



**MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE THREE AND SIX MONTHS ENDED MARCH 31, 2025**

Introduction

The present management's discussion and analysis ("MD&A") of results of operations and financial condition of Orvana Minerals Corp. and its consolidated subsidiaries ("Orvana" or the "Company") describes the operating and financial results of Orvana for the three and six months ended March 31, 2025 ("Q2 FY2025 or the second quarter of fiscal 2025").

This MD&A should be read in conjunction with the unaudited condensed interim financial statements of Orvana for the three months and six ended March 31, 2025 and related notes thereto (the "Q2 Financials"). The Q2 Financials are prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards").

References herein to "\$" are to the United States dollar, and all tabular amounts (except per unit amounts) are expressed in thousands of \$, unless otherwise stated. Gold ("Au") and Silver ("Ag") production and sales are in fine troy ounces ("ounces" or "oz"), while Copper ("Cu") is in pounds ("lbs"). Information presented in this MD&A is as of May 14, 2025, unless otherwise stated.

Gold Equivalent Ounces (GEO), Free Cash Flow, EBITDA, Cash Costs per ounce (COC), All-in Sustaining Costs (AISC) per ounce, and Realized Price are Non-GAAP Financial Performance Measures. The Non-GAAP financial performance measures set out in this MD&A are intended to provide additional information to investors and do not have any standardized meaning under IFRS, and therefore may not be comparable to other issuers, and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS. For further information and detailed reconciliations, please see the "Non-GAAP Financial Performance Measures" section of this MD&A.

A cautionary note regarding forward-looking statements follows this MD&A.

Highlights

Orvana is a gold-copper-silver producer with three units, Orovalle in Spain, EMIPA in Bolivia and Taguas in Argentina. The Company is producing in Spain and expects to have a second unit in production in Bolivia in 2026.

During Q2 FY2025, EMIPA, the Company's subsidiary in Bolivia, continued making progress on the construction of the Don Mario Plant expansion, which had commenced in the previous quarter. The earthworks have been completed, and current activities are focused on finalizing the reinforced concrete structures by May 2025. Significant progress is also being made in contracting the fabrication of tanks, decanters, and metal structures. As of April 30, 2025, approximately 20% of the project's forecasted CAPEX has been effectively paid. The Company expects to complete construction by the end of calendar year 2025, contingent upon securing the remaining required funding during the third quarter of fiscal 2025.

Orovalle, the Company's subsidiary in Spain, produced 8,416 gold equivalent ounces ("GEO") in Q2 FY2025, reflecting a 13% decrease compared to 9,694 GEO in the previous quarter. This decrease was primarily due to a 6% reduction in tonnage milled, a 4% lower gold grade, and a 10% decrease in copper grade. The grade variations are attributed to different ore blends resulting from different areas mined. The mill processed approximately 111,272 tonnes, with 28-day shutdown during the quarter – 17 days to carry out maintenance activities and 11 days according to the scheduled workforce calendar. By March 31, 2025, approximately 18,000 tonnes of ore had been stockpiled and were processed in

April 2025.

Orovalle is planning to resume operations at its Carlés Mine during the third quarter of fiscal 2025, with activities primarily focused on development and backfilling through the end of the fiscal year. The plan is to have both the Boinás and Carlés mines in production starting in fiscal year 2026, with the Boinás mine focused on oxidized ore and the Carlés mine on skarn.

Orovalle drilled 3,121 meters at its El Valle mine in the second quarter of fiscal 2025, focused on converting the inferred material into measured and indicated material. A total of 1,380 meters were completed in Ortosa-Godán, project located three kilometers northwest of the Company's Carlés mine, and within the same gold belt. Drilling is currently ongoing at El Valle mine and Ortosa-Godán.

In the Taguas Project in Argentina, Orvana continues to work on updating its geological modeling, with key objectives focused on enhancing the understanding of the oxide-sulfide transition zone, analyzing alteration zoning using infrared spectroscopy, and interpreting current drilling data. The 1,500 m geophysical work planned for the second quarter has been rescheduled for early in the Southern Hemisphere summer due to administrative setbacks in obtaining authorization from the custom authorities.

Orvana recorded capital expenditures (on a cash basis) of \$7.9 million for the second quarter of fiscal 2025 (\$2.5 million in Spain, \$5.4 million in Bolivia and \$34 thousand in Argentina). Capital expenditures in Bolivia are related to the plant expansion. Capital expenditures in Spain are mainly related to development capitalized and TSF projects.

The free cash flow¹ provided by operating activities in Spain has been allocated to reduce debt in Spain and to fund exploration activities in Argentina and corporate costs. The development in Bolivia is being funded by local financing, where the Company continued issuing preferred shares during the quarter.

At March 31, 2025, the Company has cash and cash equivalents of \$30.0 million. The cash balance includes \$14.8 million in a trust account in Bolivia related to the bonds placement to be used to partially fund the plant expansion.

The Bolivian economy continues being affected by the lack of availability of USD, impacting its market price. The estimated closing market rate as of March 31, 2025 was 13.15 BOB/USD, compared to the official rate of 6.96 BOB/USD. The foreign exchange impact due to the difference between the Boliviano official rate and the Boliviano market rate has been recognized through profit and loss, for a total amount of \$2 million in the quarter. The Euro USD exchange rate decreased from 1.1196 at the end of fiscal year 2024 to 1.0815 at the end of the second quarter of fiscal 2025, positively impacting the Company's Spanish subsidiaries, which functional currency is the Euro. During the month of April 2025 the Euro USD exchange rate broke above the 1.15 level.

Income before income taxes amounted \$1.6 million in the second quarter, totalling \$4.9 million in the first half of fiscal 2025. Net income amounted \$0.5 million in the second quarter, totalling \$1.9 million in the first half of fiscal 2025, generating a net earning of \$0.01 per share.

¹ Free cash flow is a Non-GAAP Financial Performance Measure. For further information and detailed reconciliations, please see the "Non-GAAP Financial Performance Measures" section of this MD&A.

Outlook

The Company continues to pursue its objectives of optimizing production, lowering unitary cash costs¹, maximizing free cash flow¹, and extending the life-of-mine of its operations under a long term operational strategy. Main objectives per unit are:

- **Orovalle:** stable cash flow generation based on the metal production guidance. Continue brownfield and greenfield exploration drive to expand the resource base.
- **EMIPA:** the Company expects to complete the construction for the Don Mario Plant expansion by the end of calendar year 2025, conditional on securing the remaining required balance of the financing during the third quarter of fiscal 2025. The goal is to resume production in Bolivia in 2026.
- **Orvana Argentina:** the Company is repositioning its long term strategy for the Taguas Project, now potentially including current sulphides resources, plus deep copper-gold porphyry opportunities. The updated geological model and the planned geophysical survey will provide key data to inform strategic decision-making and enhance the project's long-term value proposition.

The mining industry is being impacted by significant social and economic uncertainties that could impact the performance of our sites (refer to section "Financial and other risks and uncertainties" for further details).

Guidance

The following table sets out Orovalle's year to date fiscal 2025 results and fiscal 2025 production, capital expenditures and costs guidance:

Orovalle	YTD FY 2025 Actual	FY 2025 Guidance ⁽²⁾
Metal Production		
Gold (oz)	14,424	37,000 – 41,000
Copper (million lbs)	2.0	2.4 – 2.7
Capital Expenditures (USD thousands)	\$4,091	\$14,000 - \$16,000
Cash operating costs (by-product) (\$/oz) gold ⁽¹⁾	\$1,687	\$1,550 - \$1,650
All-in sustaining costs (by-product) (\$/oz) gold ⁽¹⁾	\$2,052	\$2,000 - \$2,150

Orovalle is targeting to reach the lower end of the 2025 gold production guidance of 37,000 - 41,000 Oz, and exceed the higher end of the 2025 copper production guidance of 2,400 – 2,700 K lbs.

Orovalle expects to reach the lower end of its 2025 capital expenditure guidance. Cash Operating Costs (COC) and All-In Sustaining Costs (AISC) guidance will be revisited at the end of the third quarter, depending on the evolution of the Eur/USD exchange rate. Since Orovalles's costs are incurred in Eur, its unitary costs in USD are materially affected by fluctuation in the exchange rate.

¹ Free Cash Flow, Cash operating costs ("COC") and All-in sustaining costs ("AISC") per ounce are Non-GAAP Financial Performance Measures. For further information and detailed reconciliations, please see the "Non-GAAP Financial Performance Measures" section of this MD&A

² Fiscal 2025 guidance assumptions for COC and AISC include by-product commodity prices of \$4.30 per pound of copper, \$27 per ounce of silver and an average Euro to US Dollar exchange of 1.10.

Company Overview

Orvana is an Ontario registered company and its common shares ("Common Shares") are listed on the Toronto Stock Exchange (TSX) under the symbol **ORV**.

Orvana's properties consist of:

- (i) El Valle Boinás and Carlés mines and the El Valle processing plant (collectively, "El Valle"), located in Asturias, Northern Spain. El Valle is held and managed by its subsidiary Orovalle Minerals, S.L. ("Orovalle"), that, in addition to El Valle, owns certain mineral rights located in the region of Asturias;
- (ii) Don Mario Operation ("Don Mario"), located in San Jose de Chiquitos, Southeastern Bolivia, held and managed by the Company's subsidiary Empresa Minera Paitití, S.A. ("EMIPA"); and
- (iii) Taguas Property ("Taguas"), located on the eastern flank of the Andes Mountain range in the Province of San Juan in northern Argentina. Taguas is held and managed by the Company's subsidiary Orvana Argentina, S.A. ("Orvana Argentina").

As of this report date the Company maintains 100% voting rights and is entitled to appoint 100% of the board members of the three subsidiaries (Orovalle, EMIPA, Orvana Argentina) managing the three properties.

Consolidated Results

	Q2 FY2025	Q1 FY2025	Q2 FY2024	YTD 2025	YTD 2024
Operating Performance					
<i>Gold</i>					
Production (oz)	6,792	7,631	7,775	14,424	15,768
Sales (oz)	7,731	7,285	6,438	15,016	15,670
Average realized price / oz ⁽¹⁾	\$2,813	\$2,681	\$2,065	\$2,748	\$2,011
<i>Copper</i>					
Production ('000 lbs)	885	1,068	1,095	1,953	1,797
Sales ('000 lbs)	1,031	1,059	909	2,090	1,679
Average realized price / lb ⁽¹⁾	\$4.18	\$4.22	\$3.80	\$4.20	\$3.75
<i>Silver</i>					
Production (oz)	28,129	33,306	26,728	61,435	47,121
Sales (oz)	35,430	31,381	22,106	66,811	44,127
Average realized price / oz ⁽¹⁾	\$31.32	\$31.64	\$23.11	\$31.48	\$23.18
Financial Performance					
<i>(in 000's, except per share amounts)</i>					
Revenue	\$26,746	\$21,713	\$15,927	\$48,459	\$36,051
Mining costs	\$16,682	\$14,701	\$13,663	\$31,383	\$31,590
Gross margin	\$7,135	\$4,469	\$799	\$11,604	(\$1,216)
Net income (loss)	\$499	\$1,426	\$1,707	\$1,925	(\$5,495)
Net income (loss) per share (basic/diluted)	\$0.00	\$0.01	\$0.01	\$0.01	(\$0.04)
EBITDA ⁽¹⁾	\$5,122	\$6,379	\$1,889	\$11,501	\$1,936
Operating cash flows before non-cash working capital changes	\$6,328	\$4,161	\$1,526	\$10,489	\$2,734
Operating cash flows	\$7,700	\$2,529	\$1,282	\$10,229	\$1,072
Free cash flow ⁽¹⁾	(\$1,586)	\$505	(\$537)	(\$1,081)	(\$1,801)
Ending cash and cash equivalents	\$30,045	\$33,687	\$3,451	\$30,045	\$3,451
Capital expenditures ⁽²⁾	\$7,914	\$3,656	\$2,063	\$11,570	\$4,535

(1) Further information on these non-GAAP financial performance measures, including detailed reconciliations, is included in the "Non- GAAP Financial Performance Measures" section.

(2) These amounts are presented in the consolidated cash flows in the Financials on a cash basis. Each reported period excludes capital expenditures incurred in the period which will be paid in subsequent periods and includes capital expenditures incurred in prior periods and paid for in the applicable reporting period. See the "Cash Flows, Commitments Liquidity and Contingencies" section of this MD&A.

