consumables), union demands and scarcity of labour, and could result in changes in profitability or reserve estimates. Many of these factors may be beyond the Company's control.

The Company relies on third party suppliers for a number of raw materials. Any material increases in the cost of raw materials, or the inability of the Company to source viable and economic alternative third party suppliers for the supply of its raw materials, could have a materially adverse effect on the Company's results of operations or financial position.

### **Cost Estimates**

Capital and operating cost estimates made in respect of the Company's mines and development projects may not prove accurate. Capital and operating cost estimates are based on the interpretation of geological data, feasibility studies, anticipated climatic conditions, market conditions for required products and services, and other factors and assumptions regarding foreign exchange currency rates. Any of the following events could affect the ultimate accuracy of such estimate: unanticipated changes in grade and tonnage of ore to be mined and processed; incorrect data on which engineering assumptions are made; delay in construction schedules, unanticipated transportation costs; the accuracy of major equipment and construction cost estimates; labour negotiations; changes in government regulation (including regulations regarding prices, cost of consumables, royalties, duties, taxes, permitting and restrictions on production quotas on exportation of minerals); and title claims.

### **Construction and Development of New Mines**

The success of construction projects and the development of new mines by the Company, including the development of Almas, is subject to a number of factors including the availability and performance of engineering and construction contractors, mining contractors, suppliers and consultants, the receipt of required governmental approvals and permits in connection with the construction of mining facilities, the conduct of mining operations (including environmental permits), and the successful completion and operation of ore passes, among other operational elements. Any delay in the performance of any one or more of the contractors, suppliers, consultants or other persons on which the Company is dependent in connection with its construction activities, a delay in or failure to receive the required governmental approvals and permits in a timely manner or on reasonable terms, or a delay in or failure in connection with the completion and successful operation of the operational elements of new mines could delay or prevent the construction and start-up of new mines as planned. There can be no assurance that current or future construction and start-up plans implemented by the Company will be successful, that the Company will be able to obtain sufficient funds to finance construction and start-up activities, that personnel and equipment will be available in a timely manner or on reasonable terms to successfully complete construction projects, that the Company will be able to obtain all necessary governmental approvals and permits or that the construction, start-up and ongoing operating costs associated with the development of new mines will not be significantly higher than anticipated by the Company. Any of the foregoing factors could adversely impact the operations and financial condition of the Company.

Some of the Company's projects have no operating history upon which to base estimates of future cash flow. The capital expenditures and time required to develop new mines or other projects are considerable and changes in costs or construction schedules can affect project economics. Thus, it is possible that actual costs may change significantly, and economic returns may differ materially from the Company's estimates.

Commercial viability of a new mine or development project is predicated on many factors. Mineral reserves and mineral resources projected by feasibility studies and technical assessments performed on the projects may not be realized, and the level of future metal prices needed to ensure commercial viability may not materialize. Consequently, there is a risk that start-up of new mine and development projects may be subject to write-down and/or closure as they may not be commercially viable.

### **Infrastructure**

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

### **Concentration of Customers**

Currently, all gold ingots produced at the San Andrés mine, the EPP mines and Gold Road are sold directly or indirectly to Auramet International LLC and all copper concentrates produced at the Aranzazu Complex are sold directly to IXM S.A. These customers represent the totality of the Company's net revenue for the San Andrés mines, the EPP mines, Gold Road and the Aranzazu Complex. If either of these customers delays any payments to the Company, the Company's financial results may be adversely affected. In addition, if any of these customers reduces the volume of business they do with the Company or gives preference to other competitors, and the Company is not able to develop commercial relationships with other customers, this may have a material adverse effect on the Company's business, financial condition, operating results and cash flow.

### **Environmental and Safety Regulations and Risks**

Environmental laws and regulations may affect the Company. These laws and regulations set various standards regulating certain aspects of health and environmental quality. These environmental laws and regulations establish penalties and other responsibilities for their violation and, in certain circumstances, establish obligations to restore facilities and locations currently used by the Company or which have been used in the past.

Such regulations require the Company to obtain prior environmental licenses, permits and authorizations for the Company's operations and projects and to carry out environmental and social impact assessments, in order to obtain the approval of the Company's projects and the permission to start construction and continue operations. Significant changes in existing operations are also subject to these requirements. Permits to operate may be temporarily suspended or revoked if there is evidence of serious violations of environmental laws and regulations, health and safety standards.

The Company may be held liable for damages, remediation costs or fines in the event of certain material discharges into the environment, environmental damage caused by previous owners of properties used by us or for failure to comply with environmental laws or regulations. There is also a risk that environmental laws and regulations may become more costly, making it more costly for us to remain in compliance with these laws and regulations.

### **Competition, Retention of Key Personnel**

The mining industry is intensely competitive in all of its phases and the Company competes with many companies that possess greater financial and technical resources. Competition in the mining industry is primarily for (i) mineral rich properties that can be developed and produced economically; (ii) the technical expertise to find, develop, and operate such properties; (iii) labour to operate the properties; and (iv) capital for the purpose of funding such properties. Such competition may result in the Company being unable to acquire desired properties, to recruit or retain qualified employees or to acquire the capital necessary to fund its operations and develop its properties. Existing or future competition in the

mining industry could materially and adversely affect the Company's prospects for mineral exploration and success in the future.

### **Uncertainty in the Estimation of Mineral Resources and Reserves**

To extend the lives of its mines and projects, ensure the continued operation of the business and realize its growth strategy, it is essential that the Company convert NI 43-101 compliant mineral resources into mineral reserves, continue to develop its resource base through the realization of identified mineralized potential, and/or undertake successful exploration or acquire new resources.

