Annual Information Form

Date: March 31, 2022

2021

For the Year Ended
December 31, 2021

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PRELIMINARY NOTES

Unless the context indicates otherwise, a reference to the "Company" and "DPM" in this Annual Information Form ("AIF") means Dundee Precious Metals Inc. and its subsidiaries and other entities owned or controlled, directly or indirectly, by Dundee Precious Metals Inc. Defined terms used herein and not otherwise defined shall have the meanings ascribed to them elsewhere in this AIF.

Conflict in Ukraine

On February 24, 2022, Russia launched an invasion of Ukraine which, as of the date hereof, is still ongoing. As a result, the international community has responded with a variety of sanctions on Russia and companies have withdrawn products and services from Russia.

The Company's Chelopech and Ada Tepe mines are located in Eastern Europe in Bulgaria. Bulgaria does not share a border with either Russia or Ukraine, is part of NATO and the European Union, is a net exporter of energy, with energy independence and security and is not dependent on Russian gas. As a result, the impact on the Company's operations in Bulgaria has been limited to increased costs for energy, fuel and other supplies. Further escalation of the conflict, including an outbreak of and/or expansion of hostilities into other countries or regions within Europe could have a material adverse effect on the Company's operations due to, among other factors, disruption in the Company's supply chain, increased input costs, and increased risk (or perception of increased risk) in the profile of the Company's operations in Eastern Europe. The Company continues to monitor and will proactively manage the situation, although there is no assurance that the Company's operations will not be adversely affected by current geopolitical tensions. See "Risk Factors – Volatility Resulting from Conflict in Ukraine" and "Risk Factors – Insurance and Uninsured Risks" for additional details of some of the risks faced by the Company as it relates to the conflict in Ukraine.

Response to Coronavirus ("COVID-19")

In March 2020, the World Health Organization classified COVID-19 as a worldwide pandemic and governments across the globe undertook extensive measures to combat the spread of this virus. To date, as a result of the proactive actions being taken within the regions in which we operate and by personnel at each of our sites, the Company has not experienced any material disruptions to its operations as a result of COVID-19. The Company's Chelopech and Ada Tepe mines in Bulgaria continue to operate at full capacity and have not experienced any disruptions to their operations. As previously reported, the Tsumeb smelter in Namibia curtailed its operations by shutting down ancillary plants for 30 days in April 2020 in response to a government directive to the natural resources sector and extended its maintenance shutdown in the first quarter of 2021 from 30 to 45 days in part as a result of COVID-19 related safety protocols, travel restrictions and the use of remote commissioning support.

The Company continues to closely assess and monitor the COVID-19 situation in the jurisdictions in which it operates. The Company is continuing with a number of measures to mitigate the associated risks, including procedures and contingency plans that were established at each operating location, which are directed at safeguarding employees, managing potential supply chain disruptions and maintaining production at each of its operations. These precautionary steps include, but are not limited to, the use of personal protective equipment, workplace and social distancing practices, remote and rotational working options, health hygiene protocols, elimination of non-essential business travel and site access, widespread workforce education on COVID-19 and the benefits of getting vaccinated as well as the support for vaccination programs in the Company's areas of operations.

Management of the situation is being overseen by an experienced cross-functional team that includes members of senior management and leaders at each of the Company's operations. DPM continues to engage with local communities and authorities in Bulgaria, Namibia, Ecuador and Serbia as they respond to the challenges of the pandemic. To date, the Company has contributed approximately $1.2 million to support numerous initiatives to benefit local communities. This financial support has focused on local hospitals to provide additional medical facilities, supplies, transportation and protective equipment.

The Company has experienced several positive cases of COVID-19 within its workforce. Positive cases are effectively managed with testing, contact tracing and isolation measures and, to date, the vast majority of employees have recovered with the remaining employees isolating offsite in accordance with the Company's procedures. Given the management protocols in effect, the impact on the Company's operations has been minimal. Multiple COVID-19 variants have emerged and are circulating globally. These variants spread more easily and quickly than the original virus resulting in a surge in the number of cases, including in regions in which the Company operates.

Certain vaccines have received regulatory approval in the countries in which the Company operates, and the respective governments are progressing vaccination of their populations although vaccination rates remain low in some jurisdictions. The timing and speed of vaccination in each jurisdiction is uncertain at this time and depends on several factors including the supply of the vaccines and increasing the levels of vaccine acceptance.

At present, there do not appear to be any imminent COVID-19 related circumstances that are expected to disrupt the Company's operations, however, given the highly uncertain nature of this situation, the Company is not able to reliably

estimate the likelihood, timing, duration, severity and scope of this pandemic and the potential impact it could have on the Company's operating and financial results. There is no assurance that the pandemic will not have a material adverse impact on the future results of the Company. See "Risk Factors – COVID-19" for additional details of some of the risks faced by the Company as it relates to COVID-19.

Cautionary Note Regarding Forward Looking Information

This AIF contains "forward looking statements" or "forward looking information" (collectively, "Forward Looking Statements") that involve a number of risks and uncertainties. Forward Looking Statements are statements that are not historical facts and are generally, but not always, identified by the use of forward looking terminology such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "outlook", "intends", "anticipates", "believes", or variations of such words and phrases or that state that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved, or the negative of any of these terms or similar expressions.

Statements that constitute Forward Looking Statements include, but are not limited to certain statements with respect to:

- measures the Company is undertaking in response to the COVID-19 outbreak, including its impacts on the Company's global supply chains, the level of and duration of reductions or curtailments in operating levels at any of the Company's operations or in its exploration and development activities;
- expected cash flows;
- the price of gold, copper, silver and sulphuric acid;
- toll rates, metals exposure and stockpile interest deductions at Tsumeb;
- Tsumeb's ability to continue to benefit from the Export Processing Zones ("EPZ") Act and an expected new Sustainable Special Economic Zone ("SSEZ") regime in Namibia;
- the estimation of Mineral Reserves and Mineral Resources and the realization of such mineral estimates;
- estimated capital costs, all-in sustaining costs ("AISC"), operating costs and other financial metrics, including those set out in the outlook and guidance provided by the Company;
- currency fluctuations;
- the impact of any impairment charges;
- the processing of Chelopech concentrate;
- timing of further optimization work at Tsumeb;
- potential benefits of any upgrades and/or expansion, including the potential rotary furnace installation at the Tsumeb smelter;
- DPM's strategy, plans, targets and goals in respect of environmental, social and governance ("ESG") issues, including climate change, greenhouse gas emissions ("GHG") reduction targets, tailings management facilities and human rights initiatives;
- results of economic studies (including the Timok gold project preliminary feasibility study ("Timok PFS") and the Loma Larga gold project feasibility study ("Loma Larga FS");
- expected milestones;
- success of exploration activities;
- the timing of the completion and results of the feasibility study for the Timok gold project ("Timok FS");
- expectations with respect to the potential to incorporate additional existing Mineral Resources into the Timok mine plan by processing the sulphide portion of the mineral body;
- development of the Loma Larga gold project, including expected production, successful negotiations of an investment protection agreement and exploitation agreement and granting of environmental and construction permits in a timely manner;
- success of permitting activities;
- permitting timelines;
- success of investments, including potential acquisitions;
- requirements for additional capital;
- government regulation of mining and smelting operations;
- environmental risks;
- reclamation expenses;
- potential or anticipated outcome of title disputes or claims;
- benefits of digital initiatives;
- the timing and amount of dividends;
- the timing and number of common shares of the Company that may be purchased pursuant to the normal course issuer bid ("NCIB"); and
- timing and possible outcome of pending litigation or legal proceedings.

Forward Looking Statements are based on certain key assumptions and the opinions and estimates of management and Qualified Persons ("QPs") (in the case of technical and scientific information), as of the date such statements are made, and involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any other future results, performance or achievements expressed or implied by the Forward Looking Statements. In addition to factors already discussed in this document, such

risks, uncertainties and other factors include, among others:

- fluctuations in metal and sulphuric acid prices, toll rates and foreign exchange rates;
- continuation or escalation of the conflict in Ukraine;
- risks relating to the Company's business generally and the impact of global pandemics, including COVID-19, resulting in changes to the Company's supply chain, product shortages, delivery and shipping issues, closure and/or failure of plant, equipment or processes to operate as anticipated, employees and contractors becoming infected, low vaccination rates, lost work hours and labour force shortages;
- regulatory changes, including changes impacting the complex concentrate market;
- inability of Tsumeb to secure complex copper concentrate on terms that are economic;
- possible variations in ore grade and recovery rates;
- inherent uncertainties in respect of conclusions of economic evaluations and economic studies, including the Timok PFS and the Loma Larga FS;
- uncertainties with respect to timing of the Timok FS;
- changes in project parameters, including schedule and budget, as plans continue to be refined;
- uncertainties with respect to realizing the anticipated benefits from the acquisition of INV Metals Inc. ("INV") and the development of the Loma Larga gold project;
- uncertainties with respect to actual results of current exploration activities;
- uncertainties and risks inherent to developing and commissioning new mines into production, which may be subject to unforeseen delays;
- uncertainties inherent with conducting business in foreign jurisdictions where corruption, civil unrest, political instability and uncertainties with respect to the rule of law may impact the Company's activities;
- limitations on insurance coverage;
- accidents, labour disputes and other risks of the mining industry;
- delays in obtaining governmental approvals or financing or in the completion of development or construction activities;
- actual results of current and planned reclamation activities;
- opposition by social and non-governmental organizations ("NGOs") to mining projects and smelting operations;
- unanticipated title disputes;
- claims or litigation;
- failure to achieve certain cost savings or the potential benefits of any upgrades and/or expansion, including the potential rotary holding furnace installation at the Tsumeb smelter;
- increased costs and physical risks, including extreme weather events and resource shortages, related to climate change;
- cyber-attacks and other cybersecurity risks;
- there being no assurance that the Company will purchase additional common shares of the Company under the NCIB;
- risks related to the implementation, cost and realization of benefits from digital initiatives;
- uncertainties with respect to realizing the targeted MineRP Holdings Inc. ("MineRP") earn-outs; and
- those risk factors discussed or referred to in this AIF under the heading "Risk Factors" and other documents filed from time to time with the securities regulatory authorities in all provinces and territories of Canada and available at www.sedar.com.

The reader is cautioned that the foregoing list is not exhaustive of all factors and assumptions which may have been used. Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in Forward Looking Statements, there may be other factors that cause actions, events or results not to be anticipated, estimated or intended. There can be no assurance that Forward Looking Statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. The Company's Forward Looking Statements reflect current expectations regarding future events and are only as of the date hereof. Other than as it may be required by law, the Company undertakes no obligation to update Forward Looking Statements if circumstances or management's estimates or opinion should change. Accordingly, readers are cautioned not to place undue reliance on Forward Looking Statements.

Cautionary Note to United States Investors Concerning Estimates of Mineral Reserves and Mineral Resources

This AIF has been prepared in accordance with the requirements of Canadian securities laws, which differ from the requirements of United States securities laws. Canadian reporting requirements for disclosure of mineral properties are governed by National Instrument 43-101 – *Standards of Disclosure for Mineral Projects* ("NI 43-101").

The United States Securities and Exchange Commission ("SEC") adopted amendments to its disclosure rules to modernize the mineral property disclosure requirements for issuers whose securities are registered with the SEC under the *Securities Exchange Act* of 1934, as amended. These amendments became effective February 25, 2019 (the "SEC Modernization Rules") with compliance required for the first fiscal year beginning on or after January 1, 2021. The SEC Modernization Rules replace the historical disclosure requirements for mining issuers that were included in SEC Industry Guide 7. As a result of the adoption of the SEC Modernization Rules, the SEC now recognizes estimates of "measured mineral resources", "indicated mineral resources" and "inferred mineral resources". In addition, the SEC has amended its definitions of "proven mineral reserves" and "probable mineral reserves" to be "substantially similar" to the corresponding Canadian Institute of Mining, Metallurgy and Petroleum ("CIM") – Definition Standards adopted by CIM Council on May 10, 2014 (the "CIM Definition Standards"), incorporated by reference in NI 43-101.

Readers are cautioned that while the above terms are "substantially similar" to the corresponding CIM Definition Standards, there are differences in the definitions under the SEC Modernization Rules and the CIM Definition Standards. Accordingly, there is no assurance any Mineral Reserves or Mineral Resources that the Company may report as "proven mineral reserves", "probable mineral reserves", "measured mineral resources", "indicated mineral resources" and "inferred mineral resources" under NI 43-101 would be the same had the Company prepared the reserve or resource estimates under the standards adopted under the SEC Modernization Rules.

Readers are also cautioned that while the SEC will now recognize "measured mineral resources", "indicated mineral resources" and "inferred mineral resources", it should not be assumed that any part or all of the mineralization in these categories will ever be converted into a higher category of Mineral Resources or into Mineral Reserves. Mineralization described using these terms has a greater amount of uncertainty as to their existence and feasibility than mineralization that has been characterized as reserves. Accordingly, readers are cautioned not to assume that any "measured mineral resources", "indicated mineral resources" or "inferred mineral resources" that the Company reports are or will be economically or legally mineable. Further, "inferred mineral resources" have a greater amount of uncertainty as to their existence and as to whether they can be mined legally or economically. Therefore, readers are also cautioned not to assume that all or any part of the "inferred mineral resources" exist. In accordance with Canadian securities laws, estimates of "inferred mineral resources" cannot form the basis of feasibility or other economic studies, except in limited circumstances where permitted under NI 43-101.

For the above reasons, information contained in this AIF containing descriptions of the Company's mineral deposits may not be comparable to similar information made public by United States companies subject to the reporting and disclosure requirements under the United States federal securities laws and the rules and regulations thereunder.

Technical Information

Unless otherwise stated, the technical or scientific information in this AIF has been prepared in accordance with Canadian regulatory requirements set out in NI 43-101. All quoted Mineral Reserves and Mineral Resources have also been reviewed and approved by DPM's Technical Consultants, CSA Global (UK) Ltd. ("CSA Global") and DRA Americas, Inc. ("DRA"). See "Names of Experts" for information with respect to QPs who have reviewed, supervised the preparation of, or prepared technical or scientific information.

"Ada Tepe 2020 Technical Report"	A technical report entitled "NI 43-101 Technical Report – Mineral Resource and Mineral Reserve Update – Ada Tepe Mine, Krumovgrad, Bulgaria" dated November 20, 2020, and filed on SEDAR, prepared by Galen White, BSc (Hons), Fellow of the Australasian Institute of Mining and Metallurgy ("FAusIMM"), Karl van Olden, BSc (Eng)(Mining), GDE, MBA, FAusIMM, Gary Patrick, BSc, Member Australasian Institute of Mining and Metallurgy ("MAusIMM"), CP (Met), and Petya Kuzmanova, MSc (Economic Geology), Chartered Professional Member of the Institute of Materials, Minerals and Mining ("MIMMM"), CSci, each of whom are QPs under NI 43-101, and Messrs. White, van Olden and Patrick being independent of DPM.
"Chelopech 2022 Technical Report"	A technical report entitled "NI 43-101 Technical Report – Mineral Resource and Mineral Reserve Update, Chelopech Mine, Chelopech, Bulgaria" dated March 31, 2022, and filed on SEDAR, prepared by Galen White, BSc (Hons), FAusIMM, FGS, Andrew Sharp, B. Eng. (Mining), P. Eng. (BC), FAusIMM, and Gary Patrick, BSc, MAusIMM, CP (Met), each of whom are QPs under NI 43-101 and independent of DPM.

"Loma Larga 2021 Technical Report"	A technical report entitled "NI 43-101 Feasibility Study Technical Report, Loma Larga Project, Azuay Province, Ecuador" dated November 29, 2021, and filed on SEDAR, prepared by David Frost, FAusIMM, B. Met Eng., Daniel Gagnon, P. Eng., Esias P. Scholtz, Pr. Eng., Kathy Kalenchuk, P. Eng., Houmao Liu, Ph.D., P.E., Paul Kaplan, P.E., William Shaver, P. Eng., Leslie Correia, Pr. Eng., and Katharine Masun, M.Sc., MSA, P. Geo., each of whom are QPs under NI 43-101 and independent of DPM.
"Timok 2021 Technical Report"	A technical report entitled "NI 43-101 Technical Report – Timok Project Pre-Feasibility Study, Zagubica, Serbia" dated March 30, 2021, and filed on SEDAR, prepared by Phillip de Weerdt, P. Eng., PMP, MBA; Schadrac Ibrango, P. Geo., Ph.D., MBA; Daniel Gagnon, P. Eng.; Claude Bisaillon, P. Eng.; Volodymyr Liskovych, Ph.D., P. Eng.; Luis Vasquez, M.Sc, P. Eng.; David Ritchie, P. Eng.; Kevin Leahy, Ph.D., CGeol; Ross Overall, BSc (Hons), CSci, MIMMM, Galen White, FAusIMM, each of whom are QPs under NI 43-101, and with the exception of Mr. Ross Overall, independent of DPM.

Date of Information

All information contained in this AIF is as of December 31, 2021, the last day of the Company's most recently completed financial year, unless otherwise indicated.

Defined Terms and Abbreviations

Appendix A contains a list of certain scientific and technical terms and abbreviations used throughout this AIF.

Currency Conversion

All dollar amounts referred to herein are in United States dollars ("USD") unless stated otherwise.

The high, low, average and closing exchange rates for Canadian dollars in terms of the United States dollar, as quoted by the Bank of Canada, for each of the three years in the period ended December 31, 2021, were as follows:

	Year ended December 31		
	2021	**2020**	**2019**
Low	C$1.20	C$1.27	C$1.30
High	C$1.29	C$1.45	C$1.36
Average [1]	C$1.25	C$1.34	C$1.33
Closing	C$1.27	C$1.27	C$1.30

1. For 2021, 2020 and 2019, calculated as prior day daily average.

On March 31, 2022 the daily average rate for Canadian dollars in terms of the United States dollar, as quoted by the Bank of Canada, was US$1.00 = C$1.25.

DESCRIPTION OF THE BUSINESS

General

DPM is a Canadian based, international gold mining company engaged in the acquisition of mineral properties, exploration, development, mining and processing of precious metals. Its common shares (symbol: DPM) are traded on the Toronto Stock Exchange ("TSX").

The Company's principal operating assets include the following ownership interests:

- 100% of Dundee Precious Metals Chelopech EAD ("DPMC" or "Chelopech"), which produces a gold-copper concentrate containing gold, copper and silver, and a pyrite concentrate containing gold, from its Chelopech mine located east of Sofia, Bulgaria;
- 100% of Dundee Precious Metals Krumovgrad EAD ("DPMK" or "Ada Tepe", formerly known as "Krumovgrad"), which produces a gold concentrate containing gold and silver, from its Ada Tepe mine located in south eastern Bulgaria, near the town of Krumovgrad; and
- 92% of Dundee Precious Metals Tsumeb (Proprietary) Limited ("DPMT" or "Tsumeb"), which owns a specialty complex copper concentrate processing facility located in Tsumeb, northern Namibia.

DPM holds interests in a number of exploration properties located in Ecuador, Serbia, Canada and Bulgaria including:

- 100% of DPM Ecuador S.A. ("DPME"), formerly INV Minerales Ecuador S.A., which is focused on the exploration and development of the Loma Larga gold project located in Ecuador;
- 100% of DPM Avala d.o.o. ("Avala"), formerly Avala Resources d.o.o., which is focused on the exploration and

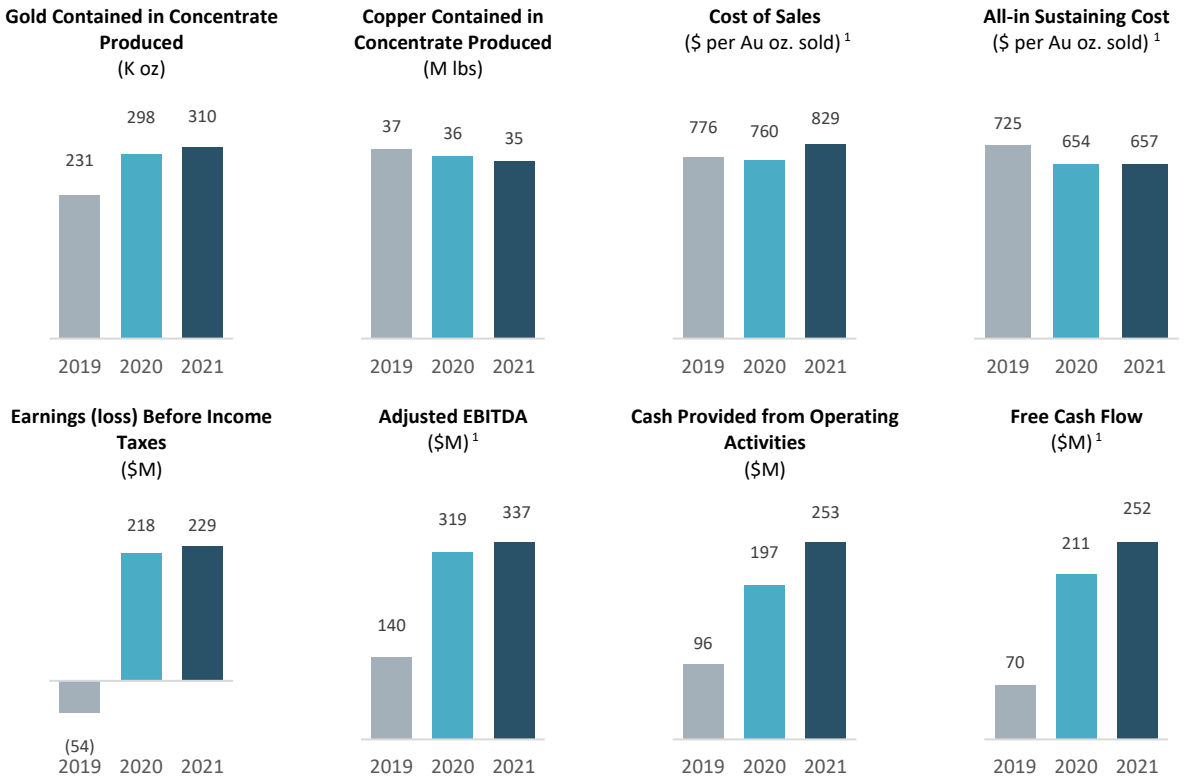
development of the Timok gold project in Serbia;

- 8.9% of Sabina Gold & Silver Corp. ("Sabina"), which is focused on the Back River project in southwestern Nunavut, Canada; and
- 8.36% of Velocity Minerals Ltd. ("Velocity"), which is focused on gold exploration and development in southeastern Bulgaria with a 70% interest in the Tintyava prospecting licence, which includes the Rozino gold project.

Purpose and Strategy

The Company's purpose is to unlock resources and generate value to thrive and grow together. As illustrated in the graphic below, this overall purpose is supported by a foundation of core values, which guide how the Company conducts its business and informs a set of complementary strategic pillars and objectives relating to ESG, innovation, optimizing our existing portfolio, and growth. The Company's resources are allocated in-line with its strategy to ensure that DPM delivers value for all of its stakeholders. This focus is reflected in the Company's 2021 operational and financial results.

Production and Financial Highlights



1. *Cost of sales per ounce of gold sold is a supplementary financial measure, representing Chelopech and Ada Tepe cost of sales divided by the payable gold in concentrate sold. AISC per ounce of gold sold; adjusted earnings before interest, taxes, depreciation and amortization ("EBITDA"); and free cash flow are Non-GAAP financial measures or ratios. These measures have no standardized meanings under International Financial Reporting Standards ("IFRS") and may not be comparable to similar measures presented by other companies. Refer to the "Non-GAAP Financial Measures" section contained in the Company's management's discussion and analysis ("MD&A") for the year ended December 31, 2021 commencing at page 55, which is available on the Company's website at* www.dundeeprecious.com *and has been filed on the SEDAR site at* www.sedar.com*, for a detailed description and a reconciliation of each of these measures to the most directly comparable measure under IFRS.*

2021 was another milestone year for DPM as the Company continued strong operational performance, delivered record gold production and generated robust financial results, including record free cash flow of $252.4 million and a substantial year-over-year increase in net earnings attributable to common shareholders from continuing operations to $190.8 million and adjusted net earnings to $202.1 million.

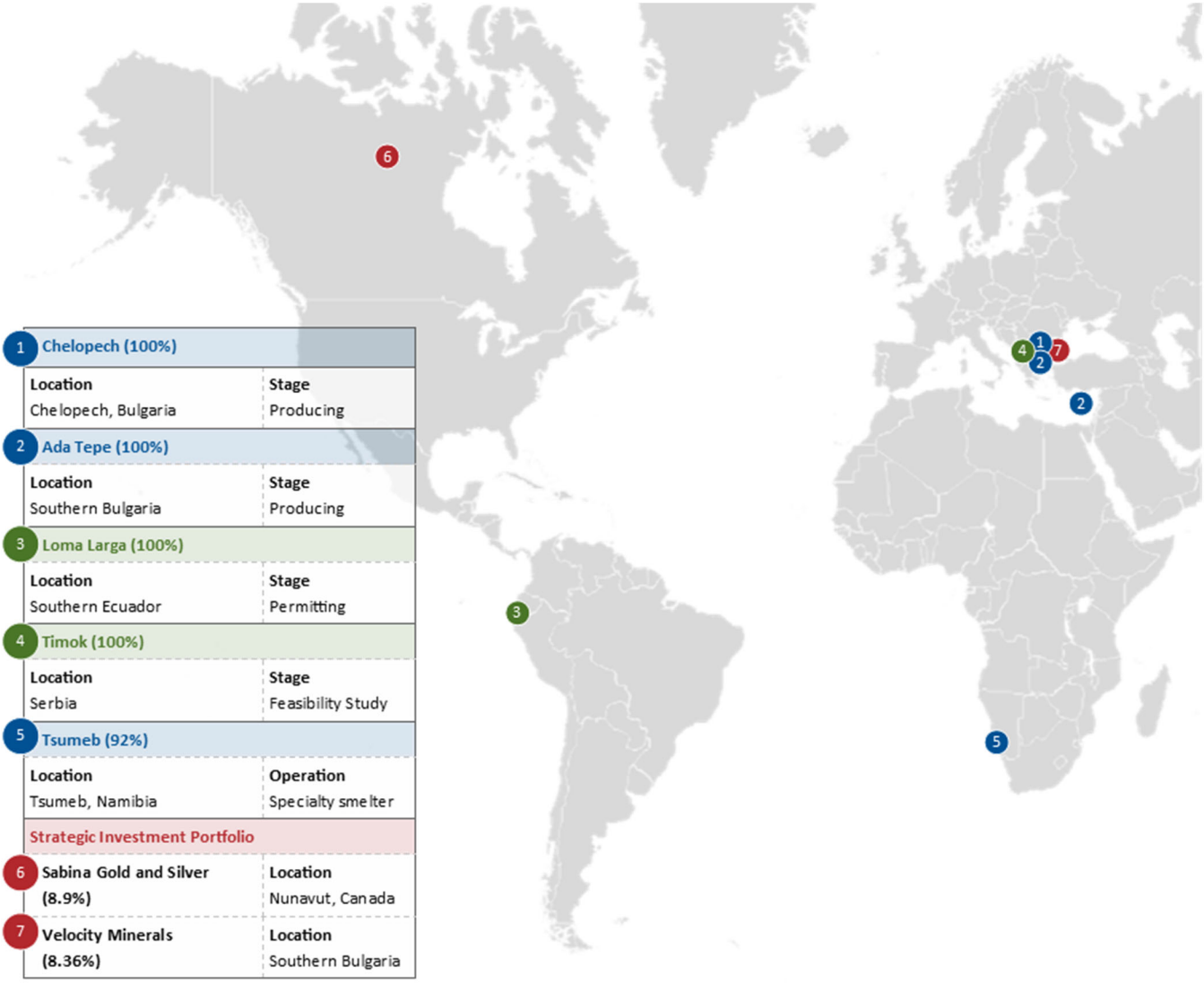
DPM's solid three-year outlook for gold production of approximately 270,000 ounces of gold per year based on current mine plans, 35 million pounds of copper per year and attractive AISC per ounce of gold between $750 and $890 in 2022, between $630 and $760 in 2023, and between $720 and $850 in 2024, combined with its financial strength and significant free cash flow generation, positions the Company well to continue delivering strong returns for its shareholders. Refer to DPM's MD&A for the year ended December 31, 2021, which is available on the Company's website at www.dundeeprecious.com and has been filed on the SEDAR site at www.sedar.com for more information on the Company's 2022 guidance and three year outlook.

DPM continued returning capital to shareholders during the year ended December 31, 2021 by declaring a quarterly dividend of $0.03 per common share to its shareholders of record, resulting in total dividend distributions of $22.4 million and repurchasing a total of 1,723,800 common shares under the NCIB at an average price of $6.02 (C$7.64) per share, for a total value of $10.4 million. On February 17, 2022, the Company declared a dividend of $0.04 per common share payable on April 18, 2022, to shareholders of record on March 31, 2022, representing a 33% increase over the previous quarterly dividend.

Further, DPM continually strives to be a leader in ESG, which is increasingly recognized by the positive ratings the Company has received from ESG rating agencies, including an 'A' rating by MSCI Inc. and scoring in the 91st percentile for ESG performance among companies in the metals and mining industry in the 2021 S&P Global Corporate Sustainability Assessment ("CSA"). As a first-time reporter to the CSA, DPM received a score of 65 out of 100, compared to the industry average score of 34. The overall score placed the Company's performance in the 91st percentile among over 80 mining and metals companies assessed in 2021.

Portfolio of Assets

The following map illustrates the location of DPM's assets.