Operational Results

- Production of 8,416 GEO¹ during second quarter of fiscal 2025, compared with 10,101 during the second quarter of fiscal 2024. Orovalle in Spain is the only unit in production.
- Gold production of 6,792 ounces during the second quarter of fiscal 2025, a decrease of 13% compared to the second quarter of fiscal 2024, due to 18% lower tonnage milled, partially offset by 5% higher head grade and 2% higher recovery.
- Production of 0.9 million pounds (401 tonnes) of copper, a decrease of 19% compared with the second quarter of fiscal 2024 as a result of 18% lower tonnage and 8% lower head grade, partially offset by 8% higher recovery.
- Silver production of 28,129 ounces during the second quarter of fiscal 2025, an increase of 5% compared to the second quarter of fiscal 2024 as a result of 20% higher head grade and 7% higher recovery, partially offset by 18% lower tonnage.
- Sales of 7,731 ounces of gold, 1.0 million pounds (468 tonnes) of copper and 35,430 ounces of silver during the second quarter of fiscal 2025, with increases in gold sales of 20%, copper sales of 13% and silver sales of 60%, compared with the second quarter of fiscal 2024.
- Production of 8,416 GEO¹ during second quarter of fiscal 2025, compared with 9,694 during the first quarter of fiscal 2025.
- Gold production of 6,792 ounces during the second quarter of fiscal 2025, a decrease of 11% compared to the first quarter of fiscal 2025, due to 6% lower tonnage milled, 4% lower grade and 1% lower recovery.
- Production of 0.9 million pounds (401 tonnes) of copper, a decrease of 17% compared with the first quarter of fiscal 2025, due to 6% lower tonnage milled, 10% lower head grade and 2% lower recovery.
- Silver production of 28,129 ounces during the second quarter of fiscal 2025, a decrease of 16% compared to the first quarter of fiscal 2025, due to 6% lower tonnage, 9% lower head grade and 1% lower recovery.
- Sales of 7,731 ounces of gold, 1.0 million pounds (468 tonnes) of copper and 35,430 ounces of silver during the second quarter of fiscal 2025, with increases in gold sales of 6% and silver sales of 13%, and a decrease in copper sales of 3%, compared with the first quarter of fiscal 2025.
- Production of 18,110 GEO¹ during the first six months of fiscal 2025, compared with 19,651 during the first six months of fiscal 2024.
- Production of 14,424 ounces of gold during the first six months of fiscal 2025, a decrease in gold production of 9% compared with the first six months of fiscal 2024.
- Production of 2.0 million pounds (886 tonnes) of copper during the first six months of fiscal 2025, an increase in copper production of 9% compared with the first six months of fiscal 2024.
- Production of 61,435 ounces of silver during the first six months of fiscal 2025, an increase in silver production of 30% compared with the first six months of fiscal 2024.
- Sales of 15,016 ounces of gold, 2.1 million pounds (948 tonnes) of copper and 66,811 ounces of silver during the first six months of fiscal 2025, a decrease in gold sales of 4%, and increases in copper sales of 24% and silver sales of 51%, compared with the first six months of fiscal 2024.

¹ GEO is a Non-GAAP Financial Performance Measure. For further information and detailed reconciliations, please see the "Non-GAAP Financial Performance Measures" section of this MD&A.

Financial Results

- Consolidated cash and cash equivalents were \$30.0 million as at March 31, 2025, a decrease of \$1.2 million from September 30, 2024.
- Net Revenue of \$26.7 million for the second quarter of fiscal 2025, or 68% higher, compared with \$15.9 million for the second quarter of fiscal 2024, primarily due to higher prices and higher sales volume of all metals.
- Mining costs of \$16.7 million for the second quarter of fiscal 2025, or 22% higher, compared with \$13.7 million for the second quarter of fiscal 2024 primarily due higher sales volume of all metals.
- Current income tax expense increased by \$0.01 million to \$0.01 million for the second quarter of fiscal 2025 compared with \$0.0 million for the second quarter of fiscal 2024.
- Deferred income tax expense increased by \$2.1 million to \$1.1 million for the second quarter of fiscal 2025 compared with \$1.0 million recovery for the second quarter of fiscal 2024.
- Net income for the second quarter of fiscal 2025 of \$0.5 million compared with \$1.7 million for the second quarter of fiscal 2024.
- EBITDA¹ for the second quarter of fiscal 2025 of \$5.1 million compared with \$1.9 million for the second quarter of fiscal 2024.
- Cash flows provided by operating activities of \$7.7 million for the second quarter of fiscal 2025, compared with \$1.3 million provided for the second quarter of fiscal 2024 and cash flows provided by operating activities before changes in non-cash working capital of \$6.3 million in the second quarter of fiscal 2025, compared with \$1.5 million in the second quarter of fiscal 2024.
- Free Cash Flow¹ deficit of \$1.6 million in the second quarter of fiscal 2025 compared with a deficit of \$0.5 million in the second quarter of fiscal 2024.
- Capital expenditures (on a cash basis) of \$7.9 million for the second quarter of fiscal 2025 compared with \$2.1 million for the second quarter of fiscal 2024.
- Net revenue of \$48.5 million for the first six months of fiscal 2025, or 34% higher, compared with \$36.1 million for the first six months of fiscal 2024, primarily due to higher prices of all metals and higher production and sales volume of copper and silver, partially offset by lower gold production and sale volume.
- Mining costs of \$31.4 million for first six months of fiscal 2025, or 1% lower, compared with \$31.6 million for the first six months of fiscal 2024.
- Current income tax expense increased by \$2.0 million to \$1.7 million for the first six months of fiscal 2025 compared with a recovery of \$0.3 million for the first six months of fiscal 2024.
- Deferred income tax expense decreased by \$0.6 million to \$1.3 million for the first six months of fiscal 2025 compared with \$1.9 million for the first six months of fiscal 2024, due to the partial utilization of the tax asset in Spain and the impact of an unfavorable BOB/USD exchange rate in Bolivia (13.15 at the end of March 31, 2025 compared to 11.10 at the end of September 2024).
- Net income for the first six months of fiscal 2025 of \$1.9 million compared with net loss of \$5.5 million for the first six months of fiscal 2024.
- EBITDA¹ for the first six months of fiscal 2025 of \$11.5 million compared with \$1.9 million for the first six months of fiscal 2024.

¹ Free Cash Flow and EBITDA are a Non-GAAP Financial Performance Measure. For further information and detailed reconciliations, please see the "Non-GAAP Financial Performance Measures" section of this MD&A.

- Cash flows provided by operating activities of \$10.2 million in the first six months of fiscal 2025, compared with \$1.1 million in the first six months of fiscal 2024 and cash flows provided by operating activities before changes in non-cash working capital of \$10.5 million in the first six months of fiscal 2025, compared with \$2.7 million in the first six months of fiscal 2024.
- Free Cash Flow¹ deficit of \$1.1 million in the first six months of fiscal 2025 compared with a deficit of \$1.8 million in the first six months of fiscal 2024.
- Capital expenditures of \$11.6 million in the first six months of fiscal 2025 compared with \$4.5 million in the first six months of fiscal 2024.

Overall Performance

The key factors affecting Orvana's operating and financial performance are tonnages mined and treated, metal grade and recoveries, quantities of metals produced and sold, realized metals prices, operating costs (including labour, energy, materials & supplies and services), royalties, mine development and other capital expenditures, maintenance and care costs, foreign exchange rates and tax rates.

Second Quarter Ended March 31, 2025 Compared with Second Quarter Ended March 31, 2024

The Company recorded a net income of \$0.5 million for the second quarter of fiscal 2025 or \$0.00 per share compared with \$1.7 million for the second quarter of fiscal 2024 or \$0.01 per share. The Company's net income was impacted significantly by the following factors:

- Revenue for the second quarter of fiscal 2025 increased by \$10.8 million or 68% to \$26.7 million from sales of 7,731 ounces of gold, 1.0 million pounds of copper, and 35,430 ounces of silver compared with revenue of \$15.9 million from sales of 6,438 ounces of gold, 0.9 million pounds of copper, and 22,106 ounces of silver. The increase in revenue was primarily due to higher prices and higher sales volume of all metals.
- Mining costs were \$16.7 million or \$3.0 million higher for the second quarter of fiscal 2025 compared with \$13.7 million for the second quarter of fiscal 2024. The increase in mining costs was primarily due higher sales volume of all metals.
- Depreciation for the second quarter of fiscal 2025 was \$2.9 million, compared with \$1.5 in the second quarter of fiscal 2024.
- Gross margin increased by \$6.3 million from \$0.8 million for the second quarter of fiscal 2024 to \$7.1 million for the second quarter of fiscal 2025.
- Foreign exchange loss increased by \$3.4 million from \$0.6 million gain for the second quarter of fiscal 2024 to a loss of \$2.8 million for the second quarter of fiscal 2025.
- General and administrative expenses were \$1.9 million or \$1.2 million higher for the second quarter of fiscal 2025 as compared with \$0.7 million for the second quarter of fiscal 2024.
- EBITDA¹ increased by \$3.2 million to \$5.1 million for the second quarter of fiscal 2025 compared with \$1.9 million for the second quarter of fiscal 2024.
- Current income tax expense increased to \$0.01 million for the second quarter of fiscal 2025 compared with \$nil for second quarter of fiscal 2024.
- Deferred income tax expense increased by \$2.1 million to \$1.1 million for the second quarter of fiscal 2025 compared with \$1.0 million recovery for the second quarter of fiscal 2024.

¹ Free Cash Flow and EBITDA are Non-GAAP Financial Performance Measures. For further information and detailed reconciliations, please see the "Non-GAAP Financial Performance Measures" section of this MD&A.

Second Quarter Ended March 31, 2025 Compared with First Quarter Ended December 31, 2024

The Company recorded a net income of \$0.5 million or \$0.00 per share for the second quarter of fiscal 2025 compared with \$1.4 million or \$0.01 per share for the first quarter of fiscal 2025. The Company's net income was impacted significantly by the following factors:

- Revenue for the second quarter of fiscal 2025 increased by \$5.0 million to \$26.7 million on sales of 7,731 ounces of gold, 1.0 million pounds of copper, and 35,430 ounces of silver from El Valle, compared with revenue of \$21.7 million on sales of 7,285 ounces of gold, 1.1 million pounds of copper, and 31,381 ounces of silver.
- Mining costs were \$16.7 million or \$2.0 million higher for the second quarter of fiscal 2025 compared with \$14.7 million for the first quarter of fiscal 2025, primarily due to higher sales volume.
- Depreciation increased by \$0.4 million to \$2.9 million for the second quarter of fiscal 2025 compared with \$2.5 million for the first quarter of fiscal 2025.
- Gross margin increased by \$2.7 million to \$7.1 million for the second quarter of fiscal 2025 compared with \$4.5 million for the first quarter of fiscal 2025.
- EBITDA¹ \$5.1 million for second quarter of fiscal 2025, compared to \$6.4 million for first quarter of fiscal 2025.
- Current income tax expense decreased by \$1.6 million to \$0.01 million for the second quarter of fiscal 2025 compared with \$1.7 million for the first quarter of fiscal 2025.
- Deferred income tax expense increased by \$0.8 million to \$1.1 million for the second quarter of fiscal 2025 compared with \$0.3 million for the first quarter of fiscal 2025.

First Six Months Ended March 31, 2025 Compared with First Six Months Ended March 31, 2024

The Company recorded a net income of \$1.9 million for the first six months of fiscal 2025 or \$0.01 per share compared with \$5.5 net loss million for the first six months of fiscal 2024 or (\$0.04) per share. The Company's net income was impacted significantly by the following factors:

- Revenue for the first six months of fiscal 2025 increased by \$12.4 million or 34% to \$48.5 million from sales of 15,016 ounces of gold, 2.1 million pounds of copper, and 66,811 ounces of silver compared with revenue of \$36.1 million from sales of 15,670 ounces of gold, 1.7 million pounds of copper, and 44,127 ounces of silver. The increase in revenue was primarily due to higher prices of all metals and higher sales volume of copper and silver, slightly offset by lower gold sale volume.
- Mining costs were \$31.4 million or \$0.2 million lower for the first six months of fiscal 2025 compared with \$31.6 million for the first six months of fiscal 2024.
- Depreciation for the first six months of fiscal 2025 was \$5.5 million, compared with \$5.7 in the first six months of fiscal 2024.
- Gross margin increased by \$12.8 million from (\$1.2) million for the first six months of fiscal 2024 to \$11.6 million for the first six months of fiscal 2025.
- Foreign exchange loss increased by \$2.3 million from \$0.3 million loss for the first six months of fiscal 2024 to \$2.6 million for the first six months of fiscal 2025.
- General and administrative expenses were \$2.4 million or \$0.8 million higher for the first six months of fiscal 2025 as compared with \$1.6 million of the first six months of fiscal 2024.
- EBITDA¹ increased by \$9.6 million to \$11.5 million for the first six months of fiscal 2025 compared with \$1.9 million for the first six months of fiscal 2024.

¹ EBITDA is a Non-GAAP Financial Performance Measure. For further information and detailed reconciliations, please see the "Non-GAAP Financial Performance Measures" section of this MD&A.

- Current income tax expense increased to \$1.7 million for the first six months of fiscal 2025 compared with \$0.3 million recovery for first six months of fiscal 2024.
- Deferred income tax expense decreased by \$0.6 million to \$1.3 million for the first six months of fiscal 2025 compared with \$1.9 million for the first six months of fiscal 2024.