The figures for mineral resources and reserves contained in the Company's continuous disclosure documents filed on SEDAR ([www.sedar.com](http://www.sedar.com)) are estimates only and no assurance can be given that the anticipated tonnages and grades will be achieved, that the indicated level of recovery will be realized or that the mineral resources and reserves could be mined or processed profitably. Actual reserves, if any, may not conform to geological, metallurgical or other expectations, and the volume and grade of ore recovered may be below the estimated levels. There are numerous uncertainties inherent in estimating mineral resources and reserves, including many factors beyond the Company's control. Such estimation is a subjective process, and the accuracy of any reserve or resource estimate is a function of the quantity and quality of available data and of the assumptions made and judgments used in engineering and geological interpretation. Short-term operating factors relating to the mineral resources and reserves, such as the need for orderly development of the ore bodies or the processing of new or different ore grades, may cause the mining operation to be unprofitable in any particular accounting period. In addition, there can be no assurance that metal recoveries in small scale laboratory tests will be duplicated in larger scale tests under on-site conditions or during production. Lower market prices, increased production costs, the presence of deleterious elements, reduced recovery rates and other factors may result in revision of its resource and reserve estimates from time to time or may render the Company's resources and reserves uneconomic to exploit. Resource and reserve data are not indicative of future results of operations. If the Company's actual mineral resources and reserves are less than current estimates or if the Company fails to develop its resource base through the realization of identified mineralized potential, its results of operations or financial condition may be materially and adversely affected.

Mineral resources that are not mineral reserves do not have demonstrated economic viability. Due to the uncertainty which may be attached to inferred mineral resources, there is no assurance that inferred mineral resources will be upgraded to measured or indicated mineral resources as a result of continued exploration.

### **Replacement of Depleted Mineral Reserves**

Given that mines have limited lives based on proven and probable mineral reserves, the Company must continually replace and expand its mineral resources and mineral reserves at its mines and discover, develop, or acquire mineral reserves for production. The Company's ability to maintain or increase its annual production of gold and copper will depend in significant part on its ability to bring new mines into production and to expand mineral reserves and resources of existing mines.

### **Preliminary Economic Assessments and Feasibility Studies**

Feasibility studies are used to assess the economic viability of a deposit, and preliminary economic assessments are used to assess the potential economic viability of a deposit. There is no certainty that existing or future feasibility studies or preliminary economic assessments will be realized. Actual costs may significantly exceed estimated costs and economic returns may differ significantly from those estimated in the studies. There are many factors involved in the determination of the economic viability of a mineral deposit, including the achievement of satisfactory mineral reserve estimates, the level of estimated metallurgical recoveries, capital and operating cost estimates and estimates of future metal prices. In particular, Gold Road does not have significant operating history upon which to base estimates of future production and cash operating costs. Any of the following events, among others, could affect the profitability or economic feasibility of the Gold Road: unanticipated changes in grade and tonnes of ore to be mined and processed, unanticipated adverse geological conditions, unanticipated metallurgical recovery problems, incorrect data on which engineering assumptions are made, availability of labour, costs of processing and refining facilities, availability of economic sources of power, adequacy of water supply, adequate access to the site, unanticipated transportation costs, government regulations (including regulations with respect to the environment, prices, royalties, duties, taxes, permitting, restrictions on

production, quotas on exportation of minerals, environmental), fluctuations in metal prices, accidents, labour actions and force majeure events.

### **Production Estimates**

The Company has prepared estimates of future gold and copper production for its existing and future mines. The Company cannot give any assurance that such estimates will be achieved. Failure to achieve production estimates could have an adverse impact on the Company's future cash flows, profitability, results of operations and financial conditions. The realization of production estimates are dependent on, among other things, the accuracy of mineral reserve and resource estimates, the accuracy of assumptions regarding ore grades and recovery rates, ground conditions (including hydrology), the physical characteristics of ores, the presence or absence of particular metallurgical characteristics, and the accuracy of the estimated rates and costs of mining, ore haulage and processing. Actual production may vary from estimates for a variety of reasons, including the actual ore mined varying from estimates of grade or tonnage; dilution and metallurgical and other characteristics (whether based on representative samples of ore or not); short-term operating factors such as the need for sequential development of ore bodies and the processing of new or adjacent ore stopes from those planned; mine failures or slope 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 needed for mining operations, including explosives, fuels, chemical reagents, water, equipment parts and lubricants; plant and equipment failure; the inability to process certain types of ores; labour shortages or strikes; and restrictions or regulations imposed by government agencies or other changes in the regulatory environment. Such occurrences could also result in damage to mineral properties or mines, interruptions in production, injury or death to persons, damage to property of the Company or others, monetary losses and legal liabilities in addition to adversely affecting mineral production. These factors may cause a mineral deposit that has been mined profitably in the past to become unprofitable, forcing the Company to cease production.

Mineral resources and mineral reserves are reported as general indicators of mine life, however, this should not be interpreted as assurances of mine life or of the profitability of current or future operations.

### **Currency Risk**

Fluctuations in currency exchange rates may significantly impact the Company's earnings and cash flows. The appreciation of the Honduran lempira, Brazilian real and Mexican peso against the US dollar would increase the cost of exploration, development and operation of the Company's mineral properties located in Honduras, Brazil and Mexico which could have a material adverse effect on the financial condition, results of operations or cash flow results of the Company.

### **Write-downs and Impairments**

Mining and mineral interests are the most significant assets of the Company and represent capital expenditures related to acquisition of mineral rights, development of mining properties and related plant and equipment. The investments associated with mining properties include rights over producing properties as well as properties under development and properties at prospecting stage, which are recorded at their cost value. In the event of a combination of businesses, the Company records at fair value all assets acquired at the time of the allocation of the purchase price. The values of such mineral properties are primarily driven by the nature and amount of material interests believed to be contained or potentially contained, in properties to which they relate.