1	**Chelopech (100%)**	
	Location Chelopech, Bulgaria	**Stage** Producing
2	**Ada Tepe (100%)**	
	Location Southern Bulgaria	**Stage** Producing
3	**Loma Larga (100%)**	
	Location Southern Ecuador	**Stage** Permitting
4	**Timok (100%)**	
	Location Serbia	**Stage** Feasibility Study
5	**Tsumeb (92%)**	
	Location Tsumeb, Namibia	**Operation** Specialty smelter
	Strategic Investment Portfolio	
6	**Sabina Gold and Silver (8.9%)**	**Location** Nunavut, Canada
7	**Velocity Minerals (8.36%)**	**Location** Southern Bulgaria

CORPORATE STRUCTURE

Incorporation and Registered Office

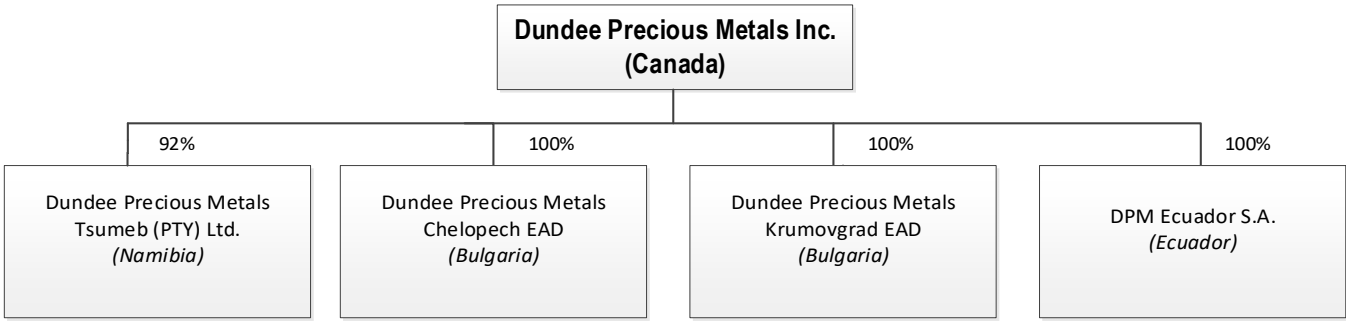
DPM was amalgamated under the *Canada Business Corporations Act* ("CBCA") by articles of amalgamation dated September 2, 1983. The Company's name was changed by articles of amendment on June 9, 1999. On April 16, 2004, pursuant to articles of amendment the Company was converted from a closed-end precious metals investment company to an operating mining company.

The Company amended its articles on May 18, 2010 to allow directors to appoint directors within the minimum and the maximum number permitted by the Company's articles. It also amended its by-laws in February 2014 to adopt advance notice requirements for the nomination of directors at its shareholders' meetings.

The head and registered office of the Company is 150 King Street West, Suite 902, Toronto, Ontario, M5H 1J9.

Intercorporate Relationships

The following chart illustrates the Company's material subsidiaries (the "Subsidiaries") and the jurisdiction of incorporation of each company as of the date hereof. Except as noted below, all Subsidiaries are wholly owned by DPM.



The Subsidiaries are held through the following 100% owned holding entities: Dundee Precious Metals Luxembourg Holdings S.à r.l.; in the case of DPMC, by Dundee Precious Chelopech S.à r.l.; and in the case of DPMK, by Dundee Precious Krumovgrad S.à r.l. In the case of DPMT, 100% is held by Dundee Precious Metals Tsumeb Holding (PTY) Ltd. ("DPMTH"); 92% of DPMTH is held by Dundee Precious Metals (Namibia) Holding (PTY) Ltd. ("DPMNH"); 100% of DPMNH is held by Dundee Precious Tsumeb S.à r.l. In the case of DPME, 100% is held by DPM Ecuador Holdings Inc.

GENERAL DEVELOPMENT OF THE BUSINESS

Three Year History

Significant developments in the Company's business during the three most recently completed financial years and the current year to date are summarized below.

2022

- On February 25, 2022, DPM announced that the TSX accepted its notice of intention to renew its NCIB to repurchase certain of its common shares through the facilities of the TSX for the period between March 1, 2022 to February 28, 2023. See "Description of Capital Structure – Normal Course Issuer Bid" for further details.
- On February 24, 2022, DPM announced a pause in drilling activities at its Loma Larga gold project in Ecuador, as a result of the filing of a constitutional protective action (the "Action") against the Ministry of Environment, Water and Ecological Transition ("MAATE") by certain non-government organizations and local agencies. The court ordered the suspension of the environmental permit required for current exploration and technical drilling pending the hearing of the Action. See "Development Projects – Loma Larga Gold Project, Ecuador" for further details.
- On February 17, 2022, DPM announced that its Board of Directors (the "Board") declared a first quarter dividend of $0.04 per common share, representing a 33% increase to its quarterly dividend. The dividend is payable on April 18, 2022 to shareholders of record as at 5:00 p.m. Toronto local time on March 31, 2022. See "Dividend Policy" for further details.
- On February 17, 2022, DPM announced that as part of the Board's ongoing succession and refreshment process, Jonathan Goodman, the Chair of the Board since 2013, will not stand for re-election at the 2022 Annual Meeting of Shareholders ("Annual Meeting"). The Board has determined that Peter Gillin, currently serving as Deputy Chair, will assume the Chair position, subject to his re-election at the Annual Meeting.

2021

- On December 17, 2021, DPM announced that it had implemented an automatic purchase plan with effect from December 20, 2021 with its designated broker in order to facilitate purchases of its common shares under its previously announced NCIB at times when the Company ordinarily would not be active in the market due to regulatory restrictions or self-imposed blackout periods. In 2021, DPM repurchased a total of 1,723,800 common shares under the NCIB at an average price of $6.02 per share, for a total value of $10.4 million. See "Description of Capital Structure – Normal Course Issuer Bid" for further details.
- On November 23, 2021, DPM announced that it had scored in the 91st percentile for ESG performance among companies in the metals and mining industry in the 2021 CSA. See "Environmental, Social and Governance" for further details.
- On May 31, 2021, DPM announced that it had entered into a definitive agreement with INV, subsequently renamed DPM Ecuador Holdings Inc., whereby DPM would acquire all of the issued and outstanding shares of INV that DPM did not own pursuant to a court-approved plan of arrangement (the "Arrangement"). On July 26, 2021, DPM completed its acquisition of INV and pursuant to the Arrangement, each former INV shareholder was entitled to

receive 0.0910 of a DPM common share for each INV common share held. See "Material Contracts" for further details.

- On May 3, 2021, DPM announced the completion of the sale of 100% of MineRP to Epiroc Canada, a subsidiary of Epiroc Rock Drills AB ("Epiroc"). Consideration for DPM's 73.7% interest in MineRP and the repayment of DPM shareholder loans consisted of approximately $45.2 million in cash and potential additional proceeds in the form of an earn-out upon the achievement of certain MineRP revenue targets in 2021 and 2022, for which no value has been recognized by DPM.
- On March 30, 2021, DPM announced a mine life extension and updated Mineral Resource and Mineral Reserve Estimate for its Chelopech mine in Bulgaria and filed the associated technical report on SEDAR. See "Mining Properties – Chelopech Mine, Chelopech, Bulgaria" for further details.
- On March 3, 2021, DPM announced an update to the planned Ausmelt furnace maintenance at DPMT reflecting an extension of the shutdown to 45 days due to COVID-19 related safety protocols and travel restrictions, as well as a decision to increase the scope of the maintenance work after encountering water in the furnace during the course of the maintenance work. See "Smelter Operations – Tsumeb Smelter, Namibia" for further details.
- On February 25, 2021, DPM announced that the TSX accepted its notice of intention to renew its NCIB to repurchase certain of its common shares through the facilities of the TSX for the period between March 1, 2021 to February 28, 2021. See "Description of Capital Structure – Normal Course Issuer Bid" for further details.
- On February 23, 2021, DPM announced the results of the Timok PFS and on March 31, 2021, DPM voluntarily filed the associated technical report on SEDAR. See "Development Projects – Timok Gold Project, Serbia" for further details.
- DPM announced that it declared quarterly dividends of $0.03 per common share on February 11, May 5, July 29, and November 11, 2021. See "Dividend Policy" for further details.
- Effective February 1, 2021, Mr. Kalidas Madhavpeddi was appointed to the Board.
- On January 28, 2021, the Company completed a non-brokered private placement offering with INV for gross proceeds of C$3,962,683 (the "Offering"). Pursuant to the terms of the Offering, INV issued 8,805,962 common shares to the Company at a price of C$0.45 per common share. Following the completion of the Offering, the Company owned 35,344,424 common shares, or approximately 23.5% of the issued and outstanding common shares of INV, calculated on a non-diluted basis.

2020

- On December 21, 2020, the Company published its inaugural report on the impact of climate change on the Company's business. The report entitled "Risks and Opportunities Related to Climate Change," follows the recommendations of the Financial Stability Board's Task Force on Climate-related Financial Disclosure (the "TCFD") and highlights the Company's efforts to achieve reductions in energy, water use, emissions and consumption of raw materials. The report also outlines the major climate change risks and opportunities for DPM. See "Environmental, Social and Governance" for further details.
- On December 8, 2020, as part of an extensive strategic review, the Board approved a corporate purpose statement "unlocking resources and generating value to thrive and grow together" supported by core values, strategic pillars and strategic objectives, including the addition of a new ESG-focused objective to generate net positive impact from DPM's operations.
- On December 8, 2020, the Company announced a 50% increase to its quarterly dividend from $0.02 per common share to $0.03 per common share.
- On November 24, 2020, DPM completed the acquisition of 13,394,000 common shares of Velocity at a price of C$0.50 per common share for an aggregate investment of approximately C$6.8 million, representing 9.9% of Velocity's issued and outstanding common shares. See "Strategic Investments - Velocity" for further details.
- Effective November 1, 2020, Ms. Jaimie Donovan was appointed to the Board.
- On October 16, 2020, DPM announced an updated Mineral Resource and Mineral Reserve Estimate and improved life of mine ("LOM") plan for its Ada Tepe gold mine in Bulgaria and on November 23, 2020, DPM filed the associated technical report on SEDAR. See "Mining Properties – Ada Tepe Mine, Krumovgrad, Bulgaria" for further details.
- As part of the Company's executive succession planning process, Richard Howes stepped down as President and Chief Executive Officer of the Company ("CEO") at the annual general meeting of shareholders on May 7, 2020 and did not stand for re-election as a director of the Company. Mr. David Rae, DPM's Chief Operating Officer since 2014, was appointed as a director of the Company effective January 1, 2020 and assumed the role of President and CEO on May 7, 2020.

- On May 7, 2020, DPM announced that Dundee Corporation ("Dundee Corp"), at the time a holder of 35,881,552 (19.8%) of DPM common shares, entered into an agreement to sell 23,900,000 units (the "Units") at a price of C$6.35 per Unit to qualified purchasers, with each Unit consisting of one (1) common share of DPM owned by Dundee Corp and one-half (0.5) of a common share purchase warrant (each whole warrant a "Warrant"). Each Warrant entitled the holder thereof to acquire one (1) additional common share of DPM owned by Dundee Corp at an exercise price of C$8.00 for a term of 12 months from the date of issue. On October 28, 2020, Dundee Corp announced the successful completion of its early warrant exercise program, whereby a total of 7,819,900 unlisted Warrants to acquire shares of DPM were exercised to-date, with a total of 4,130,100 Warrants remaining as issued and outstanding.
- On February 13, 2020, DPM announced that the Board declared an inaugural quarterly dividend of $0.02 per common share. DPM further announced that it declared quarterly dividends of $0.02 per common share on May 6, July 30, November 12, 2020. See "Dividend Policy" for further details.

2019

- On October 28, 2019, DPM announced that it had acquired a 19.5% interest in INV pursuant to a non-brokered C$7,650,000 private placement.
- DPM announced that (i) it achieved first gold concentrate production from Ada Tepe on March 14, 2019; (ii) it achieved commercial production on June 8, 2019; (iii) it received the final operating permits on August 12, 2019; and (iv) Ada Tepe successfully completed ramp-up activities and had been operating at full design tonnage for a period of ten days on September 27, 2019. See "Mining Properties – Ada Tepe, Krumovgrad, Bulgaria" for further details.
- The Company contracted additional supply under its tolling agreement with IXM S.A. ("IXM") (formerly Louis Dreyfus Commodities Metals Suisse SA) in order to fully contract the Tsumeb smelter through mid-2023. See "Smelter Operations – Tsumeb Smelter, Namibia" for further details.
- On July 15, 2019, DPM announced the results of a preliminary economic assessment ("PEA") on its Timok gold project.
- To further strengthen its stakeholder partnerships in Namibia through a transaction to address the empowerment initiatives being developed to aid previously disadvantaged Namibians, on May 17, 2018, DPM announced that it had entered into an agreement with Greyhorse Mining (Pty) Ltd. ("GHM"), an entity representing previously disadvantaged Namibians, pursuant to which GHM acquired an indirect 8% interest in DPMT. On May 30, 2019, this transaction was completed for consideration of $17.6 million, received in the form of preferred shares in GHM. See "Smelter Operations – Tsumeb Smelter, Namibia – Economic Empowerment" for further details.

SUMMARY OF MINERAL RESERVE AND MINERAL RESOURCE ESTIMATES

The following tables summarizes the Company's Mineral Reserve and Mineral Resource estimates as at the dates set out in the footnotes. Estimates of Measured and Indicated Mineral Resources are reported exclusive of those Mineral Resources modified to produce the Mineral Reserves.

MINERAL RESERVES		GOLD		SILVER		COPPER	
	Tonnes M	Grade g/t	Ounces M	Grade g/t	Ounces M	Grade %	Pounds M
Proven	**10.4**	**4.48**	**1.504**	**14.13**	**4.742**	**-**	**137**
Chelopech	5.8	2.72	0.507	6.81	1.271	0.85	109
Ada-Tepe (Upper Zone)	0.4	3.16	0.036	2.08	0.024	-	-
Ada-Tepe (Wall)	1.3	6.37	0.271	4.16	0.177	-	-
Timok	-	-	-	-	-	-	-
Loma Larga	2.9	7.3	0.69	34.8	3.27	0.44	28.5
Tulare - Kiseljak	-	-	-	-	-	-	-
Tulare - Yellow Creek	-	-	-	-	-	-	-
Probable	**45.2**	**2.42**	**3.511**	**9.33**	**13.552**	**-**	**292**
Chelopech	13.6	2.72	1.190	7.89	3.450	0.78	233

Ada-Tepe (Upper Zone)	1.1	3.54	0.121	2.43	0.083	-	-
Ada-Tepe (Wall)	0.0	4.91	0.002	3.10	0.002	-	-
Ada-Tepe (Stockpiles)	0.3	2.37	0.026	1.58	0.017	-	-
Timok	19.2	1.07	0.662	-	-	-	-
Loma Larga	11.0	4.28	1.510	28.30	10.000	**0.25**	59.5
Tulare - Kiseljak	-	-	-	-	-	-	-
Tulare - Yellow Creek	-	-	-	-	-	-	-
Proven and Probable	**55.6**	**2.80**	**5.015**	**10.21**	**18.294**	**-**	**430**
Chelopech	19.3	2.72	1.697	7.57	4.721	0.80	342
Ada-Tepe (Upper Zone)	1.4	3.44	0.157	2.34	0.107	-	-
Ada-Tepe (Wall)	1.3	6.35	0.273	4.14	0.179	-	-
Ada-Tepe (Stockpiles)	0.3	2.37	0.026	1.58	0.017	-	-
Timok	19.2	1.07	0.662	-	-	-	-
Loma Larga	13.9	4.91	2.200	29.60	13.270	0.29	88
Tulare - Kiseljak	-	-	-	-	-	-	-
Tulare - Yellow Creek	-	-	-	-	-	-	-
MINERAL RESOURCES		**GOLD**		**SILVER**		**COPPER**	
	Tonnes	**Grade**	**Ounces**	**Grade**	**Ounces**	**Grade**	**Pounds**
	M	**g/t**	**M**	**g/t**	**M**	**%**	**M**
Measured	7.3	3.04	0.709	-	2.309	-	150
Chelopech	7.0	2.95	0.665	9.30	2.098	0.96	148
Ada-Tepe (Upper Zone)	-	-	-	-	-	-	-
Ada-Tepe (Wall)	-	-	-	-	-	-	-
Timok	-	-	-	-	-	-	-
Loma Larga	0.2	5.86	0.044	28.30	0.211	0.37	2
Tulare - Kiseljak	-	-	-	-	-	-	-
Tulare - Yellow Creek	-	-	-	-	-	-	-
Indicated	**50.1**	**1.65**	**2.663**	**-**	**8.744**	**-**	**151**
Chelopech	6.8	2.73	0.593	11.88	2.581	0.82	122
Ada-Tepe (Upper Zone)	-	-	-	-	-	-	-
Ada-Tepe (Wall)	-	-	-	-	-	-	-
Timok	32.3	1.27	1.319	-	-	-	-
Loma Larga	11.1	2.11	0.751	17.28	6.162	0.12	29
Tulare - Kiseljak	-	-	-	-	-	-	-
Tulare - Yellow Creek	-	-	-	-	-	-	-
Measured and Indicated	**57.4**	**1.83**	**3.371**	**-**	**11.053**	**-**	**301**
Chelopech	13.8	2.84	1.258	10.56	4.679	0.89	270
Ada-Tepe (Upper Zone)	-	-	-	-	-	-	-
Ada-Tepe (Wall)	-	-	-	-	-	-	-
Timok	32.3	1.27	1.319	-	-	-	-
Loma Larga	11.3	2.18	0.795	17.51	6.374	0.13	31
Tulare - Kiseljak	-	-	-	-	-	-	-
Tulare - Yellow Creek	-	-	-	-	-	-	-

Inferred	**557.2**	**0.25**	**4.481**	**-**	**5.969**	**-**	**2870**
Chelopech	2.9	2.36	0.223	9.20	0.869	0.82	53
Ada-Tepe (Upper Zone)	0.2	1.63	0.010	1.32	0.008	-	-
Ada-Tepe (Wall)	-	-	-	-	-	-	-
Loma Larga	6.2	2.03	0.404	25.60	5.091	0.12	17
Timok	0.9	1.53	0.045	-	-	-	-
Tulare - Kiseljak	459.0	0.20	3.000	-	-	0.22	2,200
Tulare - Yellow Creek	88.0	0.30	0.800	-	-	0.3	600

1. *The rounding of tonnage and grade figures has resulted in some columns showing relatively minor discrepancies in sum totals;*
2. *Mineral Reserves, Measured, Indicated and Inferred Mineral Resources have been reported in accordance with CIM Definitions (2014) as incorporated by reference in NI 43-101;*
3. *Mineral Resources are reported exclusive of Mineral Reserves;*
4. *Mineral Reserves and Resources may be subject to legal, political, environmental and other risks and uncertainties. Refer to the disclosure in this AIF and the Company's technical reports for more information with respect to key assumptions, parameters and risks relating to the above estimates;*
5. *Mineral Reserves and Resources estimates have been reviewed and prepared by CSA Global, DRA, SLR Consulting (Canada) Ltd. ("SLR") and AMC Consultants (UK) Limited, which provide multi-disciplinary services to the global resources industry and are independent of the Company;*
6. *Mineral Resources and Mineral Reserves for Chelopech are based on a net smelter return ("NSR")-less-costs cut-off value of $0/t. The total cost applied was approximately $45/t which is a sum of operational costs of approximately $40/t (variable by stope location) and sustaining capital of $5/t;*
7. *Mineral Reserves and Resources for Chelopech utilize a complex NSR formula that differs for three ore types, two of which are not material to this Mineral Resource and Reserve summary. The NSR formula utilizes long term metal prices, metallurgical recoveries, payability terms, treatment charges, refining charges, penalty charges (deleterious arsenic), concentrate transport costs, and royalties. For clarity of understanding of ore value, a simplified formula which represents the complex NSR formula for the majority of mineralization within 1% of value is presented as NSR $/t = 16.72 x Cu% + 0.23 x Ag_gpt + 29.18 x Au_gpt;*
8. *Long term metal prices assumed for the evaluation of the Mineral Reserves and Mineral Resources for Chelopech are $1,400/oz for gold, $17.00/oz for silver, and $2.75/lb for copper and are effective as of December 31, 2021;*
9. *Mineral Resources for Ada Tepe are based on a gold cut-off grade of 0.6 g/t for the Upper Zone and Overburden and of 0.8 g/t for the Wall calculated using metal prices of $1,400/oz Au, $17/oz Ag and are effective as of December 31, 2021;*
10. *Mineral Reserves for Ada Tepe are based on a gold cut-off grade of 0.6 g/t for the Upper Zone and Overburden and of 0.8 g/t for the Wall calculated using metal prices of $1,250/oz Au, $17/oz Ag and are effective as of December 31, 2021;*
11. *The effective date of the Mineral Resource estimate for Bigar Hill, Korkan and Korkan West is May 29, 2020. The effective date of the Mineral Resource estimate for Kraku Pester is May 15, 2018. Mineral Resource estimates for the Timok gold project are calculated using a metal price of $1,400/oz Au.*
12. *Mineral Resources for the Timok gold project are based on a cut-off of 0.19 g/t Au for the oxide material, 0.22 g/t Au for the transitional material, and 0.57 g/t Au for the Sulphide material, applied to the Bigar Hill, Korkan and Korkan West prospects;*
13. *Mineral Resources for the Timok gold project are based on a cut-off of 0.35 g/t Au for the oxide material, 0.40 g/t Au for the transitional material, and 1.05 g/t Au for the Sulphide material, applied to the Kraku Pester prospect;*
14. *Mineral Reserves for the Timok gold project are based on a gold cut-off grade of 0.21 g/t for the oxide and 0.24 g/t for the transitional material calculated using metal price of $1,250/oz and are effective as of May 29, 2020;*
15. *Mineral Resources for the Loma Larga gold project are reported at a NSR cut-off value of $55/t and using a long-term gold price of $1,650 per ounce, silver price of $21 per ounce, and copper price of $3.75 per pound and are effective as of March 31, 2020;*
16. *Mineral Reserves for the Loma Larga gold project are reported at an NSR cut-off value of $60/t and using metal prices of $1,400/oz Au, $18/oz Ag, $3.0/lb Cu and are effective as of March 31, 2020;*
17. *Mineral Resource estimates for Tulare-Kiseljak and Tulare-Yellow Creek are based on metal prices of $1,300/oz Au and $3.00/lb Cu, which for the purposes of equivalency calculations are $41.80/gram Au and $66.00/per cent Copper grade. The effective date of the Mineral Resource estimates is March 31, 2014;*
18. *Taking into consideration possible projected throughput rates for the Tulare Copper-Gold Porphyry project, typical mining costs, and a range of processing costs and indicative ranges of processing recoveries for an open pit mining scenario, Mineral Resources for Tulare-Kiseljak are reported using a cut-off of 0.15% CuEq (((Au*41.80) + (Cu*66.00))/66.00);*
19. *Taking into consideration possible projected throughput rates for the Tulare Copper-Gold Porphyry project, typical mining costs, and a range of processing costs and indicative ranges of processing recoveries for a bulk-underground mining scenario, Mineral Resources for Tulare-Yellow Creek are reported using a cut-off of 0.30% CuEq (((Au*41.80) + (Cu*66.00))/66.00); and*
20. *Economic assumptions for Tulare – Kiseljak and Tulare – Yellow Creek were prepared by Dunav Resources Ltd., prior to the acquisition by DPM.*

THREE YEAR PRODUCTION AND DELIVERY HISTORY

	Chelopech		
	2021	**2020**	**2019**
Ore Mined (mt)	2,206,826	2,182,844	2,211,067
Ore Milled (mt)	2,199,155	2,201,220	2,203,242
Head Grade (ore milled):			
Copper (%)	0.88	0.93	0.93
Gold (g/mt)	3.29	3.50	3.35
Silver (g/mt)	6.83	6.56	6.29
Gold-Copper Concentrate Produced (mt)	109,915	105,765	105,741
Metals contained in Gold-Copper Concentrate Produced:			
Copper (lbs)	34,687,982	35,642,083	37,250,240
Gold (oz)	116,433	124,060	119,928
Silver (oz)	170,707	164,235	157,851
Gold-Copper Concentrate Delivered (mt)	112,342	106,026	106,895
Payable Metals in Gold-Copper Concentrate Sold:			
Copper (lbs)	32,679,969	33,388,783	34,130,933
Gold (oz)	111,550	114,653	112,660
Silver (oz)	153,851	149,831	138,305
Pyrite Concentrate Produced (mt)	269,084	262,283	252,582
Gold Contained in Pyrite Concentrate Produced (oz)	60,568	55,502	53,471
Pyrite Concentrate Sold (mt)	267,569	267,897	256,937
Payable Gold in Pyrite Concentrate Sold (oz)	37,747	36,111	36,545
	Ada Tepe		
	2021	**2020**	**2019**
Ore Mined (mt)	992,850	1,029,309	430,384
Ore Milled (mt)	865,587	890,738	470,545
Head Grade (ore milled):			
Gold (g/mt)	5.75	4.92	4.56
Silver (g/mt)	3.08	2.48	2.62
Gold Concentrate Produced (mt)	7,267	5,926	2,700
Metals contained in Gold Concentrate Produced:			
Gold (oz)	132,964	118,727	57,193
Silver (oz)	49,349	40,422	22,519
Gold concentrate Delivered (mt)	7,329	6,138	2,397
Payable Metals in Gold Concentrate Sold:			
Gold (oz)	129,754	120,070	49,459
Silver (oz)	42,182	36,225	17,854
	Tsumeb		
	2021	**2020**	**2019**
Complex concentrate smelted (mt)	189,705	231,890	215,289
Acid produced (mt)	201,483	249,235	223,009
Acid deliveries (mt)	202,054	259,798	199,205

MINING PROPERTIES

Chelopech Mine, Chelopech, Bulgaria

The following summary and technical information of the Chelopech mine is derived in part from the Chelopech 2022 Technical Report, which is available on the Company's website at www.dundeeprecious.com and has been filed on the SEDAR site at www.sedar.com. See "Technical Information" for further details.

Project Description, Location, and Access

The Company holds a 100% interest in the Chelopech underground gold-copper mine which produces gold and copper contained in a concentrate grading between 20% and 45% g/t Au, 9% and 16% Cu and between 3.0% and 5.5% As. The high arsenic content of the copper minerals (enargite and tennantite) in the concentrate requires special arsenic recovery systems during the downstream smelting processes. Since 2010, the majority of the concentrate produced has been transported to the Company's smelter in Namibia, which has the required treatment facilities and, since 2014, a portion of the gold-copper concentrate production has been sold to third parties in China and Canada. The Chelopech mine also produces a pyrite concentrate which was designed to capture a portion of the unrecovered gold contained in the pyrite that was previously going into the tailings management facility ("TMF").

DPMC operates the Chelopech mine based on a concession contract dating from May 1999, when the concession rights were granted for a period of 30 years and owns the necessary land upon which the facilities are constructed. DPMC has complied with its obligations under the concession contract, the monitoring and control of which are done every year by the Bulgarian Ministry of Energy (the "ME"). DPMC has the right to extend the current concession, expiring in 2029, by up to 20 years and will commence the extension application process at least one year prior to the end of the LOM.

According to the concession contract, DPMC has rights to mine metalliferous underground resources, gold-copper-pyrite ores from the Chelopech deposit, and to do additional exploration within the footprint of the deposit which is 266 hectares. The DPMC mining concession area is 452 hectares and includes the Chelopech deposit and additional areas required for the implementation of concession activities, including the TMF and tailings pipeline. DPMC pays a royalty to the ME in compliance with the terms under the concession contract. The royalty is fixed at a rate of 1.5% for each concession year based on the gross value of the metals (copper, gold and silver) contained in the ore mined, calculated based on the arithmetic mean metal price for the preceding six-month period using the London Metal Exchange ("LME") price list.

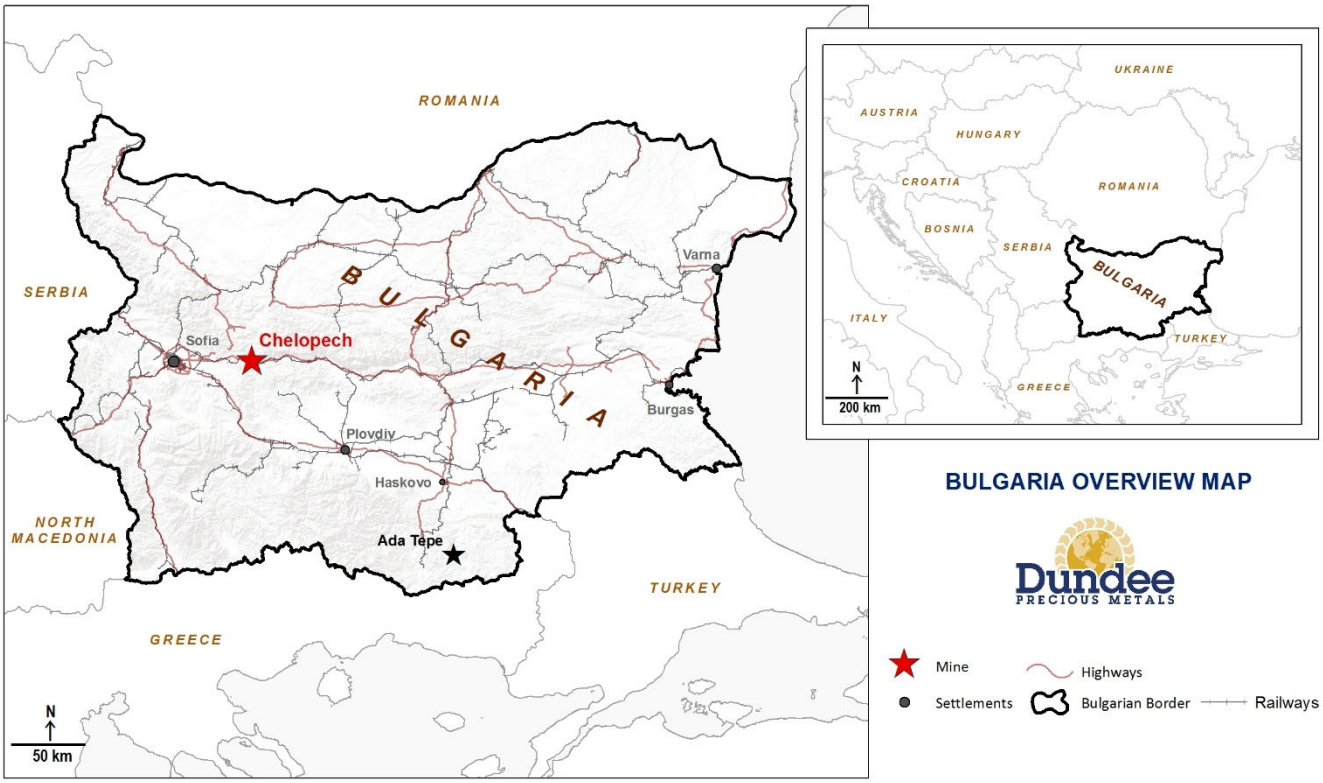
DPMC owns 222.7 hectares of urbanized land where the main operation facilities of Chelopech are located. DPMC also owns 106.54 hectares of agricultural land. In 2021, DPMC purchased an additional 0.64 hectares of land for reconstruction of a road used for buttressing of the main embankment of the TMF. The agricultural land is partially used for topsoil storage needed for future rehabilitation and storage of materials required for buttressing of the main embankment of the TMF.