SUMMARY OF QUARTERLY RESULTS

The following two tables include results for the eight quarters ended March 31, 2025:

<i>(in 000's, except per share amounts)</i>	Quarters ended			
	Q2 FY2025	Q1 FY2025	Q4 FY2024	Q3 FY2024
Revenue	\$26,746	\$21,713	\$28,834	\$25,425
Net income (loss)	\$499	\$1,426	(\$2,633)	\$3,176
Net income (loss) per share (basic and diluted)	\$0.00	\$0.01	(\$0.02)	\$0.02
Total assets	\$138,055	\$135,646	\$138,575	\$115,696
Total financial liabilities ⁽¹⁾	\$39,342	\$40,385	\$37,193	\$12,573
	Q2 FY2024	Q1 FY2024	Q4 FY2023	Q3 FY2023
Revenue	\$15,927	\$20,124	\$29,842	\$23,998
Net income (loss)	\$1,707	(\$7,202)	\$3,135	(\$89)
Net income (loss) per share (basic and diluted)	\$0.01	(\$0.05)	\$0.02	(\$0.00)
Total assets	\$116,042	\$113,635	\$123,249	\$130,208
Total financial liabilities ⁽¹⁾	\$16,136	\$15,176	\$16,139	\$18,917

(1) Financial liabilities include current and long-term portions of debt, obligations under finance leases and derivative liabilities.

Orovalle

Through its wholly-owned subsidiary, Orovalle, the Company owns and operates the El Valle Boinás and Carlés gold-copper-silver mines located in the Rio Narcea Gold Belt in northern Spain, along with El Valle processing plant and El Valle tailings storage facility. Orovalle mines skarns and oxides underground, and produces copper concentrate and doré bars.

Orovalle has a large regional exploration footprint of 38,865 ha, which includes concessions and investigation permits, few of which are still in progress.

The following table includes consolidated operating and financial performance data for Orovalle for the periods set out below:

	Q2 FY2025	Q1 FY2025	Q2 FY2024	YTD 2025	YTD 2024
Operating Performance					
Ore mined (tonnes) (wmt)	119,594	116,291	151,399	235,885	273,403
Ore milled (tonnes) (dmt)	111,272	118,649	136,371	229,921	266,638
Daily average throughput (dmt)	1,842	1,782	1,843	1,810	1,891
<i>Gold</i>					
Grade (g/t)	2.06	2.16	1.97	2.11	2.03
Recovery (%)	92.0	92.7	90.0	92.4	90.8
Production (oz)	6,792	7,631	7,775	14,424	15,768
Sales (oz)	7,731	7,285	6,438	15,016	15,670
<i>Silver</i>					
Grade (g/t)	9.81	10.78	8.17	10.3	7.49
Recovery (%)	80.1	81.0	74.6	80.6	73.4
Production (oz)	28,129	33,306	26,728	61,435	47,121
Sales (oz)	35,430	31,381	22,106	66,811	44,127
<i>Copper</i>					
Grade (%)	0.43	0.48	0.47	0.45	0.40
Recovery (%)	84.0	85.5	78.0	84.8	77.3
Production ('000 lbs)	885	1,068	1,095	1,953	1,797
Sales ('000 lbs)	1,031	1,059	909	2,090	1,679
Financial Performance					
<i>(in 000's, except per share amounts)</i>					
Revenue	\$26,746	\$21,713	\$15,927	\$48,459	\$36,051
Mining costs	\$16,512	\$14,494	\$13,088	\$31,006	\$30,251
Income (loss) before tax	\$6,138	\$6,600	\$1,447	\$12,738	(\$1,134)
Capital expenditures	2,081	\$2,010	\$2,021	\$4,091	\$3,200
COC (by-product) (\$/oz) gold ⁽¹⁾	\$1,695	\$1,680	\$1,723	\$1,687	\$1,711
AISC (by-product) (\$/oz) gold ⁽¹⁾	\$2,076	\$2,026	\$2,094	\$2,052	\$1,975

Operational Results

Orovalle Operating Performance

During the second quarter of fiscal year 2025, Orovalle produced 8,416 gold equivalent ounces¹ (6,792 gold ounces, 0.9 million copper pounds and 28,129 silver ounces), 13% lower when compared to 9,694 GEO¹ in the previous quarter, as a result of:

¹ GEO, COC and AISC are Non-GAAP Financial Performance Measures. For further information and detailed reconciliations, please see the "Non-GAAP Financial Performance Measures" section of this MD&A.

- Throughput of 111,272 tonnes, 6% below the previous quarter. The plant was shut down 28 days in the quarter: 17 days to carry out maintenance activities and 11 days in accordance with the scheduled workforce calendar.
- Gold grade of 2.06 g/t, 4% lower than the previous quarter as a result of lower percentage of oxides ore in the blend.
- 92.0% gold recovery, 0.82% below the previous quarter.
- Copper production 17% lower than the prior quarter due lower tonnage, grade and recovery. The lower grade is attributed to the skarn area mined during the quarter, with lower copper grade.

Orovalle's operational performance continues to be impacted by high absenteeism and low availability of mine equipment. The Company is actively addressing both challenges and, during the second quarter, implemented a reorganization at Boinás Mine aimed at optimizing coordination between mining operations and maintenance activities.

Several projects are in progress to optimize the long term value of the El Valle Tailings Storage Facility (the "El Valle TSF"). During fiscal 2022, Orovalle initiated the permitting process for the elevation of the facility approximately 30 meters above the current authorized maximum level. The increase in the capacity to continue using the El Valle TSF is subject to the completion of the permitting progress, which continues ongoing. The Company is also working to implement a definitive geotechnical wall treatment for the long term to the legacy open pit wall where the El Valle TSF is located. The stabilization project started late fiscal 2022. During the first quarter of fiscal 2023 the Company decided to temporarily suspend the project to introduce changes in the design. Additional geotechnical studies have been completed and the engineering has been updated. Late May 2024 the Company restarted earthworks. The completion of the Project is subject to property approvals to execute the works on the lands in the surroundings, as well as the completion of the permitting update. The lack of capacity to store tailings in the El Valle TSF due to permitting or technical issues could impact the Company's ability to maintain production at El Valle.

On November 15, 2024 Orovalle finalized the definitive 2023-2025 Collective Bargaining Agreement (the "CBA"), regulating labour and economic conditions until December 2025. The CBA establishes its automatic extension until a new agreement is reached. The agreement also includes an Equality Plan, and alcohol and drugs prevention program and protocols for the prevention and action against any type of harassment. During the second quarter, Orovalle also signed an LGBTQI+ inclusion protocol.

Orovalle Financial Performance

Revenue from Orovalle for the second quarter of fiscal 2025 increased by 68% to \$26.7 million on sales of 7,731 ounces of gold, 1.0 million pounds of copper, and 35,430 ounces of silver from \$15.9 million for the second quarter of fiscal 2024 on sales of 6,438 ounces of gold, 0.9 million pounds of copper and 22,106 ounces of silver.

Mining costs increased by 26% from \$13.1 million for the second quarter of fiscal 2024 to \$16.5 million for the second quarter of fiscal 2025. Income before tax for the second quarter of fiscal 2025 was \$6.1 million compared with \$1.4 million for the second quarter of fiscal 2024. Total capital expenditures at El Valle during the second quarter of fiscal 2025 were \$2.1 million, compared to \$2.0 million during the second quarter of fiscal 2024. Capital expenditures in the second quarter of fiscal 2025 consisted substantially of primary development and mining equipment.

Total COC¹ (by-product) of \$1,695 per ounce of gold sold for the second quarter of fiscal 2025 were \$28 or 2% lower than second quarter of fiscal 2024. Total AISC¹ (by-product) of \$2,076 per ounce of gold sold for the second quarter of fiscal 2025 were \$18 or 1% lower than second quarter of fiscal 2024. The decreases in COC¹ and ISC¹ were primarily due higher copper and silver by-product credits.

¹ COC and AISC are Non-GAAP Financial Performance Measures. For further information and detailed reconciliations, please see the "Non-GAAP Financial Performance Measures" section of this MD&A.

Orovalle Growth Exploration

El Valle drilling program continues focused on converting the inferred material into measured and indicated material. Additionally, Orovalle intends to continue with the exploration programs to identify new mineralized areas and new resources.

A total of 3,121 meters were drilled in the second quarter of fiscal 2025 at El Valle (2,485 brownfield meters and 636 infill meters) and 1,380 meters were completed in Greenfield drilling.

Drilling program was focused on Area 208 (A2) oxide orebody, in order to define new resources and targeting to convert inferred resources into indicated resources. A2 is formed by several oxide structures in contact with limestone and sandstone. The structure drilled in Q2 is vertical, well defined and with two mineralization phases, one of them enriched in gold and another one enriched in copper. Oxide skarn, massive sulphides, polymictic breccias, fault zones and silicified zones were intersected with the drill holes targeting define new resources.

Drilling program in third quarter will be focused on defining skarn mineralization in Boinás East and Boinás South.

Orovalle has a large regional exploration footprint of approximately 38,865 ha, which includes concessions and investigation permits, few of which are still in progress. Strategic near-term regional targets are:

- Ortosa-Godán: This Project is located three kilometers northwest of our Carlés mine, and within the same gold belt. The exploration program is focused on two areas: Ortosa and Godán. In both cases, the mineral potential is in relation to intrusives. In Ortosa, the mineralization was intersected along 300 m in several bands of calcic skarn and breccias with sulfides trending N40°E located between 100 and 200 meters below surface. There is potential to extend the mineralization towards NE and at depth. In Godán, there are calcic skarn bands dipping 60-70° ESE over 200 meters of strike in the contact between the intrusive and sedimentary rocks. According to current drilling information and based on the dip and mineralization of the skarn, it seems to indicate that there is a potential connection with Carlés skarn. During the second quarter of fiscal 2025, 1,380 meters were drilled in Godán (Ortosa-Godán Project). The current drilling program was started at the end of October; the first drill hole was completed at the end of January and the second drill hole was completed in March; third drill hole is in progress and it is expected to be completed by May 2025. The target is to extend skarn mineralization 200 m deeper and continue proving connection with Carlés skarn.
- Lidia: This Project is located in Navelgas Gold Belt, 20 km west from El Valle mine. This gold porphyry occurs within the easternmost part of Navelgas fracture systems. A granodiorite intrusive outcrops over an area of approximately 1 km². It is dissected by a set of northeast trending mineralized quartz veins and affected by different alteration phases. The drilling program completed between fiscal years 2021-2022 confirmed the presence of gold in the granodiorite (see News Release April 17, 2023). Two drill holes were completed in the first quarter of fiscal 2024 targeting to define mineralization in the north part of the orebody. Upon reviewing the drilling results from the first quarter of fiscal 2024 campaign, it is evident that the boundary of mineralization to the north is well-defined, while remaining open to the south and at depth.

EMIPA

Through its wholly-owned subsidiary, Empresa Minera Paititi S.A. ("EMIPA"), the Company owns and operates Don Mario under a number of concessions in the Don Mario district located in south-eastern Bolivia. In the first quarter of fiscal 2020 the Company made a decision to temporarily suspend mining and milling operations. Since then, Don Mario continues in care and maintenance, transitioning to the Oxides Stockpile Project, consisting of a plant expansion to treat ore stockpiled from previous years of mining activity.

The following table includes operating and financial performance data for EMIPA for the periods set out below:

	Q2 2025	Q1 2025	Q2 2024	YTD 2025	YTD 2024
Financial Performance (in 000's, except per share amounts)					
Mining costs – Care and maintenance	\$170	\$207	\$575	\$377	\$1,339
Income (loss) before tax	(\$2,534)	(\$2,607)	\$99	(\$5,141)	(\$742)
Capital expenditures	\$5,347	\$1,989	\$176	\$7,336	\$487

EMIPA Operating Performance

Production in the second quarter of fiscal 2025 was nil, similar to the second quarter of fiscal 2024.

EMIPA Financial Performance

Revenue from EMIPA was \$nil in the second quarter of fiscal 2025, as in the second quarter of fiscal 2024.

Mining costs of \$0.2 million for the second quarter of fiscal 2025 compared to \$0.6 million for the second quarter of fiscal 2024.

Loss before tax for the second quarter of fiscal 2025 was \$2.5 million compared with \$0.1 million income before tax for the second quarter of fiscal 2024.

Total capital expenditures at Don Mario, related to the Oxides Project, were \$5.3 million in the second quarter of fiscal 2025 compared with \$0.2 million in the second quarter of fiscal 2024.

EMIPA Exploration and Mine Life Extension

The Company has an oxides stockpile accumulated from previous years of mining activity. After analyzing an economic way to treat this stockpile, EMIPA concluded that an acid leaching circuit would maximize the value of the stockpile, and the Company is focused on the expansion of the Don Mario Plant including the new circuits required. The Company is also evaluating the potential reprocessing of tailings accumulated in the Don Mario Tailings Storage Facility. Processing the oxides stockpile, plus the tailings reprocessing could add 6-7-year of mine life to Don Mario.