The Company reviews and evaluates its mining interests for impairment at least annually or when events or changes in circumstances indicate that relevant book values may not be recoverable, which becomes more of a risk in the global economic conditions that exist currently. Future cash flows are estimated based on expected future production, commodity prices, exchange rates, operating costs and capital costs. There are numerous uncertainties inherent in estimating mineral reserves and mineral resources. Differences between management's assumptions and market conditions during the operational phase of our assets may have a material effect in the future on the Company's financial position and results of operations in the future.

In addition, depending on global macroeconomic conditions, there is a risk around inventory valuations. The assumptions the Company uses in the assessment of work-in process inventories by the Company include estimates of gold contained

in the ore stacked that is expected to be recovered from the leach pads, assumptions of the amount of gold and copper that will be obtained from concentrate, assumptions for the price of gold and copper that is expected to be realized when gold and copper are sold, among others. If these estimates or assumptions prove to be inaccurate, the Company could be required to write-down the recorded value of its work-in-process inventories, which would reduce the Company's results and financial position.

### **Mineral Titles**

Although the Company has legal ownership on key mining rights, there is no guarantee that title to such mineral property interests will not be contested or challenged.

The Company's mineral property interests may be subject to prior unregistered agreements or transfers and ownership may be affected by undetected irregularities. Mining rights may be contested and, if such contest is successful, the development of the Company's assets and/or operations may be adversely affected.

### **Market Price of Shares and BDRs**

The Shares of the Company are listed on the TSX and the BDRs are listed on the B3. The price of the Shares and BDRs may be subject to large fluctuations which may result in losses to investors. The price of the Shares and BDRs is likely to be significantly affected by short-term changes in gold and/or copper prices or in the Company's financial condition or results of operations as reflected in its quarterly and annual earnings reports. Other factors unrelated to the Company's performance that may have an effect on the price of the Shares and BDRs include the following: the extent of analytical coverage available to investors concerning the Company's business may be limited if investment banks with research capabilities do not continue to follow the Company's securities; the lessening in trading volume and general market interest in the Company's securities may affect an investor's ability to trade significant numbers of Common Shares; and the size of the Company's public float may limit the ability of some institutions to invest in the Company's securities.

As a result of any of these factors, the market price of the Shares and BDRs at any given point in time may not accurately reflect the Company's long-term value. Securities class action litigation often has been brought against companies following periods of volatility in the market price of their securities. The Company may in the future be the target of similar litigation. Securities litigation could result in substantial costs and damages and divert management's attention and resources.

### **Insurance and Uninsured Risks**

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

Although the Company maintains insurance to protect against certain risks in such amounts as it considers reasonable, its insurance will not cover all the potential risks associated with a mining company's operations. The Company may also be unable to maintain insurance to cover these risks at economically feasible premiums. Insurance coverage may not continue to be available or may not be adequate to cover any resulting liability. Moreover, insurance against risks such as environmental pollution or other hazards as a result of exploration, development and production is not generally available to the Company or to other companies in the mining industry on acceptable terms. The Company might also become subject to liability for pollution or other hazards that may not be insured against or that the Company may elect not to insure against because of premium costs or other reasons. Losses from these events or delays in cash receipt from an insurance claim recovery may cause the Company to incur significant costs and cash outflows that could have a material adverse effect upon its financial performance and results of operations.

### **Public Company Obligations**

As a publicly traded company, listed on stock exchanges in Canada and Brazil, the Company is subject to numerous laws, including, without limitation, corporate, securities and environmental laws, compliance with which is both very time consuming and costly. The failure to comply with any of these laws, individually or in the aggregate, could have a material adverse effect on the Company, which could cause a significant decline in the Company's stock price. The number of laws with which the Company and its local operations must comply within a number of continents and jurisdictions increases the risks of non-compliance.

Furthermore, laws applicable to the Company constantly change and the Company's continued compliance with changing requirements is both very time consuming and costly. Adding to the significant costs of compliance with laws is the Company's desire to meet a high standard of corporate governance. The Company's continued efforts to comply with numerous changing laws and adhere to a high standard of corporate governance have resulted in, and are likely to continue to result in, increased general and administrative expenses and a diversion of management time and attention from revenue-generating activities to compliance activities.

### **Tax Matters**

The Company's taxes are affected by several factors, some of which are outside of its control, including the application and interpretation of the relevant tax laws and treaties. If the Company's filing position, application of tax incentives or similar "holidays" or benefits were to be challenged for any reason, this could have a material adverse effect on the Company's business, results of operations and financial condition.

The Company is subject to routine tax audits by various tax authorities. Tax audits may result in additional tax, interest payments and penalties which would negatively affect the Company's financial condition and operating results. New laws and regulations or changes in tax rules and regulations or the interpretation of tax laws by the courts or the tax authorities may also have a substantial negative impact on the Company's business. There is no assurance that the Company's current financial condition will not be materially adversely affected in the future due to such changes.

### **Information Technology**

The Company is reliant on the continuous and uninterrupted operations of its information technology ("IT") systems. User access and security of all IT systems are critical elements to the operations of the Company. The Company's operations depend, in part, on how well the Company and its suppliers protect networks, equipment, IT systems and software against damage from a number of threats, including, but not limited to, cable cuts, damage to physical plants, natural disasters, terrorism, fire, power loss, hacking, computer viruses, 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 IT failure pertaining to availability, access or system security could result in disruption for personnel and could adversely affect the reputation, operations or financial performance of the Company.