The Chelopech mine is situated adjacent to the Chelopech village, in the Sofia District of Bulgaria, 75 kilometres east of the capital of Sofia. It is situated approximately 350 kilometres to the west by road and rail from the Black Sea port of Burgas and 470 kilometers from Varna. Chelopech is located at the foot of the Balkan Mountains, at an elevation of approximately 700 metres above sea level. The infrastructure area is bounded to the north by the foothills of the Balkan Range, to the east by a government-owned road maintenance organization and residential housing and agricultural land to the west and south, respectively.

Chelopech lies at the base of a range of hills on gently undulating terrain. The plant site is located at approximately 730 metres above sea level while the ranges of hills which form a backdrop to the plant site rise to over 1,000 metres above sea level.

The Chelopech mine is easily accessible via sealed major roads from Sofia. The principal rail and road links between Sofia and the country's largest port, Burgas, which is located on the Black Sea, pass through the village of Chelopech and the Chelopech mine site, where the loading facility for concentrate is available.

The following map shows the location and access to the Chelopech mine.



History

The following is a brief chronological description of mining that occurred at the Chelopech mine prior to DPM's ownership:

- Beginning in 1956, exploration shafts were excavated, and diamond holes were drilled, with underground production commencing in 1964. The mine, then part of several state-owned enterprises, was fully operational between 1970 and 1990 producing bulk gold-copper and pyrite concentrates;
- Prior to 1990, the nearby Aurubis (formerly MDK - Pirdop) copper smelter, located seven kilometres east of Chelopech, accepted the bulk sulphide concentrates from Chelopech and blended them with cupriferous concentrates from the nearby Elatsite, Medet and Assarel mines;
- The relatively high arsenic content of the concentrates led to the Bulgarian government decreeing on April 1, 1990 that Chelopech concentrate could no longer be treated at the Aurubis smelter, unless arsenic capturing and treatment facilities were installed at the smelter;
- In February 1992, the mine was placed on care and maintenance;
- In 1994, operations were restarted by Navan Mining plc ("Navan") with the re-treatment of approximately 100,000 tonnes of stockpiled low-grade concentrate;
- Following a number of ownership changes over the next five years, in 1999, the Council of Ministers of the Republic of Bulgaria, represented by the Ministry of Economy, and Chelopech signed a concession contract for the extraction of gold-copper ores from the mine, and the company name was changed to Navan Chelopech AD;
- Ore treated at Chelopech between 1994 to the end of 2002 was estimated at 4.8 million tonnes at an average grade of 1.4% Cu and 3.9g/t Au;
- Navan operated the Chelopech mine until late 2002, when it went into receivership, following which operations continued under the direct control of an administrator appointed by Deutsche Bank AG of London; and
- DPM acquired the mining operations in 2003.

Geological Setting, Mineralization and Deposit Types

The Chelopech deposit is located within the Panagyurishte metallogenic district. It formed during Late Cretaceous magmatic-hydrothermal events, defined by a north-northwest alignment of porphyry Cu-Au (Elatsite, Assarel and Medet) and epithermal Cu-Au deposits that is oblique to the east-west orientation of the Srednogorie belt. The geology of the Panagyurishte metallogenic district comprises a basement of Precambrian granitoid gneisses intruded by Palaeozoic granites and overlain by Late Cretaceous magmatic and sedimentary sequences.

The Chelopech area stratigraphy consists of pre-mineral and post-mineral sequences separated by a Late Turonian erosional surface and controlled by an inherited and intermittently reactivated regional Variscan basement relay structure. The pre-mineral and syn-mineral formations consist of the following units (from oldest to youngest): (i) high and low-grade metamorphic complexes that form the Palaeozoic Basement unit; (ii) the Basal Turonian unit of quartz-rich sandstones and conglomerates deposited in a shallow-marine setting; (iii) the Late Turonian Mixed Unit that consist of shales, dark grey wake sandstones and weakly-sorted epiclastic poly-mictic debris-flows deposits and hydro-magmatic surge deposits, including exhalative sulphide zones; and (iv) the Turonian Magmatic Chelopech mine Formation, a shallow porphyritic diorite/microdiorite intrusive system with phreatomagmatic breccia pipes. The post-mineral sequence consists of an older Monolithic Rock-Avalanche Breccia unit made up of angular to sub-angular polymictic debris-flows deposits and younger sedimentary rocks accumulated as a Gosau-type subbasin formation with characteristic rapid facies changes, post-mineral thrusting and subsequent normal faulting, all contributing to the preservation and distribution of the mineralization.

The Chelopech hydrothermal system is genetically related to a multi-phase 91.9±0.2 Ma old dioritic shallow intrusive system which extends at least over an area of 5 by 4 kilometres and hosts various types of mineralization, including (1) the economically most important high-sulfidation style Au-Cu mineralization in the Chelopech mine, West Shaft and the Krasta prospects (2) a sub-economic porphyry Cu-Mo-Au stockwork mineralization in the Petrovden prospect, (3) distal Au-rich base metal sulfide veins in the Vozdol and Wedge prospects, and 4) epiclastic-hosted re-worked Cu-Au mineralization in the Sharlo Dere prospect.

The economically significant high-sulfidation style Au-Cu mineralization is controlled by phreatomagmatic breccia pipes and syn-mineral hydromagmatic surge- and epiclastic debris-flow deposits. Ore shoots are associated with the high-porosity breccia–diorite contacts, breccia pipe cupola zones, surge flows with VMS-like exhalative ore zones and WNW- and ENE-striking steep structural feeders, which follow regional and local trends. Mineralization is represented by sulphide- and sulphosalt-rich replacement zones associated with a well-zoned advanced argillic alteration footprint. The complex branched pipe-like individual ore bodies vary from 40 to 200 metres in length, are 20 to 130 metres thick and can extend at least 390 metres down plunge.

The main ore bodies are spatially grouped into two major mining areas, with semi-circular distribution that are thought to be controlled by favorable breccia and host rock contact zones and structure intersections within the breccias. The Central zone consists of ten mineralized ore blocks (16, 17, 18, 19, 5, 25, 10, 7, 8 and 700), whilst the Western zone comprises a further 12 ore blocks (103, 144, 145, 146, 147, 148, 149, 149 South, 150, 151, 152 and 153). Advanced argillic alteration related to Chelopech ore system extends toward the southeast, beneath the Chelopech thrust fault, and is associated with a zone of blind breccia pipes known as the Southeast Breccia Pipe Zone.

Exploration

During 2021, a total of 41 drill holes (37,925 metres) were completed as part of the brownfield exploration program at Chelopech. The near mine exploration focused on:

- Target delineation drilling at the Wedge and West Shaft prospects within the Sveta Petka exploration licence;
- Drill testing of conceptual targets within the Brevene exploration licence (Bridge, Kazana, Aramu South, Chapel, Murgana) as well as grade/model evaluation drilling at the Vozdol prospect;
- Scout drill testing of the Petrovden gold-copper-molybdenum porphyry prospect, aiming to delineate higher grade zones that may potentially be amenable to underground mining; and
- Exploration drilling to re-evaluate the high-sulphidation type copper-gold mineralization defined historically at the Sharlo Dere prospect within the mine concession area.

Within the Sveta Petka exploration licence, the drilling activities at West Shaft and Wedge prospects completed in early 2021 prove presence of high sulphidation style mineralization on the fringe of the system, away from the main ore bodies. A detailed drill core and data review was completed to support an updated geologic model that include definition of a shallow sub-horizontal sediment bounded style of mineralization that resembles an “exhalative” depositional environment.

The Sveta Petka Geologic Discovery Certificate was issued by the ME in January 2021. The one-year extension of the exploration program was received in November 2021 and the work program was approved in March 2022, allowing DPM to commence further drilling required to complete its resources assessment and application for a Commercial Discovery, which is expected to be completed in early 2023.

At the Sharlo Dere prospect in the mine concession, 17 holes totaling nearly 13,000 metres were drilled to confirm historical intercepts and to better assess the continuity and upside potential of the high sulphidation copper–gold mineralization. The drilling to date returned a series of advanced argillic intervals with discrete to semi-massive zones of sulphide/sulphosalt mineralization. Dependent on the evaluation of the forthcoming results, the program will continue in 2022 as part of in-mine exploration efforts, with the aim to support the extension of the Mineral Resources within the mining concession.

At the Vozdol prospect, within the Brevene exploration licence, six holes were drilled totaling 6,066 metres. The program aimed to evaluate the continuity of mineralization as inferred by historical drilling programs and provide a better understanding of the metallogenetic controls. Reassessment of the geological model is ongoing and expected to be completed in early 2022.

Drill testing is ongoing at the Petrovden porphyry prospect, located immediately north of the Chelopech mine. The prospect is a large area of low-grade porphyry style mineralization in the footwall of the Petrovden fault. It has an alteration overprint of over 1,000 metres in length, more than 500 metres in width and over 1,500 metres vertical extension which remains open at depth. A total of 3,693 metres have been drilled as part of two deep drill holes (EX_VD_07 and EX_VD_08). Current observations suggest that the causative intrusion consists of a series of narrow granodiorite dykes that intrude the high-grade metamorphic basement rocks, following the steeply-dipping and ENE-striking trend of the Petrovden Fault system. More consistent Au-Cu-Mo mineralization, with elevated Ag and Re, is closely corelated with higher stockwork intensities and pervasive phyllic alteration overprinting potassic alteration. Mineralization has been intercepted during drilling below elevation of -160 metres and continuing to a greater depth down to -700 metres.

In 2022, brownfield exploration efforts will concentrate on near mine exploration drilling related to the Sveta Petka commercial discovery project, with 50,000 metres of drilling planned in 2022 as well as follow-up on the new conceptual model of “exhalative” sub-horizontal style mineralization identified on the shallow part of the system and extending on the fringes away from the main “phreatic breccias” hosted feeder zones. The new concept is currently being integrated on the targeting models with the in-mine exploration team and a collaborative effort of drilling from underground and surface is planned.

Drilling

Operator	Period	Company	Size	Number	Average length	Total metres
Pre-DPMC surface drilling	June 1956 to February 1992	State owned (including Polimet)	Various sizes	439	607	266,451
	Mine closed March to December 1992					
	January 1993 to August 2003	Navan (including Homestake Mining Company (“Homestake”))	Various sizes	9	81	726.3
	Total – pre-DPMC surface drilling			**448**	**596**	**267,177**
Pre-DPMC underground drilling	June 1956 to February 1992	State owned (including Polimet)	Various sizes	233	121	28,144
	Mine closed March to December 1992					
	January 1993 to August 2003	Navan (including Homestake)	BQ, NGM	484	57	27,527
	Total – pre-DPMC underground drilling			**717**	**78**	**55,672**
DPMC surface drilling	September 2003 to September 2021	Exploration	Various sizes	201	639	117,901

Operator	Period	Company	Size	Number	Average length	Total metres
DPMC underground drilling	September 2003 to September 2021	Exploration	BQ, NQ, NQ-2, HQ, PQ, LTK60, NGM	1,475	292	430,377
		Grade control ("GC") drilling	BQ, NQ, NQ-2	1,926	154	296,340
	Total – DPMC underground drilling			**3,401**	**223**	**726,717**
TOTAL				**4,767**	**245**	**1,167,467**

Resource Development

In 2021, a total of 43,208 metres of resource development diamond drilling was completed. Resource development diamond drilling was concentrated on targets in upper levels of Chelopech deposit. During the year, Blocks 8, 10 and 700 were drilled in Central area of the mine whilst Block 148 and Target 147 North were drill tested in the Western area.

Sampling, Analysis, and Data Verification

Sampling and Analysis

Chelopech: Sampling and Analysis Summary					
Sample Type	**Method**	**Sample Recovery**	**Sample Interval**	**Metals Assayed**	**Lab and Assay Method**
Underground Face Sampling	Lower half of active face sampled with panel chips on a 20 centimetres grid	Three to five kilograms represents 170 tonnes of ore	Faces sampled each development round, approximately every three metres	Copper, gold, silver, sulphur and arsenic	SGS Laboratories ("SGS") Chelopech Copper assayed by acid digestion with assay and atomic absorption spectrometry ("AAS") finish or Titration finish. Gold assayed by 25 grams fire assay with AAS finish or gravimetric finish
Diamond Core Sampling	NQ core is cut by diamond saw BQ core is whole core sampled	98-100% core recovery. Sample weight between three and seven kilograms	Standard sample interval of 1.5 metres, maximum 2.2 metres	Copper, gold, silver, sulphur, arsenic, lead and zinc	

All samples are placed in heat resistant cotton bags with dimensions of 35 by 25 centimetres. Sample tickets are uniquely numbered and placed in the bags with the samples. The sample bags are arranged in order on mobile racks and dried in the oven at 105° C for eight to ten hours. After drying the bags, these are loaded onto a four-by-four pick-up truck and then delivered directly to the on-site sample preparation laboratory where they are routinely assayed for Cu, Au, Ag, S and As.

Both underground face and diamond core samples are submitted for analysis, adhering to the following quality assurance and quality control ("QAQC") data procedure:

- Certified Reference Materials ("CRMs"), also referred to as standards, are inserted in a ratio of 1:20;
- Blanks are inserted in a ratio of 1:50;
- Field duplicates are inserted in a ratio of 1:20; and
- A naming convention for standards is used for QAQC samples, so although the laboratory will know which samples are standard samples, they will not be able to identify which actual standard has been inserted.

The samples are dispatched to the laboratory with a unique sample submission form.

Security

Samples collected from underground development, underground drilling and surface drilling operations are transported to the site-based geology core shed, where the samples are geologically logged and prepared for dispatch. The sampling procedures are appropriate and adequate security exists on the site to minimize any risk of contamination or inappropriate mixing of samples. Sample tagging and a laboratory bar code system is in use to digitally track sample progress through to final chemical analysis.

Sample Recovery

The overall core recovery varies between 98 and 100% and averages 99.27%.

Bulk Density

Bulk density measurements have been routinely completed since the start of 2003 at the (ISO9002 rated) Eurotest-Kontrol facility in Sofia using the industry standard wax coating water immersion method. The collection of bulk density data is part of DPM's standard procedures and samples are routinely taken from all diamond drilling, ore and development drives and stopes.

Bulk density measurements are collected as ten centimetre billets every three metres along the length of the drill hole, including both mineralization and waste. These measurements have been assigned to a location or to a bulk density table in the drill hole database. In 2009, onsite density analysis was introduced and made a part of the SGS managed onsite laboratory. The determination of bulk density for rock or core samples is by paraffin wax and water immersion.

Sample Preparation

The Chelopech laboratory operates its own sample preparation facility using standard sample preparation equipment. Face and diamond core samples are prepared separately in order to prevent contamination. From late 2004, the site laboratory was upgraded and significantly re-equipped, under the supervision of SGS in order to be SGS certified. SGS manages the site laboratory as an independent sample preparation and assay facility for a monthly management fee. An SGS qualified laboratory manager is always on site. SGS Chelopech laboratory has been ISO 9001:2008 certified since April 2013, updated to ISO 9001:2015 in April 2019 and recertified until April 4, 2022. All samples from Chelopech mine are prepared (drying, crushing, pulverization and splitting) and completed on site at SGS Chelopech, while samples from exploration sites are prepared and analyzed at SGS Bor, Serbia. Both laboratories operate to SGS Global and international standards under SGS's international accreditation. All methods and procedures are implemented together with international quality control protocols.

The sample preparation procedure is as follows:

- The sample is crushed to two millimetres using a jaw crusher, to a minimum 90% passing rate;
- The sample is split in a Johnson splitter, retaining ⅛ or a 600 gram sample for pulverising and homogenization; and
- The 600 gram sample is pulverized using Labtech ESSA, LM2 or, LM5 to -75 micron size. Sizing analysis is routinely undertaken as part of the assay quality assurance procedures.

Routine grade assays are undertaken by the independently SGS-managed Chelopech laboratory. Analytical procedures with respect to mine face and core samples, mill feed and mill tails are as follows:

- Copper: All samples from Chelopech have been analyzed for copper by one of two methods. High grade samples over 30,000 parts per million are analyzed using an iodometric method consisting of mixed acidic digestion followed by titration with sodium thiosulphate solution. Low-grade copper samples less than 30,000 parts per million are analyzed by means of two-acid digestion followed with grade determinations by AAS finish;
- Gold: Gold and silver assays completed at Chelopech are determined by means of the industry standard lead fire assay method with AAS finish. Higher values over 20 parts per million are assayed with a gravimetric finish;
- Silver: Two acid (HCl/HNO3) digestion with AAS finish;
- Arsenic: Two acid (HCl/HNO3) digestion with AAS finish; and
- Sulphur: Sulphur assays completed at Chelopech are determined by means of combustion in a muffle furnace ELTRA Analyzer – LECO method.

Quality Control Procedures

The independent SGS-managed Chelopech laboratory quality control procedures include the following:

- Every batch of samples is recorded in a laboratory job book, and profiled using the LIMS (CCLAS) computer scheduling system;
- Two internationally accredited standards, one blank, repeats (~10%) and duplicates (~10%) of one in 20 samples are inserted randomly in every batch profiled;
- One in 20 pulverized samples is wet screened through a -75 micron sieve. 85% passing is expected. Job is re-pulverized if 40% of samples sieved in the batch failed (<85%);
- The laboratory participates in the SGS internal round robin, where four samples every month are analyzed for various elements, and results are compared with over 140 SGS laboratories worldwide;

- The laboratory participates in the Geostats international Round Robin Survey twice a year. Forty samples are analyzed for various elements and results compared with more than 100 laboratories; and
- As part of the quality control the laboratory sends 50 samples monthly to another SGS laboratory for QAQC checks. Results are compiled and compared statistically.

Data Verification

The Chelopech geology internal quality control procedures also include the following:

- One in 20 drill core pulps is re-submitted as a duplicate with a different number assigned to it adhering to the following QAQC data procedure; and
- Review of the independent laboratory QC data on a batch-by-batch, quarterly and annual basis.

The Chelopech geology procedure for external (Umpire) QAQC sample submission is as follows:

- All internal control pulp duplicates are submitted for umpire analysis;
- Samples that have discrepancies between the geological description and chemical analysis are also submitted for umpire analysis;
- An internationally accredited standard with unknown metal concentrations is inserted after every 20th sample (by the laboratory). Geostats Australia has manufactured and certified 29 Chelopech standards using two different types of Chelopech ores; and
- One blank is inserted for every 50 samples.

Further verification of results included comparison of assay data with geology, alteration and mineralization logging data.

A review of the quality control data for the Mineral Resource estimate period (October 1, 2020 to September 30, 2021) was completed for Au, Cu, Ag, S and As. Cross contamination (blanks), assay accuracy (CRM) and assay precision (duplicates) were reviewed separately for each of the analytical laboratories. SGS Chelopech, Bulgaria and SGS Bor, Serbia were used as primary laboratories and ALS Rosia Montana, Romania as the external check (umpire) laboratory.

Overall blank results show no significant indications of contamination except for one Cu blank. Where failures were noted, these tended to be in non-certified blanks or at low grades relative to economic levels of mineralization and laboratory lower detection limits.

No fatal flaws were noted with the accuracy results. Bias and failures were noted in individual CRMs, but this was not systematic (i.e., some bias is positive and some negative).

Field, preparation, and pulp duplicates as well as external check (umpire) results were compared for face samples and drill samples for primary samples submitted to SGS Chelopech and SGS Bor and external check samples sent to ALS Rosia Montana. Precision was acceptable with no material bias for the SGS Chelopech duplicates. External check samples had good precision with no significant bias. The SGS Bor duplicates had poorer precision and higher biases than samples analyzed at SGS Chelopech.

The QP is satisfied that the sample preparation, security and analytical procedures in place at Chelopech are adequate, and that data used in the estimation of Mineral Resources are representative of the mineralization and fit for use.

Brownfield Exploration QAQC

Drill core from brownfield exploration is logged, sampled and sent to the Company's laboratory in Bor, Serbia for sample preparation and analysis. See "Development Projects – Timok Gold Project, Serbia – Sampling, Analysis and QAQC of Timok and Brownfield Exploration Core and Channel Samples" for further details regarding the exploration QAQC protocol.

Mineral Processing and Metallurgical Testing

A comprehensive testwork program was completed on drill core samples of representative mineralization from each mining block of potential future material as part of the original 2005 Definitive Feasibility Study. The metallurgical test work characterised the hardness and flotation parameters of each sample, and the work confirmed that the process flowsheet currently in operation is optimal for the production of copper/gold concentrates, and no changes were recommended. An additional test program was completed in 2012 covering current and future ores which also confirmed the current flowsheet performance for the copper circuit and led to the development of the pyrite recovery circuit which was subsequently commissioned at the end of 2014.

A geomet and flowsheet optimization flotation test work program at XPS (Sudbury) was concluded in 2017. The geomet test work considered the metallurgical variability of the eight identified domains at Chelopech – 151 Block Upper, Middle & Lower; 150 Block Upper & Lower; 103 Block East & West; 19 Block. The findings of the geomet test work was inconclusive on quantifying the variability in pyrite quality between the domains. Other information gathered was nonetheless useful and further enhanced the understanding of the geo-metallurgical properties and variability between the domains.

The recovery models are moderated with current performance factors and are revised in conjunction with a continual improvement program. The same formula is consistently used in the short term and long term mine plans and are also present in the mill control room as guides for process control targets

The 2021 annual review of the recovery models versus the actual plant performance indicate that the current models are still able to accurately predict the plant recovery performance for the expected future plant feed grades, with the exception of Block 152 where the recovery models were updated due to low copper and high pyrite mineralization. The other exception is Block 700, which produces only a gold-pyrite concentrate.

A technical-economic assessment concluded that it would be economically optimal to produce a copper containing gold concentrate (approximately 9-11% Cu, 15-30g/t Au, <3.5% As) instead of the historic 16% copper concentrate. Extensive plant trials were completed during 2021, which proved the technical and economic feasibility of this production strategy.

Mineral Reserve and Mineral Resource Estimates

See "Summary of Mineral Reserve and Mineral Resource Estimates" for the Chelopech Mineral Reserves and Mineral Resources. The December 31, 2021 Mineral Reserves and Resources were estimated by DPMC personnel under the supervision of CSA Global. Validation of the Mineral Resource estimate was also completed by CSA Global.

Mineral Resources and Mineral Reserves are based on a NSR equation that informs a profitability indicator that considers, among other things, metal price, metallurgical recoveries, treatment charges and market forecasts. Long term metal prices assumed for the evaluation of the Mineral Reserves are $1,400/ounce for Au, $17.00/ounce for Ag and $2.75/lb for Cu.

Mineral Resources exclusive of Mineral Reserves, in comparison to the end-of-year 2020 Mineral Resource estimate, have decreased by 3.6 million tonnes, 209,000 ounces of Au and 45 million pounds of Cu within the Measured and Indicated Mineral Resource categories. This corresponds to a 20.7% decrease in tonnes and a 14% decrease in both contained metal for gold and copper. This decrease in Measured and Indicated Mineral Resources is largely attributed to conversion of Mineral Resources to Mineral Reserves as well as changes in NSR calculations and classification. Inferred Mineral Resource tonnage has increased by 77%, in comparison to the end-of-year 2020 Mineral Resource estimate.

In addition, ongoing infill and resource development drilling programs have defined new and reclassified Mineral Resources in blocks 17, 19, 25, 103, 146, 149 and 151. See "Mining Properties – Chelopech Mine, Chelopech, Bulgaria – Drilling – Resource Development" for an overview of the resource drilling during 2021.

For the December 31, 2021 Mineral Reserves estimate, a NSR-less costs cut-off value of $0/tonne ore profitability test was used. This was based on a strategic mine optimization study conducted by DPM and Whittle Consulting in 2021. The study indicated that the production of 'gold concentrate' (ideally 10% copper grade gold concentrate sold into China) would increase the Mineral Reserves (LOM) and increase the NPV as compared to the previous NSR-less costs cut-off value of $10/tonne ore.

Net changes in tonnes and contained metals from the 2020 to the 2021 Mineral Reserves estimate show an increase of 825,000 in tonnage, reduction of 29,000 ounces of gold, increase of 105,000 ounces of silver and reduction of 2.5 million pounds of copper. This corresponds to a percentage increase of 4% in tonnes, 2% reduction in metal content for gold, 2% increase in metal content for silver and 1% reduction in metal content for copper. The increase in tonnage is net of 2021 depletion and increases are attributed to the reduction in cut-off value to $0/tonne.

The Mineral Reserves at Chelopech have been estimated by including a number of technical, economic and other factors. A change to any of the inputs would therefore have some effect on the overall results. Concerning mining and metallurgical factors, it is CSA Global's belief that sufficient work has been done by DPM to ensure that these are not likely to have any significant or material effect on Mineral Reserves. The total mine life is 1.5 years longer than the current permit. The Concession Agreement expires on July 26, 2029. DPM has not yet commenced an application for renewal but expects to do so prior to July 26, 2028, in accordance with the Concession Agreement. While there can be no assurance given that the concession will be extended, based on precedent applications DPM has no reason to believe the concession will not be extended. Given the lack of guarantee, no Proven Mineral Reserve should exist in the last year of mining. It has been verified that only Probable Mineral Reserve exists in the 2030 mine extraction plan and so no downgrading of Mineral Reserve status was required.

Subject to the risk factors discussed under the "Risk Factors" section in this AIF and the more detailed information contained in the Chelopech 2022 Technical Report, DPM believes that the Mineral Reserve and Mineral Resource estimates for Chelopech are of low risk of being materially affected by environmental, permitting, legal, title, taxation, socio-economic, marketing, political, and other relevant issues.

Mining Operations

The operating facilities owned by the Company include an underground mine, semi-autogenous grinding ("SAG") mill as well as copper and pyrite flotation circuits. Other facilities include a fully operational tailings dam, underground crusher and conveyor system to surface, the original head frame and hoist for stand-by/emergency use, three primary ventilation shafts, a trackless decline from surface, paste fill plant, as well as surface and underground workshops. In the fourth quarter of 2014,

the concentrate conveying and train load out facility was commissioned and, in the third quarter of 2015, the gold-copper concentrate storage facilities were completed. There are also sufficient surface buildings and installations necessary to support current and future operations of the mine. Refer to the Chelopech 2022 Technical Report for further details.

Production from underground is attained via sublevel long hole open stoping. Ore is delivered via ore passes, or via trucks, to the run-of-mine ("ROM") bin above the crusher. The crusher feeds up to 400 tonnes per hour to a system of eight conveyors to transport the ore to the surface stockpile.

Reconciliation, defining the performance of the mine and mill compared to the Mineral Reserves, shows that during 2021 the mine is producing an average of 1% less tonnes at 11% lower copper and 8% lower gold grades, after mining dilution and ore losses, compared to the Mineral Reserves block model for the same period. Reconciliation at Chelopech is consistent with good industry standards (±10%) for this style of mineralization.

The production rate of the mine for the last three years has been approximately 2.2 million tonnes per annum of ore and the designed throughput rate of the SAG mill is 275 tonnes per hour of ore. In 2021, the process plant processed almost 2.2 million tonnes of ore, and produced 109,915 tonnes of gold-copper concentrate, containing 116,433 troy ounces of gold, 170,707 ounces of silver and 15,734 tonnes of copper (34,687,982 pounds). In addition, 269,084 tonnes of pyrite concentrate were produced, containing 60,569 troy ounces of gold. See "Three Year Production and Delivery History" for further details.

The mine is expected to produce, in gold-copper concentrate, a total of 0.93 million ounces of gold, 2.37 million ounces of silver and 131,410 tonnes of copper for the years 2022 through 2030. In addition, pyrite concentrate is expected to be produced, containing 0.42 million ounces of gold.

Processing and Recovery Operations

Current ore treatment processes comprise conventional crushing of ROM ore in a primary jaw crushing circuit, grinding in a SAG milling circuit, bulk flotation, three-stage cleaner flotation and concentrate dewatering to produce the gold-copper concentrate, while the pyrite is recovered from the copper circuit cleaner tails.

The primary saleable product is a gold-copper concentrate containing, on average, 16% Cu, 25-30 g/t Au, and 5-6% arsenic or 10.0% Cu, 15-25 g/t Au, and 3.5% arsenic, depending on customer requirements, which is loaded at the mine site through a conveyor system from the stockpile into rail wagons and dispatched to the Port of Burgas for sea transportation to the Tsumeb smelter and to third parties. Since 2014, pyrite concentrate, containing gold, has been produced in a section with a capacity allowing the production of up to 400,000 tonnes of pyrite concentrate per year from the mill feed as a separate secondary concentrate product, in addition to the produced gold-copper concentrate. Production is currently operated to meet market demand.

Tailings from the concentrator are thickened and directed to the mine backfill plant, with the balance discharged to the TMF.

The concentrator operates 24 hours per day, seven days per week, and is designed to process 275 tonnes per hour at an operating availability of around 92%, with an average annual ore throughput capacity of 2.2 million tonnes. The total power consumption is approximately 38 kilowatt hour/tonne of which grinding and flotation is approximately 75%. The main reagents are collector (120–150 g/t), quicklime (3–4 kilogram/tonne) and sulphuric acid (0.7–1.0 kilogram/tonne). The water consumption is approximately 0.35 tonnes per cubic metre of ore treated. DPMC does not foresee any material change in the consumption of power, water and process materials, compared to that used in the last three years.

Infrastructure, Permitting and Compliance Activities

Infrastructure

Chelopech is well resourced, due to its proximity to major roads, power lines, communication facilities, water sources and the nearby towns of Zlatitsa and Pirdop. The site obtains power from the Bulgarian power grid and is permitted to obtain its water requirements from nearby storage.

Power is supplied from the Bulgarian national transmission and distribution system, at 110 kilovolts, via substations at Stolnik and Zlatitsa to the mine substation (110/6 kilovolts) with two transformers (16 mega volt amperes each) located in the southeast area of the mine. Most of the distribution system consists of above ground transmission lines.

The Chelopech mine currently has a permit to obtain its freshwater requirements from the local Kachulka Dam (owned by the Chelopech Municipality). Additional water requirements are supplemented by mine-site catchments and recycled water from the TMF. Additional water supply is available from the Dushantzi Dam for which usage permits are in place. Dushantzi Dam is owned by the Pirdop municipality.

Permitting

Mining and processing activities are carried out based on a LOM plan, Annual Production Plans ("APP"), an Overall Closure and Rehabilitation Plan ("OCRP") and an Annual Closure and Rehabilitation Plan ("ACRP"). These plans require approval by the ME. The LOM plan was approved in November 2009 and the OCRP was approved in April 2010, updated in December 2015 and in September 2018. The 2022 APP and 2022 ACRP were approved in February 2022. The LOM plan will be updated in 2022 to cover the rest of the concession period until 2029. DPMC has the right to extend the current concession, that

expires in 2029, by up to 20 years and will commence the extension application process at least one year prior to the end of the LOM.