The Company expects to complete construction of the plant expansion by the end of calendar year 2025, contingent upon securing the remaining required funding during the third quarter of fiscal 2025.

The Company has been managing a 53,325 ha. exploration Land Package, divided in 10 areas: Don Mario (center of the Land Package, and where the Don Mario Operation is located), Sena Quina, La Tercera, Mónica, Álvaro, La Aventura, Minerva, Las Tojas, Oscar, Flor de Mayo. The Company has reviewed 30 years of historical exploration data of the Land Package, and it is currently prioritizing exploration targets applying latest technologies to the historical data. The Company expects to finalize the evaluation in the short term and, based on the conclusion achieved, EMIPÀ will retain the area around Don Mario with exploration potential for the near future of the Company.

Orvana Argentina

Orvana's strategy in the project had been focused on the oxides portion of the property. In light of the global developments, the Company is currently reconsidering the strategy, now potentially including sulphides resources, plus deep copper-gold porphyry opportunities.

The Company is updating the Taguas Project modeling, with key objectives focused on enhancing the understanding of the oxide-sulfide transition zone, analyzing alteration zoning using infrared spectroscopy, and interpreting current drilling data. The 1,500 m geophysical work planned for the second quarter has been rescheduled for early in the Southern Hemisphere summer, due to administrative setbacks in obtaining authorization from the custom authorities.

Market Review and Trends

Metal Prices

The market prices of gold and copper are primary drivers of Orvana's earnings and ability to generate Free Cash Flows¹. During the second quarter of fiscal 2025, gold traded in a range from \$2,632 to \$3,120 per ounce and averaged \$2,863 per ounce compared with \$2,072 per ounce in second quarter fiscal 2024. Orvana's average gold realized price¹ in the second quarter of fiscal 2025 was \$2,813 per ounce, as compared to \$2,065 per ounce in second quarter of fiscal 2024. The Company derived approximately 80% of its revenue from sales of gold in the second quarter of fiscal 2025.

Copper prices during the second quarter of fiscal 2025 traded in a range of \$4.00 to \$5.23 per pound and averaged \$4.24 per pound compared with \$3.83 per pound during the second quarter of fiscal 2024. Orvana's average copper realized price¹ in the second quarter of fiscal 2025 was \$4.18 per pound, as compared to \$3.80 per pound in the second quarter of fiscal 2024. The Company derived approximately 16% of its revenue from sales of copper in the second quarter of fiscal 2025

Currency Exchange Rates

Exchange rates applied	Average Q2 2025	Average Q2 2024	Closing March 31, 2025	Closing March 31, 2024
Euro (EUR:USD)	1.0525	1.0857	1.0815	1.0811
Canadian Dollar (USD:CAD)	1.4354	1.3488	1.4376	1.3550
Argentinian Peso (USD:ARS)	1,063.08	842.20	1,074.00	858.00
Boliviano (USD:BOB)	11.67	6.96	13.15	6.96

The results of Orvana's operations are affected by US dollar exchange rates. Orvana's currency exposure is mainly to the Euro and Boliviano exchange rates. The Company incurs operating and administration costs at Orovalle in Euros, while revenue is denominated in US dollars. The Euro to US Dollar exchange rate decreased from an average of 1.0868 in the second quarter of fiscal 2024 to 1.0415 in the second quarter of fiscal 2025. As a result of foreign exchange movements, mining costs at El Valle were lower by approximately \$0.8 million in second quarter of fiscal 2025 compared with fiscal 2024.

¹ Free Cash Flow and realized price are Non-GAAP Financial Performance Measures. For further information and detailed reconciliations, please see the "Non-GAAP Financial Performance Measures" section of this MD&A.

Assessment of the exchange rate that better reflects the economics of the Company's activities in Bolivia relies on several factors and is performed considering all the information available at each closing date. Several events in the Bolivian economy are causing a lack of availability of USD and the official exchange rate, and the subsequent increase of its market price. In light of the economic environment and the absence of official rates that are representative of the economic environment in Bolivia, starting July 1, 2024 the Company is keeping the policy of estimating a foreign exchange rate to match the denominated "Market rate". This Market rate is based on market transactions closed in 16 different exchange houses along the country of Bolivia.

The Company has a minor exposure in Argentina, as its functional currency is US Dollar and the balance at year-end, in Argentinian Pesos is not significant.

Orvana also has a minor exposure to the Canadian dollar and the Swedish krona through corporate administration costs.

FINANCIAL CONDITION REVIEW

Balance Sheet Review

The following table provides a comparison of key elements of Orvana's balance sheet at March 31, 2025 and September 30, 2024.

<i>(in 000s)</i>	March 31, 2025		September 30, 2024	
Cash and cash equivalents	\$	30,045	\$	31,201
Restricted cash (short term)		741		2,480
Non-cash working capital ⁽¹⁾		(4,493)		(7,044)
Total assets		138,055		138,575
Total liabilities	\$	83,218	\$	84,642
Shareholders' equity	\$	54,837	\$	53,933

(1) Working capital represents current assets of \$49.6 million less cash and cash equivalents and short-term restricted cash totaling \$30.8 million and less \$23.3 million in current liabilities composed of accounts payable, provision for statutory obligations and accrued liabilities, income taxes payable and derivative instruments (not including current debt).

Total assets decreased by \$0.5 million from \$138.6 million at September 30, 2024 to \$138.1 million at March 31, 2025, primarily as a result of the increases in (i) gold and concentrate receivable of \$0.8 million, and (ii) property, plant and equipment of \$5.2 million, and all these offset with the decreases in (i) cash and restricted cash of \$2.9 million, (ii) inventory of \$1.3 million, (iii) income tax receivables of \$0.2 million, (iv) VAT receivables and prepaid expenses of \$0.4 million, (v) other assets for \$0.1 million, (vi) reclamation bonds of \$0.3 million, and (vii) deferred income tax asset of \$1.3 million.

Total liabilities decreased by \$1.4 million to \$83.2 million at March 31, 2025 from \$84.6 million at September 30, 2024 primarily as a result of increases in (i) income tax payable for 0.6 million, (ii) debt for \$2.6 million, and (iii) long term compensation for \$0.7 million, offset by decreases in (i) accounts payable and accrued liabilities for \$4.1 million, (ii) lease obligations for \$0.5 million, (iii) asset retirement obligation for \$0.8 million, and (iv) other long-term liabilities of \$0.04 million.

Debt

Debt as of, (in 000s)	March 31, 2025		September 30, 2024	
Orovalle and Iberia				
Syndicated Loan	\$	4,056	\$	6,298
Orovalle				
Revolving facilities		1,082		1,120
Other bank loans		-		45
EMIPA				
Banco FIE Loan		1,588		1,881
Bonds EMIPA I		19,604		22,474
Promissory Notes		3,017		146
Preferred Shares		9,548		4,087
Orvana Minerals Corp.				
Fabulosa Mines Limited Loan		-		209
		38,895		36,260
Less: current portion		(13,330)		(7,600)
	\$	25,565	\$	28,660

Syndicated Loan – Orovalle and Iberia

In December 2021, Orovalle and Orvana Minerals Iberia entered into a syndicated loan with BBVA and Sabadell. The detail of proceeds and repayments of this facility is described below:

Facility	Bank	Principal (000s)	Proceeds up until March 31, 2025 (000s)	Repayments up until March 31, 2025 (000s)	Outstanding balance, March 31, 2025 (000s)
Loan	BBVA	€ 7,500	€ 7,500	€ 5,625	€ 1,875
	Sabadell	7,500	7,500	5,625	1,875
Totals (€ 000s)		€ 15,000	€ 15,000	€ 11,250	€ 3,750
Totals (\$ 000s)		\$16,223	\$16,223	\$ 12,167	\$ 4,056

The facility term is 4 years, and the interest rate is Euribor 6M+2.5%. For the six-month period ended March 31, 2025, the Company paid \$0.2 million in interest on this facility (during the six-month period ended March 31, 2024, paid \$0.3 million).

The Company's obligations to the lenders are secured by the pledge of all of Orvana's shares of Orovalle and Orvana Minerals Iberia. Amongst other obligations, the ratio net finance debt to EBITDA calculated based on the aggregated financial information of Orovalle and Iberia, must be, throughout the life of the financing, less than 3.5. At March 31, 2025, Orovalle and Orvana Minerals Iberia were in compliance with these covenants, and there is no indication that it may have difficulties complying with the covenants when they will be tested at the end of the next reporting period.

Revolving facilities – Orovalle

Bank	Contract date	Maturity date	Principal (000s)	Outstanding balance, March 31, 2025 (000s)
Bankinter	May 1, 2024	May 1, 2025	€ 1,500	-
Bankinter	January 22, 2025	April 22, 2025	1,000	€ 1,000
Sabadell	March 26, 2025	March 26, 2026	1,500	-
Totals (€ 000s)			€ 4,000	€ 1,000
Totals (\$ 000s)			\$ 4,326	\$ 1,082

Orovalle has two revolving lines with Bankinter for a total of €2.5 million. One revolving line for €1.5 million, yearly renewable, and with EURIBOR 12 month + 1.95% interest. And a second one, for €1 million, quarterly renewable, subject to a 1.15% opening fee and with no interest. As of March 31, 2025 these revolving facilities had a balance of \$1.1 million.

Reverse factoring line - Orovalle

In July 2024, Orovalle obtained from BSCH a reverse factoring line for a total of €0.4 million (\$0.4 million). This line is yearly renewable and interest is EURIBOR 3 months + 2.25%. This facility has \$nil balance as of March 31, 2025.

Banco FIE – EMIPA

During the fourth quarter of fiscal 2023 EMIPA closed with Banco FIE a financing line to be used for working capital or CAPEX. The principal amounted to BOB. 20.88 million (\$1.6 million), being BOB 10.44 million (\$0.8 million) immediately available and BOB 10.44 million (\$0.8 million) subject to the advance of the Oxides Stockpile Project. The line is available for a three year term, with disbursements due in one year term. The interest rate is 6% fixed. This funding is subject to the maintenance of certain financial covenants (debt coverage and leverage ratio), and guarantee consisting on certain fixed assets at Don Mario Plant. In August 2024 the second BOB 10.44 million (\$0.8 million) became available once Oxide Stockpile Project was on track. As of March 31, 2025 the outstanding balance is BOB 20.88 million (\$1.6 million).

Bonds Program – EMIPA

In September 2023, EMIPA received the Autoridad de Supervisión del Sistema Financiero ("ASFI") approval of its registration as an eligible Bond Issuer in the Bolivian stock market. In November 2023 ASFI approved the EMIPA's program for the issuance of a BOB 327.12 million (\$24.88 million) Bond Program through the Bolivian stock market on a best effort basis (the "Bond Program"). The general terms of the Bond Program are:

- Denomination: Bonos Emipa I
- Type of security: Bonds, mandatory and redeemable in a fixed term
- Currency: Bolivian boliviano
- Total offering amount: BOB 327,120,000.00 (\$24.88 million)
- Units: 32,712
- Nominal value: BOB 10,000.00 / unit (\$0.76 / unit)
- Term: 1,080 days (since issue date)
- Interest rate: 6.8% nominal, annual and fixed
- Security: Don Mario Plant – New circuits
- Covenants and commitments highlights:
 - o Restricted cash to guarantee the payment of the first two interest coupons (November 2024, already paid, and May 2025, which is outstanding).
 - o Financial ratios (debt coverage, debt coverage third parties and leverage) are the following:

		Days after placement		
Covenant	Formula	630	810	990
Debt coverage	$(EBITDA + \text{Cash}) / (\text{Repayments of debt} + \text{Interests})$	0.7	1.3	2.5
Third parties debt	$(\text{Total Liabilities} - \text{Intercompany Accounts Payables}) / \text{Equity}$	0.7	1.3	2.5
Leverage	$\text{Debt} / \text{Equity}$	2.5	1.5	0.9

In July 2024 EMIPA achieved an 80% placement of the program; the remainder offering has expired. The amount of \$1.2 million of finance fees were deferred. Outstanding debt, as of March 31, 2025, net of deferred finance fees, is \$19.6 million.

Promissory Notes – EMIPA

In July and August 2024 EMIPA signed several promissory notes with several local funders in Bolivia for a total amount of BOB 10,787,178 (\$0.8 million). Interests ranged from 8.50% to 17.86%. Outstanding amount as of March 31, 2025 is \$nil.

In December 2024 the Company closed a new promissory note, receiving net proceedings of BOB 21 million (\$1.6 million). The term is 2 years and interest is a fixed rate of 15%. Outstanding balance as of March 31, 2025 is \$3M.