The Company's IT systems could be compromised by unauthorized parties attempting to extract business sensitive, confidential or personal information, corrupting information or disrupting business processes or by inadvertent or intentional actions by the Company's employees or vendors. A cyber security incident resulting in a security breach or failure to identify a security threat, could disrupt business and could result in the loss of business sensitive, confidential or personal information or other assets, as well as litigation, regulatory enforcement, violation of privacy and security laws and regulations and remediation costs.

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 it 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.

Social media and other web-based information sharing applications may result in negative publicity or have the ability to control how it is perceived by others. Reputational loss may result in challenges in developing and maintaining community

and shareholder relations and decreased investor confidence.

### **Labour and Employment Matters**

Production at the Company's mining operations is dependent upon the efforts of its employees and the Company's operations would be adversely affected if it fails to maintain satisfactory labour relations. Factors such as work slowdowns or stoppages caused by the attempted unionization of operations and difficulties in recruiting qualified miners and hiring and training new miners could materially adversely affect the Company's business. This would have a negative effect on the Company's business and results of operations, which might result in the Company not meeting its business objectives.

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 whose jurisdictions the Company carries on business. Changes in such legislation or in the relationship between the Company and its employees may have a material adverse effect on the Company's business, results of operations and financial condition. Furthermore, the Company is reliant on the good character of its employees and is subject to the risk that employee misconduct could occur. Although the Company takes precautions to prevent and detect employee misconduct, these precautions may not be effective and the Company could be exposed to unknown and unmanaged risks or losses, including regulatory sanctions and serious harm to the Company's reputation. The existence of the Company's Code of Conduct and Ethics, among other governance and compliance policies and processes, may not prevent incidents of theft, dishonesty or other fraudulent behaviour nor can the Company guarantee compliance with legal and regulatory requirements. If material employee misconduct does occur, the Company's business, financial condition and results of operations could be adversely affected.

### **Nature and Climatic Conditions**

The Company and the mining industry are facing continued geotechnical challenges, which could adversely impact the Company's production and profitability. Unanticipated adverse geotechnical and hydrological conditions, such as landslides, droughts, pit wall failures and rock fragility may occur in the future and such events may not be detected in advance. Geotechnical instabilities and adverse climatic conditions can be difficult to predict and are often affected by risks and hazards outside of the Company's control, such as severe weather, including hurricanes, and considerable rainfall, which may lead to periodic floods, mudslides, wall instability and seismic activity, which may result in slippage of material. While the Company's operations at San Andres were not materially affected by the Hurricanes in 2020, there can be no assurance that future weather events will not adversely affect mining and exploration activities at San Andres and other sites where the Company operates now and in the future. In particular, mining, drilling and exploration activities may be suspended due to poor ground conditions, ore haulage activities may be slowed or delayed as roads may be temporarily flooded, and deposits where the host rock is clayish in nature may have to be mined or processed at slower than anticipated rates and/or mixed with lower grade stockpile ore. Furthermore, the occurrence of physical climate change events may result in substantial costs to respond to the event and/or recover from the event, and to prevent recurrent damage, through either the modification of, or addition to, existing infrastructure at the Company's operations. The scientific community has predicted an increase, over time, in the frequency and severity of extraordinary or catastrophic natural phenomena as a result of climate change. The Company can provide no assurance that it will be able to predict, respond to, measure, monitor or manage the risks posed as a result.

Geotechnical failures could result in limited or restricted access to mine sites, suspension of operations, government investigations, increased monitoring costs, remediation costs, loss of ore and other impacts, which could cause one or more of the Company's projects to be less profitable than currently anticipated and could result in a material adverse effect on the Company's results of operations and financial position..

The Company's mining and processing operations are, in some instances, energy intensive. While the Company has initiated numerous processes to reduce its overall environmental impact, the Company acknowledges climate change as an international and community concern. Physical climate change events, and the trend toward more stringent regulations aimed at reducing the effects of climate change, could impact the Company's decisions to pursue future opportunities, or maintain existing operations, which could have an adverse effect on its business and future operations. The Company can provide no assurance that efforts to mitigate the risks of climate changes will be effective and that the physical risks of climate change will not have an adverse effect on its operations and profitability. In addition, as climate change is increasingly perceived as an international and community concern, stakeholders may increase demands for emissions reductions and call upon mining companies to better manage their consumption of climate-relevant resources. Such

regulatory requirements may have an adverse impact on the Company.

### **Risks Inherent in Acquisitions**

The Company may actively pursue the acquisition of exploration, development and production assets consistent with its acquisition and growth strategy. From time to time, the Company may also acquire securities of or other interests in companies with respect to which it may enter into acquisitions or other transactions. Acquisition transactions involve inherent risks, including but not limited to: (i) accurately assessing the value, strengths, weaknesses, contingent and other liabilities and potential profitability of acquisition candidates; (ii) ability to achieve identified and anticipated operating and financial synergies; (iii) unanticipated costs; (iv) diversion of management attention from existing business; (v) potential loss of the Company's key employees or key employees of any business acquired; (vi) unanticipated changes in business, industry or general economic conditions that affect the assumptions underlying the acquisition; and (vi) decline in the value of acquired properties, companies or securities.

To acquire properties and companies, the Company may be required to use available cash, incur debt, issue additional Shares or other securities, or a combination of any one or more of these. This could affect the Company's future flexibility and ability to raise capital, to explore, develop and operate its properties and could dilute existing shareholders and decrease the trading price of the Common Shares. There is no assurance that when evaluating a possible acquisition, the Company will correctly identify and manage the risks and costs inherent in the business to be acquired. There may be no right for the Company shareholders to evaluate the merits or risks of any future acquisition undertaken by the Company, except as required by applicable laws and regulations.