Tailings management facilities are operated based on an approved Mine Waste Management Plan ("MWMP"). Further, operators of class A mine waste management facilities require a permit, which is issued based on the approved MWMP. DPMC has an approved MWMP, last updated and amended in December 2019 and an amended permit as an operator of a class A facility, which was issued in December 2019.

In August 2020 DPMC obtained a permit to operate the upgraded 630 metre Chelopech TMF. An additional investment proposal for buttressing of the main embankment of the TMF was completed. In 2020 the required environmental permit for the project was received together with a detailed design permit approval. In January 2021 DPMC obtained a construction permit for buttressing of the main embankment of the TMF. The application for changes in the approved project design and current construction permit was submitted to the District Governor. Requested changes are a result of a new analysis done for the demolition of the main / southern wall of the Chelopech tailings dam. The classification of the Chelopech tailings dam was raised to "Extreme" according to the Canadian Dam Association ("CDA") classification. Risk classifications are completed regularly and the classification follows the CDA methodology and is based on the consequence resulting from catastrophic failure. The new required buttressing shape is subject to project design reapproval according to Bulgarian legislation. Approval is expected during the first quarter of 2022. The Company's Independent Tailings Review Board ("ITRB") conducted a remote workshop relating to the TMF in May 2021. An action plan to address all received recommendations was developed and a progress report is presented to the Board on a quarterly basis.

DPMC operates with a safe-keeping and use of explosive permit which was extended in 2021. In connection with the search for solutions to increase the efficiency of mining, a study of current trends in the development of blasting in the underground mining of minerals was conducted.

The mechanized loading of explosive holes and drillings with emulsion explosive was determined to be the most effective opportunity to improve the process of blasting. In connection with this project, an additional investment proposal for the production of emulsion explosives was completed in 2020 and a blasting permit for the use of emulsion explosives was obtained for the life of the Chelopech mine. Two mobile machines were delivered in 2020 for producing and loading emulsion explosives.

DPMC has several water abstraction permits. The main permits for water abstraction for production needs are for water abstraction from the Dushantzi and Kachulka dams. Both permits for water abstraction were renewed: Dushantzi dam for 10 years until October 2031 and Kachulka dam for 8 years until December 2029. For exploration needs, DPMC has applied to renew the existing water abstraction permit for the Vozdol river. The permit is expected to be renewed in 2022. The current water use permit for wastewater discharge into surface water bodies was renewed until October 2027.

Environmental Requirements

To the Company's knowledge, there are no additional environmental requirements for the operation of the Chelopech mine other than those associated with the existence of the current mining infrastructure, namely the underground mine, processing plant, flotation TMF, ancillary workshops and administration facilities.

Closure and Rehabilitation

Closure and rehabilitation activities are defined in the OCRP from 2010, as updated in December 2015 and in September 2018, and detailed in the ACRPs. In compliance with its obligations under the concession contract, DPMC arranges for a financial surety for its closure and rehabilitation obligations, which is currently in the form of an annual bank guarantee. The most recent guarantee, which has an aggregate value of Euro 15.7 million, was renewed in November 2021. In 2020, the Company commenced an update of the OCRP, which will be presented to the competent authorities in 2022.

Capital and Operating Costs

The tables below set out the estimated capital and operating costs over the LOM. These costs are in current dollars without escalation. The base exchange rate used for the evaluation of the project is US$1.25/EUR.

Capital Costs

Capital costs including sustaining and project capital, as well as closure costs are shown in the table below.

Capital Costs 2022-2030	
Item	**LOM ($ millions)**
Sustaining /Replacement Capital	108.8
Other Project Capital	12.7
Closure Costs	25.8
LOM Capital Expenditure	**147.3**

Operating Costs

A summary of the overall LOM operating costs, by major cost components, is presented in the table below. The costs presented exclude pre-production costs which are included in the capital cost estimate, as well as depreciation expenses related to the capital expenditures.

Operating Costs 2022-2030		
Major Cost Components	**LOM Total ($ millions)**	**LOM Unit Cost ($/t)**
Mining Costs	447.1	23.13
Processing Costs	294.8	15.25
General & Administration Costs	133.9	6.93
Royalty	52.9	2.74
Total Cost	**928.6**	**48.04**

Ada Tepe Mine, Krumovgrad, Bulgaria

The following summary and technical information of the Ada Tepe mine is derived in part from the Ada Tepe 2020 Technical Report, which is available on the Company's website at www.dundeeprecious.com and has been filed on the SEDAR site at www.sedar.com. See "Technical Information" for further details.

Project Description, Location and Access

The Company holds a 100% interest in the Ada Tepe open pit gold mine located in Bulgaria. The Ada Tepe mine is operated based on a 30-year mining concession for the Khan Krum deposit, which consists of Ada Tepe, Surnak, Sinap, Skalak, Kuklitsa and Kupel satellites. The mining concession was granted to DPMK in 2011 following a commercial discovery, for which DPMK was awarded a Commercial Discovery Certificate dated August 28, 2009. The concession contract was signed on April 25, 2012 between DPMK and the Bulgarian government and entered into force on March 4, 2013.

According to the concession contract, DPMK has rights to extract underground metalliferous natural resources - gold ores from the Khan Krum deposit. The concession area covers 1,370 hectares. Mining and exploration activities are permitted only within the footprints of the satellites after environmental permits have been issued. An environmental permit has been issued for the Ada Tepe satellite where mining and additional exploration is allowed. Environmental permits are required for the other five satellites, being Kuklitsa, Kupel, Surnak, Skalak, and Sinap.

The Ada Tepe commercial discovery boundary where mining is ongoing is 16.1 hectares. DPMK owns 132.02 hectares of land urbanized territory, where current operation facilities for Ada Tepe are located.

The town of Krumovgrad is approximately 320 kilometres southeast by paved road from the capital of Bulgaria, Sofia, which is serviced by a modern international airport. A second international airport exists in the city of Plovdiv, located approximately 100 kilometres northwest of Krumovgrad.

The Ada Tepe mine is located three kilometres south from the Krumovgrad town site and trends in a north south direction. The deposit area is comprised of hilly topography abutting a major regional river system.

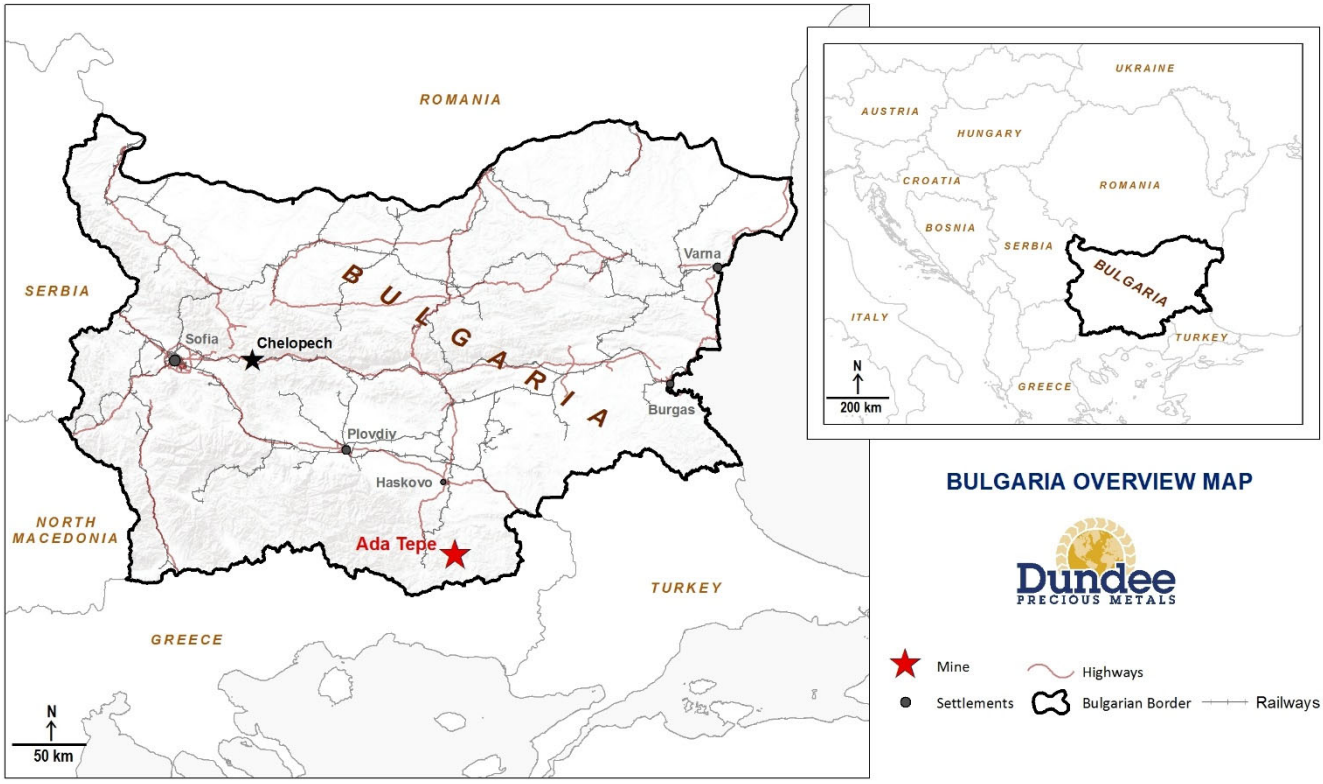
Access to the mine site is by way of a new section of the existing access road with excellent accessibility throughout the year.

The final capital cost to construct and commission the project was $164 million and the mine entered into the operational phase in August 2019.

The activities that are carried out are mining of gold-silver ore and waste rock mass. The ores are stockpiled at designated locations and different grades are blended to produce the required gold grade per tonne of ore according to the budget. The ready ore blend is then fed into the Process Plant with the end products of the plant being gold-silver concentrate and flotation tailings. In addition to ore, waste rock is generated, which is used to construct cells for storage of flotation tailings in the Integrated Mine Waste Facility ("IMWF").

The Company pays a royalty to the Bulgarian government at a variable royalty rate applied to the gross value of the gold and silver metals contained in the ore mined. The royalty rate depends on the profitability of the operation. At a pre-tax profit to sales ratio of 10% or less, the royalty rate is 1.44% of the value of the metals. At a pre-tax profit to sales ratio of 50% or more, the royalty rate is 4% of the value of the metals. At intermediate levels of profitability, the royalty rate varies on a sliding scale between 1.44% and 4% in a linear fashion.

The following map shows the location and access to the Ada Tepe mine.



History

The following is a brief chronological description of exploration work done on the property prior to DPM's ownership:

- Ada Tepe was the subject of previous state-funded exploration in the early to mid-1990s by GeoEngineering of Assenovgrad, and Geology & Geophysics of Sofia.
- Navan's Bulgarian subsidiary, Balkan Mineral and Mining ("BMM"), was awarded an Exploration Permit No. 1/09.05.2000 for the Ada Tepe licence area covering 130 square kilometres, based on which it then entered into an Agreement of Prospecting and Exploration with the Ministry of Economy of the Republic of Bulgaria on June 12, 2000.
- BMM was acquired by DPM in 2003, and in 2013 was renamed Dundee Precious Metals Krumovgrad EAD.

Geological Setting, Mineralization and Deposit Types

The Krumovgrad region is located within the Eastern Rhodopes which comprises the eastern portion of a large metamorphic complex. Basement rocks in the Ada Tepe area consist of Precambrian and Paleozoic metasediments, gneisses, and amphibolites. The basement is unconformably overlain by Paleogene conglomerates, sandstones, siltstones and limestones of the Krumovgrad group that were deposited during rapid uplift of the metamorphic core complex.

At Ada Tepe, gold and silver mineralization is predominantly hosted within the Shavar Formation proximal to the unconformable listric fault contact or detachment with the underlying basement rocks of the Kessebir-Kardamos core complex. Sedimentary rocks within the Shavar Formation typically form laterally discontinuous lenses ranging from chaotic breccias to conglomerate to inter-bedded pebbly sandstone, siltstone, and marl to marl-argillite.

The dominant structure at the Ada Tepe mine is a "detachment fault" that separates the metamorphic basement rocks from the overlying mineralized sedimentary rocks and forms a 10° to 15° north dipping lower structural bounding surface to the deposit.

The Ada Tepe mine is a low sulphidation epithermal gold-silver deposit. High gold grades in association with electrum-bearing open-space fill colloform-banded and lattice-bladed silica-carbonate-adularia veins and hydrothermal breccias and the presence of sinter, suggest proximity to the paleosurface and a low sulphidation character.

Mineralization at Ada Tepe is subdivided into two types, based on the geometry and style of the mineralized zone, as follows:

- "Wall Zone" mineralization: a massive shallow dipping (15 degrees north), siliceous body forming the hanging wall to the detachment and defining the contact between the core complex and the overlying sedimentary rocks; and

- "Upper Zone" mineralization: a series of predominantly east-west trending steeply dipping veins that exhibit textures indicative of forming within an epithermal environment and extend upwards into the sedimentary breccia unit above the Wall Zone.

The Ada Tepe mine is approximately 600 metres long (north-south), and up to 350 metres wide (east-west). The wall zone is up to 30 metres thick. The thickness of the Upper Zone vein mineralization is very variable, from less than one metre thick, to more than 30 metres thick. The Wall Zone exhibits very good continuity. The Upper Zone vein system exhibits less continuity than the Wall Zone, necessitating a higher drilling density that has been applied during the delineation of the Ada Tepe mine.

At the Surnak prospect, located about three kilometres west of Ada Tepe, the main volume of gold-silver mineralization occurs along a northeast-striking sub-vertical metamorphic and sedimentary rock contact and is associated with sulphide-rich silica and carbonate-altered hydrothermal breccias. Mineralization also extends into the metamorphic basement rocks and the overlying sediments, controlled by a combination of sub-horizontal stratigraphy-related zones of permeability and steeper feeder structures.

Exploration

In 2021, a total of 11,622 metres of exploration drilling was completed on the Khan Krum mining concession area and surrounding exploration licences, with a large part of the program being dedicated to additional drilling at the Surnak, Synap and Kuklitsa prospects, within the mine concession.

After completion of the drilling campaign, the geological activities were focused on an extensive targeting delineation campaign that encompassed the Surnak, Skalak, Synap and Kuklitsa prospects of the Khan Krum mining concession area, as well as Lada and on the newly granted Krumovitsa exploration licence. This included systematic geological mapping, rock sampling and trenching, as well as ground electrical, radiometric and seismic surveys.

Exploration activities during the last quarter of 2021 were focused on the Elhovo exploration licence with nine drill holes for a total of 2,206 metres being completed on the Rigel and Ralichevo prospects. In parallel to scout drilling, detailed geological mapping and additional trenching was also completed in the Rigel North prospect. The results to date show sub-economic localized mineralization related to steep structures that allow interaction of hydrothermal fluids with reactive calcschists with the basement units but fail to build significant volumes of economic mineralization.

With the Chiriite exploration licence, detailed geological mapping (1:1000 scale) with rock sampling and trenching was conducted at the Golden Creek, Chernichino and Kara Tepe prospects. The permitting process for a total of 25 drill sites was completed and scout drilling commenced in March 2022, aiming to confirm the continuity of the veins and mineralized breccias veins at depth and evaluate the potential connection with the nearby Chatal Kaya prospect.

In 2022, pending approval of the annual working program at Krumovitza, additional drilling is expected on this new exploration licence that displays synergy with Ada Tepe in terms of proximity and style of mineralization. Collaboratively with the in-mine team, additional targeting and scout drilling is expected within the mine concession, aiming to follow-up on the potential of mineralization being hosted at depth in the basement in close proximity of Ada Tepe, below the inferred detachment fault.

Drilling

Mineral Resource delineation at the Ada Tepe deposit has been undertaken by a combination of reverse circulation ("RC") and diamond drilling, completed in four drilling programs between late 2000 and late 2004.

From June 2000 until March 2002, all exploration data collection at Ada Tepe was undertaken by BMM, under the management of Navan. From April 2002 to the end of 2004, exploration at Ada Tepe was undertaken under the management of RSG Global Pty Ltd. ("RSG") (acquired by Coffey International limited and integrated with Coffey Mining Pty Ltd. effective September 2006) in close consultation with BMM field staff, Navan management until September 30, 2003, and subsequently DPM management.

Trenches and drill access road cut exposures were routinely channel sampled since the commencement of detailed exploration at Ada Tepe in mid-2000. The channel sampling was undertaken predominantly on north-south orientated traverses coinciding with the 25 metre spaced drill traverses. Prior to March 2002, a variety of sample intervals were used, primarily controlled by changes in geology.

Resource drilling at Ada Tepe commenced in 2017. Mining started in 2018 with removal and stockpiling of topsoil. In 2018, some of the waste rock material was extracted and used in the construction of the IMWF. The first ore zones were mined in 2018 and the ore was used in the wet trials as part of the plant commissioning in 2019. Resource drilling continued through 2021 and is planned to be completed in January 2022. From 2019 to 2021 resource drilling was completed in parallel with the pit mining operations. The drilling data obtained to-date ensures a complete understanding of the ore domain contours within the Ada Tepe mine.

Between 2017 and 2021, approximately 322,383 metres of GC drilling has been completed using a contractor based in Bulgaria, Drillex International, which operates four GEMEX and one BULL DRILL truck mounted RC rigs on the mine site. RC

drilling is conducted using either 125 milimetre or 147 milimetre drill bit diameters to ensure a sufficient volume of sample is collected during drilling. A booster compressor is employed at all times during drilling to ensure sufficient air pressure.

The current interpretation of drilling results to date reflects the two principal styles of mineralization recognized at Ada Tepe, corresponding to the shallow, north-dipping "Wall Zone" mineralization and the steeply dipping, east-west striking "Upper Zone" vein style mineralization. The Upper Zone mineralization is comprised of numerous vein and vein zone domains, which are separated by un-mineralized host rock. As of the date hereof, infill drilling results continue to adhere to this geologic architecture.

Sampling, Analysis, and Data Verification

Sampling and Analysis

Ada Tepe: Sampling and Analysis Summary					
Sample Type	**Method**	**Sample Recovery**	**Sample Interval**	**Metals Assayed**	**Lab and Assay Method**
Channel Sampling	Chiseled channel to approximate half HQ core	Approximately three kilogram per sample	One metre	Gold, Silver and Sulphur	Majority of analyses by SGS labs in Bulgaria, Serbia, Australia and Romania. All gold analysis by fire assay and AAS or gravimetric finish. All silver analysis by aqua regia digest and AAS finish. All Sulphur analysis by combustion in a muffle furnace ELTRA Analyzer – LECO method.
RC Resource Drilling and RC GC Drilling	RC drill cuttings riffle split per metre	RC GC Drilling 86% average per sample	One metre		
Diamond Drilling	NQ, HQ, and PQ core cut by diamond saw	94% core recovery	One metre		

Upon review of the RC and diamond drill hole core recoveries, there was no evidence that anomalously low or high recoveries are associated with high (or low) gold grades. In all exploration and grade-control stage drilling programs, stringent precautions were taken during both RC and diamond drilling to ensure the highest quality sample was recovered.

Bulk Density

All bulk density measurements were completed by an ISO 9002 rated laboratory, Evrotest Kontrol, in Sofia using an ISO 9002 approved method of wax sealed water immersion bulk density measurement. A total of 5,764 bulk density measurements are available for the Ada Tepe deposit covering all the major rock types and variations in oxidation and weathering at locations distributed throughout the deposit.

Sample Preparation

Sample preparation procedures for samples from the Ada Tepe deposit were consistent over time and are summarized below:

- Dry samples at 105°C.
- Core and trench samples crushed in a jaw crusher to minus 6 millimetres. RC chip samples were not crushed.
- Pulverize all samples in a LM5 crusher to 95% passing 75 µm. Complete sieve analysis on 1:20 samples.
- Clean bowl and puck of the LM5 with compressed air after each sample, and with a barren flush after every 20th sample, or as required to remove residue build-up.
- Complete barren flushes after DPMK specified samples anticipated to contain high-grade mineralization.

Channel Sampling

Prior to March 2002, a variety of sample intervals were used in surface channel sampling, primarily controlled by changes in geology. In April 2002, RSG initiated the use of a standard RSG channel sampling method. Some 425 surface channels have been excavated at Ada Tepe from which a total of 14,770 channel samples have been collected representing a total of 18,300 metres of sampling. Additionally, collection of duplicate channel samples at a frequency of one in 20, approximately 20 centimetres above the primary channel sample location was undertaken.

RC Resource Drilling and RC Grade-Control Drilling

RC samples are routinely collected at one metre intervals and the cuttings split with a Jones riffle splitter. Field duplicates are taken using the splitter on every 20th sample. The bags of cuttings were routinely weighed prior to taking the sub-sample with the Jones riffle splitter.

All RC drilling is done to a high standard to prevent sample contamination and ensure high sample recovery. Practices actively adhered to by DPMK during RC drilling include the following:

- Drilling crew complete routine blowbacks at least every metre to clean the drill string;
- At the end of each rod, the driller must engage the "blow down" device and the cyclone must be cleaned with a brush and an air gun to prevent contamination;
- After completing each one metre sample, the sampler cleans the splitter and the plastic sheet with wire brushes and an air gun and gets it ready for the next sample;
- Should samples become wet, the hole must be stopped immediately and completed later with a diamond core tail;
- Additional compressed air boosters are routinely used to enhance RC sample recoveries; and
- Sample weights are measured on a metre by metre basis as part of the standard RC drilling procedures.

Security

An enclosed core farm and RC sample storage facility with 24-hour security was established at Krumovgrad for the 2003 program and was used from 2003 onwards. A pulp library is maintained of all samples prepared by SGS Krumovgrad, which are stored in a locked room within the Exploration Department at Krumovgrad. CSA Global observed this pulp library facility during the 2012 site visit and performed random spot checks of sample numbers and compared these with data contained in the project database. No issues were detected.

Samples collected from the drilling operations are transported to the site-based geology core shed, where the samples are geologically logged and are prepared for chemical analysis. The sampling procedures are appropriate and adequate security exists on the site to minimize any risk of contamination or inappropriate mixing of samples. GC pulp samples collected between 2017 and 2021 are stored in a secure pulp library facility within the mine building.

Quality Control Procedures

Analytical laboratories and techniques used for the Ada Tepe primary samples are summarized below:

- Drilling programs from 2000 to 2004 were analyzed at two principal independent internationally accredited laboratory firms (OMAC of Ireland, 2000–2001 and SGS Laboratories, 2002–2004). Assay techniques were fire assay with an AAS finish for gold and either a two or four acid digest with an AAS finish for silver.
- GC drilling samples were analyzed at SGS Bor, SGS Chelopech or ALS Rosia Montana. ALS Bor was used as a sample preparation laboratory for samples analyzed at either ALS Rosia Montana, Romania or ALS Loughrea, Ireland. Since 2020 there is a sample preparation facility in Krumovgrad which works and observes the procedures, methods and standards prepared and applied by SGS. Assay techniques were fire assay with an AAS or gravimetric finish for gold and a two-acid digest with an AAS finish for silver. Sulphur was analyzed by the LECO method.

In addition, umpire assay analyses of approximately 5% of the routine exploration samples from the second and third exploration programs were performed by Genalysis Laboratory Services, ALS Chemix and SGS Analabs, three internationally accredited laboratories.

Data Verification

The QPs are confident that the data used to underpin Mineral Resources and Mineral Reserves are of a high quality and fit for purpose. CSA Global has completed the following data verification:

- An audit of the DPMK acQuire relational database was completed by CSA Global on July 24, 2020 (CSA Global, 2020) and the overall conclusions were that the database was well maintained, good practices appeared to have been followed, and data in the database should be fit for purpose for downstream work.
- The Exploration and GC sample QAQC was assessed based on assays of routine quality control samples inserted into the sample stream. No significant issues or fatal flaws were noted with respect to contamination, precision or accuracy of the assaying and therefore the results can be used with confidence in any downstream work.

Brownfield Exploration QAQC

Drill core from brownfield exploration is logged, sampled and sent to the Company's laboratory in Bor, Serbia for sample preparation and analysis. See "Development Projects – Timok Gold Project, Serbia – Sampling, Analysis and QAQC of Timok and Brownfield Exploration Core and Channel Samples" for further details regarding the exploration QAQC protocol.

Mineral Processing and Metallurgical Testing

Various phases of testing have been undertaken in the evaluation of the mineralization present at the Ade Tepe mine. In summary, these contributions were:

- Starting in 2005, the basis of the program was to develop an industry standard gold extraction process. Physical characterization, comminution, leaching and cyanide detoxification test work programs were conducted.
- The 2012 update essentially reinvented the project following the rejection of the original investment proposal by the local community and government authorities. At the expense of a reduction in recovery compared with the

original and conventional cyanide leach circuit, the project was 're-engineered' using a more conventional flotation process, combined with the introduction of the IMWF.

- Following a successful piloting of a Staged Flotation Reactor ("SFR") unit at the Chelopech mine, flotation test work in 2013-2014 was focused on utilizing the SFR units to further reduce the plant footprint and capital costs.

Based on the various test programs, the final (summarized) design parameters for the Ada Tepe process plant were 105 tonnes per hour throughput at a grind size of 35 micron with 85% gold recovery to a final concentrate containing 600 to 800 g/t gold.

At Surnak, preliminary flotation metallurgical test work in 2019 shows variable recoveries depending on the oxidation level. The sulphide mineralization is expected to be amenable to be recovered by a rougher and cleaner flow sheet, very similar to the one at Ada Tepe, resulting in an overall recovery of 82% to 85%. Based on the cleaner flotation test work, the final concentrate would be expected to be of saleable quality. As expected, the flotation performance of the oxide and transitional material was variable, with rougher-scavenger recoveries ranging from 35% to 75%. Cyanidation tests of the oxide material showed high gold extraction rates (90%), while the transitional sample extraction rates varied from 44% to 85%.

Alternative lixiviant tests were performed during 2020 on oxide and transitional material of Surnak deposit. Oxide recovery was consistently in the 88-90% range where transitional material recovery after optimization reached a maximum of 80%.

Mineral Reserve and Mineral Resource Estimates

The Ada Tepe Mineral Resource estimate has been updated based on 2,257 drill holes for 139,140 metres (exploration and GC) and 253 trenches for 10,710 metres. Since 2017, pre-mining GC RC drilling has been completed at 5 metre x 5 metre spacing and 2,060 of these GC holes for 117,374 metres have been included in this Mineral Resource estimate update.

Exploration drilling forms a notional 25 metres x 25 metres grid over the entire deposit, while closer spaced drilling on a 12.5 metres x 12.5 metres grid has been completed over two rectangular sub-regions of the deposit.

Geological and much of the mineralization interpretation has been completed in Leapfrog using geological logging, structural data, surface and pit mapping, grade data to build oxidation models, Wall Zone mineralization, basement mineralization and overburden. Categorical kriging using a grade indicator defined at 0.45 g/t Au was used to estimate the volume of the Upper Zone. Traditional wireframing/grade shelling has been tested and resulted in excessive unmodelled mineralization. The volume estimated through the indicator estimate was benchmarked against the GC model to ensure the mineralization model built using wider spaced exploration data is reliable.

The Mineral Resource model is based on detailed statistical and geostatistical investigations generated using 1 metre composite data which was used to generate domains and mineralization volumes. A sub-blocked block model was constructed using 10 metre x 10 metre x 5 metre parent cells for an exploration model, and 5 metre x 5 metre x 5 metre parent cells for a GC model within a limited GC area. Sub-blocking is down to 1 metre x 1 metre x 1 metre (X x Y x Z) to honour volumes in both cases.

In-situ dry bulk density was assigned on the basis of oxidation state and lithology.

Grade (gold and silver) was estimated into parent cells of all domains using Ordinary Kriging ("OK") using a three-pass search strategy. Dynamic anisotropy was used to locally rotate search ellipses to align with interpretation mineralization trends and orientations.

Hard boundaries were used between domains, with one exception – a one-way, semi-hard boundary was used for the upper boundary of the Wall Zone and lower boundary of the Upper Zone since this boundary is highly transitional. Samples within 3 metres of the boundary, from the steeply dipping Upper Zone domains were included in the Wall Zone domain to better estimate the gradational nature of grades at that boundary. GC and exploration composites were used to estimate grades in the GC area, while only exploration data was used to estimate grade in the exploration model.

The block model was classified in accordance with CIM guidelines as Measured, Indicated and Inferred Mineral Resources based on confidence in data, geological and grade continuity, density measurements and estimation quality.

The mine planning update consisted of a pit optimization followed by open pit design, long term production scheduling and cost estimation. The main differences in relation to the previous study were:

- the use of updated economic parameters such as metal prices, metallurgical recoveries, royalty and discount rate; and
- adoption of Mine Shape Optimizer ("MSO") diluted block model, used to account for operational mine dilution and expected level of selectivity.

The MSO model has been developed to simulate dig string boundaries from the Mineral Resource estimate model, based on mining parameters, to produce a diluted block model suitable for open pit optimization and mine planning. The key inputs to the MSO process are mining flitch height of 2.5 metres, preferred mining direction of east-west, ROM and stockpile gold cut-off grades (0.6, 0.8, 1.0 and 2.5), minimum practical dig block mining width – perpendicular to the mining direction of 3

metres and dig block advance increments – parallel to the mining direction of 5 metres. The pit optimization analysis is based on a gold price of $1,250/ounce and silver price of $17/ounce.

The open pit was designed taking into consideration the geotechnical recommendations by Golder Associates UK (2013) ("Golder"). The updated slope design has also taken into consideration the weathered rock material in the northeast corner of the pit, near the surface, and the presence of historical waste dumps in the southeast corner of the pit, also near the surface.

Four incremental cutbacks were designed: (a) to give early and consistent access to the Wall Zone material; and (b) to ensure the provision of sufficient waste rock in the early stages of the operation to enable construction of the cells on the IMWF. Consideration has also been taken into account of the restricted stockpile area for both ROM and low-grade material. The mine plan considers a mill throughput of 90 tonnes per hour and 105 tonnes per hour for the Wall Zone and Upper Zone respectively until the end of 2021 and thereafter capped to 90 tonnes per hour for the remaining mine life. Low-grade material between 0.6 g/t and 1.0 g/t is stockpiled on a separate area with maximum capacity of 0.5 Mt. Much of this is planned to be delivered to the process plant in the latter years of the mine's life.

The Mineral Resource block model from July 31, 2020 was reported to allow for production depletion. As of December 31, 2021 Mineral Reserves are constrained to the reserve pit design used to report the July 31st Mineral Reserves. Reasonable prospects for eventual economic extraction ("RPFEE") are supported through a pit optimization run using metal prices of $1,400/ounce Au and $17/ounce Ag for Mineral Resources. Mineral Reserve tonnage has decreased by 27%, gold metal content by 31% and silver metal content by 27%. The decrease is attributable to production depletion.