Preferred Shares – EMIPA

Preferred shares in its capital issued by EMIPA (the “Subsidiary Preferred Shares”):

	Three-month ended September, 2024	Six-month ended March 31, 2025	Total as of March 31, 2025
Units issued	280,487	344,684	625,171
Nominal value per share (Bolivian 100)	100	100	100
Total nominal value (Bolivian boliviano)	28,048,700	34,468,400	62,417,100
Total nominal value (\$ 000s)	4,030	4,952	8,982
Interest accrued (\$ 000s)	57	508	565

The share terms are:

- Currency of issuance: Bolivian boliviano
- No Voting Rights: the Subsidiary Preferred Shares have no voting rights nor any rights to appoint board members of the Bolivian Subsidiary, unless EMIPA is not able to satisfy its dividend distribution obligations. Until such time, Orvana maintains 100% voting rights and is entitled to appoint 100% of the board members of EMIPA through its ownership of the voting shares.
- Dividends:
 - o Fixed: Each Subsidiary Preferred Share will be entitled to a cumulative fixed dividend of \$2.16 United States dollars / annum.
 - o Variable: If the retained earnings of the Bolivian Subsidiary are positive for any fiscal year, the variable dividend will be calculated based on 13.2% of adjusted retained earnings. Any dividends payable to the Subsidiary Preferred Shares will arise solely from the retained earnings of the Bolivian Subsidiary.
- Main covenants include no intercompany cash financing/outflows (excl. exceptions stated in Bonds Program prospectus).
- Redemption: 30 days after the 4th year anniversary of the issuance of the Subsidiary Preferred Shares, the Bolivian Subsidiary has the right to redeem the Subsidiary Preferred Shares at 100 Bolivian boliviano or approximately \$14.37 United States dollars per share, being the original purchase price. The holder of the Subsidiary Preferred Shares has the option to extend the redemption date to no later than the 5th year anniversary of the issuance of such Subsidiary Preferred Share.
- Total accrued interests as of March 31, 2025 are \$0.6 million.

In April 2025 new Subsidiary Preferred Shares were issued. See note 27 of Condensed Interim Consolidated Financial Statements for the second quarter of fiscal 2025.

Fabulosa Loan 0.2M€ – Orvana

In April 2024, Orovalle entered into a 5-month loan with Fabulosa Mines Ltd. (the controlling shareholder). The principal amounted to \$0.2 million, at an annual fixed interest rate of 8% and a 1% finance fee. As of March 31, 2025, this has been fully repaid.

Shareholders' Equity

Shareholders' equity at March 31, 2025 increased by 2% to \$54.8 million compared with \$53.9 million at September 30, 2024. The table below sets out the number of each class of securities of the Company outstanding at March 31, 2025 and as at the date hereof:

	At March 31, 2025
Common Shares	136,623,171

Derivative Instruments

The Company had no outstanding derivative instruments as of March 31, 2025 (March 31, 2024 - \$311 thousands). The Company had the following derivative contracts in place at March 31, 2025:

	Contract prices	Cash settlement	Contract amounts
Gold forwards (April – May 2025)	\$3,115	Monthly	1,000 Oz.

The Company recorded fair value adjustments as follows:

	For the three months ended March 31,		For the six months ended March 31,	
	2025	2024	2025	2024
Change in unrealized fair value	\$ -	\$ (261)	\$ -	\$ (311)
Realized gain on cash settlements of derivative instruments	-	79	-	79
Derivative instruments loss	\$ -	\$ (182)	\$ -	\$ (232)

Financial Instruments

The Company's business model is based on maintaining its financial assets to receive contractual cash flows according to signed contracts, on specific dates. Detailed information about the Company's Financial Instruments is included in the Audited Consolidated Financial Statements for the years ended September 30, 2024 and 2023:

- Accounting policies are described in Note 3,
- Valuation techniques, fair value and risk factors are detailed in Note 27.

Additionally, see Note 25 of Condensed Interim Consolidated Financial Statements, closed as of March 31, 2025, for valuations in second quarter of fiscal 2025.

Capital Resources

At March 31, 2025, the Company had cash and cash equivalents of \$30.0 million and restricted cash of \$0.7 million. The Company considers its capital employed to consist of shareholders' equity (including share capital, contributed surplus and retained earnings), total debt and lease liabilities, net of cash and cash equivalents as follows:

(in 000s)	March 31, 2025	September 30, 2024
Shareholders' equity	\$ 54,837	\$ 53,933
Debt – long term	25,565	28,660
Debt – current	13,330	7,600
Lease liabilities	447	933
	94,179	91,126
Less: Cash and cash equivalents	(30,045)	(31,201)
Capital employed	\$ 64,134	\$ 59,925

The Company's financial objective when managing capital is to ensure that it has the cash and debt capacity and financial flexibility to fund its ongoing business objectives including operating activities,

investments and growth in order to provide returns for shareholders. In order to maintain or adjust the capital structure, in addition to using cash flows from operating activities for this purpose, the Company may issue new shares or obtain additional debt.

The Company monitors its capital structure and makes adjustments according to market conditions in an effort to meet its objectives given the Company's operating and financial performance and current outlook for the business and industry in general. The Company's alternatives to fund future capital needs include cash flows from operating activities, debt or equity financing or adjustments to capital spending. The capital structure and these alternatives are reviewed by management and the board of directors of the Company on a regular basis to ensure the best mix of capital resources to meet the Company's needs.

The Company manages capital through its operating and financial budgeting and forecasting processes. The Company reviews its working capital and forecasts its future cash flows on a periodic basis, based on operating expenditures and other investing and financing activities. The forecast is regularly updated based on the results of each unit. Information is regularly provided to the board of directors of the Company.

Due to metal prices volatility and global inflationary pressures, the Company's strategy for fiscal 2025 is to manage its existing capital resources and liquidity in a prudent fashion, to meet all of its existing debt repayment obligations. Refer to and "Outlook" and "Financial and other risks and uncertainties" sections.

Cash Flows, Commitments, Liquidity and Contingencies

Cash Flows

Total cash and cash equivalents as at March 31, 2025 was \$30.0 million, primarily denominated in US dollars, representing \$1.2 million lower cash than at September 30, 2024. Total cash and cash equivalents as at March 31, 2025 includes \$14.8 million cash in a trust account in Bolivia to partially fund the OSP.

Short-term restricted cash was \$0.7 million at March 31, 2025, which is \$1.7 million lower than as at September 30, 2024. The Company's total debt was \$38.9 million at March 31, 2025. This compares with total debt as at September 30, 2024 of \$36.3 million.

The following table summarizes the principal sources and uses of cash for the periods specified below:

<i>(in 000's)</i>	Q2 FY2025	Q1 FY2025	Q2 FY2024	YTD FY2025	YTD FY2024
Cash provided by (used in) operating activities before changes in non-cash working capital	\$6,328	\$4,161	\$1,526	\$10,489	\$2,734
Cash provided by (used in) operating activities	7,700	2,529	1,282	10,229	1,072
Cash provided by (used in) investing activities ⁽¹⁾	(7,795)	(2,080)	(2,009)	(9,875)	(4,711)
Cash provided by (used in) financing activities	(421)	2,486	295	2,065	(1,336)
Change in cash	(\$516)	\$2,935	(\$432)	\$2,419	(\$4,975)

(1) These amounts are presented on a cash basis. Each reported period excludes unpaid capital expenditures incurred in the period which will be paid in subsequent periods and includes capital expenditures incurred in prior periods and paid for in the applicable reported period. See "Cash Flows, Commitments and Liquidity - Capital Expenditures".

Orvana's primary source of liquidity comes from operating and financing cash flows. Cash flows provided by operating activities before changes in non-cash working capital were \$6.3 million for second quarter of fiscal 2025 compared with \$1.5 million for the second quarter of fiscal 2024. Cash flows provided by operating activities were \$7.7 million for the second quarter of fiscal 2025 compared with \$1.3 million in the first quarter of fiscal 2024.

Significant drivers of the change in operating cash flow are production and realized gold and copper prices on sales. Future changes in the market price of gold and copper, either favourable or unfavourable, will continue to have a material impact on the Company's cash flows and liquidity.

Capital Expenditures

The following table sets forth Orvana's capital expenditures for the periods specified below for El Valle and Don Mario:

<i>(in 000's)</i>	Q2 FY2025	Q1 FY2025	Q2 FY2024	YTD FY2025	YTD FY2024
El Valle	\$2,081	\$2,010	\$2,021	\$4,091	\$3,200
Don Mario	5,347	1,989	176	7,336	487
Corporate	-	-	-	-	-
Taguas	34	39	34	73	72
Sub-total capital expenditures	\$7,462	\$4,038	\$2,231	\$11,500	\$3,759
Accounts payable adjustments ⁽¹⁾	\$452	(\$382)	(\$168)	\$69	\$776
Total capital expenditures ⁽¹⁾	7,914	\$3,656	\$2,063	\$11,570	\$4,535

(1) These amounts are presented on a cash basis. Each reported period excludes unpaid capital expenditures incurred in the period which will be paid in subsequent periods and includes capital expenditures incurred in prior periods and paid for in the applicable reported period. Since 2020 this adjustment includes the elimination of IFRS16 assets adjusted in CAPEX.

At El Valle, capital expenditures in second quarter of fiscal 2025 consisted mainly of primary development, TSF projects and mine equipment. Capital expenditures at Don Mario are associated to the oxides project. Capital expenditures at Orvana Argentina are related to exploration and evaluation costs of the Taguas Project.

Due to the ongoing social and economic uncertainties worldwide, Capital expenditures programs are being reviewed companywide. Refer to "Significant social and economic uncertainties" and "Outlook" sections.

Other Commitments

The Company's current contractual obligations are summarized in the following table:

<i>(in 000s)</i>	Payment Due by Period				
	Total	Less than 1 Year	1-3 Years	4-5 Years	After 5 Years
As at March 31, 2025					
Bank debt – Orovalle ⁽¹⁾	\$ 3,110	3,110	-	-	-
Bank debt – Iberia (50% of Syndicated) ⁽¹⁾	2,028	2,028	-	-	-
Bank debt – EMIPA	1,588	1,588	-	-	-
Bonds (Bonos EMIPA I)	19,604	6,604	13,000	-	-
Preferred Shares (EMIPA) ⁽²⁾	9,548	-	-	9,548	-
Promissory Notes (EMIPA)	3,017	-	3,017	-	-
Finance leases	447	131	316	-	-
Operating leases	311	156	155	-	-
Accounts Payable	21,396	21,396	-	-	-
Statutory Labor Obligations	219	219	-	-	-
Long-term compensation	2,358	563	-	-	1,795
Total contractual obligations	\$ 63,626	35,795	16,488	9,548	1,795

(1) Debt payments include interests.

(2) Debt payments include fixed dividends.

Royalties

Production from El Valle Mines is subject to a royalty ratchet structure linked to the gold price. For the six-month period ended March 31, 2025 applicable royalty was 3%, because gold price was during all the period \geq 2,500/oz. This royalty totaled \$757 and \$1,454 for the three and six-month period ended March 31, 2025 (March 31, 2024 - \$192 and \$305).

Production from Don Mario Mine is subject to a 3% NSR. Royalty expense under this NSR totaled \$nil for the three-month period ended March 31, 2025 (March 31, 2025 - \$nil).

Liquidity

Orvana's primary sources of liquidity in second quarter of fiscal 2025 were operating cash flows. As at March 31, 2025, the Company had cash of \$30.0 million, and together with forecasted operating cash flow, the renewal of current revolving lines and the reimbursement of VAT balances, expects to cover the Company's commitments due in less than one year of \$35.8 million.

At EMIPA, the completion of the Don Mario Plant expansion is conditional on securing the remaining required balance of the financing. The inflation rate in Bolivia in 2024 reached the 9.97%. Care and maintenance and development costs at EMIPA could result impacted by the inflationary pressure in the country.

At Argentina, the Company is repositioning its strategy. The Company would continue with next exploration steps at Taguas only if capital resources and liquidity are available.

The Company's cash flow forecasts are developed using best available information at the time of their preparation and rely on certain material assumptions, such as gold and copper market prices and the ability to achieve planned production of gold and copper. There can be no assurances that the Company's cash flow forecasts will not change materially in the future and that the effect of changes to the Company's forecasts, if negative, could result in future financing requirements for the Company.

If (i) unanticipated events occur that may impact the Company's operations and/or (ii) if the Company does not have adequate access to financing on terms acceptable to the Company, the Company may need to take additional measures to increase its liquidity and capital resources, including obtaining additional debt or equity financing, pursuing joint-venture partnerships, equipment financings or other receivables financing arrangements. The Company may experience difficulty in obtaining satisfactory financing terms. Failure to obtain adequate financing on satisfactory terms could have a material adverse effect on Orvana's results of operations or financial condition.

The Company's strategy for the second half of fiscal 2025 is to manage its existing capital resources and liquidity in a prudent fashion to sustain ongoing capital projects and exploration programs.