Any one or more of these factors or other risks could cause the Company not to realize the anticipated benefits of an acquisition of properties or companies and could have a material adverse effect on the Company's financial condition.

### **Reputational Risk**

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, companies today are at a much greater risk of losing control over how they are perceived in the marketplace. Damage to the Company's reputation can be the result of the actual or perceived occurrence of any number of events, and could include any negative publicity, whether true or not. The Company places a great emphasis on protecting its image and reputation, but the Company 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, decreased investor confidence and an impediment to the Company's overall ability to advance its projects, thereby having a material adverse impact on financial performance, cash flows and growth prospects.

### **Risks Associated with Transportation and Storage of Ingots or Concentrate**

The ingots and concentrates produced by the Company have significant value and are transported by road, by air, and/or by ship to refineries and smelters in local countries and overseas. The geographic location of the Company's operating mines in Honduras, Brazil, Mexico, and the United States and the air and trucking routes taken through these countries to refinery, smelters and ports for delivery, give rise to risks, including theft, road blocks and terrorist attacks, losses caused by adverse weather conditions, delays in delivery of shipments, and environmental liabilities in the event of an accident or spill.

The ability of the Company to transport its products may also be at risk due to regional quarantine measures related to the COVID-19 pandemic which could be imposed by various levels of governments in the jurisdictions in which the Company operates.

### **Illegal Activity**

The Company's primary mineral exploration and exploitation activities are conducted in Honduras, Brazil, Mexico, Colombia and the United States and are exposed to various levels of political, economic and other risks and uncertainties. These risks include but are not limited to, hostage taking, murder, illegal mining, high rates of inflation, corruption of

government officials, blackmail, extortion and other illegal activity. Corruption of foreign officials could affect or delay required permits, service levels by foreign officials, and protection by police and other government services.

While the Company takes measures to protect both personnel and property, there is no guarantee that such measures will provide an adequate level of protection for the Company or its personnel. The occurrence of illegal activity against the Company or its personnel cannot be accurately predicted and could have an adverse effect on the Company's operations.

### **Litigation**

The Company and its subsidiaries are and/or may be party to civil, environmental, tax, labor, criminal, regulatory and administrative legal matters proceedings, as well as arbitration and administrative proceedings. We cannot guarantee that the outcome will be favorable to us and that the Company has adequately recorded provisions for any such proceedings.

Decisions contrary to the Company's interests that involve substantial amounts, especially in cases in which the Company has not recorded provisions or in which the amounts provisioned are lower than final adjudicated amounts and in which may prevent the Company conduct of business, may have an adverse effect on the Company results of operations and business. In addition, government authorities may have understandings or interpretations different than the Company's in connection with the conduct of the Company's business and may subject us to contingencies for other reasons that require us to spend significant amounts or lead to the loss of grants from government authorities.

### **Enforcement of Judgments**

Most of the directors and all officers of the Company and some or all of the experts named in this annual information form reside outside of Canada. Some or all of the assets of those persons and the Company may be located outside of Canada. It may not be possible for investors to collect from the Company or enforce judgments obtained in courts in Canada predicated on the civil liability provisions of Canadian securities legislation against the Company, the directors, the officers of the Company and certain of the experts named in this AIF. Moreover, it may not be possible for investors to effect service of process within Canada upon the directors, officers of the Company and experts referred to above.

### **Interests of the Controlling Shareholder**

As of the date hereof, Northwestern, a company controlled by Paulo de Brito, beneficially owns approximately 50.92% of the issued and outstanding Shares. As a result, Northwestern has the power to exercise significant influence over matters requiring shareholder approval, including the election of directors, amendments to the Company's constating documents, and certain transactions. Furthermore, the Company could be prevented from entering into transactions that could be beneficial to the Company or other shareholders or third parties could be discouraged from making an offer or take-over bid to acquire the Company at a price per share that is above the then-current market price. In addition, if Northwestern were to sell a substantial amounts of its Shares, the market price of the Shares could fall. The perception that such a sale will occur could also produce this effect.

### **Disclosure and Internal Controls**

Internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. Disclosure controls and procedures are designed to ensure that the information required to be disclosed by the Company in reports filed with securities regulatory agencies is recorded, processed, summarized and reported on a timely basis and is accumulated and communicated to the Company's management, as appropriate, to allow timely decisions regarding required decisions. The Company has invested resources to document and analyze its system of disclosure controls and its internal control over financial reporting. A control system, no matter how well designed and operated, can provide only reasonable, not absolute, assurance with respect to the reliability of financial reporting and financial statement preparation. The Company's failure to satisfy the requirements of applicable Canadian securities laws on an ongoing, timely basis could result in the loss of investor confidence in the reliability of its financial statements, which in turn could harm its business and negatively impact the trading price of the Shares and BDRs. In addition, any failure to implement required new or improved controls, or difficulties encountered in their implementation, could harm the Company's operating results or cause it to fail to meet its reporting obligations.

## **Dividend Policy**

The Company has adopted the Dividend Policy. See “*Dividends*”.

The declaration of dividends under the Dividend Policy is subject to the discretion of the Board, having regard to the best interests of the Company and the limitations imposed by the solvency tests contained in the Company’s memorandum of association and articles of association and other requirements of applicable corporate law. Nothing in the Dividend Policy shall restrict the discretion of the Board from authorizing sustaining capital expenditures or exploration capital expenditures that the Board deems to be in the best interests of the Company. These expenditures may limit future amounts of dividends payable under the Dividend Policy. There can be no assurance that dividends will continue to be paid in the future or on the same terms as have been previously paid by the Company.