Reconciliation of the reconciled mill feed against the Mineral Reserve mined less stock changes, shows that during 2021 the mine is producing an average of 9% less tonnes at 8% higher gold grades after mining dilution and losses, compared to the Mineral Reserves block model for the same period. Reconciliation at Ada Tepe is consistent with good industry standards (±10%) for this style of mineralization.

Subject to the risk factors discussed under the "Risk Factors" section in this AIF and the more detailed information contained in the Ada Tepe 2020 Technical Report, DPM believes that the Mineral Reserve estimate for the Ada Tepe mine is of low risk of being materially affected by environmental, permitting, legal, title, taxation, socio-economic, marketing, political, and other relevant issues.

Mining Operations

The Ada Tepe mine is expected to produce concentrate containing, on average, 88,000 ounces of gold per annum, based on the Mineral Reserves for the period 2021 - 2026. The plant is designed to treat a peak of approximately 840,000 tonnes per annum and an average of 775,000 tonnes per annum of ore over an eight-year mine life, including processing stockpiled low grade ore at the end of the mine life. The treatment rate is consistent with existing permitting applications and environmental submissions. In 2021, the mine processed 865,587 tonnes (approximately 0.9 million tonnes) of ore and produced 7,267 tonnes of gold concentrate containing 132,964 ounces of gold and 49,349 ounces of silver. See "Three Year Production and Delivery History" for further details. All ore and waste are mined via conventional, open pit mining methods, utilizing conventional mining techniques to separate ore and waste. The equipment considered suitable for the mining operation at the Ada Tepe mine includes two 2.4 cubic metres bucket capacity excavators and eight haul trucks with a payload capacity of 40 tonnes.

Approximately 290 people are employed on site, engaged in the administration, mining, and processing operations. This includes several administrative and technical support staff servicing both Chelopech and Ada Tepe operations through a shared services centre. The Company has introduced training programs for local residents to help develop their skills, qualifications, knowledge and competencies and has established a recruitment and development facility in Krumovgrad, where a team of experts and consultants provide vocational training in selected fields.

Processing and Recovery Operations

The process plant facility completed in the first quarter of 2019 comprises crushing the mined ore in the primary jaw crushing circuit, grinding in a SAG milling circuit followed by a further secondary grind in a verti-mill circuit. The flotation uses SFR's for the rougher/scavenger and two stage cleaner flotation circuit. Final concentrate is dewatered and filtered before being bagged and shipped. Tailings from the concentrator are thickened to a high solids content (around 60% by weight) and placed in the IMWF cells along with waste rock from the mine. Following the plant commissioning in the second quarter of 2019, the plant successfully ramped-up and has consistently operated at steady state design capacity since September 2019, processing around 105 tonnes per hour at an operating availability of around 92%.

Metallurgical recoveries of 85% and 70% for gold and silver, respectively, were used for the feasibility assessments. The facility operated at an 83.16% gold and 57.69% silver recovery for 2021.

Infrastructure, Permitting and Compliance Activities

Infrastructure

The Ada Tepe mine site and concession area is well serviced due to its proximity to paved roads, power lines and water resources. Most of the infrastructure on Ada Tepe was built within the period of 2016 to 2019. Access to the mine site is through a newly built section of the existing municipal road and all infrastructure is accessible through the year. All permits and required easement rights have been obtained.

Permitting

DPMK operates the Ada Tepe mine based on a 30-year Khan Krum deposit concession contract dating from April 25, 2012 and owns or has easement rights (water discharge pipeline) contracts for all necessary land upon which the facilities are constructed. DPMK's compliance with its obligations under the concession contract is monitored and controlled by the ME on an annual basis.

The first LOM plan and OCRP were approved in 2013. Updates in 2015 and 2019 were made to the OCPR. The most recent OCPR was approved by the ME on January 14, 2021. The APP and ACRP for 2022 were approved in February 2022.

The primary permit to operate the mine was issued on August 12, 2019 along with three other permits required to operate infrastructure connected with mine operations, including an access road, discharge pipelines and a freshwater pump station. As per Bulgarian legislative requirements, DPMK has permits to use water from the underground water body, which was last renewed in 2021 with changes to the permitted abstraction quantities. The water abstraction permit was set to expire in 2023, however, in 2021 DPMK obtained an extension of the permit through the operational phase for discharged treated water with potable quality to Krumovitsa river and the date of expiration is now October 2027.

Following the designation of part of the Ada Tepe mine as an Archaeological Immovable Cultural Asset ("AICA") in August 2010, DPMK entered into a Framework Agreement for Funding of Scientific Research with the National Archaeological Institute with Museum at the Bulgarian Academy of Sciences ("NAIM-BAS") to carry out archaeological work required for clearing the Ada Tepe mine. The first stage of the agreed work was completed in December 2014 and the second stage was completed in 2015. In April 2015 the Ministry of Culture issued an order for amending the boundaries of the AICA, by virtue of which the entire area required for the investment proposal was excluded from the boundaries of AICA and effectively released for the implementation of the Ada Tepe mine. Dissemination of the archaeological work results, through scientific publications and development of museum exhibitions, were carried out concurrently with the development of the Ada Tepe mine. According to the concession contract, DPMK is able to exercise its concession rights in compliance with the *Cultural Heritage Act*. All mining activities on the Ada Tepe satellite are performed under the supervision of an archaeologist, based on the concluded annual annexes to the Framework Agreement for Funding of Scientific Research with NAIM-BAS.

Environmental Requirements

The implementation of a mining concession is subject to obtaining a positive environmental impact assessment ("EIA") resolution. The purpose of the EIA procedure is to identify, describe and assess in an appropriate manner, in light of each particular case, the direct and indirect effects of a development investment proposal for execution of construction activities and technologies on: human beings; biological diversity and the elements thereof, including flora and fauna; soil, water, air, climate and the landscape; the lithosphere, physical structures and the cultural and historical heritage; as well as the interaction among these factors. EIA Resolution No. 18-8 was issued in November 2011 and entered into force in March 2013.

Closure and Rehabilitation

The IMWF has a total design footprint area of 41 hectares, which is sufficient to accommodate the entire amount of mining wastes generated throughout the Ada Tepe mine life. The concept of the IMWF is to place thickened tailings into cells constructed from mine rock. The mine rock provides strength required for overall stability and internal drainage. Rehabilitation of the lower slopes of the IMWF began during the early stages of the mine operation and the entire area of the facility of 38.8 hectares will be fully rehabilitated at the end of the LOM. The rehabilitation is carried out entirely with native species present in the area in which the Ada Tepe mine is situated. According to the approved OCRP, which was updated in January 2021, all activities, including the IMWF, have a value of Euro 8.5 million, for which a full bank guarantee has been provided. In 2021, the newly rehabilitated area was 8.5 hectares. In January 2022, the ME approved planned relevant activities for 2022.

The IMWF is a fully drained facility and will not contain a water pond at any time during its operation. The surface interception drain diverts the runoff from the IMWF upstream catchment and prevents it from entering the facility. The underdrain system collects and conveys the rainfall and the excess pore water from the consolidation of the tailings. Any discharge of IMWF water to the Krumovitsa river, when necessary, will be carried out only after treatment and will be downstream of the town. An interception system, comprising a grout curtain and series of water wells, captures any seepage from the IMWF to prevent seepage reaching the river. Seepage captured by the water wells is pumped back into the IMWF water catchment and reticulation system, and ultimately is recycled to the plant for use as process water.

The ITRB conducted a remote workshop relating to the IMWF in June 2021. An action plan to address all received recommendations was developed and a progress report is presented to the Board on a quarterly basis.

Capital and Operating Costs

The tables below set out the estimated capital and operating costs over the LOM. These costs are in current dollars without escalation. The base exchange rate used for the evaluation of the project is US$1.25/EUR.

Capital Costs

During the second quarter of 2016, DPM completed a capital and operating cost update of the project. The updated project capital cost estimate of $178 million reflected all construction, direct and indirect, costs and commissioning, including contingency of $12.4 million, and excluded financing and sunk costs. Detailed engineering was completed in the second quarter of 2016 and the final equipment and material quantities were incorporated into the updated capital cost estimate. The final capital cost to construct and commission the project was $164 million.

Commercial production at Ada Tepe was achieved in June 2019 with ramp-up to full design capacity achieved in third quarter of 2019. As at June 20, 2019, construction of the project was complete. Capital costs for the operation between 2021-2026 are shown below.

Capital Costs 2021-2026	
Item	**LOM ($ millions)**
IMWF	22.2
Other Sustaining Capital	14.5
Closure and Rehabilitation Costs	6.8
LOM Capital Expenditure	**43.5**

Operating Costs

A summary of the overall LOM operating costs, by major cost components, is presented in the table below. The costs presented exclude pre-production costs which are included in the capital cost estimate, as well as depreciation expenses related to the capital expenditures.

Operating Costs 2021-2026		
Major Cost Components	**LOM Total ($ millions)**	**LOM Unit Cost ($/t)**
Mining Costs	45.4	11.47
Processing Costs	68.5	17.33
General & Administration Costs	43.1	10.90
Royalty	25.5	6.46
Total Cost	**182.5**	**46.15**

SMELTER OPERATIONS

Tsumeb Smelter, Namibia

History

- The smelter was constructed in the early 1960's and is one of few in the world equipped to treat complex concentrates as its primary feed. It is linked by rail to the Atlantic port of Walvis Bay in Namibia. The facility currently consists of one primary smelting furnace, the Ausmelt furnace.
- The smelter was part of the earlier Ongopolo mining and processing group and the Weatherly International plc. ("WTI") mining and processing business in Namibia. The transaction between the Company and WTI was structured to ensure that no environmental or regulatory liabilities that belong to any of the mining operations were attached to the smelter (except where some joint assets and liabilities existed). The smelter is also subject to an earlier agreement with the Namibian government, entered into in 2000, when Tsumeb Corporation (Ongopolo's predecessor company) was in bankruptcy, that limits environmental liability for events or facilities prior to 2000.
- On March 24, 2010, the Company completed the acquisition of the smelter operation from WTI through the purchase of 100% of the shares of Namibian Custom Smelters (Pty) Limited, renamed Dundee Precious Metals Tsumeb (Proprietary) Limited.
- In 2012, DPMT was subject to a production curtailment, based on directives issued to DPMT by the Cabinet of the Republic of Namibia (the "Cabinet"), relating to the operation of the smelter. The letter contained several directives

emanating from the government's report on the environmental, health and safety audit, commissioned by the Namibian Minister of Environment and Tourism. A technical committee was established by the Cabinet directive to oversee implementation of these improvements, following the audit of the smelter. At a technical committee meeting held on February 26, 2015 in Tsumeb, satisfaction was expressed at the state of progress of upgrades to the smelter and the number of measured environmental and health improvements. In the third quarter of 2017, the technical committee performed the closeout audit, which was expected to conclude their mandate. The audit report was submitted to the Namibian government in the fourth quarter of 2017. The smelter commenced implementation of actions relating to the findings in the draft report in 2018 and final approval of the report is still pending. Although the technical committee ceased to exist following the closeout audit, DPMT continues to submit updates to the Ministry of Environment and Tourism on the progress made on environmental and health and safety initiatives to close out the identified gaps. The latest report was submitted in January 2021 showing major improvements in all disciplines although safety was negatively impacted by a fatality in 2020. The total recordable injury frequency rate has shown a downward trend across the years.

- In May 2019, Tsumeb closed-out an empowerment transaction, in which 8% of its shares were sold to GHM, an entity representing previously disadvantaged Namibians through a vendor financed arrangement. The remaining 2% is earmarked for employees through an employee share trust which is in the process of being finalized. All requisite documents in respect of the registration have been submitted and approval of the trust is pending.
- A key achievement in 2020 was the successful completion of a strategic review of the business which identified gaps and opportunities for transforming the smelter into a sustainable, profitable and safe business. The review culminated in the creation of a 3-year road map which clearly articulates the value proposition for the smelter. A dedicated business transformation office was established in 2021 and Tsumeb commenced the implementation of transformation initiatives under the P300 project which is focused on reviewing all cost reduction opportunities in order to deliver, in a sustainable manner, targeted product volumes safely, on-time and within budgeted cost.
- As previously reported, Tsumeb experienced its first fatality under DPM's ownership in November 2020. An investigation was led and completed by an external investigator. Recommendations for improvement and lessons learned were actioned as high priority and were closed out during the period under review. A long-term safety improvement program commenced, focusing on risk containment. Subsequently, in 2021 DPMT had its lowest total recordable injury frequency rate since DPM acquired the smelter.
- IXM has exclusive rights through 2026 to purchase any Chelopech concentrate that the Company delivers for toll processing through the smelter, to source other concentrate for toll processing through the smelter, and to receive and sell blister copper produced by the smelter. As of December 31, 2021, the Company has secured high value complex concentrate covering over 90% of its expected concentrate requirements through to the end of 2023 pursuant to tolling arrangements established with IXM. The pricing agreed under these arrangements provides DPMT with substantially higher treatment charges and penalty revenue than is typically received by smelters for normal copper concentrates due to the complex nature of the concentrate being processed.

Environmental Management

Shortly after the acquisition of the smelter, the development and roll out of an environmental management plan became a priority and was approved as part of the legislative permitting process of the Namibian government. This plan included several components, including engineering upgrades, to improve emission generation and capture. For example, the fugitive dust management improvement projects, which were completed in December 2013, were aimed at improving off-gas capture and workplace conditions to better comply with national standards. Key components included:

- completion of a landfill facility for the safe disposal of baghouse dust and other waste from the smelting process;
- projects to reduce dust emissions from the reverberatory and converter furnace section, which include increasing baghouse capacity, upgrading the taphole fume extraction systems, and improving ducting and fugitive fume collection;
- closure of the reverberatory furnace;
- projects to reduce emissions from the top submerged lance (Ausmelt) smelting furnace, which include installing new baghouse dust collection equipment including dust-removal, installing new ducting and other gas handling equipment; and
- construction of a new dust transfer system, upgraded roasting and fume management facilities, enclosed storage area, bag-filling station and extraction system at the arsenic plant, all aimed at reducing the dispersal of dust. The Company closed the arsenic plant in early 2017.

DPMT installed upgraded environmental monitoring equipment during 2012. Four fixed and one mobile air quality monitoring stations were equipped at various locations in residential as well as the industrial areas adjacent to DPMT. These stations continuously provide SO_2 as well as dust load readings in real time. Argos (previously SGS), a specialist air quality consulting company, operates the stations and provides third party independent reports on a monthly basis. Mean

community arsenic levels in the dust show a continued long-term sustainable decline. As required by the Company's environmental management plan and in agreement with the authorities, several environmental performance metrics are measured and reported on a daily and monthly basis, including: SO_2, As, Dust (PM10 and PM2.5), groundwater, surface water and meteorology. Other parameters monitored, as part of the environmental and hygiene monitoring program, include soil and surface water quality. Several critical occupational health metrics, including urinary arsenic, personal dust (arsenic) exposure, noise, heat, drinking water quality and SO_2 exposure are also measured. A new water abstraction permit was issued by the Namibian government for the smelter operations during 2017 and a number of initiatives are underway to further improve the water management on site. This includes the completion of the site water balance as well as an updated groundwater model. The latter will be further refined to include potential impacts from abstraction. The site obtained the consolidated Environmental Clearance Certificate ("ECC") during December 2019. A key aspect of the consolidated environment management plan includes further improvements and advances in monitoring and stakeholder engagement and involvement.

During 2017, the Company ceased the production of arsenic trioxide and decommissioned its production facility at the Tsumeb smelter. The Company continues to work on developing alternative ways to deal with the arsenic waste which is generated from the smelting of the complex concentrates and is currently deposited in an onsite hazardous waste management facility, which has a defined life capacity. In 2019, the Company invested in a prototype arsenic vitrification plant which transforms the arsenic waste in a non-hazardous form. Results from the initial tests of this plant are currently being assessed. In parallel to the vitrification alternative, the Company is exploring the development of a new hazardous waste deposition facility outside of the Tsumeb area, either operated by a third party or by DPM. Other potential alternatives to safely deal with arsenic, in the form of a product, are also being assessed. To facilitate the decision-making process, further work was completed during 2020 to better understand the risks as well as the suitability of the three options. Additionally, both the site water balance and the groundwater model were updated during the course of 2020, with the latter being shared with the regulator. The review of hazardous waste storage alternatives continued in 2021. In particular, the vitrification plant design, including a third-party review, as well as the study for a potential new disposal site were completed. Further reviews are expected during the course of 2022.

Environmental Liabilities

Environmental liabilities include the two tailings facilities (one active, one closed), a stockpile of baghouse dust (arsenic containing) which is in the process of being safely disposed, hazardous waste disposal facility, and the smelter infrastructure and auxiliary buildings. These environmental liabilities have been estimated by independent specialists based on an updated closure plan.

The smelter also operates a slag mill which is used to reprocess the slag produced during the primary smelting process and enhances the overall metal recovery achieved in the smelter. The tailings produced are pumped to a tailings dam which dates back to the period when the Tsumeb mine and mill were still operational and is situated southwest of the smelter. During 1997 and 1998, the then owner of the TCL Mine and smelter reprocessed approximately two million tonnes of the tailings. This created a void in the dam which DPMT is currently filling with the slag tailings. A water management system was constructed at the TMF to ensure that all water is captured and returned to the smelter and utilized for slag milling and as cooling water.

The tailings dam was part of the property transferred to the Company when it acquired the assets from WTI in March 2010 and, since 2017, it is inspected biannually by a third-party consultant. An Engineer of Record was appointed during 2019 to provide further assurance and technical expertise to ensure a robust operating, maintenance and surveillance system is in place along with appropriate risk controls. Additionally, a dam break study was completed providing clarity on the zone of influence. Actions are in progress to address the outcomes of this study as well as the third-party review. The ITRB completed its review of the tailings dam operations, governance, monitoring and controls during 2021 and plans have been put in place to address actions identified.

The groundwater treatment pilot program was completed in 2021 and will be followed by a four-year trial starting in 2022.

Closure and Rehabilitation

Golder was engaged to develop a formal closure plan and costing for the hazardous waste site, various tailings and site operational facilities on DPMT premises which was completed during the fourth quarter of 2013. During 2015, the technical and financial components were reviewed and updated by Golder. Since the acquisition of the smelter in 2010, and the completion of the first closure plan, much technical work has been undertaken to provide granularity to the various items in the closure plan. This includes detailed groundwater contamination modeling, soil quality mapping and assessment, detailed reviews of the general and hazardous waste disposal facilities, including the tailings facilities, by appropriately qualified and experienced specialists. In general, there is a significantly greater degree of confidence in the detail, both technical and financial, of the closure aspects of the smelter than there was in 2010. Company personnel worked together with Golder to further optimize and improve the studies. An updated closure plan was finalized and approved by management in 2016. As part of good management practice and given improvements to the site and clarity on progressive rehabilitation, a review and update of the closure plan was commissioned during the latter part of 2019 and completed in the fourth quarter of 2020. This review and update by SLR provided further granularity to the methodologies and pilot work for the site progressive

rehabilitation plan, as well as greater overall alignment of the plan with industry good practices. This cycle of reviews and updates will henceforth be undertaken every five years.

Development Project

The Company continues to assess opportunities to further optimize the inherent value of the Tsumeb smelter operation, including the installation of a rotary holding furnace, which is expected to provide additional overall throughput capacity beyond the existing name plate capacity and increase overall recoveries. Additional throughput capacity also opens potential for accepting additional third-party feed and increasing the proportion of third-party volumes. These opportunities have the potential to generate additional value. The rotary furnace installation is seen as a potentially high return investment which is expected to debottleneck the process and increase the annual throughput of complex concentrate by over 50%, up to 370,000 tonnes per annum, and in turn generate significant incremental margins. The upfront cost of this project is expected to range between $47 million and $55 million, which includes a granulation facility as part of the overall revised solution. The rotary furnace and granulation infrastructure may also create significant environmental benefits through improved overall emissions control and reduced environmental exposure.

DPMT is in possession of an approved ECC for expansion to 370,000 tonnes per year. This certificate expires on December 13, 2022, however, renewal of the ECC will be applied for during the course of 2022.

DPM continues to take the necessary steps to support moving forward with this project, including securing supply of complex concentrate, on acceptable terms, and having adequate funding in place.

Impairment Charges

As at December 31, 2019, the Company assessed the recoverable amount of Tsumeb, triggered by the timing of the anticipated expansion project being delayed and the ability to optimize the mix of feed being processed by the smelter. At December 31, 2019, the carrying value of Tsumeb exceeded its estimated recoverable amount resulting in an impairment charge of $107 million. This charge was primarily attributable to the increased opportunity to process additional volumes of third-party complex concentrate at Tsumeb by capitalizing on, from time to time, market demand to process Chelopech concentrate, which has more available outlets than other complex third-party concentrate processed by Tsumeb. While this has the potential to generate additional overall value for the Company, this value would be realized through lower treatment charges and higher margins at Chelopech rather than higher throughput and higher margins at Tsumeb. The ability to optimize the mix, as well as the actual timing and volume of expected additional third-party complex concentrate coming to market, could result in the proposed expansion of the smelter being further delayed and possibly deferred indefinitely if a long-term contract cannot be secured to support the expansion of up to 370,000 tonnes (see “Smelter Operations – Tsumeb Smelter, Namibia – Development Project” for further details). The outlook for additional third-party complex concentrate coming to market remains favourable as is the prospect for entering into a long-term arrangement. In 2019, the Company contracted additional supply under its tolling agreement with IXM, on terms in line with existing arrangements, such that the smelter’s existing capacity is now over 90% contracted until the end of 2023. In addition, the Namibian government has issued an ECC to the Company, which provides the approval required to move forward with the expansion.

The assessment of impairment in respect of DPMT is based on a number of external and internal factors, some of which are outside of the Company’s control, and requires the use of estimates and assumptions related to these factors. External factors include considerations such as commodity prices, toll rates, discount rates, foreign exchange rates, availability and composition of complex concentrate feed, and changes in market, economic and regulatory requirements. Internal factors include considerations such as concentrate throughput, mix of Chelopech and third-party complex concentrate feed, capital and operating expenditures, and future development and expansion plans. See “Risk Factors – Impairment” for further details.

Economic Empowerment

Maintaining the Company’s licence to operate requires alignment with the local and national objectives relevant to the areas in which DPM operates. Over the last several years, Namibia has been developing a national policy framework which aims to address the consequences from the previous discriminatory regimes. The framework was updated in late 2015 and a draft bill was circulated for comment to stakeholders during 2016. The framework is built on six pillars, including: (i) Ownership; (ii) Management, Control and Employment Equity; (iii) Human Resources and Skills Development; (iv) Entrepreneurship Development and Marketing; (v) Corporate Social Responsibility and Value Addition; and (vi) Technology and Innovation. Although the Namibian national policy framework and draft bill have not yet been legislated, the Company has been actively developing empowerment policies and practices that are generally consistent with the themes set out in each of the pillars contained in the framework.

On May 30, 2019, the Company sold GHM an indirect 8% interest in Tsumeb for consideration of $17.6 million in the form of preferred shares in GHM (“GHM Preferred Shares”). The GHM Preferred Shares are redeemable at the option of the Company and carry a cumulative dividend of 8% per annum. All dividends paid to GHM, with the exception of a $0.5 million preferred payment in each of the first five years, are required to be used to satisfy the dividend obligation of the GHM Preferred Shares and thereafter for their redemption.

As a result of the $107 million impairment charge recorded as at December 31, 2019, the stated value of GHM’s Preferred

Shares were reduced by approximately $7.4 million, to $10.2 million with effect from January 1, 2020, which aligns with the value considered to be the fair value by DPM as at December 31, 2019.

DEVELOPMENT PROJECTS

Loma Larga Gold Project, Ecuador

The following summary and technical information of the Loma Larga gold project is derived in part from the Loma Larga 2021 Technical Report, which is available on the Company's website at www.dundeeprecious.com and has been filed on the SEDAR site at www.sedar.com. See "Technical Information" for further details.

Project Description, Location and Access

The Company holds a 100% interest in the Loma Larga gold project located 30 kilometres southwest of the city of Cuenca and approximately 15 kilometres north of the town of Girón, through its subsidiary DPM Ecuador Holdings Inc.

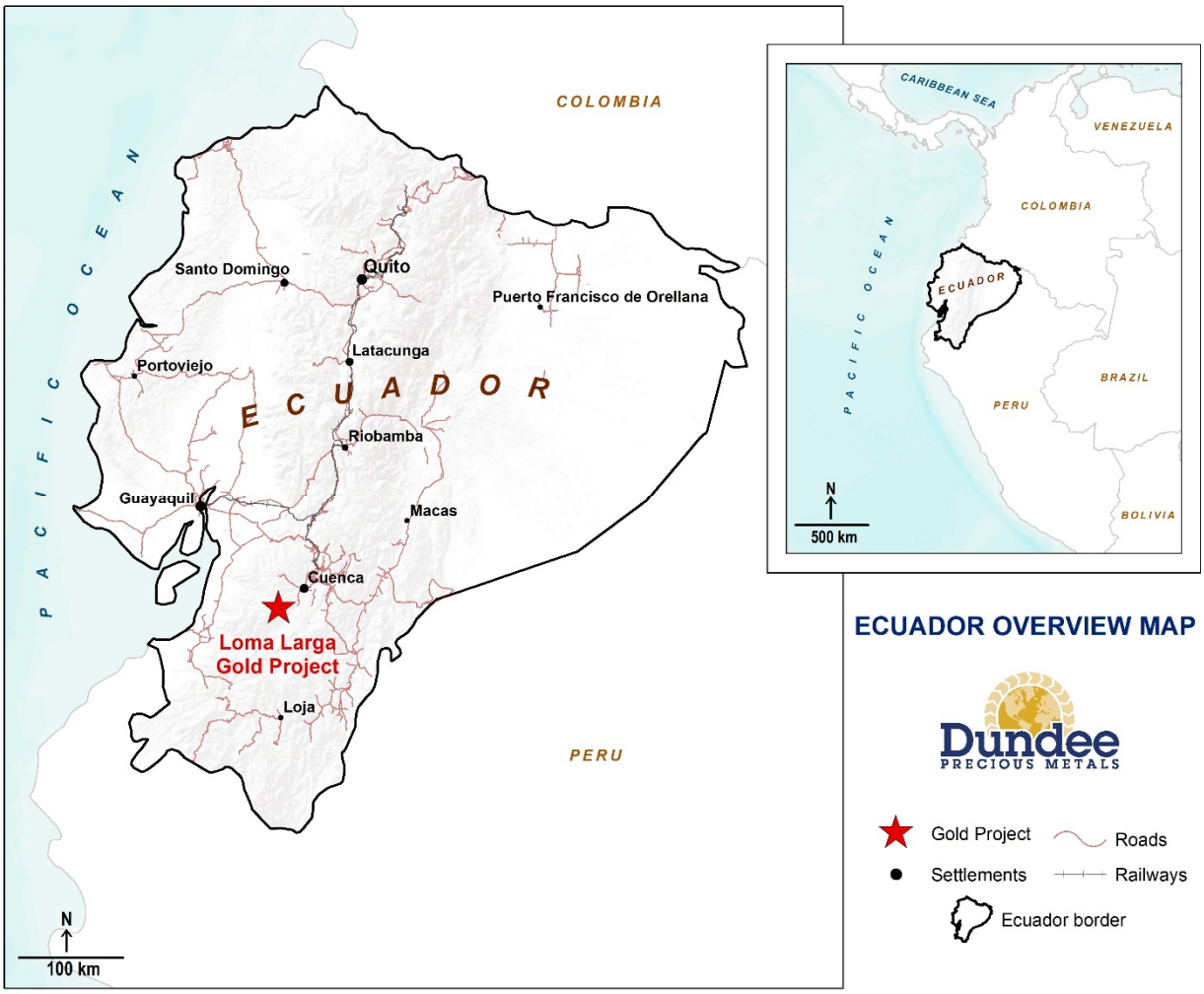
The project consists of several mining concessions for a total area of 7,960 hectares and two areas of surface rights for a total area of 500 hectares located within the concessions where the project infrastructure is expected to be located. The mining concessions each have an initial term of 30 years and expire between July 2030 and July 2032. The *Mining Act* dictates that holders of mining concessions must pay an annual fee to maintain the concessions, known as "Patent Conservation Fee", which is calculated per each mining hectare, up to March of every year. The Patent Conservation Fee has a rate of 2.5% of a basic salary ($425) for each mining hectare. This fee doubles to 5% of the basic salary for the advanced exploration and economic evaluation periods. During the operational phase of the mining licence, the fee doubles again to 10%. The fee is paid on an annual basis.

The terms of the draft exploitation agreement negotiated by INV with the Ecuadorian government, prior to the Company's acquisition, specify that the project will be subject to a royalty of 5% on the net sales revenue of precious metals payable to the Ecuadorian government on a quarterly basis, with payment of an advance royalty in the amount of $15 million. The Company will be negotiating the final terms of the exploitation agreement with the Ecuadorian government once it has received the environmental licence for development of the Loma Larga gold project with the result that certain terms, including the royalty rate, the amount of and milestones for the payment of the advance royalty may change. The Company is also currently negotiating an investment protection agreement with the government of Ecuador prior to making any significant capital commitments.

The current regional and national infrastructure is adequate to access the Loma Larga gold project site through a well-established network of existing major ports and roadways. The road between San Gerardo and the project site will be upgraded during the early stages of the Loma Larga gold project and will be ready to support the operations phase of the project.

The Contecon Concession, Guayaquil Port has infrastructure and facilities to serve the project needs for the importation, construction and operation phases. Manta Port is the closest regional port which will support any oversize and roll-on/roll-off cargo.

The following map shows the location and access to the Loma Larga gold project.



History

The following is a brief chronological description of exploration work done on the property prior to DPM's ownership:

- In 1991 the property was acquired by COGEMA Resources Inc. ("COGEMA") (now ORANO Cycle SA). In 1993, COGEMA entered into a joint venture with Newmont Mining Corporation ("Newmont") and TVX Gold Inc. Newmont's drill program failed to reach the Loma Larga deposit. IAMGOLD Corporation ("IAMGOLD") subsequently entered into an option agreement with COGEMA in 1999, however, no work was carried out for several years.
- In 2004 IAMGOLD discovered the Loma Larga deposit and carried out a drill program. A preliminary feasibility study was completed in 2008.
- On June 22, 2012, INV entered into a share purchase agreement with IAMGOLD and its two subsidiaries, AGEM Ltd. and Repadre Capital (BVI) Inc., to purchase a 100% interest in IAMGOLD Ecuador S.A. INV obtained 100% title to the property in November 2012.
- On July 26, 2021, the Company acquired all of the issued and outstanding shares it did not already own of INV, now renamed DPM Ecuador Holdings Inc., which owns DPME.
- There has been no production from the Loma Larga gold project to date.