The Company has been pursuing a number of initiatives in order to meet its objectives of optimizing production, lowering unitary cash costs¹, maximizing free cash flow¹, extending the life-of-mine of its operations and growing its operations to deliver shareholder value.

¹ *Free Cash Flow and unitary cash costs are Non-GAAP Financial Performance Measures. For further information and detailed reconciliations, please see the "Non-GAAP Financial Performance Measures" section of this MD&A.*

Contingencies

- (a) The Company's mining and exploration activities are subject to various government laws and regulations relating to the protection of the environment. Spanish Water Authority has taken the position that the levels of selenium in the river flowing past El Valle Mine exceed the levels permitted by applicable regulations as a result of discharges attributed to Orovalle which may not be in compliance with certain of Orovalle's permits. Orovalle has received approximately € 955,000 (\$1.0 million) in fines relating to these matters and may face further additional fines or other sanctions, including the revocation or suspension of certain permits, in the future. Orovalle is appealing the outstanding fines totalling € 628,000 (\$679 thousands) and the enforcement of certain fines has been suspended pending the related criminal matter. A criminal court of Asturias has conducted since fiscal 2015, an investigation into the potential commission by Orovalle of a reckless crime under the Spanish penal code relating to these matters. After the conclusion of the investigation phase, the Court notified in the third quarter of fiscal 2020 the opening of the oral trial. The request of the Prosecutor and the State's Attorney acting in this Process includes a fine of up to €20 million (\$22 million) and the eventual withholding of Orovalle's operations until it is demonstrated that the alleged polluting activity has ceased. The petition also includes a €5 million (\$5.4 million) indemnity for civil liability. At this time, the state prosecutor has petitioned these sanctions against Orovalle in respect of this matter. Orovalle has filed its preliminary statement of defence requesting for the dismissal of the allegations on the basis that, among other things, there is an absence of a committed offence. The process to resolve this matter is ongoing, and as of the date of this consolidated financial statements, no final decision by the courts has been rendered in respect of this matter. A date for the commencement of the oral trial had been set for March 2021. Due to procedural matters, on March 1, 2021, the trial has been rescheduled to an undetermined date in the future. In connection with the pending oral trial, the Court set a requirement on Orovalle to provide a bond in the amount of €7 million (\$7.6 million) as warranty for contingent liabilities, subject to the outcome of the oral trial. Orovalle has appealed the bond requirement. The appeal is in progress as of date hereof. Individuals have been excluded from any charges, and this case relates only to Orovalle at this time. If Orovalle is ultimately found responsible, monetary penalties, amongst other sanctions, may be applied. These sanctions could have a material impact on the Company.
- (b) At March 31, 2025, reclamation bonds at Orovalle were 8 million euros. Additional reclamation bonds could be required by the Government of the Principality of Asturias, as part of the process of updating the environmental permit of the El Valle Tailings Facility. According to preliminary information, the reclamation bond to cover the execution of the restoration plan of the Orovalle operation would increase to the total of 8.3 million euros. Final amounts are subject to the outcome of the permitting process in progress.
- (c) During first quarter of fiscal 2020, the Company suspended mining and milling operations at EMIPA, as a result of conclusive technical problems at Las Tojas area, which resulted in uneconomic unitary cost per ounce. As a result of the suspension of operations, during the second quarter of fiscal 2020 EMIPA implemented a labor restructuring process that affected 182 employees. The process was managed according to the terms defined by applicable laws in Bolivia. A group of 84 former employees affected by the restructuring process (the "Former Employees") decided not to accept the dismissal terms provided for under applicable employment laws in Bolivia. In respect of these Former Employees, EMIPA proceeded to deposit into a judicial account the compensation benefits to which the aforementioned employees were entitled within the period established by law and according to the terms defined by the local regulation.

As a result of filings by the Former Employees to dispute the dismissal process, EMIPA appealed Reinstatement Resolutions issued by the Labor Authority. EMIPA subsequently filed Constitutional Appeals to dispute the Original Reinstatement Resolutions on the basis that the dismissal process conducted by EMIPA during the restructuring process is in full compliance with applicable employment laws. In June 2021, the Constitutional Court ruled in favor of EMIPA instructing the correction of identified errors in the Original Reinstatement Resolutions, because of not considering the suspension of operations as force majeure causing the restructuring process. In June 14th 2023, Supreme Justice Tribunal ruled that EMIPA's decision of dismissal was legal.

Since June 2021, the Labor Authority reissued Reinstatement Resolutions (the “Amended Reinstatement Resolutions”). The Constitutional Court determined that the Labor Authority’s Amended Reinstatement Resolutions did not adequately address the existence of force majeure, and therefore recognizing that EMIPA’s dismissal of the Former Employees in 2020 was valid and in compliance with applicable laws. On November 28th, the Labor Authority decided that it has no longer decision power in the case, because there is a constitutional ruling and a Supreme Court order, which admits EMIPA’s argument of force majeure.

In parallel to the administrative matters summarized above, the Former Employees started four criminal complaints against the General Manager of EMIPA, for not reinstating them to EMIPA notwithstanding that the Constitutional Court nullified the Original Reinstatement Resolutions issued by the Labor Authority. All of the four complaints were closed after favorable resolution at the criminal court.

As at the date of this report, 47 employees continue with their claim for reinstatement. The Company continues defending vigorously its position, as the restructuring process was implemented because of the suspension of operations, and in full compliance with all the applicable laws in Bolivia. Considering the strength of EMIPA’s arguments and all the positive rulings obtained as of the date hereof, the Company expects a positive outcome of the process. If EMIPA has to ultimately reinstate the Former Employees, it could have a material impact on the Company.

- (d) The Company and certain of its employees may be involved in other legal proceedings from time to time, arising in the ordinary course of its business. The amount of ultimate liability with respect to these actions, in the opinion of management, is not expected to materially affect the Company’s financial position, results of operations or cash flows. The Company does not believe that the outcome of any of the matters not recorded in the consolidated financial statements, individually or in aggregate, would have a material adverse effect.
- (e) The Company is, from time to time, involved in various tax assessments arising in the ordinary course of business. The Company cannot reasonably predict the likelihood or outcome of these actions. The Company has recognized tax provisions from any uncertain tax positions identified. Management re-evaluates the outstanding tax assessments regularly to update their estimates related to the outcome for those assessments.

FINANCIAL AND OTHER RISKS AND UNCERTAINTIES

Significant social and economic uncertainties

The mining industry worldwide is being impacted by economic and geopolitical concerns. Metal prices continue being volatile, and rising inflation and rising prices for energy, fuel and other supplies may affect capital and operating costs. The financial effect of the current situation cannot be estimated with reasonable certainty at this stage.

Climate Change and Extreme Weather Events

Changes in climate conditions, such as increased temperatures, shifting precipitation patterns, and more frequent extreme weather events (e.g., hurricanes, floods, wildfires) pose potential operational and financial risks. These events may disrupt supply chains, damage facilities, and increase costs related to repairs, insurance, and business continuity planning. In addition, changes in regulatory requirements regarding climate impacts could result in additional compliance costs and potential penalties.

Resource Scarcity and Natural Resource Dependence

Our operations rely on natural resources, including water, energy, and raw materials. Resource scarcity, resulting from overuse, pollution, or environmental degradation, could increase procurement costs, constrain production, or reduce our competitive advantage. Additionally, any inability to secure sustainable resource sources could impact our long-term business sustainability.

Financial Risks

The Company's activities expose it to a variety of financial market risks (including commodity price risks, currency risk and interest rate risk), credit risks, liquidity risks, financing risks and other risks. Enterprise risk management is carried out by management of the Company under policies approved by the board of directors thereof. Management identifies and evaluates the financial risks in co-operation with the Company's operating units. The Board of Directors of the Company reviews management's risk management programs and provides oversight on specific areas. The Company's overall risk management program seeks to minimize potential adverse effects on the Company's financial and operating performance.

Other Risks

The Company identified a variety of additional risks and uncertainties in the most recent Annual Information Form dated December 27, 2024 ("AIF") including, but not limited to, (i) mineral resources and reserves estimates and replacement of depleted reserves, (ii) production estimates, (iii) development, capital projects and operations of mines, (iv) competition, (v) acquisitions and divestitures, (vi) title matters, (vii) water supply, (viii) regulatory and other risk, (ix) permits, (x) environmental, health and safety regulations, (xi) political and related risks, (xii) insurance, (xiii) reliance on key personnel and labor relations, (xiv) community relations and license to operate, (xv) litigation, (xvi) conflicts of interest, (xvii) controlling shareholder, and (xviii) share trading volatility.

In respect of regulatory and other risks and environmental regulations risks, see "Contingencies" above. For a more detailed discussion of such financial and other business risks, please see the "Risk Factors" in Orvana's most recent AIF at www.sedarplus.ca.

OTHER INFORMATION

Critical Accounting Estimates

The preparation of financial statements in accordance with IFRS requires management to make estimates and assumptions that affect the reported amounts of certain assets and liabilities at the date of the financial statements and the reported amounts of certain revenues and expenses during the period. Actual results could differ significantly from those estimates. Specific items requiring estimates are mineral reserves, accounts receivable, property, plant and equipment, depreciation and amortization, forward metals prices, decommissioning liabilities, future income taxes, stock-based compensation and other accrued liabilities and contingent liabilities.

Net Realizable Amounts of Property, Plant and Equipment and impairment assessment

The Company performs impairment indicators assessments for its property, plant and equipment at all CGUs, using life of mine (“LOM”) plans at the end of each reporting period. After assessing factors such as production, commodity prices, and changes in the mine plans, management concluded that further impairment tests were not required for its CGUs.

Decommissioning Liabilities

Decommissioning liabilities relate to the dismantling of the mine facilities and environmental reclamation of the areas affected by mining operations. Mine facilities include structures and the tailings dam. Environmental reclamation requirements include mine water treatment, reforestation and dealing with soil contamination. It is possible that the Company’s estimates of the ultimate amounts required to decommission its mines could change as a result of changes in regulations, the extent of environmental remediation required, the means of reclamation, cost estimates or the estimated remaining ore reserves. The following table sets out the Company’s estimates, prepared by management with the assistance of independent third-party experts, of the undiscounted and discounted cash flows required to settle such decommissioning liabilities in respect of Orovalle and EMIPA at March 31, 2025.

As at March 31, 2025 (000s)		Undiscounted Cash Flows Required to Settle Decommissioning Liabilities	Discount Rate	Discounted Cash Flows Required to Settle Decommissioning Liabilities
In 000's				
	El Valle ⁽¹⁾ ⁽²⁾	\$ 18,773	3.74%	\$ 14,549
	Don Mario ⁽¹⁾	4,410	4.80%	3,423
	Total	\$ 23,183		\$ 17,972

(1) The discount rate used to measure decommissioning liabilities is based on current interest rates of government bonds of the applicable country and of term that matches the time period to the commencement of the decommissioning liability being incurred.

(2) Reclamation bonds backing these liabilities totaled approximately \$8.5 million at March 31, 2025 (September 30, 2024 – \$8.9 million) and are expected to be released after all reclamation work has been completed in respect of El Valle Mine.

Long-term Compensation

The Company established a Deferred Share Unit (“DSU”) plan, effectively a phantom stock plan, for directors, effective October 1, 2008. For grants subsequent to December 1, 2015, the fair value of the units issued is expensed over the fiscal year in which they are issued and is included in long-term compensation expense under general and administrative expenses in the statement of income. The fair value of the DSUs are marked to the quoted market price of Common Shares at each reporting date and changes in their fair value are also recorded under general and administrative expenses. Payouts are settled in cash within a specified period following a director's departure, based on the market price of the Common Shares at exercise.

The Company established a Restricted Share Unit (“RSU”) plan, effectively a phantom stock plan, for designated executives, effective October 1, 2008. The initial fair value of units issued is expensed and is included in long-term compensation expense under general and administrative expenses in the statement of income. The fair value of the RSUs are marked to the quoted market price of the Common Shares at each reporting date and changes in their fair value are recorded under general and administrative expenses. Payouts are settled in cash after a specified period of vesting, based on the market price of the Common Shares at vesting.

The Company established a Share Appreciation Rights (“SAR”) plan for designated executives, effective in respect of fiscal 2013. Unless otherwise determined by the directors of the Company, designated participants are granted SARs in such number equal to two times the number of RSUs granted to such participant in respect of compensation for a particular fiscal year. The Initial Fair Market Value as defined in the SAR plan is determined based on the closing price of the Common Shares on the date of grant. The fair value of the SARs are measured using an option pricing model at each period end, and to the extent that employees have rendered services over a three year vesting period, an

expense is recorded under general and administrative expenses in the statement of net income over such vesting period. Vested SARs may be exercised provided there has been an appreciation in the market price of the Common Shares from the Initial Fair Market Value on the grant date and payouts are settled in cash as vested SARs are exercised.