## **Global Financial Conditions**

Global financial conditions continue to be characterized as volatile. In recent years, global markets have been adversely impacted by various credit crises and significant fluctuations in fuel and energy costs and metals prices. Many industries, including the mining industry, have been impacted by these market conditions. Global financial conditions remain subject to sudden and rapid destabilizations in response to future events, as government authorities may have limited resources to respond to future crises. A continued or worsened slowdown in the financial markets or other economic conditions, including but not limited to consumer spending, employment rates, business conditions, inflation, fuel and energy costs, consumer debt levels, lack of available credit, the state of the financial markets, interest rates and tax rates, may adversely affect the Company’s growth and profitability. Future crises may be precipitated by any number of causes, including natural disasters, geopolitical instability, changes to energy prices or sovereign defaults. If increased levels of volatility continue or in the event of a rapid destabilization of global economic conditions, it may result in a material adverse effect on commodity prices, demand for metals, including gold, availability of credit, investor confidence, and general financial market liquidity, all of which may adversely affect the Company’s business and the market price of the Company’s securities.

## **TRANSFER AGENTS AND REGISTRARS**

The Company’s transfer agent and registrar for its Shares is TSX Trust, 100 Adelaide Street West, Suite 301, Toronto, Ontario, M5H 4H1. The Company’s Depositary Agent for the BDRs is Banco Bradesco, S.A., Núcleo Cidade de Deus, VilaYara, s/nº, Osasco, Estado de São Paulo, Brazil.

## **INTERESTS OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS**

Except as disclosed elsewhere in this AIF, no (a) director or executive officer, (b) person or company that beneficially owns, controls or directs, directly or indirectly, more than 10% of the Shares, nor (c) associate or affiliate of any of the persons or companies referred to in (a) or (b) has, or has had within the three most recently completed financial years before the date hereof, any material interest, direct or indirect, in any transaction that has materially affected or is reasonably expected to materially affect the Corporation or any of its subsidiaries.

## **LEGAL PROCEEDINGS AND REGULATORY ACTIONS**

The Corporation is not and was not a party to, and none of its property is or was the subject of, any legal proceedings during the Corporation’s most recently completed financial year, nor does the Corporation contemplate any such legal proceedings.

No penalties or sanctions have been imposed against the Corporation (i) by a court relating to securities legislation or (ii) by a securities regulatory authority, nor has the Corporation entered into any settlement agreements (a) before a court relating to securities legislation or (b) with a securities regulatory authority, during the Corporation’s most recently completed financial year, nor has a court or regulatory body imposed any other penalties or sanctions against the Corporation.

## **MATERIAL CONTRACTS**

The only material contracts that the Corporation has entered into (i) since the beginning of its most recently completed financial year or (ii) before the beginning of its most recently completed financial year, other than contracts entered into in the ordinary course of business, are as follows (copies of which are available on SEDAR at [www.sedar.com](http://www.sedar.com) under the Company's issuer profile):

- (a) the Brazilian Underwriting Agreement for the IPO of BDRs in Brazil (see "*General Development of the Business – Three Year History – Initial Public Offering of BDRs in Brazil*");
- (b) Placement Facilitation Agreement for the IPO of BDRs in Brazil (see "*General Development of the Business – Three Year History – Initial Public Offering of BDRs in Brazil*");
- (c) the Gold Road SPA (see "*General Development of the Business – Three Year History – Gold Road*");
- (d) the A&R PPF (see "*General Development of the Business – Three Year History – Gold Road*"); and,
- (e) the Z79 Subscription Agreement (see "*General Development of the Business – Three Year History – Gold Road*").

### **INTERESTS OF EXPERTS**

The following persons and companies have prepared or certified a statement, report, valuation or opinion on behalf of the Company as follows during the twelve months ended December 31, 2020, and to the date of this AIF:

- PricewaterhouseCoopers LLP ("PwC") prepared an audit report as auditors of the Company for the financial year ended December 31, 2020. PwC has advised the Company that they are independent of the Company within the meaning of the Rules of Professional Conduct of the Institute of Chartered Professional Accountants of Ontario.
- PricewaterhouseCoopers Auditores Independientes ("PwC Brazil") prepared an audit report as auditors of the Company for the financial year ended December 31, 2020. PwC has advised the Company that they are independent of the Company in accordance with the ethical requirements established in the Code of Professional Ethics and Professional Standards issued by the Brazilian Federal Accounting Council.
- The Aranzazu Technical Report (Feasibility Study of the Re-opening of the Aranzazu Mine, Zacatecas, Mexico) dated January 31, 2018 was prepared by a team of Aura professional staff and independent consultants led by Fernando Cornejo, P.Eng. (Aura Minerals) and included F. Ghazanfari, P.Geo. (Farshid Ghazanfari Consulting), A. Wheeler, C.Eng. (Independent Mining Consultant), C. Connors, RM-SME (Aura Minerals Inc.), B. Dowdell, C.Eng. (Dowdell Mining Limited), P. Cicchini P.E. (Call & Nicholas Inc.), G. Holmes, P.Eng. (Jacobs Engineering), B. Byler, P.E. (Wood Environment & Infrastructure Solutions), C. Scott, P.Eng. (SRK Canada), and D. Lister, P.Eng. (Altura Environmental Consulting).
- Farshid Ghazanfari, M.Sc., P.Geo, Resource Manager-Consultant prepared the Mineral Resource estimate as of December 31, 2020 for the San Andres, EPP (Apoena) and Aranzazu Mines.
- B. Dowdell, C.Eng. (Dowdell Mining Limited, UK), independent consultant prepared the Mineral Reserve estimate as of December 31, 2020 for the EPP-Pau Pique (Apoena) and Aranzazu Mines.
- Farshid Ghazanfari, M.Sc., P.Geo, Resource Manager-Consultant, supervised preparation of the Mineral Reserve estimate as of December 31, 2020 for the San Andres and EPP(Apoena) open pit mines.
- The Mineral Reserve estimate for the Almas project was based on the Technical Report "Updated Feasibility Study Technical Report (NI 43-101) for the Almas Gold Project, Almas Municipality, Tocantins, Brazil" dated March 10, 2021, with an effective date of December 31, 2020 (the "Technical Report") by F.Ghazanfari, P.Geo. (Aura Minerals), B.T.Hennessey (Micon International, Canada), L.Pignatari, P.Eng.(EDEM Consultants, Brazil), T.R.Raponi,P.Eng.(Ausenco,Canada), I.Dymov, P.Eng.(Independent Consultant, Canada), P.C.Rodriguez,FAIG, (GE21 Consultants, Brazil) and A.Wheeler, C.Eng. (Independent Mining Consultant, UK).