Geological Setting, Mineralization and Deposit Types

The Loma Larga gold project is located within the Ecuadorian cordillera, which consists of a number of narrow, north to northeast trending terranes which were formed during the separation of the Central and South American plates and accreted onto the Amazon Craton from the Late Jurassic to Eocene. Most of the terranes extend for several hundreds of kilometres in a north-northeast direction and are only a few tens of kilometres wide. They are separated by deep north-northeast trending faults. These terranes were built upon during the Tertiary and Quaternary by subduction related continental arc magmatism and reactivation of the terrane bounding faults.

The Loma Larga gold project is located between the Gañarin fault to the northwest and the Girón fault to the southeast. A collapsed caldera structure, four kilometres in diameter, the remnant of an eroded stratovolcano, lies along (and possibly emplaced and controlled by) the Gañarin fault and 400 metres west of the main Loma Larga gold project mineralization. The caldera is underlain by late felsic domes and is cut by a multi-phase diatreme. The north-south trending Rio Falso fault, which appears to be a conjugate fault linking the Gañarin and Girón faults, is the locus for alteration and mineralizing fluids.

The mineralization is also stratigraphically controlled as it occurs at lithological contacts between Quimsacocha Formation andesitic lavas and tuffs and reaches greater thickness in the more permeable tuffs. The mineralization is a flat lying to gently western dipping (less than ten degrees), north-south striking, cigar shaped body, which has a strike length of approximately 1,600 metres north-south by 120 metres to 400 metres east-west and up to 60 metres thick, beginning approximately 120 metres below surface. It also dips slightly to the north, such that the mineralized zone is closer to surface at the south end.

Mineralized zones are characterized by multiple brecciation and open-space filling events and sulphides such as pyrite, enargite, covellite, chalcopyrite, and luzonite or, at lower sulphidation states, tennantite and tetrahedrite. Higher grade intervals typically coincide with increased amounts of enargite, minor barite, and intense hydraulic brecciation that contains subrounded to rounded silicified fragments. Visible gold is rare. Gold mineralization is found, for the most part, in one of the following mineralogical assemblages: (a) vuggy silica plus fine grained pyrite and enargite; (b) massive pyrite, including a brilliant arsenical pyrite; or (c) vuggy silica with grey silica banding, sulphide space-filling and banded pyrite. Very fine-grained pyrite is dominant in semi-massive to massive zones, and is interpreted to have formed earlier than coarser fracture and vug-filling pyrite.

The Loma Larga gold project is a typical high sulphidation gold-copper-silver epithermal deposit.

Exploration

Exploration activity began in the area in the late 1970s when a United Nations survey identified the Tasqui and Jordanita base metal stream sediment geochemical anomalies five kilometres south of the margin of the Quimsacocha caldera. INV carried out exploration activities on the property in 2017 and 2018, including the following:

- Analysis of geophysical data and potential exploration targets within the Rio Falso concession.
- Analysis of diamond drill hole data, geological maps, and geophysical data for the Loma Larga gold project to develop a targeting matrix for the Loma Larga exploration program.
- Updating of the regional geology map for the Loma Larga concessions, targeting areas with no previous geological mapping along the concession boundaries.

Drilling

COGEMA completed 2,944 metres of diamond drilling in 17 holes on vein and disseminated targets. Newmont drilled 82 holes totaling 7,581 metres.

From 2002 to 2007, drilling was carried out by IAMGOLD including a total of 65,117 metres in 280 holes. No drilling was carried out between 2007 and 2012.

INV carried out two drilling campaigns, in 2013 and 2016-2017. INV's drill program in 2013 was comprised of 12 diamond drill holes totaling 3,684.7 metres, including two holes drilled for metallurgical testwork, three holes to further define the high grade Main Zone, and seven holes to test step-out targets to extend the deposit. In 2016-2017, INV completed nine geotechnical drill holes, nine hydrogeological drill holes, and 14 exploration drill holes on the Loma Larga deposit to obtain data for modelling. A total of 6,978.21 metres were drilled in 32 drill holes. As a result of this drill program, an indication of the presence of multiple feeder zones along the north-south length of the deposit was identified.

After the DPM acquisition, a drilling program of 15,800 metres was developed to support various studies complementary to the refinement of the Loma Larga FS including the technical and logistical preparation to support the program. The drilling program will consist of hydrogeological, geotechnical and condemnation drilling in the areas of the planned infrastructures including the Filtered Tailings Storage Facility ("FTSF") site, drilling to increase the metallurgical knowledge of the main mineralized zone and finally by so-called extension and conversion drilling to extend the mineralized zones to the north, south and west of the known resources. The drilling program began in February 2022 and will extend to the fourth quarter of 2022.

On February 21, 2022, DPM paused drilling activities as a result of the filing of the Action with the Constitutional Judge of the Judicial Labor Unit of Cuenca (the "Court"). The Court ordered the suspension of the environmental permit required for current exploration and technical drilling pending the hearing of the Action, which is scheduled to commence in early April 2022. The Action was filed against the MAATE and the Attorney General of Ecuador by certain NGOs and local agencies (Federación de Organizaciones Indígenas y Campesinas del Azuay FOA, Junta Administradora de Agua Potable de Victoria del Portete y Tarqui, Comunidad Escaleras, Directorio de Aguas de la Sociedad de Riego de San Gerardo) alleging that, in granting the environmental permits, the MAATE violated certain rights relating to prior consultation and protection of water and nature. The Action against the MAATE also seeks the annulment of DPM's mining concessions for the Loma

Larga gold project. DPME has been added to the Action as a third-party intervenor and is working closely with the MAATE as well as other government ministries and local stakeholders that support the Loma Larga gold project in defending the Action (collectively, the "MAATE Matter"). DPM believes the Action against the MAATE is without merit and that its concessions are legally valid and protected under Ecuadorian law.

Prior to the recent commencement of drilling activities, DPME had received all required permits, including those required from the MAATE, had duly informed the relevant authorities as required by Ecuadorian legislation, and had engaged proactively with local and national stakeholders regarding its planned drilling program in order to advance the project. In planning and executing the program, DPME has implemented measures that meet or exceed best industry practices as well as Ecuadorian legislative requirements for safety and environmental protection. This included the hiring and training of approximately 70 local employees and several local contractors to perform the work. See "Risk Factors – Opposition to Mining" for additional details of some of the risks faced by the Company.

Sampling, Analysis, and Data Verification

Sampling and Analysis

Sample preparation and analytical procedures are as follows:

- Samples are dried, if necessary.
- The entire sample is crushed to 95% passing 10 mesh.
- 1,000 grams are riffle-split and pulverized to 90% passing 150 mesh.
- 200 grams samples are returned to DPME's Quito office to recode in a simple random ID_DPME to ID_LAB code.
- Reference material and blanks are inserted by DPME personnel.
- Samples are assayed for gold by fire assay and a multi-element package using an aqua regia digestion with an ICP finish.
- Assay data is emailed simultaneously to DPME's Quito office as both Excel and PDF files (the latter as the digital equivalent of an assay certificate).

Security

For the 2013 drilling campaign, all samples were collected primarily from mineralised zones and sent to internationally recognized and independent laboratories for preparation and testing. Prior to September 2004, samples were prepared in Quito by ALS Chemex and analyzed by ALS Chemex laboratory in North Vancouver, Canada. From October 2004 onward (to the end of drilling by IAMGOLD in 2008), samples were prepared by Inspectorate del Ecuador S.A. in Quito and analysed by BSI Laboratories in Lima, Peru. Both analytical laboratories are accredited to ISO/IEC 17025 for specific registered test and certified to ISO 9001 standards.

In 2016-2017, samples were collected in mineralised and altered zones. Sample preparation was carried out by Inspectorate del Ecuador S.A. ("Inspectorate"), part of the Bureau Veritas Group, Llano Grande-Quito, Ecuador. Inspectorate sent the prepared samples by air freight to their analytical laboratory in Callao-Lima, Peru. Inspectorate holds an international certificate for ISO 9001:2008 and fulfills NTP-ISO 17025:2006.

IAMGOLD developed an industry standard QAQC program for the Loma Larga gold project early on in the exploration work. From 2002 to 2008, a total of 1,015 CRM and 714 blank samples were inserted into the process stream. IAMGOLD also collected 1,046 pulp replicates, 456 pulp duplicates, and 263 triplicates (replicates) for comparative analysis.

During the 2013 and 2016-2017 drilling campaigns, INV maintained a rigorous QAQC program that incorporated the regular submission of blanks, duplicates, and standards. As part of the 2013 drilling program, 74 CRMs and 68 blank samples were inserted into the process stream. Additionally, INV collected 24 field duplicates, 77 pulp duplicates, 77 reject duplicates, and 167 pulp replicates. In 2016-2017, 84 CRMs and 94 blank samples were inserted into the process stream. INV also collected 127 pulp duplicates and 127 reject duplicates.

Quality Control Procedures

In August 2017, INV completed a 23-hole drilling program at the Loma Larga gold project, collecting and assaying 2,423 samples. During the drilling campaign, INV maintained a rigorous QAQC program that incorporated the regular submission of blanks, duplicates, and standards. Specifically, the program included:

- Preparation duplicates (a second pulp prepared from the coarse reject) were prepared and inserted every 20 samples according to the downhole sampling sequence.
- Assay duplicates (a second analysis of the same pulp) were prepared concurrently with the preparation duplicates, every 20 samples according to the same downhole sequence as the preparation duplicates.
- Field duplicates were inserted one in every 40 drill samples, with the duplicate pair consisting of a pair of quarter

core samples obtained from the original half core that would have normally been sent for assay.

- CRMs for gold, in the form of pulps, were inserted into the sample stream at a ratio of one in every fifteen samples, independent of the duplicates. CRMs were commercially prepared and sourced from Rocklabs in New Zealand. Gold standards included seven different grades ranging from less than 1.0 g/t Au to greater than 8.0 g/t Au.
- Blank pulp samples were inserted into the sample after each high-grade standard (SN16, SN60), and at regular intervals throughout the sample stream. RPA Inc. notes that the analysis of a blank pulp does not provide information on possible cross contamination during the sample preparation process. INV initially used commercial sand as the blank, but subsequently prepared and certified an in-house rock blank standard commencing with the final drill hole of the 2013 program. The blank consists of uncrushed rock and is inserted into the sample stream in intervals thought to be mineralized. These blank samples provide information on possible cross contamination during the sample preparation process.

In the QP's opinion, sample preparation and security, the results of the QC samples, together with the QAQC procedures implemented at the Loma Larga gold project, provide adequate confidence in the data collection and processing, and the assay data is suitable for Mineral Resource estimation.

Data Verification

Sampling details for the historic drilling program by IAMGOLD were verified by the QP in 2006. At that time, the QP validated the drill hole database up to hole IQD354. In 2012, the QP verified 30 drill holes completed by IAMGOLD in 2008, which included 28 resource delineation drill holes and two drill holes for metallurgical testwork. Prior to accepting the resource database used to estimate the current Mineral Resources for the Loma Larga gold project, the QP reviewed and verified 12 drill holes completed by INV in 2013. The verification work included a review of the QAQC methods and results, checking assay certificates against the database assay table, a site visit and review of drill core, and standard database validation tests.

In 2018, the QP verified the assay results from 23 drill holes that were completed subsequent to the 2016 technical report. Verification included checking assay certificates against the database assay table. The QP also completed standard database validation tests of the new drilling.

The QP considers the Mineral Resource database reliable and appropriate to support a Mineral Resource estimate.

In addition, the QP reviewed and verified the 248 drill holes with sulphur data, including 26 drill holes that were completed by INV during the 2017 drilling campaigns on the project. The verification work consisted of a review of the QAQC results, checking assay certificates against the database assay tables, and standard manual validation tests.

Mineral Processing and Metallurgical Testing

Three separate and distinct phases of metallurgical testwork have been conducted on the Loma Larga deposit. The first two phases of testwork were conducted in 2006 and 2014. The first program was managed by IAMGOLD in 2006 and the second program was managed by RPA in 2014 and was used as the basis of design for a preliminary feasibility study. The 2014 program investigated the potential of producing saleable concentrate via conventional bulk or sequential flotation methods. The outcome of the 2014 program was the selection of a high-level sequential flotation flowsheet for the recovery of separate gold bearing copper and pyrite concentrates.

The third program (2017 metallurgical testwork program) was managed by INV with advisory input from DRA and Promet101. The 2017 metallurgical program forms the basis of the Loma Larga FS completed in 2018.

A significant amount of testwork was conducted to develop a robust and fit for purpose flowsheet for the development of the Loma Larga gold project process plant design. The merits of sequential and bulk flotation flowsheets were examined during the program and analyzed. Sufficient testwork has been conducted to support the basis of the Loma Larga FS completed in 2018.

The metallurgical programs concluded that a sequential flotation flowsheet for the recovery of separate gold bearing copper and pyrite concentrates is the preferred processing route. From the testwork, grade and recovery relationships for the copper concentrate and an understanding of the gold-pyrite concentrate recoveries was determined.

INV, in consultation with Promet 101 and DRA, undertook a new testwork program in 2019 to further optimize the flotation flowsheet. Optimization efforts focused on improving the operability, maintainability, capital and operating costs associated with the flowsheet.

DPM intends to commence a metallurgical test program in the second quarter of 2022 to confirm the existing flowsheet assumptions and provide further information for the detailed engineering of the grinding, flotation, and dewatering circuits whilst considering project value engineering opportunities.

Mineral Reserve and Mineral Resource Estimates

See "Summary of Mineral Reserve and Mineral Resource Estimates" for a summary of the Loma Larga gold project Mineral Resources.

The Mineral Reserves for the Loma Larga gold project are estimated at 13.9 million tonnes of recoverable and diluted ore grading 4.91 g/t Au, 29.6 g/t Ag, and 0.29% Cu using an economic cut-off of $60/t NSR. The Mineral Reserves are comprised of 21% in proven category (2.9 million tonnes grading 7.30 g/t Au, 34.80 g/t Ag and 0.44% Cu) and 79% in probable category (11 million tonnes grading 4.28 g/t Au, 28.3 g/t Ag and 0.25% Cu). Mineral Reserves are inclusive of dilution and ore loss.

Mineral Resources, reported exclusive of Mineral Reserves, comprise of Measured and Indicated Mineral Resources of 11.3 million tonnes at 2.18 g/t Au, 17.5 g/t Ag, 0.13% Cu using an economic cut-off of $55/t NSR. Inferred Mineral Resources are 6.2 million tonnes at 2.03 g/t Au, 25.6 g/t Ag, and 0.12% Cu.

Mining Operations

The Loma Larga deposit will be mined using underground mining methods - longhole stoping and backfill for the majority of the deposit with some drift-and-fill for lower portions and narrow areas of the deposit which were not amenable to longhole stoping.

The depth of the deposit (approximately 120 metres) from surface and its geometry (flat and elongated) make it ideal for conventional underground mechanized mining. The production rate for the mine is set at 3,000 tonnes/day of ore for the first four years and 3,400 tonnes/day from year five. This production rate requires a well-planned mechanized mine with simple layouts and mining methods.

Processing and Recovery Operations

The Loma Larga gold project process plant flowsheet and design are robust and allow for the treatment of the various ore types that will be encountered over the LOM. It is also considered to be conventional and fit for purpose. The design removes the requirement for acid addition in flotation pH control, reducing both operating and capital costs. The design considers two stages of copper cleaner flotation and one stage of pyrite cleaner flotation. However, provision has been made in the plant design and layout for one additional copper and one additional pyrite cleaning stage. Provision has also been made in the plant design and layout for additional innovative flowsheet options that improve overall LOM gold recovery

The Loma Larga gold project processing plant is designed to process 3,000 tonnes/day of ROM ore from a single underground mine with the ability to increase throughput to 3,400 tonnes/day in year five.

The plant will produce separate copper and pyrite concentrates for sale using conventional sulphide flotation techniques. Flotation tailings will be filtered and disposed of in a fully lined FTSF or directed to the paste backfill circuit to be used for mine backfill.

Infrastructure, Permitting and Compliance Activities

Infrastructure and Logistic Requirements

There is currently a minimal amount of infrastructure on the property mainly consisting of several man-made water ponds/reservoirs for storage and treatment of water, a nursery which is used to grow fauna and flora for present and future rehabilitation purposes and buildings used for storage of drill core. The north-south access road, which has been deemed a public road by the government, extends all the way past the future portal entrance and up to the mine concession above the ore body.

In addition, there is a small camp at Los Pinos that can house 30 people including office space with electrical power from the grid.

Permitting

DPME currently holds various permits in accordance with local requirements. Loma Larga gold project is currently in the economic evaluation stage (until July 2023) and holds the required permits for the Advanced Exploration phase, as well as land tenure, and mining and water rights that enable DPME to perform exploratory activities in the concessions that compose the Loma Larga gold project.

On February 24, 2022, DPM announced a pause in drilling activities, as a result of the Action. The court has ordered the suspension of the environmental permit required for current exploration and technical drilling pending the hearing of the Action. See "Development Projects – Loma Larga Gold Project, Ecuador - Drilling" for more information.

The permits and authorizations held by DPME, are listed below:

- 100% land title of the Loma Larga gold project in order to develop the mining project;
- Mining Titles for Metallic Mining, in the concessions Cerro Casco (Code 101580), Río Falso (Code 101577), and Cristal (Code 102195), most recently validated on September 6, 2019;

- Environmental licence No. 054 for the advanced exploration of the mining areas Cerro Casco and Río Falso, granted on October 11, 2002. DPME has maintained its environmental permit through periodic audits and evidence of compliance with the environmental management plan of the approved environmental licence No. 054;
- Environmental Licence No. 028 for the advanced exploration of Cristal granted on May 28, 2019;
- Authorization for the right to use and consume water, granted on July 5, 2010 and renewed on January 3, 2018. This authorization is for rainwater up to 1 litres/second to be collected in the Cristal-Aguarongos sector of the San Gerardo Parish, Girón Canton for forest nursery irrigation and for advanced exploration use;
- Authorization for the right to use and consume water. This authorization is for withdrawal of up to 8 litres/second taken from the Quebrada Cristal-Alumbre located in the San Gerardo Parish of the Girón Canton, Province of Azuay for mining industrial activities use. The authorization was renewed on October 11, 2016 and legally ratified on February 26, 2020; and
- Certification of the National Institute of Cultural Heritage that endorses an authorization granted by this institute on August 30, 2007 to IAMGOLD in the area of concessions Cristal – code 102195, Cerro Casco – code 101580, Río Falso – code 101575. The certification established that the mine area has no known archaeological structures or sites but does have a potential for archeological findings and approves the development of the mining concession under specific considerations that include active presence of an archaeologist during development in case unknown sites are encountered.

DPME may require a water deviation authorization for the exploitation phase, rights of way through third party mining rights and private land for the project site as well as for power transmission lines and access roads. A land acquisition plan will be implemented for the project linear components, in a parallel process to the Environmental Impact Study ("EIS") submission.

Environmental Requirements

To progress to the exploitation phase, the main permit for the construction and operation of a mining project is the environmental licence. The environmental licence will enable DPME to request and obtain other necessary permits to start the construction, operation and closure of the Loma Larga gold project. The EIS process will be managed by the MAATE in Quito.

DPME is progressing with an EIS to Ecuadorian standards, and where feasible, to International Finance Corporation standards as well. Baseline data sets, and ongoing data collection, are being used to support the development of an EIS for the Loma Larga gold project. A stakeholder engagement strategy has been implemented alongside the submission of the EIS.

Social and Community Factors

The Loma Larga gold project is in the province of Azuay, in the western mountain range of the Andes and the concession area of the project is located in the cantons of Cuenca, Girón and San Fernando. The Loma Larga gold project is one of five mining projects in the country declared as "National Strategic Projects" by the government of Ecuador (Ministry of Mines, 2016 and 2018).

The socio-economic context and social baseline data for the Loma Larga gold project details the project's area of social influence which is the area that is likely to be affected by the activities of the project and its facilities. Although there are no communities within the mining concession area, the area of social influence considers the communities closest to the project that are most likely expected to be affected, more specifically along the access road from the main road to the project.

The delimitation of the area of social influence considers three levels: area of direct influence ("ADI"), area of indirect influence ("AII") and area of regional influence ("ARI").

Taking into account the role that the city of Cuenca plays in the socio-economic context of the Province of Azuay, the Company included the city as part of the ARI. It is expected that the city of Cuenca will provide a variety of inputs, services and materials unavailable in the ADI and AII, and that are required for the construction and operation of the Loma Larga gold project. Due to the size and complexity of the Cuencan economy, the impacts of the project are expected to be positive but relatively small.

The population in the ADI and AII is mainly rural. The social baseline data shows that the number of people living below the poverty line in the ADI and AII is above the national average. The ADI and AII are rural areas where most of the people work in agriculture and cattle raising. These activities do not formally employ people and do not provide access to recognized social security or employment benefits. This is in contrast with the urban population of Cuenca, Ecuador's third largest city and one of the most important industrial hubs of the country.

The female population in the ADI and AII is proportionally greater than the male population. This indicator responds to the high migration rates reported in the past in the studied area. Most households in the area identify themselves as mestizo (person of mixed race, Spaniard and American Indian), Spanish speakers, and Catholics. This characterization is in line with the cultural and traditional practices of the studied communities (Propraxis 2018).

Migration is a phenomenon that affects a large part of the ADI. Approximately 30% of households report that at least a

member of their family has permanently emigrated, many to the United States of America, in search of work. Annual population growth in both areas is very low (0.3%) due to the high emigration rate of people looking for employment opportunities. In this sense, the Loma Larga gold project represents an opportunity that may provide local employment alternatives that could decrease emigration and promote the return of people who left the area.

Training programs will be required in advance of mining activity to facilitate the availability of local labour for the project and reduce the reliance on skilled labour to immigrate to the area.

Capital and Operating Costs

The tables below set out the estimated capital and operating costs over the LOM. These costs are in current dollars without escalation.

Capital Costs

The capital cost estimate is deemed to have an accuracy of ±15% and was prepared in accordance with the Association for the Advancement of Cost Engineering Class 3 estimating standard.

The capital cost estimate was developed based on a typical Engineering, Procurement and Construction Management ("EPCM") project execution model. Major equipment was specified, and priced quotations obtained from reputable Original Equipment Manufacturers and escalated where needed. Construction contract packages were prepared, issued and priced in-country by capable construction companies.

Capital Costs	
Area	**$ millions**
Direct Cost	
Mining – Underground	40.2
Mining Surface Infrastructure	10.4
Process Plant	69.2
Waste Management	19.8
Plant Infrastructure	18.2
Off-site Infrastructure	15.2
Subtotal Direct Cost	**173.0**
Indirect Cost	
Contractor Indirects	27.1
Inventory	7.1
Project Services	24.4
Vendor Rep & Commissioning	2.4
Owner's Costs	17.8
Freight & Logistics	5.4
Taxes & Duties [1]	28.1
Contingency	30.2
Subtotal Indirect Cost	**142.5**
Total Initial Capital Cost	**315.5**
Sustaining Capital Cost [2]	70.5
Closure Cost	22.5
Total Project Capital Cost	**408.5**

1. *Includes $22.6 million refundable value added taxes.*
2. *Includes $6.1 million refundable value added taxes.*

Operating Costs

A summary of the overall LOM operating costs, by major project area, is presented in the table below. The costs presented exclude pre-production costs which are included in the capital cost estimate, as well as depreciation expenses related to the capital expenditures.

Operating Costs		
Major Project Areas	**LOM Total ($ millions)**	**LOM Unit Cost ($/t)**
Mining Costs	306.7	22.02
Processing Costs	243.3	17.47
Backfill Costs	43.7	3.14
Tailings Disposal Costs	36.4	2.61
Concentrate Logistics Costs	193.5	13.89
General & Administration Costs	104.9	7.54
Total Cost	**928.5**	**66.67**

Economic Analysis

Based on the assumptions presented in the Loma Larga 2021 Technical Report and a $1,400/ounce gold price, the project demonstrates positive economics. The pre-tax NPV at 5% discount rate is $783 million and pre-tax internal rate of return ("IRR") is 40.0%. The pretax payback period is 2.0 years after the start of production.

The after-tax NPV at 5% discount rate is $454 million and after-tax IRR is 28.3%. The after-tax payback period is 2.4 years.

Exploration, Development and Production

The milestones for commencement of the critical activities for the Loma Larga gold project are as follows:

- Conduct required fieldwork and metallurgical test work to support the permitting and detailed engineering;
- Update the Loma Larga gold project design, cost estimates, Loma Larga FS and project execution plan during 2022;
- Commence detailed engineering and procurement activities for the critical long lead items and early works by the end of 2022, depending on permitting progress;
- Complete detailed engineering of the off-site power supply lines and access road during 2022;
- Obtain the environmental licence by the end of 2022;
- Execute the investment protection agreement and exploitation agreement for the project with the government of Ecuador;
- Commence on site construction activities, depending on permit approvals, in 2023; and
- Commission the plant during the first half of 2025.

Timok Gold Project, Serbia

The following summary and technical information of the Timok gold project is derived in part from the Timok 2021 Technical Report, which is available on the Company's website at www.dundeeprecious.com and has been filed on the SEDAR site at www.sedar.com. This report was filed by the Company on a voluntary basis under section 4.2(12) of the Companion Policy to NI 43-101. The report is not filed as a result of a requirement of NI 43-101. See "Technical Information" for further details.

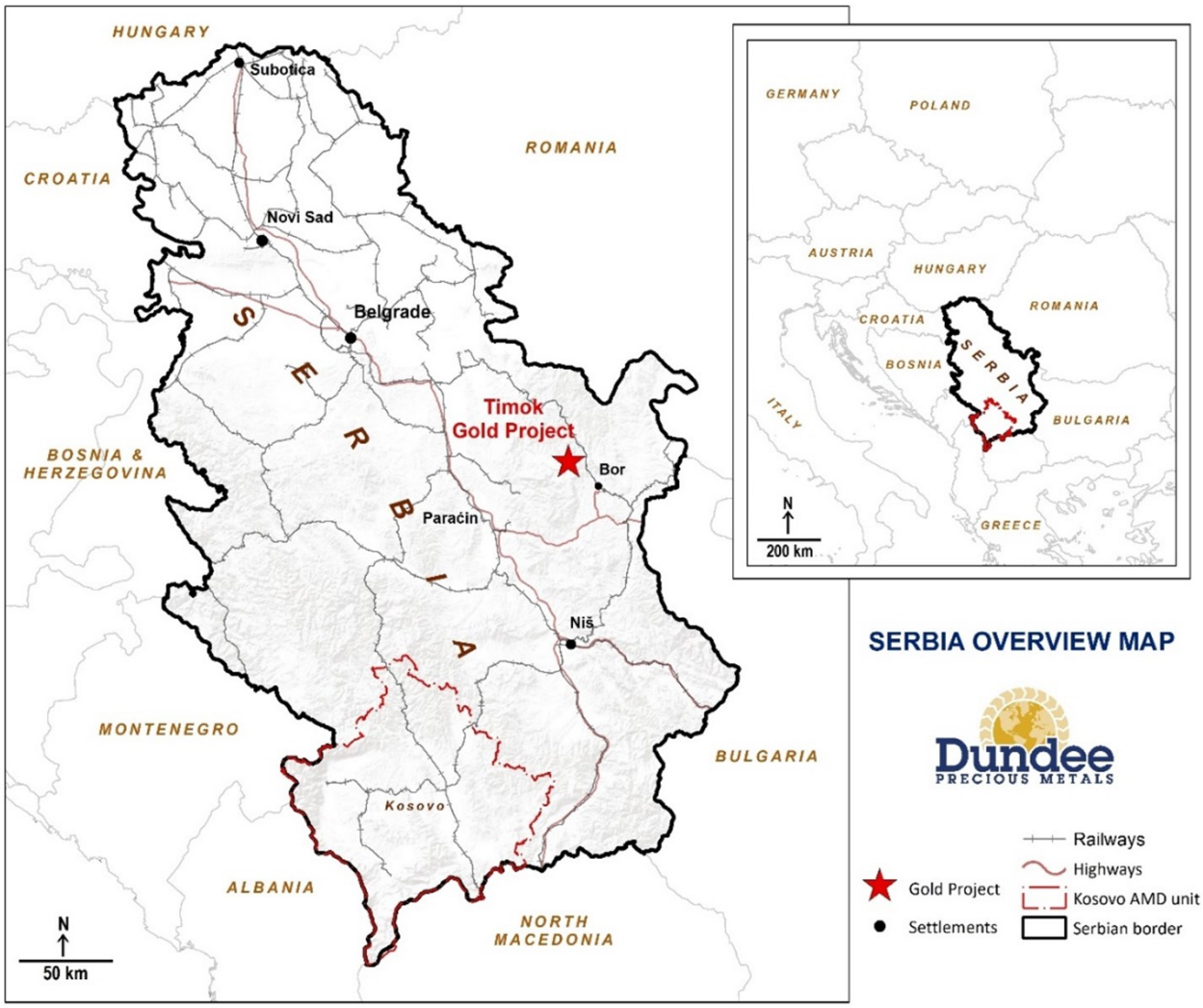
Project Description, Location and Access

The Timok gold project is located in the central-eastern region of the Republic of Serbia, approximately 270 kilometres southeast of the capital, Belgrade. It comprises two exploration licences (Potaj Čuka Tisnica and Umka licences) covering an aggregate area of 131.2 square kilometres. On December 28, 2020, the Potaj Čuka Tisnica and Bigar Istok licences were consolidated into the Potaj Čuka Tisnica exploration licence. The northern boundary of the licence area is positioned about 25 kilometres southwest from the Danube River, and the project area extends 24 kilometres southwards to a point approximately 14 kilometres west of Bor at its southern boundary. The Bigar Hill, Korkan, Korkan West and Kraku Pester deposits are located within the boundary of the Potaj Čuka Tisnica exploration licence. On expiry of the Potaj Čuka Tisnica consolidated exploration licence area, a retention period of three years was granted from July 22, 2022 to secure exploitation rights for the field.

The exploration licences for the Timok gold project are held by Avala, a Serbian registered company. Since 2016, Avala, has been a wholly owned subsidiary of DPM following the acquisition of the remaining shares of Avala Resources Ltd. and its

amalgamation with DPM.

The following map shows the location and access to the Timok gold project.