Determination of Life of Mine (LOM) Plans and ore reserves and resources

Estimates of the quantities of ore reserves and resources form the basis for our LOM plans, which are used for a number of important business and accounting purposes, including: the calculation of depletion expense; for forecasting the timing of the payment of mine closure and restoration costs and for the assessment of impairment charges and the carrying values of assets. In certain cases, these LOM plans have made assumptions about our ability to obtain the necessary permits required to complete the planned activities. The Company determines mineral resources and reserves under the principles incorporated in the Canadian Institute of Mining, Metallurgy and Petroleum standards for mineral reserves and resources, known as the CIM Standards.

The information is regularly compiled by Qualified Persons and reported under National Instrument 43-101, Standards of Disclosure for Mineral Projects ("NI-43-101").

There are numerous uncertainties inherent in estimating mineral resources and reserves, and assumptions that are valid at the time of estimation may change significantly when new information becomes available. Changes in the forecast prices of commodities, exchange rates, production costs or recovery rates may change the economic status of reserves and resources and may, ultimately, result in reserves and resources being restated.

Gold prices

The net income of \$1.9 million for the first six months of fiscal 2025 would be impacted by changes in average realized gold prices¹ on gold ounces sold. A 5% increase/decrease in average realized gold prices¹ would affect the gross revenue by an increase/decrease of approximately \$2.2 million.

Copper prices

The net income of \$1.9 million for the first six months of fiscal 2025 would be impacted by changes in average realized copper prices¹. A 5% increase/decrease in average realized copper prices would affect gross revenue by an increase/decrease of approximately \$0.5 million.

¹ *Realized prices is a Non-GAAP Financial Performance Measures. For further information and detailed reconciliations, please see the "Non-GAAP Financial Performance Measures" section of this MD&A.*

Internal Controls over Financial Reporting and Disclosure Controls and Procedures

Management is responsible for the design and effectiveness of disclosure controls and procedures (“DC&P”) and the design of internal control over financial reporting (“ICFR”) to provide reasonable assurance that material information related to the Company, including its consolidated subsidiaries, is made known to the Company’s certifying officers. The Company uses the *Internal Control – Integrated Framework* (COSO Framework) published by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) to design its ICFR. Based on a review of internal control procedures at the end of the period covered by this MD&A, management believes its internal controls and procedures are appropriately designed as at March 31, 2025.

There were no significant changes in the Company’s internal controls or in other factors that could significantly affect those controls subsequent to the date the Chief Executive Officer and Chief Financial Officer completed their evaluation, nor were there any significant deficiencies or material weaknesses in the Company’s internal controls requiring material corrective actions.

Management of the Company was required to apply its judgment in evaluating the cost-benefit relationship of possible controls and procedures. The result of the inherent limitations in all control systems means no evaluation of controls can provide absolute assurance that all control issues, errors and instances of fraud, if any, have been detected and that all of the objectives of the internal controls over financial reporting have been achieved or will be achieved in the future.

Non-GAAP Financial Performance Measures

Gold equivalent ounces (GEO)

Gold equivalent ounces, or GEO, is calculated on a quarterly basis by converting the production of silver and copper into gold using a ratio of the prices of these metals to that of gold and then adding the result to the gold production. The prices used to calculate the ratio are based on the average market prices of silver and copper during the period of reference.

			Q2 FY2025	Q1 FY2025	Q2 FY2024	YTD FY2025	YTD FY2024
GEO			8,416	9,694	10,101	18,110	19,651
Orovalle Metal Production	Gold	oz	6,792	7,631	7,775	14,424	15,768
	Copper	lbs ('000)	885	1,068	1,095	1,953	1,797
	Silver	oz	28,129	33,306	26,728	61,435	47,121
Average Metal Prices	Gold	\$/oz	2,862.56	2,661.61	2,071.76	2,762.08	2,023.82
	Copper	\$/lb	4.24	4.16	3.83	4.20	3.77
	Silver	\$/oz	31.91	31.34	23.36	31.62	23.30

Free Cash Flow

Free cash flow is a non-GAAP financial performance measure that deducts capital expenditures from net cash provided by operating activities. Management believes this to be a useful indicator of our ability to operate without reliance on additional borrowing or usage of existing cash.

Free cash flow is intended to provide additional information only and does not have any standardized definition under IFRS and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS. The measure is not necessarily indicative of operating profit or cash flow from operations as determined under IFRS. Other companies may calculate this measure differently. The following table reconciles this non-GAAP financial performance measure to the most directly comparable IFRS measure.

Orvana Consolidated	Q2 FY2025	Q1 FY2025	Q2 FY2024	YTD FY2025	YTD FY2024
Net cash provided by operating activities before working capital changes	6,328	4,161	1,526	10,489	2,734
Less CAPEX paid	7,914	3,656	2,063	11,570	4,535
Free Cash Flow	(\$1,586)	\$505	(\$537)	(\$1,081)	(\$1,801)

Orvana Consolidated - Net cash provided by operating activities before working capital changes	Q2 FY2025	Q1 FY2025	Q2 FY2024	YTD FY2025	YTD FY2024
Orovalle	9,653	5,919	2,509	15,572	4,351
EMIPA & Other	(3,325)	(1,758)	(983)	(5,083)	(1,617)
Total	\$6,328	\$4,161	\$1,526	10,489	\$2,734

Orvana Consolidated - CAPEX	Q2 FY2025	Q1 FY2025	Q2 FY2024	YTD FY2025	YTD FY2024
Orovalle	2,081	2,010	2,021	4,091	3,200
EMIPA	5,347	1,989	176	7,336	487
Argentina	34	39	34	73	72
Working Capital variations	452	(382)	(168)	69	776
Total	\$7,914	\$3,656	\$2,063	\$11,570	\$4,535

COC and AISC

Total cash costs per ounce (COC) and all-in sustaining costs (AISC) per ounce are non-GAAP financial performance measures which are calculated based on the definition published by the World Gold Council (a market development organization for the gold industry comprised of and funded by gold mining companies from around the world, the "WGC"). The WGC is not a regulatory organization. Management uses these measures to monitor the performance of our gold mining operations and its ability to generate positive cash flow, both on an individual site basis and an overall company basis.

The Company believes that these performance measures more fully define the total costs associated with producing gold, copper and silver, however, these performance measures have no standardized meaning. Accordingly, they are 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.

COC include total production cash costs incurred at the Company's mining operations, which form the basis of the Company's cash costs. AISC includes COC plus sustaining capital expenditures, corporate administrative expenses, costs of community relations, exploration and evaluation costs and reclamation cost accretion. Unitary costs do not include one-time costs nor one-time severance charges. The Company believes that this measure represents the total costs of producing gold from current operations and provides the Company and other stakeholders of the Company with additional information relating to the Company's operational performance and ability to generate cash flows. As the measure seeks to reflect the full cost of gold production from current operations, new project capital is not included in AISC.

The following table provides a reconciliation of COC and AISC (by-product) per ounce of gold sold for Orovalle for the periods set out below:

Orovalle					
Cash operating costs and all-in sustaining costs (by-product) ⁽¹⁾ (in 000's)	Q2 FY2025	Q1 FY2025	Q2 FY2024	YTD 2025	YTD 2024
Mining Costs – Operating (sales based)	\$16,512	\$14,494	\$13,088	\$31,006	\$32,051
Deductions, refining, treatment, penalties, freight & other costs	2,677	2,947	2,002	5,624	4,017
Copper sales - gross revenue value	(4,894)	(4,240)	(3,466)	(9,134)	(6,403)
Silver sales - gross revenue value	(1,193)	(965)	(533)	(2,158)	(1,055)
Sub-total by-product revenue	(\$6,087)	(\$5,205)	(\$3,999)	(\$11,292)	(\$7,458)
Cash operating costs	\$13,102	\$12,236	\$11,091	\$25,338	\$26,810
General & administrative costs	711	368	335	1,078	630
Community Costs	11	-	-	11	-
Reclamation, accretion & amortization	142	148	31	291	313
Primary development (sustaining)	1,068	1,063	1,210	2,131	2,044
Other sustaining capital expenditures ^{(2) (3)}	1,013	947	811	1,960	1,157
All-in sustaining costs	\$16,047	\$14,762	\$13,478	\$30,809	\$30,954
Au/oz sold	7,731	7,285	6,438	15,016	15,670
Cash operating costs (\$/oz) gold	\$1,695	\$1,680	\$1,723	\$1,687	\$1,711
All-in sustaining costs (\$/oz) gold	\$2,076	\$2,026	\$2,094	\$2,052	\$1,975
(1)	Costs are reported per ounce of gold sold in the period.				
(2)	Sustaining capital expenditures are those expenditures which do not increase annual gold ounce production at a mine site and excludes all expenditures at the Company's projects and certain expenditures at the Company's operating sites which are deemed expansionary in nature.				
(3)	Capital expenditures include unpaid capital expenditures incurred in the period.				

	Q2 FY2025			Q2 FY2024		
Orvana Consolidated						
Cash operating costs and all-in sustaining costs (by-product) ⁽¹⁾ (in 000's)	Orovalle (Operating)	EMIPA & Other ⁽⁴⁾	Consolidated Q2 FY2025	Orovalle (Operating)	EMIPA & Other ⁽⁴⁾	Consolidated Q1 FY2024
Operating costs	16,512	-	16,512	13,088	-	13,088
Care & maintenance	-	170	170	-	575	575
Total mining costs (sales based)	\$16,512	\$170	\$16,682	\$13,088	\$575	\$13,663
Deductions, refining, treatment, penalties, freight & other costs	2,677	-	2,677	2,002	-	2,002
By-product revenue	(\$6,087)	-	(\$6,087)	(\$3,999)	-	(\$3,999)
Cash operating costs	\$13,102	\$170	\$13,272	\$11,091	\$575	\$11,666
General & administrative costs	711	1,068	1,779	335	(243)	92
Community Costs	11	-	11	-	-	-
Reclamation, accretion & amortization	142	39	181	31	74	105
Primary development (sustaining)	1,068	-	1,068	1,210	-	1,210
Other sustaining capital expenditures ^{(2) (3)}	1,013	-	1,013	811	-	811
All-in sustaining costs	\$16,047	\$1,277	\$17,324	\$13,478	\$406	\$13,884
Au/oz sold	7,731	-	7,731	6,438	-	6,438
Cash operating costs (\$/oz) gold	\$1,695		\$1,717	\$1,723		\$1,812
All-in sustaining costs (\$/oz) gold	\$2,076		\$2,241	\$2,094		\$2,157
(1)	Costs are reported per ounce of gold sold in the period.					
(2)	Sustaining capital expenditures are those expenditures which do not increase annual gold ounce production at a mine site and excludes all expenditures at the Company's projects and certain expenditures at the Company's operating sites which are deemed expansionary in nature.					
(3)	Capital expenditures include unpaid capital expenditures incurred in the period.					
(4)	EMIPA & Other includes EMIPA S.A., Orvana Argentina S.A., Orvana Minerals Corp., Orvana Pacific Minerals Corp., Orvana Cyprus Limited, Orvana Sweden International AB and Orvana Minerals Iberia S.L.					

Orvana Consolidated					
Cash operating costs and all-in sustaining costs (by-product) ⁽¹⁾ (in 000's)	Q2 FY2025	Q1 FY2025	Q2 FY2024	YTD 2025	YTD 2024
Orovalle – Operating costs	16,512	14,494	13,088	31,006	30,251
EMIPA – Care & maintenance	171	207	575	378	1,339
Total mining costs (sales based)	\$16,683	\$14,701	\$13,663	\$31,384	\$31,590
Orovalle - Deductions, refining, treatment, penalties, freight & other costs	2,677	2,947	2,002	5,624	4,017
Orovalle - by-product revenue	(\$6,087)	(\$5,205)	(\$3,999)	(\$11,292)	(\$7,458)
Cash operating costs	\$13,273	\$12,443	\$11,666	\$25,716	\$28,149
General & administrative costs	1,779	681	92	2,460	1,952
Community costs	11	-	-	11	-
Reclamation, accretion & amortization	181	195	105	377	461
Primary development (sustaining)	1,068	1,063	1,210	2,131	2,044
Other sustaining capital expenditures ^{(2) (3)}	1,013	947	811	1,960	1,157
All-in sustaining costs	\$17,325	\$15,329	\$13,884	\$32,655	\$33,763
Au/oz sold	7,731	7,285	6,438	15,016	15,670
Cash operating costs (\$/oz) gold	\$1,717	\$1,708	\$1,812	\$1,713	\$1,796
All-in sustaining costs (\$/oz) gold	\$2,241	\$2,104	\$2,157	\$2,175	\$2,155

(1) Costs are reported per ounce of gold sold in the period.

(2) Sustaining capital expenditures are those expenditures which do not increase annual gold ounce production at a mine site and excludes all expenditures at the Company's projects and certain expenditures at the Company's operating sites which are deemed expansionary in nature.

(3) Capital expenditures include unpaid capital expenditures incurred in the period.