The aforementioned companies and persons held either less than one percent or no securities of the Company or of any associate or affiliate of the Company when they prepared the reports referred to, or following the preparation of the reports, and did not receive 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.

## ADDITIONAL INFORMATION

Additional information relating to the Company may be found on SEDAR at [www.sedar.com](http://www.sedar.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 Company's information circular for its most recent annual meeting of shareholders that involves the election of directors. Financial information is provided in the Company's annual audited consolidated financial statements for the year ended December 31, 2020 and the MD&A relating thereto and may be found on SEDAR or be obtained free of charge by contacting the Company.

## AUDIT COMMITTEE DISCLOSURE

Pursuant to National Instrument 52-110 – *Audit Committees* ("NI 52-110"), companies that are required to file an AIF are required to provide certain disclosure with respect to their audit committee.

**Overview.** The Audit Committee is responsible for monitoring the Company's systems and procedures for financial reporting and internal controls, reviewing certain public disclosure documents and monitoring the performance and independence of the Company's external auditors. The committee is also responsible for reviewing the Company's annual audited financial statements, unaudited quarterly financial statements and management's discussion and analysis of financial results of operations for both annual and interim financial statements and review of related operations prior to their approval by the Board.

**The Audit Committee's Charter.** The Board has adopted a charter for the Audit Committee which sets out the committee's mandate, organization, powers and responsibilities. A copy of the charter reproduced below.

**Composition of the Audit Committee.** As of the date of this AIF the Audit Committee consists of Stephen Keith (Chairman), Philip Reade and Bruno Mauad. The Audit Committee met four times during the most recently completed financial year. During this period, each member of the Audit Committee has been "independent" and "financially literate", in accordance with National Instrument 52-110, "*Audit Committees*".

**Relevant Education and Experience.** Please see the description of the education and experience of each of the Company's three current Audit Committee members, which is relevant to the performance of his or her responsibilities as an Audit Committee member, under the heading "*Directors and Officers*".

**Pre-Approval Policies and Procedures.** Pursuant to its charter, the Audit Committee has the sole authority to pre-approve all non-audit services (including fees, terms and conditions for the performance of such services) to be performed by the external auditors.

**External Auditor Service Fees.** The following table discloses the fees (exclusive of HST and disbursements) billed to the Company by its external auditor in each of the last two financial years:

Financial Year End	Audit Fees <sup>(1)</sup>	Audit Related Fees <sup>(2)</sup>	Tax Fees	All Other Fees <sup>(3)</sup>
December 31, 2020	\$800,100	-	-	\$1,162,991
December 31, 2019	\$700,500	-	-	\$71,500

Notes:

1. The aggregate fees billed for audit services, including the preparation of an audit plan, audit of consolidated financial statements and review of the MD&A, preparation of report to Audit Committee and preparation of independent letter.
2. The aggregate fees billed for professional services rendered by the external auditors in connection with the audit of the business (i.e.: inventory counts, preparation of local audited financial statements in Honduras and Brazil).

3. Non audit services (mainly services related to the Offering and the November Secondary Offering)

## **AUDIT COMMITTEE CHARTER**

The text of the Audit Committee's charter is reproduced below:

### **A. PURPOSE**

The Audit Committee (the "Committee") shall assist the Board in its oversight of the financial reporting process, the independent external auditor, independent internal audit personnel, risk management and compliance with applicable laws, rules and regulations.

### **B. STRUCTURE AND OPERATIONS**

The Committee shall be composed of not less than three directors, all of whom shall be independent and financially literate as defined in Multilateral Instrument 52-110, *Audit Committees*.

Members of the Committee shall be appointed or reappointed at the meeting of the Board, immediately following the AGM, and in the normal course of business will serve a minimum of three years. Each member shall continue to be a member of the Committee until a successor is appointed, unless the member resigns, is removed or ceases to be a director. The Board may fill a vacancy that occurs in the Committee at any time.

The Board or, in the event of its failure to do so, the members of the Committee, shall appoint or reappoint, at the meeting of the Board immediately following the AGM, a chairman among their number. The chairman shall serve as a liaison between the Committee and Management.

Meetings of the Committee shall be held at least quarterly, provided that due notice is given and a quorum of the majority of the members is present. Where a meeting is not possible, resolutions in writing which are signed by all members of the Committee are as valid as if they had been passed at a duly held meeting. The frequency and nature of the meeting agendas are dependent upon business matters and affairs which the Company faces from time to time.

The Committee shall report to the Board on its activities after each of its meetings. In addition, it shall review and assess the adequacy of this charter annually and, where necessary, recommend changes to the Board for approval. The Committee shall undertake and review with the Board an annual performance evaluation of the Committee.