Geological Setting, Mineralization and Deposit Types

The Timok gold project is located immediately to the west of the Timok Magmatic Complex, part of the larger tectonic Alpine-Balkan-Carpathian-Dinaride metallogenic-geodynamic province that extends from Western Europe to South-East Asia and comprises the Tethyan orogenic system. The Timok gold project is located on the western margin of the complex and is subdivided into a western sequence of Proterozoic metamorphic basement rocks, Late Jurassic and Early Cretaceous limestones and an eastern sequence of epiclastic and diorite intrusive rocks of Late Cretaceous age. The interface between these two sequences consists of six rock units: Jurassic to Cretaceous limestone rocks are unconformably overlain by calcareous clastic sedimentary rocks consisting of a basal sandstone (S1 unit) and an overlying red sandstone or conglomerate unit (S2 unit), a marl unit which overlies the clastic units which, in turn, is overlain by magmatic and clastic rocks.

Gold mineralization is classified as relatively low-temperature auriferous deposits that share many characteristics with Carlin-type gold deposits. The interpretation of the sediment-hosted gold prospects within the Timok gold project area as Carlin-type is based upon: (i) the character of the sedimentary host; (ii) the metal association of gold, arsenic, mercury, thallium, sulphur and antimony; and (iii) the fine-grained nature of the gold, high gold-to-silver ratio and alteration types, including argillisation, decarbonization, and locally, addition of quartz.

Exploration

Exploration of the Timok gold project has been carried out since 2007. Extensive soil sampling and surface trenching was completed by DPM from 2007 to 2009 and four diamond drill-holes were completed on the project during this period. From 2010 onwards, Avala completed geological mapping, outcrop sampling, soil geochemistry surveys and trenching over a large part of the Timok gold project. Exploration completed on Avala licences produced 11,683 soil samples; 2,104 rock chip samples; and 35.5 kilometres of trenching.

A series of shallow drilling programs were conducted during 2020 on the Chocolate, Bigar West and Korkan North targets with 75 holes totaling 5,807 metres completed to date. The programs were designed to target shallow oxide-gold mineralization in order to support the growth of Mineral Resource inventories at the Timok gold project. Multiple drill holes from the Chocolate target program intercepted high grade oxide, transitional and sulfide mineralization and infill and extensional drilling continued in the first half of 2021. Additional drilling was also conducted at Čoka Rakita and other satellite prospects to enhance understanding of the sulphide upside of the project. During the second half of 2021, ground magnetic geophysical surveys and scout drilling were undertaken at the Umka exploration licence, immediately south of the Timok gold project.

Sampling, Analysis and QAQC of Timok and Brownfield Exploration Core and Channel Samples

Core and channel samples from brownfield exploration programs at Chelopech, Ada Tepe and the Timok gold project are logged and sampled on site and subsequently shipped to the Company's own exploration laboratory in Bor, Serbia, which is managed by SGS, for samples preparation and analysis.

Most exploration diamond drill holes are collared with PQ size, continued with HQ, and are sometimes finished with NQ. Triple tube core barrels are used whenever possible to improve recovery. All drill core is cut lengthwise into two halves using a diamond saw; one half is sampled for assaying and the other half is retained in core trays. All drill core is sampled in intervals ranging up to three metres, however, the common length for sample intervals within mineralized zones is one metre. Weights of drill core samples range from three to eight kilograms, depending on the size of core, rock type, and recovery. A numbered tag is placed into each sample bag, and the samples are grouped into batches for laboratory submissions. Quality control samples, comprising certified reference materials, blanks and field duplicates, are inserted into each batch of samples and locations for crushed duplicates are specified. All drill core and quality control samples are tabulated on sample submission forms that specify sample preparation procedures and codes for analytical methods. For internal quality control, the laboratory includes its own quality control samples comprising certified reference materials, blanks and pulp duplicates. All QAQC monitoring data are reviewed and signed off by an independent QAQC geologist. Chain of custody records are maintained from sample shipments to the laboratory until analyses are completed and remaining sample materials are returned to the Company. The chain of custody is transferred from the Company to SGS at the laboratory door.

Drill core samples submitted to the laboratory are dried at 105°C for a minimum of 12 hours, and then jaw crushed to about 80% passing 4 millimetres. Sample preparation duplicates are created by riffle splitting crushed samples on a 1 in 20 basis. Larger samples are riffle split prior to pulverizing, whereas smaller samples are pulverized entirely. Pulverizing specifications are 90% passing 75 microns. Gold analyses are done using a conventional 50-gram fire assay and AAS finish. Multi-element analyses for 49 elements, including Ag, Cu, Mo, As, Bi, Pb, Sb, and Zn, are done using a four-acid digestion and an ICP-MS finish. Samples returning over 10 parts per million for Ag and 1% for Cu, Pb and Zn are re-analyzed using high grade methods with AAS finish. Sulphur is analyzed using an Eltra Analyzer equipped with an induction furnace.

The Company's QP has verified that all results reported in this disclosure have passed QAQC protocols. Further verification of results included comparison of assay data with geology, alteration and mineralization logging data.

Mineral Reserve and Mineral Resource Estimates

See "Summary of Mineral Reserve and Mineral Resource Estimates" for a summary of the Timok gold project Mineral Resources.

The current Mineral Resource estimate is based on an updated drill hole database which encompasses a total of 1,360 drill holes and trenches with a cumulative length of 259,400.3 metres. The Mineral Resource estimate was performed in two steps with an initial estimate performed using OK interpolation into a sub-blocked model, with parent blocks of 20 metre × 20 metre × 10 metre and sub-blocks of 5 metre × 5 metre × 5 metre, within defined estimation zone domains. A second step was achieved in Datamine Studio using the Localized Uniform Conditioning approach for support change and localization from the parent block size to Selected Mining Unit size which is 5 metre × 5 metre × 5 metre.

Under CIM Definition Standards, Mineral Resources should have a reasonable prospect of eventual economic extraction. In order to determine the mineralization zones that can be potentially mined economically, an optimized pit shell was developed using the Lerchs-Grossmann Algorithm implemented in GEOVIA Whittle® software.

Mineral Resources, reported exclusive of Mineral Reserves, comprise of Indicated Mineral Resources of 32.3 million tonnes at 1.27 g/t Au for 1.319 million ounces, which includes oxide Indicated Mineral Resources of 8.2 million tonnes at 0.78 g/t Au for 205,000 ounces and transitional Indicated Mineral Resources of 8.3 million tonnes at 0.90 g/t Au for 241,000 ounces. Inferred Mineral Resources are 0.9 million tones at 1.5 g/t Au for 45,000 ounces.

Only Measured and Indicated Mineral Resource categories, and only oxide and transitional weathering types were considered for the Mineral Reserves. A standard open pit truck and shovel operation was assumed, with a 2.5 million tonne per annum ore production rate. Probable Mineral Reserves are estimated at 19.2 Mt at 1.07 g/t of gold for 662 thousand in-situ gold ounces.

Capital and Operating Costs

The tables below set out the estimated capital and operating costs over the LOM. These costs are in current dollars without escalation.

Capital Costs

The initial project capital costs are expected to be approximately $211 million, which includes the construction of a valley fill heap leach facility, three-stage crushing and agglomeration circuit, Adsorption-Desorption-Recovery ("ADR") plant, 47 million tonnes partially lined waste rock dumps and additional infrastructure, including haul and access roads, water treatment, power supply and site services.

Capital Costs	
	$ millions
Initial capital estimate	
Pre-stripping	8.6
Mining (mine fleet, haul and access roads)	36.7
Processing (heap leach, processing plant)	52.7
Infrastructure	17.2
Waste rock facilities and Other	16.7
Total direct costs	**131.9**
Construction Indirect & owner's costs	42.1
EPCM	15.8
Total indirect costs	**57.8**
Contingency	21.0
Total initial capital	**211.0**
Life of mine	
Sustaining capital expenditures	24.4
Closure and rehabilitation costs	23.3

Operating Costs

A summary of the overall LOM operating costs, by major project area, is presented in the table below. The costs presented exclude pre-production costs which are included in the capital cost estimate, as well as depreciation expenses related to the capital expenditures.

Operating Costs		
Major Project Areas	**LOM Total ($ millions)**	**LOM Unit Cost ($/t)**
Mining Costs	151.6	7.89
Processing Costs	99.1	5.16
General & Administration Costs	33.8	1.76
Royalty	5.2	0.27
Total Cost	**289.6**	**15.07**

Project Development

On July 15, 2019, DPM announced the results of the PEA for the Timok gold project. During the first quarter of 2020, based upon an internal optimization study focused on pit optimization and the results from geotechnical and hydrogeological studies, a Timok PFS was commenced.

On February 23, 2021, DPM announced the results of the Timok PFS. The Timok PFS focused on the development of the oxide and transitional portions of the project. Highlights of the Timok PFS include:

- After-tax NPV 5% of $135 million and after-tax IRR of 21% (based on a gold price of $1,500 per ounce);
- 547,000 gold ounces recovered over an 8-year mine life, with annual gold production estimated to average approximately 80,000 ounces in years 1 to 6, and approximately 70,000 ounces per year over the LOM; and
- Initial capital cost estimate of $211 million.

The Timok PFS contemplates the open-pit mining of the oxide and transitional material of the Bigar Hill, Korkan and Korkan West deposits, with three-stage crushing and stacking of material onto a valley fill heap leach. Leached gold will be recovered from the pregnant leach solution using a traditional ADR plant to produce doré bars. The Timok PFS assumes a 17-month construction and commissioning period, with start-up of production targeted for the first quarter of 2026.

Over the LOM, ore is expected to be processed at an average rate of 2.5 million tonne per annum, with higher than average grade mined in the early years, a strip ratio of 2.5:1, and gold recovery for the heap leach estimated to average 82.6%. Mining is expected to extend for 7 years, with residual heap leach gold production in year 8.

For additional information with respect to the key parameters, assumptions and risks associated with the results of the Timok PFS, refer to the Timok 2021 Technical Report.

In June 2021, based on the results of the Timok PFS, DPM proceeded with the Timok FS which is expected to be completed by the third quarter of 2022.

The Timok FS engineering continued to focus on the oxide portion of the deposit, however, DPM is also evaluating, in parallel with the Timok FS, the potential for a mine plan incorporating the processing of the existing sulphide Mineral Resource portion of the ore body. The Company completed the planned Timok FS fieldwork activities in the second quarter of 2021.

In its detailed 2022 guidance, the Company included a range of $8 to $12 million in growth capital expenditures for the costs related to the Timok FS.

A report on Mineral Reserves was submitted to the relevant Serbian authorities in July 2021, after the completion of the drilling program, and a retention period of 3 years was granted, in the third quarter of 2021, to complete the permitting requirements for the receipt of the exploitation rights for the Timok gold project. During the three-year retention period, the Elaborate of Reserves, Spatial Plan ("SP") and Timok FS will need to be completed and approved by the relevant authorities.

Work on the SP, which includes the Strategic Environmental Assessment ("SEA"), commenced in 2021 and the Terms of Reference were submitted in September 2021. The Terms of Reference for the SP were shared with local communities for commentary during October 2021. The SP approval is a requirement for the receipt of the exploitation rights from the Ministry of Mining and Energy. The SEA is approved as part of the SP permitting process.

The application for a Certificate of Reserves ("Elaborate of Reserves") is underway, as required under the Serbian regulations. The approval of the Elaborate of Reserves will form the basis for the Timok FS which, in turn is required to secure the exploitation rights for the project. Approval for the Elaborate of Reserves is expected to be received by the end of 2022, as per statutory timeframes for this process.

Baseline studies for an ESIA have commenced, with the Company targeting the second quarter of 2024 for the closeout of the ESIA and public hearings, followed by receipt of permits for the construction of mine facilities, which DPM estimates would occur in the fourth quarter of 2024. DPM also intends to evaluate opportunities to accelerate this timeline as part of the Timok FS process.

STRATEGIC INVESTMENTS

Sabina

As at December 31, 2021, DPM held: (i) 31,050,566 common shares of Sabina representing 8.9% of the outstanding common shares; and (ii) 5,000,000 Series B special warrants, which will be automatically exercised upon a positive production decision with respect to the Back River project or upon the occurrence of certain other events. Each of the special warrants is exercisable into one common share until 2044.

Velocity

On November 24, 2020, DPM completed the acquisition of 13,394,000 common shares of Velocity at a price of C$0.50 per common share for an aggregate investment of approximately C$6.8 million, representing 9.9% of Velocity's issued and outstanding common shares. As at December 31, 2021, DPM holds 8.36% of the outstanding common shares.

See "Risk Factors – Value of Investment Portfolio" for further details on the risks related to the Company's investment portfolio.

ENVIRONMENTAL, SOCIAL AND GOVERNANCE

Mining today is as much a social science as it is engineering. Communities, civil society, governments and media all play an increasingly important role in determining whether a mining project is successful or not. Investors are also demanding that companies demonstrate sound and progressive ESG practices. This includes a risk management focus, with a concern for the resiliency of a business relative to issues such as climate change and resource scarcity (e.g. water and energy), as well as a more holistic view of the private sector having a direct role in the functioning of society as a whole (i.e. a social purpose). Though not traditionally categorized as such, social aspects, such as ensuring the health and safety of people on site and in the local communities, as well as minimizing and properly managing environmental impacts, are prerequisites for modern mining. As a progressive and innovative mining company, DPM continuously works toward achieving best practice in mining, processing, environmental stewardship, and health and safety programs across all of its operations, projects and other assets. The Company also works toward creating sustainable benefits for its stakeholder communities and host countries and being seen as a responsible contributor to the social and economic wellbeing of those regions. The Company is committed to doing its business in an ethical and transparent way, respecting the rights of all stakeholders and developing strong and mutually beneficial partnerships with them.

The Company believes that successful environmental and social performance is predicated on having capable, committed and motivated people at every level of the organization; having informed and engaged stakeholders; applying global thinking with a localized approach; committing to and applying international good practices, wherever DPM does business; providing the appropriate human, financial and technical resources to support responsible business practices; and having unquestionable ethics.

The Company's internal management systems and policy frameworks are informed by, and evolve in line with, a broad array of external frameworks, including UN Sustainable Development Goals, UN General Principles on Business and Human Rights, Organization for Economic Co-operation and Development Guideline Documents, Equator Principles, Extractive Industries Transparency Initiative (DPM has been a Supporting Company since 2011), the Global Reporting Initiative ("GRI"), the Sustainability Accounting Standards Board ("SASB"), the TCFD and the Paris Agreement Under the United Nations Framework Convention on Climate Change (the "Paris Agreement"). Specific industry-level frameworks that guide DPM's policy and governance development include: International Council on Mining and Metals Principals; Initiative for Responsible Mining Assurance Standards; World Gold Council's Responsible Gold Mining Principles; Mining Association of Canada's Towards Sustainable Mining and the London Bullion Market Association Responsible Sourcing Program. An important element of DPM's internal management system is its performance monitoring and measurement through a balanced scorecard ("BSC") methodology that incorporates strategic and tactical elements of environmental and social performance into the management compensation structure.

The Company's internal management systems are also complemented by the timely and transparent external reporting of its non-financial performance, incorporating ESG aspects that are material to DPM's stakeholders. The Company believes that trust-based relationships can only be built and maintained by engaging openly and transparently with its stakeholders. In this regard, the Company has been reporting on its non-financial performance since 2011. Since 2012, these reports have been externally assured by Bureau Veritas UK and prepared in compliance with the GRI. In 2016, the Company committed to publishing a GRI-compliant report every two years, supplemented by ESG performance data updates during the intervening years. The Company's most recent GRI-compliant report was published in May 2021, covering non-financial performance for the calendar year 2020. In addition to indexing its non-financial performance against GRI standards, beginning with the 2021 report, DPM also began reporting against the SASB standards.

In 2020, DPM augmented its external reporting with its first publication on the risks and opportunities relating to climate change as defined by the TCFD. This report was supported internally by dedicated climate change workshops for both senior management and the Board. The full TCFD report can be accessed on the Company's website at www.dundeeprecious.com. During 2021, DPM continued the work on defining and operationalizing its GHG emission targets and will be publishing the targets in 2022.

In 2019, DPM announced that it further strengthened its stakeholder partnerships in Namibia through a transaction to address the empowerment initiatives being developed to aid previously disadvantaged Namibians, whereby it entered into an agreement with GHM pursuant to which GHM acquired an indirect 8% equity interest in DPMT. See "Smelter Operations – Tsumeb Smelter, Namibia – Economic Empowerment" for further details. In 2021, DPM continued to pursue opportunities that address empowerment initiatives with particular emphasis on its employee base.

In January 2017, the Company finalized a strategic equity investment with the European Bank for Reconstruction and Development ("EBRD") and agreed to extend EBRD's performance requirements to all DPM projects and operations. In line with the agreement with EBRD, an updated Environmental and Social Action Plan was established for the Tsumeb smelter operation, which further specifies the areas that the Company will be working on to achieve full compliance with EBRD performance requirements. The Company's work to advance the Loma Larga and Timok gold projects will be carried out following those requirements.

In 2022 and beyond, DPM is committed to continually improving its position in the industry. The Company recognizes that one of its key tasks in the coming years will be to provide evidence of the impact of its business and operations on society.

As ESG factors become embedded in the industry, the Company believes that it will be increasingly important to establish its relevance and competitiveness above and beyond commodity pricing and product quality in the global supply chain for mined materials. Impact measurement methodologies, beyond the indexing against GRI and SASB standards, will become progressively more important. DPM is actively researching and developing ways in which to measure the return on both its financial and non-financial capital (e.g. human capital, natural capital, social and relationship capital etc.).

ESG as a Strategic Pillar

DPM is committed to creating value for all its stakeholders in a safe and socially responsible manner, through a disciplined but opportunistic business model, while maintaining a strong financial position. Maximizing the value of DPM's existing operating assets through exploration, development and optimization of its operational output is a key component of its strategy. To that end, DPM has assembled and continues to grow a pipeline of mining and processing projects at various stages of development that will ultimately serve to fuel further growth.

Since the inception of DPM, the Company has understood the strategic importance and impact of ESG for the success of its business. At DPM, the approach to ESG begins with the way the Company thinks, behaves as individuals and as a company, and the way it operates.

In DPM's Corporate Responsibility Policy, the Company has identified seven priority areas ("ESG Priorities") to further drive its competitive advantage. DPM has developed a 5-year rolling plan that includes specific achievements that the Company is targeting in each of these priority areas, being:

1) Excellence in Arsenic Handling
2) Responsible Storage of Mineral Waste
3) Transition to Low Carbon Economy
4) Minimization of Environmental Footprint
5) Sustainable and Resilient Communities
6) Human Rights Support and Adherence
7) Supply Chain and Product Stewardship

The historical perception of mining has been one of environmental degradation and minimal economic benefit for local communities beyond providing direct jobs during the life of a mine. Modern mining could not be further from that viewpoint. Successful mining today requires an understanding of how every action throughout the life of a project has either a positive or negative impact on both the business and society-at-large. In order to deliver acceptable returns to all stakeholders, a mining company should aim to maximize its net positive impact: the excess between positive and negative impacts.

Since DPM's inception as an operating mining company, DPM has been well aware of how its actions impact an array of financial and non-financial outcomes. In the early days, DPM's reputation was built on acquiring under-capitalized and under-performing assets, and transforming them into modern, well-functioning facilities that met stringent international standards. Chelopech certainly fits into this category, and the Company is continuing to make strides toward this in Tsumeb. DPM understands the relationship between "doing well" and "doing good". In other words, if the Company works to minimize environmental harm, maximize socio-economic benefits, and respect its stakeholders' needs and opinions, it leads to better financial returns in the long run.

Ada Tepe, however, was a fundamentally different project from Chelopech and Tsumeb in that DPM built a "greenfield" mine (the first in Bulgaria in 40 years) to international standard specifications within a nature conservation area that is part of the European NATURA 2000 network. This required a much more acute focus on the non-financial impacts of DPM's decisions and actions. The process of gaining a licence to operate and the subsequent construction of its world-class open pit mine at Ada Tepe crystalized the Company's thinking with regard to how it optimizes net positive impact in order to deliver superior value to all stakeholders.

In order to provide a more robust framework for net positive impact assessment going forward, DPM has adopted the concept of the "Six Capitals". This framework allows the Company to more efficiently assess, monitor and ultimately measure the impact of its operations and its corresponding value for stakeholders. It also facilitates how DPM as an organization allocates resources in order to optimize net positive impact. Although this approach is still a work-in-progress, DPM has solidified its commitment to it by including "generating net positive impact from our operations" as a strategic objective in its updated business strategy. See "Description of the Business – Purpose and Strategy" for further details.

In the Company's view, net positive impact is a broad concept that incorporates both total economic impact as well as financial return, social and environmental impact. Unlike traditional financial return and socio-economic benefit measurement techniques, net positive impact takes into account other non-financial considerations such as value created from social and relationship capital, intellectual capital, natural capital, manufactured capital and human capital.

DPM recognizes that minimizing environmental harm, maximizing local socio-economic value, nurturing trusted stakeholder

relationships and building sustainable livelihoods through the development of human and institutional capacity ultimately leads to superior long-term returns on financial capital employed.

As a mid-size and growing mining company looking to add resources around the world, DPM recognizes that reputation is a competitive advantage. The Company needs to ensure that its successes are replicable and transferable from one jurisdiction to another and that its reputation for ethical and responsible mining remains high. Among other things, this results in a variety of benefits such as: shorter pre-construction cycles and minimal delays; a wider pool of new asset opportunities; improved access to financial capital; better talent attraction and retention; and improved share price.

In 2022 and beyond, DPM intends to establish a forum and a structure to enable further development of the "Six Capitals" concept (establish a Community of Practice) and will formulate a strategy on how to adopt the concept fully and realize the expected benefits. The Company will also enhance its standard for guiding community investments and structure and start net impact assessments for its existing operations.

Environment

DPM's Corporate Responsibility Policy drives its strategy and actions with respect to environmental responsibility. This policy encompasses not only how the Company cares for and manages its physical and biotic environment, but also its approach to the management of the health and safety of local communities. The Company also has management systems in place to ensure compliance with all environmental laws in the jurisdictions in which it operates.

The Company employs experienced environmental experts at all its operations to oversee its day-to-day activities and engages external environmental consultants for the design and implementation of various environmental projects, regulatory audits, management planning, feasibility studies and environmental and social impact assessments.

The bulk of materials used in mining and processing, including the Company's smelter operations at Tsumeb, are non-renewable and are primarily derived from fossil fuels (i.e. oil, diesel, gasoline) and purchased electricity. Other materials used include refractories, lime, cement (primarily at Chelopech), blasting agents (at Chelopech and Ada Tepe) and steel balls.

Water

DPM acknowledges that water is a major element used in all its operations and a fundamental consideration for developing environmentally responsible projects and operational sites. As such, the Company continuously strives for efficient and effective water management systems. Several initiatives are underway to further improve water management at DPM sites and fresh-water consumption intensity is an important component of the Company's BSC system.

Climate

The transition to a low carbon economy has necessitated public and private sectors, particularly in energy-intensive industries like mining, to acknowledge and mitigate their climate impacts. DPM's Board has endorsed the inclusion of climate-related topics as part of the Company's Corporate Responsibility Policy, taking into account the impact of climate change to build long-term business resilience. In addition to the Company's Enterprise Risk Management ("ERM"), the Sustainability Committee of the Board is directly responsible for the oversight of initiatives managing both the physical and transition climate-related risks that the Company may experience.

The main pillars of the Company's climate change strategy include:

- Account for and be aware of DPM's contribution to climate change;
- Prioritize financial, intellectual, and human capital to minimize the identified contribution;
- Apply science-based targets to set objectives, where possible;
- Apply rigor when identifying and managing the risks and opportunities related to climate change;
- Collaborate with others in DPM's value chain in order to achieve optimal results; and
- Continue to be transparent with stakeholders on the Company's approach, objectives, methodologies and performance.

Consideration of climate-related physical and transition risks and opportunities is an ongoing process. DPM's TCFD assessment strengthened this work, and the use of scenario analysis provided the Company with a structured tool for additional insights. In 2020, work was performed to evaluate the inherent risks stemming from climate change for the Company's operations, which was then integrated into the ERM framework. See DPM's 2020 TCFD Report, which is available on the Company's website at www.dundeeprecious.com for more information on the Company's physical and transition climate-related risks.

DPM has several programs in place at its sites to reduce DPM's overall contribution to GHG and other emissions. At all sites, the Company has been measuring and reporting its Scope 1, Scope 2 and Scope 3 GHG emissions as defined by the Greenhouse Gas Protocol and the GRI Standards. See DPM's 2020 Sustainability Report, which is available on the Company's website at www.dundeeprecious.com for more information on the Company's GHG emission metrics.

In 2021, the Company began an initiative to define medium and long-term, science-based GHG reduction targets informed by a well-below 2-degree average ambition of the Paris Agreement. These targets will be published in the first half of 2022 and will be applicable to all of the Company's operations.

Air Emissions

It has been part of DPM's long-term strategy to bring the Tsumeb smelter to internationally accepted environmental standards. The Company determined that a sulphuric acid plant was the best solution to capture and process the off gases, and, in turn, reduce emissions and considerably improve working and living conditions around the smelter. The acid plant was completed and commissioned in 2015 and allows the smelter to meet the ambient air SO^2 standards in the town of Tsumeb. Initiatives are in place to further reduce the fugitive emissions and improve the environmental monitoring program.

Waste

Corporate-wide waste management policies, commitments and management systems are also being developed for the management of arsenic and the Company is implementing several initiatives to ensure that best practice in arsenic processing and environmental management is followed. Also, with the assistance of independent technical advisors, who are world-wide experts on arsenic management, the Company continues to develop and improve a set of internal arsenic management principles and standards that guide all aspects of the Company's responsible management, monitoring, stewardship, storage and neutralization of arsenic by-products at its sites.

During 2017, the Company ceased the production of arsenic trioxide and decommissioned its production facility at the Tsumeb smelter. DPM continues to work on developing alternative ways to deal with the arsenic waste which is generated from the smelting of complex concentrates and that is currently deposited in an onsite hazardous waste management facility, which has a defined life capacity. In 2019, the Company invested in a prototype arsenic vitrification plant which transforms the arsenic waste into a non-hazardous form. Results from the initial tests of this plant and the additional study work were very encouraging throughout 2019 and 2020. See "Smelter Operations – Tsumeb Smelter, Namibia – Environmental Management" for further details.

Over the years, DPM has made significant investments to improve the environmental and social performance of its operations and the Company as a whole. These investments resulted in material performance improvements, communicated as part of its ESG reports. Despite the achieved results, and in line with the societal expectations, management is constantly exploring areas where further improvements may be achieved. See "Risk Factors – Environmental, Health and Safety" and "Risk Factors – Climate Change" for further details with respect to the financial and operational effects of environmental protection requirements on the Company's business.

Social

The Company regards the "social" aspects of ESG as including both internal matters relating to employees and contractors (e.g. employment practices, labour/management relations, occupational health and safety, training and education, inclusion, diversity and equal opportunity, non-discrimination, freedom of association and collective bargaining, and human rights) and external aspects relating to local communities, governments and other stakeholders.

Health and safety is a core value at DPM and the Company invests significant resources to ensure the health and safety of employees, contractors and community members. The Company's Corporate Responsibility Policy applies to all employees and contractors who work at DPM's sites. In addition, the Company complies with strict and rigorous health and safety standards and laws in all jurisdictions and has developed internal policies and standards governing the same.

DPM believes that maintaining an open dialogue about safety successes and failures will help the Company get closer to its goal of zero harm. In addition to the variety of safety-focused procedures, regulations, toolbox talks and mandatory safety training for visitors, employees, contractors and subcontractors, the Company makes every effort to ensure that the safety dialogue continues with local community residents and amongst the families of the Company's employees.

The Company's employees are one of its most important stakeholder groups. A substantial proportion of DPM's financial resources are allocated to paying fair compensation, employee training, and providing its employees with a safe work environment. Corporate and local policies and programs, informed by both external and internal frameworks, are developed to support the geographic and cultural diversity of its workforce. This approach has allowed DPM to implement targeted local programs that attract, retain and develop its staff, while reflecting local needs and cultures.

The Company uses several methodologies for determining pay levels and tries to match or exceed the average in the countries where it operates. DPM also ensures that men and women receive the same remuneration for the same type of occupation according to their level of experience and length of employment. In Namibia, the Company complies with the *Affirmative Action Plan* of 1998, which legislates equal opportunities. At all its operations, the Company seeks to attract and hire locally based employees. In 2021, approximately 99% of DPM's employees were local nationals. See DPM's ESG Report, which is available on the Company's website at www.dundeeprecious.com, for further details. The Company has good relations with its employees and trade unions and did not experience any strikes or work stoppages during 2021.

DPM sites are located adjacent to communities that are directly and indirectly impacted by the Company's operations. The

execution of the Company's strategic business plan is reliant on the good relations with, and full support of, local communities and the Company relies on these communities to be a source of talent and other essential services that ensure smooth, efficient and profitable operations.

DPM conducts extensive stakeholder engagement activities on a regular basis. The Company's efforts are supplemented by environmental and social impact assessments, and further supported by formal stakeholder engagement plans. The Company's Community Investment Standard is intended to provide guidance and boundaries on selecting and designing community investment that is mutually beneficial to DPM's stakeholders and its operations and assists local communities in achieving their sustainable development aspirations.

The Company works with local communities, governments and organizations to ensure the programs it supports are beneficial to the needs of the people and contributes to growth in human and institutional capacity. This is achieved through Community Investment Development Plans, which define short- and long-term programs for each site prioritized by community needs. In general, the common needs among all sites are education, economic growth in the form of sustainable businesses such as small-medium enterprises ("SME"), sports development, arts and culture and infrastructure improvement such as roads and agriculture. At Ada Tepe, the Company is making good progress on its SME funding project with a view to providing the local community with sustainable livelihoods throughout and beyond the LOM. Similar SME funding programs are now being made available at Chelopech and Tsumeb.

DPM believes that a strategic approach to local employment and community investment is the best way to ensure the sustainability of communities after mine closure.

Governance

Enterprise Risk Management

DPM recognizes the importance of adopting the leading international practices in risk management. A fundamental part of risk management is not only understanding the risks that the Company faces and the steps it can take to manage these risks, but also understanding the level of risk that is appropriate to the Company. Involving the Board in setting the Company's business strategy is a key part of DPM's process for determining what constitutes an appropriate level of risk for DPM.

DPM has an established ERM framework. The Company's risk management process is designed to support the achievement of its organizational, including strategic objectives, to improve long-term performance and to generate value for all stakeholders.