Total consolidated COC (by-product) of \$1,717 per ounce of gold sold in the second quarter of fiscal 2025 were \$95 or 5% lower than in the second quarter of fiscal 2024. Total AISC (by-product) of \$2,241 per ounce of gold sold in the second quarter of fiscal 2025 were \$84 or 4% higher than in the second quarter of fiscal 2024. COC and AISC were positively impacted higher copper and silver by-product credits, partially off-set by lower production and sale volume of gold.

Total consolidated COC (by-product) of \$1,713 per ounce of gold sold in the second quarter of fiscal 2025 were \$9 or 1% higher than the first quarter of fiscal 2025. Total AISC (by-product) of \$2,241 per ounce of gold sold in the second quarter of fiscal 2025 were \$137 or 7% higher than the first quarter of fiscal 2025. The increase in AISC was primarily due to higher G&A.

EBITDA

EBITDA is a non-GAAP financial performance measure, which excludes the following from net earnings:

- Income tax expense;
- Taxes provisions;
- Finance costs and income;
- Write-offs;
- Impairment adjustments; and
- Depreciation.

Management believes that EBITDA is a valuable indicator of our ability to generate liquidity by producing operating cash flow to fund working capital needs, service debt obligations, and fund capital expenditures. Management uses EBITDA for this purpose.

The following table provides a reconciliation of EBITDA to the Company's consolidated financial statement for their respective periods:

<i>(in 000's)</i>	Q2 FY2025	Q1 FY2025	Q2 FY2024	YTD 2025	YTD 2024
Net income (loss)	499	1,426	1,707	1,925	(5,495)
Less:					
Finance costs	(582)	(449)	(372)	(1,031)	(826)
Income taxes	(1,082)	(1,916)	1,002	(2,998)	(1,565)
Depreciation, amortization and write-offs	(2,929)	(2,543)	(1,465)	(5,472)	(5,677)
VAT provisions	(30)	(45)	653	(75)	637
EBITDA	\$5,122	\$6,379	\$1,889	\$11,501	1,936

Realized price per ounce/pound

Realized price is a non-GAAP financial measure which excludes from sales treatment and refining charges. We believe this provides investors and analysts with a more accurate measure with which to compare to market gold prices and to assess our gold, copper and silver sales performance. For those reasons, management believes that this measure provides a more accurate reflection of our Company's past performance and is a better indicator of its expected performance in future periods.

The realized price measure is intended to provide additional information, and does not have any standardized definition under IFRS and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS. The measure is not necessarily indicative of sales as determined under IFRS. Other companies may calculate this measure differently. The following table reconciles realized prices to the most directly comparable IFRS measure.

<i>Gold</i>	Q2 FY2025	Q1 FY2025	Q2 FY2024	YTD 2025	YTD 2024
Gross revenue \$000s (a)	\$22,003	\$20,188	\$13,819	\$42,191	\$32,607
Ounces sold (b)	7,822	7,529	6,693	15,351	16,210
Liquidation adjustments (Oz.)	(91)	(244)	(256)	(335)	(540)
Net ounces sold	7,731	7,285	6,437	15,016	15,670
Realized gold price per ounce (a) / (b)	\$2,813	\$2,681	\$2,065	\$2,748	\$2,011
<i>Copper</i>	Q2 FY2025	Q1 FY2025	Q2 FY2024	YTD 2025	YTD 2024
Gross revenue \$000s (a)	\$4,321	\$4,561	\$3,456	\$8,882	\$6,387
Pounds sold (000s) (b)	1,033	1,081	909	2,113	1,703
Liquidation adjustments (000s Lb.)	(2)	(22)	0	(24)	(24)
Net Pounds sold (000s)	1,031	1,059	909	2,090	1,679
Realized gold price per pound (a) / (b)	4.18	4.22	3.80	4.20	3.75
<i>Silver</i>	Q2 FY2025	Q1 FY2025	Q2 FY2024	YTD 2025	YTD 2024
Gross revenue \$000s (a)	\$1,062	\$1,007	\$513	\$2,069	\$1,038
Ounces sold (b)	33,914	31,830	22,219	65,744	44,808
Liquidation adjustments (Oz.)	1,516	(449)	(113)	1,067	(681)
Net ounces sold	35,430	31,381	22,106	66,811	44,127
Realized gold price per ounce (a) / (b)	31.32	31.64	23.11	31.48	23.18
<i>Gross revenue vs Net revenue reconciliation</i>	Q2 FY2025	Q1 FY2025	Q2 FY2024	YTD 2025	YTD 2024
Gross revenue \$000s	\$27,386	\$25,756	17,788	\$53,143	\$40,032
Liquidation & mark to market adjustments	2,037	(1,096)	140	940	35
Deductions & other	(2,677)	(2,947)	(2,002)	(\$5,624)	(4,016)
Net revenue	\$26,746	\$21,713	\$15,927	\$48,459	\$36,051

Geological Information

The geological scientific and technical information contained in this MD&A has been reviewed and approved by:

Orovalle:

- Ms. Guadalupe Collar (European Geologist), Chief of Geology at Orovalle, a qualified person as defined in NI 43-101.

Don Mario and Taguas:

- Mr. Raúl Álvarez (European Geologist), Director of Exploration and Technical Services, a qualified person as defined in NI 43-101.

Other Information

Other operating and financial information with respect to the Company, including the AIF, is available on SEDAR at www.sedarplus.ca and on the Company's website at www.orvana.com.

Cautionary Statements – Forward-Looking Information

Certain statements in this MD&A constitute forward-looking statements or forward-looking information within the meaning of applicable securities laws ("forward-looking statements"). Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions, potentials, future events or performance (often, but not always, using words or phrases such as "believes", "expects", "plans", "estimates" or "intends" or stating that certain actions, events or results "may", "could", "would", "might", "will" or "are projected to" be taken or achieved) are not statements of historical fact, but are forward-looking statements.

The forward-looking statements herein relate to, among other things, Orvana's ability to achieve improvement in Free Cash Flow¹; the ability to maintain expected mining rates and expected throughput rates at El Valle plant; the potential to extend the mine life of El Valle and Don Mario beyond their current life-of-mine estimates including specifically, but not limited to in the case of Don Mario, the processing of the mineral stockpiles (OSP) and the reprocessing of the tailings material; Orvana's ability to optimize its assets to deliver shareholder value; the Company's ability to optimize productivity at Don Mario and El Valle; EMIPA's ability to completely finance the OSP; EMIPA's ability to complete the construction of the OSP in a timely manner and to operate same for the estimated periods; Orovalle's ability to complete the permitting process of the El Valle tailings storage facility increasing the storage capacity; Orovalle's ability to complete the stabilization project of the legacy open pit wall; estimates of future production, operating costs and capital expenditures; mineral resource and reserve estimates; statements and information regarding future feasibility studies and their results; future transactions; future metal prices; the ability to achieve additional growth and geographic diversification; future financial performance, including the ability to increase cash flow and profits; and future financing requirements and mine development plans.

Forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable by the Company as of the date of such statements, are inherently subject to significant business, economic and competitive uncertainties and contingencies. The estimates and assumptions of the Company contained or incorporated by reference in this MD&A, which may prove to be incorrect, include, but are not limited to, the various assumptions set forth herein or as otherwise expressly incorporated herein by reference as well as: there being no significant disruptions affecting operations, whether due to labour disruptions, supply disruptions, power disruptions, damage to equipment or otherwise; permitting, development, operations, expansion and acquisitions at El Valle and Don Mario being consistent with the Company's current expectations; political developments in any jurisdiction in which the Company operates being consistent with its current expectations; certain price assumptions for gold, copper and silver; prices for key supplies being approximately consistent with

¹ Free Cash Flow is Non-GAAP Financial Performance Measures. For further information and detailed reconciliations, please see the "Non-GAAP Financial Performance Measures" section of this MD&A.

current levels; production and cost of sales forecasts meeting expectations; the accuracy of the Company's current mineral reserve and mineral resource estimates; labour and materials costs increasing on a basis consistent with Orvana's current expectations; and the availability of necessary funds to execute the Company's plan. Without limiting the generality of the foregoing, this MD&A also contains certain "forward-looking statements" within the meaning of applicable securities legislation, including, without limitation, statements with respect to the results of the Company's exploration activities, including but not limited to drilling results and analyses, the mineral resource estimates, conceptual mine plan and operations, internal rate of return, sensitivities, taxes, net present value, potential recoveries, design parameters, operating costs, capital costs, production data and economic potential; the timing and costs for production decisions; permitting timelines and requirements; exploration and planned exploration programs; the potential for discovery of additional mineral resources; timing for completion of any feasibility studies; timing for first gold production at Taguas; identifying additional resources beyond the replenishment of annual depletion rates at El Valle for the extension of mine life; completion of the infill drilling program and any required studies at Taguas; executing plans for the oxides stockpile at Don Mario in a timely manner; and the Company's general objectives and strategies.

A variety of inherent risks, uncertainties and factors, many of which are beyond the Company's control, affect the operations, performance and results of the Company and its business, and could cause actual events or results to differ materially from estimated or anticipated events or results expressed or implied by forward looking statements. Some of these risks, uncertainties and factors include the potential impact of global health and global economic conditions on the Company's business and operations, including: our ability to continue operations; our ability to manage challenges presented by such conditions; the accounting treatment of the impact of such conditions;; the Company's ability to support the sustainability of its business including through the development of crisis management plans, increasing stock levels for key supplies, monitoring of guidance from the medical community, and engagement with local communities and authorities; the general economic, political and social impacts of the continuing conflict between Russia and Ukraine; our ability to support the sustainability of our business including through the development of crisis management plans, increasing stock levels for key supplies, monitoring of guidance from the medical community, and engagement with local communities and authorities; fluctuations in the price of gold, silver and copper; the need to recalculate estimates of resources based on actual production experience; the failure to achieve production estimates; variations in the grade of ore mined; variations in the cost of operations; the availability of qualified personnel; the Company's ability to obtain and maintain all necessary regulatory approvals and licenses; Orovalle's ability to complete the stabilization project of the legacy open pit wall; the Company's ability to use cyanide and other chemical agents in its mining operations; risks generally associated with mineral exploration and development, including the Company's ability to continue to operate El Valle and/or ability to resume operations at the Carlés Mine; the Company's ability to successfully implement an acid leaching circuit and ancillary facilities to process the current oxides stockpiles at Don Mario; the Company's ability to successfully carry out development plans at Taguas, subject to the results of a strategic review of Taguas; sufficient funding to carry out exploration and development plans at Taguas and to process the oxides stockpiles at Don Mario and/or EMIPA's ability to finalize the OSP financial model and subsequently complete the required funding for the OSP; the Company's ability to acquire and develop mineral properties and to successfully integrate such acquisitions; the Company's ability to execute on its strategy; the Company's ability to obtain financing when required on terms that are acceptable to the Company; challenges to the Company's interests in its property and mineral rights; current, pending and proposed legislative or regulatory developments or changes in political, social or economic conditions in the countries in which the Company operates; general economic conditions worldwide, including fluctuating operational cost, such as, but not limited to, power supply costs and evolving inflation rates; current and future environmental matters; and the risks identified in the Company's AIF under the heading "Risks and Uncertainties". This list is not exhaustive of the factors that may affect any of the Company's forward-looking statements and reference should also be made to the Company's AIF for a description of additional risk factors.

The forward-looking statements made in this MD&A with respect to the anticipated development and exploration of the Company's mineral projects are intended to provide an overview of management's expectations with respect to certain future activities of the Company and may not be appropriate for other purposes.

Forward-looking statements are based on management's current plans, estimates, projections, beliefs and opinions and, except as required by law, the Company does not undertake any obligation to update forward-looking statements should assumptions related to these plans, estimates, projections, beliefs and opinions change. Readers are cautioned not to put undue reliance on forward-looking statements.

Cautionary Notes to Investors – Reserve and Resource Estimates

In accordance with applicable Canadian securities regulatory requirements, all mineral reserve and mineral resource estimates of the Company disclosed in this MD&A have been prepared in accordance with NI 43-101, and classified in accordance with Canadian Institute of Mining Metallurgy and Petroleum's "CIM Standards on Mineral Resources and Reserves Definitions and Guidelines" (the "CIM Guidelines").

Pursuant to the CIM Guidelines, mineral resources have a higher degree of uncertainty than mineral reserves as to their existence as well as their economic and legal feasibility. Inferred mineral resources, when compared with measured or indicated mineral resources, have the least certainty as to their existence, and it cannot be assumed that all or any part of an inferred mineral resource will be upgraded to an indicated or measured mineral resource as a result of continued exploration. Pursuant to NI 43-101, inferred mineral resources may not form the basis of any economic analysis, including any feasibility study. Accordingly, readers are cautioned not to assume that all or any part of a mineral resource exists, will ever be converted into a mineral reserve, or is or will ever be economically or legally mineable or recovered.

Unless otherwise noted, mineral reserve and mineral resource estimates are as disclosed in the Annual Information Form of the Company dated December 27, 2024.