### **C. SPECIFIC DUTIES**

#### **I. Oversight of the External Auditor and Internal Audit Personnel**

- (a) Recommend to the Board the external auditor to be nominated and the compensation to be paid for preparing and issuing an auditor's report or performing related work.
- (b) Direct responsibility for overseeing the work of the external auditor (including resolution of disagreements between Management and the external auditor regarding financial reporting) for the purpose of preparing or issuing an audit report or related work. The external auditor shall report directly to the Committee.
- (c) Sole authority to pre-approve all audit services as well as non-audit services (including the fees, terms and conditions for the performance of such services) to be performed by the external auditor.
- (d) Evaluate the qualifications, performance and independence of the external auditor, including (i) reviewing and evaluating the lead partner on the external auditor's engagement with the Company, and (ii) considering whether the auditor's quality controls are adequate and the provision of permitted non-audit services is compatible with maintaining the auditor's independence.
- (e) Receive the reports of the internal audit personnel and external auditors, review and assess the findings and the responses and actions taken or proposed by Management.
- (f) Obtain and review a report from the external auditor at least annually regarding: the external auditor's internal quality-control procedures; any material issues raised by the most recent internal quality-control

review, or peer review, of the firm, or by any inquiry or investigation by governmental or professional authorities within the preceding five years respecting one or more external audits carried out by the firm; any steps taken to deal with any such issues; and all relationships between the external auditor and the Company.

- (g) Review and discuss with Management and the external auditor, prior to the annual audit, the scope, planning and staffing of the annual audit.
- (h) Review and approve the rotation of the lead (or coordinating) audit partner having primary responsibility for the external audit activities and the audit partner responsible for reviewing the statutory audit as required by law.
- (i) Review, if applicable, the Company's intended hiring of partners and employees or former partners and employees of the external auditor.
- (j) Ensure that the emphasis of the audits (external and internal) is placed on areas where the Committee, Management or the auditors believe special attention is warranted.
- (k) Review the activities, organizational structure and effectiveness of the internal audit personnel.
- (l) Review and approve the planned internal audit program prior to the beginning of each year.
- (m) Act as a conduit whereby the internal audit personnel and external auditors can bring any concerns to the attention of the Board.

## II. Financial Reporting

- (a) Review and discuss with Management and the external auditor the annual audited financial statements and quarterly financial statements prior to publication.
- (b) Review and discuss with Management the Company's annual and quarterly disclosures made in Management's Discussion and Analysis. The Committee shall approve any reports for inclusion in the Company's Annual Report, as required by applicable legislation.
- (c) Review and discuss with Management, the internal audit personnel and the external auditor Management's report on its assessment of internal controls over financial reporting.
- (d) Review and discuss with Management and the external auditor at least annually 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.
- (e) Review and discuss with Management and the external auditor at least annually reports from the external auditors on: critical accounting policies and practices to be used; significant financial reporting issues, estimates and judgments made in connection with the preparation of the financial statements; alternative treatments of financial information within generally accepted accounting principles that have been discussed with Management, ramifications of the use of such alternative disclosures and treatments, and the treatment preferred by the external auditor; and other material written communications between the external auditor and Management, such as any management letter or schedule of unadjusted differences.
- (f) Discuss with the external auditor at least annually any "Management" or "internal control" letters issued or proposed to be issued by the external auditor to the Company.
- (g) Review and discuss with Management, the internal audit personnel and the external auditor at least annually any significant changes to the Company's accounting principles and practices suggested by the external auditor, internal audit personnel or Management as well as the procedures undertaken in connection with the CEO and the Chief Financial Officer ("CFO") certifications for the annual filings with applicable securities regulatory authorities.
- (h) When applicable, discuss with Management the Company's quarterly and annual press releases disclosing earnings and other financial information, including the use of "pro forma" or "adjusted" non-GAAP information, as well as financial information and earnings guidance (if any) provided to analysts and rating agencies.
- (i) Review and discuss with Management and the external auditor, if applicable, at least annually the effect of regulatory and accounting initiatives as well as off-balance sheet structures on the Company's financial statements.
- (j) Review disclosures made by the Company's President and CEO and CFO during their certification process for the annual filing with applicable securities regulatory authorities about any significant deficiencies in the design or operation of internal controls which could adversely affect the Company's ability to record, process, summarize and report financial data or any material weaknesses in the internal controls, and any

fraud involving Management or other employees who have a significant role in the Company's internal controls.

- (k) Discuss with the Company's General Counsel at least annually any legal matters that may have a material impact on the financial statements, operations, assets or compliance policies and any material reports or inquiries received by the Company or any of its subsidiaries from regulators or governmental agencies.

### III. Oversight of Risk Management

Review and discuss periodically the Company's risk philosophy and risk management policies.

### IV. Oversight of Regulatory Compliance

- (a) Establish procedures for the receipt, retention and treatment of complaints received by the Company regarding accounting, internal controls or auditing matters, and the confidential, anonymous submission by employees of concerns regarding questionable accounting or auditing matters.
- (b) Discuss with Management and the external auditor at least annually any correspondence with regulators or governmental agencies and any published reports which raise material issues regarding the Company's financial statements or accounting.
- (c) Meet with the Company's regulators, according to applicable law.
- (d) Exercise such other powers and perform such other duties and responsibilities as are incidental to the purposes, duties and responsibilities specified herein and as may from time to time be delegated to the Committee by the Board.

### V. Retention and Funding of Independent Advisors

The Company shall provide for appropriate funding, as determined by the Committee, for payment of compensation to the external auditor for the purpose of issuing an audit report and performing related work. The Committee shall also have the authority to retain such other independent advisors as it may from time to time deem necessary or advisable for its purposes and the payment of compensation therefore shall also be funded by the Company.

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