While the Board has the ultimate oversight responsibility for the risk management process, various committees of the Board have delegated responsibility for particular risk areas:

- the Audit Committee focuses on financial risk, including internal controls, and periodically discusses policies regarding financial risk assessment and management with the external auditor, management, and the Director, Internal Audit; the Audit Committee oversees the development of and monitors the Company's cybersecurity plan; the Audit Committee, together with Corporate Governance and Nominating Committee ("CGN Committee"), oversees the development of, and compliance with core policy documents, which includes the Code of Business Conduct and Ethics ("Code"), the Speak Up and Reporting Policy ("Speak Up Policy"), the Anti-Bribery and Ani-Corruption Policy ("ABC Policy"), and various measures to mitigate ethics and compliance risks in accordance with applicable international conventions, local legislation in the countries where DPM operates and leading international practices;
- The CGN Committee oversees management of governance-related risks, including risks relating to ethics and compliance, succession-planning for the Board and other Board practices and procedures;
- The Human Capital and Compensation Committee ("HCC Committee") assesses potential risks arising from compensation policies and practices and considers ways to address those risks; the HCC Committee oversees organizational capacity risks, including those relating to succession planning for the President and CEO and the other executive officers; and
- The Sustainability Committee focuses on risks related to health, safety, environmental and social matters in the Company's operations and its sustainability practices and the implementation of appropriate mitigation strategies.

The ERM process is led by DPM's Vice-President Sustainability and External Relations with dedicated sustainability functions at each of its operating sites. The sustainability functions within DPM, both at the enterprise and operational levels, are responsible for monitoring societal, regulatory and other relevant developments that influence the Company's guiding policies and standards that may impact its ability to achieve its purpose and strategic objectives. A variety of corporate memberships to knowledge-based organizations ensure that the Company's ERM framework is continually informed by leading international practices. The risk assessment takes into account political, economic, social, legal, technological, and environmental trends that may impact DPM's business.

The Company's risk assessment process includes:

- Identification and analysis of risks;
- Evaluation of risks with consideration for impact and likelihood, based on concrete criteria for their scoring. Risks are evaluated on an inherent risk basis, reflecting the effect of risk, without accounting for internal risk management, and on a residual risk basis, reflecting the effect of risk once internal controls and risk mitigation strategies are implemented;
- Quarterly review by management for changes in risks based on changes in internal and external environment as well as for relevancy and effectiveness of planned risk mitigation actions;
- Annual review and validation by DPM's senior management (executive team and vice presidents) of top enterprise risks. The ERM report is approved by DPM's senior management; and
- Regular reports received by the Board on key risks for the business as well as reports on internal controls and mitigation strategies applied to manage those risks.

Management of enterprise risks is integrated into DPM's established business routines and is monitored on an ongoing basis according to the ERM framework described above. For a detailed explanation of the risks applicable to the Company and its business, see "Risk Factors".

In 2022, DPM will further develop the established ERM framework and take further steps to ensure that it is used consistently throughout the Company.

Strategy

The CEO, supported by the senior management team, is accountable for strategy development and implementation looking forward over a five- to ten-year horizon to ensure that the strategy of the organization is clearly understood and properly resourced. The Board takes an active role in overseeing this process and monitors the achievement of the Company's strategic objectives.

Ethical Business Conduct

The Board promotes a culture of ethical conduct by requiring the Company to carry out its business in line with high business and moral standards and applicable legal and financial requirements. The Board has approved the Code, the Speak Up Policy, an Insider Trading Policy and an ABC Policy to support the Company's commitment to ethical business conduct. The Code is a statement of the key principles and expectations that guide the business of the Company and the behaviour of anyone who works for or does business with DPM, in line with the Company's values. It applies to all employees and directors who are required to become thoroughly familiar with it and acknowledge their understanding of and adherence thereto. Third parties, working for and on behalf of the Company, are also expected to comply with the Code. The Company provides training on topics and obligations addressed in the Code to its directors, employees and certain third parties. Employees are fully aware that violations of the Code will be addressed and could result in disciplinary action, up to and including dismissal.

DPM retains an independent, third-party supplier to provide a confidential and anonymous communication channel (the "Ethics Hotline") for reporting concerns with respect to the integrity of the Company's accounting, internal accounting controls and auditing matters, as well as other potential violations of the Code or other company policy documents. The Code protects anyone who, in good faith, submits a complaint or concern from retaliation. The Company recognizes the importance of, and has ongoing initiatives to promote the awareness of, and confidence in, the speak up report handling process. The Board is provided with a quarterly update on reports received and reports provided to committee Chairs are discussed at the applicable committee meeting. The status of any investigation undertaken in respect of a speak up report is also provided to the Board and the applicable committee.

As another step towards ensuring ethical business conduct, DPM established a policy document management framework to facilitate alignment of Company policy documents with the Code, consistency and clarity of requirements set out in various policy documents as well as the effectiveness and efficiency of these requirements. The framework defines policy document types and hierarchy and sets the parameters for different steps of the policy document lifecycle and policy document administration.

Diversity

DPM recognizes and appreciates that having a diverse pool of Board members and diversity within the workforce is key to achieving strong business performance, continuous innovation and good governance. The Board further acknowledges the important role that diverse directors and employees with competitive skills and competencies play in contributing to DPM's effectiveness and success. The Board has approved an updated Diversity Policy that considers a broader definition of diversity as set out in the amendments made in 2020 to the CBCA. As demonstrated in the policy, DPM is committed to diversity across the Company on a number of factors including but not limited to, characteristics such as race, religion, colour, gender, sexual orientation, national or ethnic origin, age, disability, indigeneity, education, and skills and experience. The Diversity Policy establishes the importance of diversity within DPM and sets out several initiatives which DPM is committed to undertake in

order to ensure diversity while attracting and recruiting the best candidates. The Board has not adopted any specific targets regarding representation of specific diverse groups on the Board and in senior management positions on the basis that appropriate skills and experience must remain the primary criteria.

The benefits of diversity, particularly gender diversity, are also recognized at the Company's local operations. The Company's Bulgarian Subsidiaries, DPMC and DPMK, have a combined female workforce of approximately 17%, despite operating under legislative restrictions with respect to the employment of women in underground mining positions. The percentage of site senior management positions at the Company's Bulgarian operations filled by women is currently 57%. The Company's Namibian subsidiary, DPMT, has a female workforce of approximately 15% and approximately 40% of the Namibian senior management positions are filled by women. The Company's Ecuadorian subsidiary, DPME has a female workforce of approximately 25% and approximately 60% of the Ecuadorian management positions are filled by females. The management teams in Bulgaria, Namibia, Serbia and Ecuador are over 90% comprised of local national talent.

Executive Compensation

At DPM we have focused the Company's executive compensation structure on two objectives: (i) the provision of competitive compensation to attract, retain and motivate high caliber individuals who can drive achievement of the Company's corporate objectives; and (ii) ensuring that executive compensation is aligned with the interests of shareholders. The Company believes that a compensation structure that contains a mix of fixed and variable compensation, with short- and long-term components, will create the desired motivation and focus in DPM's executives. As part of that structure, the HCC Committee and Board have adopted a median pay philosophy aligning the targeted total direct compensation of the named executive officers at approximately the 50th percentile of the Company's compensation peer group. In setting compensation, in addition to considering industry competitiveness, DPM reviews several other factors, including internal parity, scope and complexity of the position and current business challenges.

The compensation program is designed to attract, motivate and retain key talent in a highly competitive environment through a competitive cash compensation program, consisting of base salary and short-term incentive compensation and a long-term equity-based compensation program, consisting of performance share units, restricted share units and stock options. Both the short- and long-term incentive compensation have performance elements, including achievement of corporate objectives relating to financial and operational performance as well as ESG matters and relative total shareholder returns against a defined peer group, to align the interests of its executives with those of shareholders and other stakeholders. The Company's executive compensation program is reviewed regularly to benchmark best practices, ensuring it is encouraging the appropriate behaviour for performance and aligning with DPM's values. The Company employs effective risk management measures, including the Company's Anti-Hedging and Executive Compensation Recoupment Policy, to discourage excessive risk-taking. DPM also engages an independent consultant for the HCC Committee to assist with the assessment of its executive compensation program to ensure a balanced approach and to mitigate compensation risk. See the Company's annual meeting management information circular for its most recently completed annual meeting of shareholders for further details.

FURTHER INFORMATION

Principal Product

The Company's principal products are gold-copper concentrate containing gold, copper and silver, and pyrite concentrate containing gold, which are produced at the Chelopech mine in Bulgaria, and a gold concentrate containing gold and silver, which is produced at the Ada Tepe mine in Bulgaria. The complexity of the Chelopech concentrate limits processing options to a few smelters worldwide and a substantial amount of this concentrate is therefore processed at the Company's Tsumeb smelter.

Specialized Skills and Knowledge

Various aspects of the Company's business require specialized skills and knowledge, including in areas of geology, metallurgy, drilling, mine planning and operations, engineering, construction, environmental, legal and regulatory compliance, information technology, finance and accounting. The Company has been successful to date in locating and retaining employees and contractors with such skills and knowledge. See "Risk Factors – Key Executives and Key Personnel" for further details.

Competitive Conditions

The mining business is a competitive business. The Company competes with numerous companies and individuals that have resources significantly in excess of the resources of the Company in the search for: (i) attractive mineral properties; (ii) qualified service providers and employees; (iii) equipment and suppliers; and (iv) capital to finance exploration, development and exploration. The ability of the Company to acquire additional mineral properties in the future will depend on its ability to operate and develop its present properties, and on its ability to select and acquire suitable producing properties or prospects for development or exploration. See "Risk Factors – Competition" for further details.

Business Cycles

The mining business is subject to commodity price cycles. The marketability of minerals and mineral concentrates and the ability to finance the Company on favourable terms is also affected by worldwide economic cycles. See "Risk Factors – Metal Prices" for further details.

Employees

At the end of the Company's last financial year, DPM employed directly, or through its Subsidiaries, 2298 employees.

The Company has entered into a collective agreement with its employees in Bulgaria, for Chelopech and Ada Tepe, that is in effect until July 2023. Tsumeb entered into a new collective agreement with its employees as of March 2021 which will continue to be in effect until February 2023.

Foreign Operations

The Company currently owns 100% of the Chelopech mining operation and 100% of the Ada Tepe mine, both in Bulgaria and 92% of the Tsumeb smelter located in Namibia, which represent its foreign operations. Any changes in regulations (or the application of regulations) or shifts in political attitudes in these foreign jurisdictions are beyond the control of the Company and may adversely affect its business. Future development and operations may be affected in varying degrees by factors such as government regulations (or changes to such regulations or the application of regulations) with respect to the restrictions on production, export controls, taxes, royalties, expropriation of property, repatriation of profits, environment land use, water use, operating activities, land claims of local people and mine safety. The impact of these factors cannot be accurately predicted. See "Risk Factors – Foreign Country and Political" for further details.

RISK FACTORS

The operating results and financial condition of the Company are subject to a number of inherent risks and uncertainties associated with its business activities, which include the acquisition, exploration, development, financing, construction, commissioning and operation of its mine, mill and concentrate processing facilities. The operating results and financial condition are also subject to numerous external factors, which include economic, social, geo-political, environmental, regulatory, health, legal, tax and market risks impacting, among other things, precious metals and copper prices, sulphuric acid prices, toll rates, foreign exchange rates, inflation, the availability and cost of capital to fund the capital requirements of the business and the supply chain related to the business. Each of these risks could have a material adverse impact on the Company's future business, results of operations and financial condition, and could cause actual results to differ materially from those described in any Forward-Looking Statements contained in this AIF. The Company endeavors to manage these risks and uncertainties in a balanced manner with a view to mitigating risk while maximizing total shareholder returns. The Company continually strives to identify and to effectively manage the risks of each of its business units. This includes developing appropriate risk management strategies, policies, processes and systems. There can be no assurance that the Company has been or will be successful in identifying all risks or that any risk-mitigating strategies adopted to reduce or eliminate risk will be successful. A description of the more significant business risks and uncertainties affecting the Company are set out below. These risks, along with other potential risks not specifically discussed in this AIF, should be considered when evaluating the Company and its guidance. Additional risks not identified below may affect the Company.

Metal Prices

The fluctuation in the price of a metal sold by the Company can significantly impact revenues as well as AISC per ounce of gold and other cost measures that are reported net of by-product credits. Accordingly, the price of gold and copper are major factors influencing the Company's business, results of operations and financial condition, and, in turn, the price for its common shares.

Metal prices can fluctuate widely and are affected by numerous factors beyond the Company's control, including overall global market conditions; the sale or purchase of gold and silver by various central banks, financial institutions and Exchange Traded Funds; interest rates; foreign exchange rates; inflation or deflation; global and regional supply and demand; and the political and economic conditions of major gold, silver and copper producing and consuming countries throughout the world. If gold and/or copper prices were to decline significantly from current levels, there can be no assurance that cash flow from operations, together with cash on hand and available lines of credit under the Company's revolving credit facility ("RCF"), will be sufficient to meet the Company's operating and capital requirements, including its contractual commitments and mandatory debt repayments, and the Company could be forced to discontinue production, reassess the feasibility of a particular project, and/or could lose its interest in, or be forced to sell, some of its properties. In addition, a significant commodity price decline could result in significant reductions in Mineral Reserve and Mineral Resource estimates, which could have a material adverse impact on the value of one or more of the Company's cash generating units and result in an impairment of the carrying value of certain assets, including exploration and evaluation assets, mine properties, and property, plant and equipment.

In accordance with established Board approved risk management policies, from time to time, the Company enters into cash settled commodity swap contracts to swap future contracted monthly average metal prices for fixed metal prices in order to

reduce the metal price exposure associated with the time lag between the provisional and final determination of concentrate sales. The Company also selectively enters into cash settled commodity swap and option contracts from time to time to reduce its price exposure on future sales and in respect of certain cost measures that are impacted by variability in by-product metal credits. These contracts are entered primarily to provide price protection below a specified "floor" price and, to reduce the upfront cost of these contracts, are typically accompanied by option contracts that provide price participation up to a specified "ceiling" price. The Company sells and hedges gold and copper metal contained in concentrates produced at prices that are effectively determined by reference to the traded prices on major commodity exchanges, including the LME and the London Bullion Market Association. The Company currently has no hedges in place for its expected payable copper to be sold in 2022.

Volatility Resulting from Conflict in Ukraine

The Company's Chelopech and Ada Tepe mines are located in Bulgaria, which is located in Eastern Europe. On February 24, 2022, Russia launched an invasion of Ukraine which, as of the date hereof, is still ongoing and although Bulgaria does not share a border with either Russia or Ukraine, the Company's future operations may be affected by the war between Russia and Ukraine should it escalate further and extend into other regions in Europe. As a result of the invasion, the international community has responded with a variety of sanctions on Russia and companies have withdrawn products and services from Russia. The impact on the Company's operations in Bulgaria has been limited to increased costs for energy, fuel and other supplies. Any further escalation of the conflict, including outbreak of and/or expansion of hostilities in other countries or regions may have a material adverse effect on the Company's Eastern European operations due to, among other factors, disruption in the Company's supply chain, increased input costs, and increased risk (or perceived increased risk) in the profile of the Company's operations in Eastern Europe. The Company continues to monitor and will proactively manage the situation, although there is no assurance that the Company's operations will not be adversely affected by these evolving geopolitical tensions.

COVID-19

The COVID-19 pandemic and the emergence of multiple COVID-19 variants has had an adverse impact on global economic conditions. Any future emergence and spread of similar or other pathogens could have a similar adverse impact. The COVID-19 pandemic may continue or worsen which may adversely impact the Company's operations, and the operations of its suppliers, contractors and service providers, the ability to obtain financing and maintain necessary liquidity, the demand for and ability to transport the Company's products and its ability to advance its projects and other growth initiatives.

COVID-19 continues to significantly impact global economies and contribute to volatility in commodity prices. The outbreak and its declaration as a global pandemic caused companies and governments around the world to impose sweeping restrictions on the movement of people and goods, including social distancing measures and restrictions on group gatherings, isolation and quarantine requirements, closure of business and government offices, travel advisories and travel restrictions. The duration of the various disruptions to businesses locally and internationally and the related financial impact cannot be reasonably estimated at this time. Furthermore, governments in relevant jurisdictions may introduce new, or modify existing, laws, regulations, orders or other measures that could impact the Company's ability to operate or affect the actions of its suppliers, contractors and service providers.

Authorities in the jurisdictions in which the Company operates mandated restrictions and additional measures to contain the spread of COVID-19. While there is some easing of restrictions, should these measures and ongoing vaccination efforts be insufficient to contain the spread and impact of COVID-19, this may lead to further economic downturn that may adversely impact the Company's business, financial condition and results of operations. COVID-19 may also continue to affect financial markets, may adversely affect the Company's ability to raise capital, if required, and may cause continued interest rate volatility and movements that may make obtaining financing or extending existing credit facilities, if required, more challenging or more expensive or unavailable on commercially reasonable terms or at all. In addition, if any substantial number of employees, contractors or consultants of the Company or any key supplier become infected with COVID-19 or similar pathogens and/or the Company is unable to source necessary replacements, consumables or supplies or transport its products, due to government restrictions or otherwise, it could have a material negative impact on the Company's operations and prospects, including partial or complete shutdown, delays in planned activities, including maintenance, or other disruption of one or more of its operations. Furthermore, a significant outbreak of COVID-19 at the Company's operations could cause reputational harm and negatively impact the Company's social licence to operate. The COVID-19 pandemic has also increased cybersecurity and information technology risks due to the rise in fraudulent activity and increased number of employees working remotely.

Although the Company has not experienced any material disruptions to its operations to date, as a result of measures it has taken, there is no assurance the Company will not be adversely affected by the COVID-19 pandemic or other potential future health crises. The Company will continue to work actively to monitor the situation and implement further measures as required to mitigate and/or deal with any repercussions that may occur as a result of the COVID-19 outbreak. See "Preliminary Notes – Response to Coronavirus (COVID-19)" for additional details of how the Company is currently responding to the COVID-19 outbreak.

Smelter Toll Rates, Sulphuric Acid Prices, Metal Recoveries and Feed

The availability of sufficient volumes of high value complex concentrate, at suitable toll rates, is critical to the ongoing viability and profitability of the Tsumeb smelter, given the fixed cost nature of the operation. To facilitate the procurement of complex concentrates, the Company entered into an agreement with IXM that currently matures on December 31, 2026. There is no assurance that this agreement will be renewed with IXM upon its expiry on December 31, 2026.

Under this agreement, the Company typically secures complex concentrate volumes at specified toll rates covering the next 12-24 months. As of December 31, 2021, the Company has contracted high value complex concentrate covering over 90% of its expected concentrate requirements through to the end of 2023. There can be no assurance that such concentrate will be available to the smelter in future or that the parties will agree on contracted toll rates that will be sufficient to generate an adequate return. From time to time the Company may increase the amount of third party concentrate and reduce the amount of Chelopech concentrate processed at Tsumeb. To the extent the volume of complex concentrate from Chelopech is reduced at Tsumeb, it can affect the profitability of the Tsumeb smelter. Failure to find sufficient quantities of suitable high value complex concentrate to be processed at acceptable toll rates could have a material adverse impact on the Company's business, financial condition and results of operations.

Under the agreement with IXM, Tsumeb must return specified quantities of copper, gold and silver, and maintain specified maximum levels of in-process metal. Metal over and under recoveries at the smelter are subject to smelter processing capabilities, contracted terms, and various estimates, including the quantities of metal contained in concentrate received, material in-process and blister delivered. These estimates are based on the Company's process knowledge and multiple assay results. Actual metal deliveries could differ materially from initial estimates and could have a material adverse impact on the Company's business, financial condition and results of operations as any over or under recovery of metals is recorded in revenue. In the event that in-process metals at the smelter exceed specified maximum contractual levels, Tsumeb may be required to purchase such excess in-process metal. IXM may agree to waive such purchase requirement, and has done so in 2020 and 2021, when in-process metal exceeded maximum contractual levels.

Tsumeb produces sulphuric acid as a by-product of the smelting operation. Historically, the vast majority of this sulphuric acid has been sold to customers in Namibia, with the balance exported to other countries in Africa. In 2021, no sulphuric acid was exported out of Namibia. The revenue from the sales of sulphuric acid makes up approximately 15% to 20% of Tsumeb's revenue and changes in the market price of and demand for sulphuric acid can have a material impact on Tsumeb's financial results. As of December 31, 2021, approximately 74% of Tsumeb's forecast sulphuric acid production over the next 4 years is expected to be sold domestically under a reference price contract which includes floor and ceiling prices. The remainder of Tsumeb's sulphuric acid production is expected to be sold at market terms under spot or longer-term agreements. An inability to sell or deliver sufficient acid production whereby Tsumeb's sulphuric acid storage capacity is exceeded would result in a reduction of smelter operating levels up to and including a full stoppage.

Foreign Exchange

By virtue of its international operations, the Company incurs costs and expenses in a number of foreign currencies. The revenue from its mining and smelting operations received by the Company is denominated in U.S. dollars since the prices of the metals that it produces are referenced in U.S. dollars, while the majority of operating and capital expenditures of its mining and smelter operations are denominated in Bulgarian leva, which is pegged to the Euro, the Namibian dollar, which is tied to the South African rand, and the Canadian dollar. Fluctuations in these foreign exchange rates give rise to foreign exchange exposures, either favourable or unfavourable, which could have a material impact on the Company's business, financial condition and results of operations. Fluctuations in the U.S. dollar relative to certain currencies can also have an impact on commodity prices quoted in U.S. dollars, such that a stronger U.S. dollar tends to have a negative impact on U.S. quoted prices while a weaker U.S. dollar tends to have a favourable impact. As a result, this relationship is considered in conjunction with the Company's risk assessment.

From time to time, the Company enters into forward and option foreign exchange contracts in order to reduce the foreign exchange exposures associated with projected operating expenses and capital expenditures denominated in foreign currencies. Approximately 83% of projected Namibian dollar operating expenses for 2022 have been hedged with a series of call and put options with a weighted average floor and ceiling rates of 15.14 and 17.05, respectively.

Counterparty Risk

The Company is exposed to counterparty risk, including market pricing and credit-related risk, in the event any counterparty, whether a customer, debtor or financial intermediary, is unable or unwilling to fulfill their contractual obligations to the Company or where such agreements are otherwise terminated and not replaced with agreements on substantially the same terms.

Under the terms of the Company's existing concentrate sale contracts, the risk to counterparties is mitigated, in part, through required provisional payments that range between 90% and 100% of the provisional value of each lot at the time title of the concentrate transfers. A final adjusting payment, reflecting the actual metal prices and volumes for the specified quotation period, is made when final weights and assays are determined. During 2021, the Company had contracts with 14 customers

in connection with its mining and smelting operations, one of whom accounted for approximately 40% (2020 - 57%) of the Company's revenue. All contractual commitments are subject to force majeure clauses which, if implemented, could have a material adverse impact on the Company's business, financial condition and results of operations.

While there can be no assurance that the Company will not experience a material loss for non-performance by any counterparty with whom it has a commercial relationship, the Company has established policies to manage its credit exposure that include assessing financial strength, limiting aggregate exposure to new and existing counterparties, and using contractual arrangements, including provisional payments and letters of credit. Should any such losses arise, they could have a material adverse impact on the Company's business, financial condition and results of operations.

Operations

Mining operations and related processing and infrastructure facilities are subject to a number of risks, including risks related specifically to the mining and metals industry. Such risks include, without limitation, environmental hazards, industrial accidents, disruptions in the supply of critical materials and supplies, disruptions due to pandemic conditions, delays in obtaining work visas or other authorizations, labour disputes, changes in laws, technical difficulties or failures, equipment failure, failure of retaining dams around tailings disposal areas which may result in environmental pollution and consequent liability, unusual and unexpected geologic formations, seismic activity, rock bursts, cave-ins, flooding and other conditions involved in the drilling and removal of material. Such risks could result in damage to, or destruction of, mines and other processing facilities, damage to life or property, environmental damage, delays in mining and processing, delays in scheduled maintenance, losses and possible legal liability. Any prolonged downtime or shutdowns at the Company's mining and processing facilities could have a material adverse impact on the Company's business, financial condition and results of operations.

Success of the Company's operations also depends on adequate public infrastructure. Reliable roads, bridges, power sources and water supplies are important determinants which affect capital and operating costs. Natural events, such as seismic events and severe climatic conditions, as well as sabotage, government or other interference in the maintenance or provision of such infrastructure could have a material adverse impact on the Company's business, financial condition and results of operations.

Dependence on a Restricted Portfolio of Assets

The Company's operations at the Chelopech mine and Ada Tepe mine accounted for all of the Company's gold, silver and copper production in 2021. Any adverse condition affecting the Chelopech mine or Ada Tepe mine could have an adverse impact on the Company's business, financial condition and results of operations. Until such time as the Company acquires or develops other significant producing assets, the Company will continue to be dependent on its operations at the Chelopech mine and Ada Tepe mine for all of its cash flow provided by mining activities.

Production, Operating and Shipping Costs

The Company prepares estimates of future production, operating costs and other costs for its operations. Despite the Company's best efforts to budget and estimate such costs, many unforeseen factors can impact the Company's future production and total cash costs of production, such as the cost of inputs used in mining and processing operations, including the cost of fuel, energy, consumables, labour and equipment; availability of suitable high value complex concentrates to be processed at the smelter; regulatory factors; adequate offtake arrangements for sulphuric acid produced; grades and recoveries; royalties and taxes; foreign exchange rates; adverse climatic conditions and natural phenomena; and industrial accidents can impact the accuracy of these projections. As such, there can be no assurance that production and production cost estimates will be achieved. Failure to achieve production or total cash cost estimates could have a material adverse impact on the Company's business, financial condition and results of operations.

The Company contracts for the shipment of its concentrates to its customers on varying terms and conditions, all subject to the prevailing rates, availability and general circumstances surrounding this market. Any material changes to the shipping markets and/or the terms and conditions of shipping contracts could have a material adverse impact on the Company's business, financial condition and results of operations.

Mineral Resources and Mineral Reserves

The Mineral Resources and Mineral Reserves disclosed by the Company are estimates and no assurance can be given that the anticipated tonnages and grades will be achieved or that the indicated level of recovery will be realized. There are numerous uncertainties inherent in estimating Mineral Resources and Mineral Reserves, including many factors beyond the Company's control. Such estimation is a subjective process and the accuracy of any estimate is a function of the quantity and quality of available data and of the assumptions made and judgments used in engineering and geological interpretation. Short-term operating factors, such as the need for orderly development of the ore bodies or the processing of new or different ore grades, may cause the mining operation to be unprofitable in any particular accounting period. In addition, there can be no assurance that gold, silver or copper recoveries in small scale laboratory tests will be duplicated in larger scale tests under on-site conditions or during production.

Fluctuations in gold, silver and copper prices, results of drilling, change in cut-off grades, metallurgical testing, production and the evaluation of mine plans subsequent to the date of any estimates may require revision of such Mineral Resource and Mineral Reserve estimates. The volume and grade of Mineral Reserves mined and processed, and the recovery rates achieved may not be the same as currently anticipated. Any material reduction in the estimated Mineral Resources and Mineral Reserves could have a material adverse impact on the Company's business, financial condition and results of operations. A significant decrease in the Mineral Resource and Mineral Reserve estimates could have a material adverse impact on the carrying value of exploration and evaluation assets, mine properties, property, plant and equipment, depletion and depreciation charges, and estimated mine closure and rehabilitation costs, and could result in an impairment of the carrying value.

Inferred Mineral Resources

Inferred Mineral Resources cannot be converted to Mineral Reserves unless they are first converted into Measured and Indicated Resources as a result of continued exploration. Due to the uncertainty which may be attached to Inferred Mineral Resources, there can be no assurance that Inferred Mineral Resources will be upgraded to Measured and Indicated Resources. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.

Need for Mineral Reserves

As mines have limited lives based on Proven and Probable Mineral Reserves, the Company must continually develop, replace and expand its Mineral Reserves and Mineral Resources as its mines produce gold, copper and silver concentrates. The Company's ability to maintain or increase its annual production of gold, copper and silver and its aggregate Mineral Reserves will be significantly dependent on its ability to expand its Mineral Resource base both at its existing mines and new mines it intends to bring into production in the future.

Exploration

Exploration is speculative and involves many risks that even a combination of careful evaluation, experience and knowledge utilized by the Company may not eliminate. Once a site with mineralization is discovered, it may take several years from the initial phases of drilling until production is possible. Substantial expenditures are normally required to locate and establish Mineral Reserves and to permit and construct mining and processing facilities. While the discovery of mineralization may result in substantial rewards if an orebody is proven, few properties that are explored are ultimately developed into producing mines.

Financing, Interest Rate and Liquidity

The Company relies on the cash flows generated from its mining and smelting operations, including provisional payments received from its customers, cash on hand, available lines of credits under its RCF, and its ability to raise debt and equity from the capital markets to fund its operating, investment and liquidity needs. The cyclical nature of the Company's businesses, general economic conditions and the volatility of capital markets are such that conditions could change dramatically, affecting the Company's cash flow generating capability, its ability to maintain, or draw upon, its RCF or the existing terms under its concentrate sales or toll agreements, as well as its liquidity, cost of capital and its ability to access additional capital, which could have a material adverse impact on the Company's earnings and cash flows and, in turn, could affect total shareholder returns. To reduce these risks, the Company: (i) prepares regular cash flow forecasts to monitor its capital requirements, available liquidity and compliance with its debt covenants; (ii) strives to maintain a prudent capital structure that is comprised primarily of equity financing and a long-term committed RCF; and (iii) targets a minimum level of liquidity comprised of surplus cash balances and/or available committed lines of credit to avoid being placed into a situation where it is required to raise additional capital at times when the costs or terms would be regarded as unfavourable.

The Company's exposure to the risk of changes in market interest rates relates primarily to the interest earned on the Company's cash and short-term investments, and potential interest paid on future drawdowns under its RCF, which is based on a floating reference rate.

Furthermore, there can be no assurance that the Company's operations will be profitable or that the Company will be able to raise capital on terms that it considers reasonable. Adverse commodity market, general economic conditions and adverse capital market conditions could result in a delay or the indefinite postponement of development or construction projects and could have a material adverse impact on the Company's business, financial condition, results of operations and share price.

Dividends

The declaration amount and payment of future dividends will be subject to the sole discretion of the Board after taking into account, among other things, the Company's financial position, current and forecast operating results, overall market conditions, its outlook for sustainable free cash flow and capital and any restrictions contained in any debt instrument and/or credit agreement to which the Company may be party to from time to time. Despite the implementation of a regular dividend policy, there is no guarantee of the amount, timing and sustainability of the dividend.

Foreign Country and Political

The majority of the Company's operations and business are outside of Canada, primarily in Eastern Europe, southern Africa and Ecuador, and as such, the Company's operations are exposed to various political and other risks and uncertainties.

These risks and uncertainties vary from country to country and include, but are not limited to, corruption; crime; extreme fluctuations in foreign currency exchange rates; high rates of inflation; labour unrest; expropriation and nationalization; renegotiation or nullification of existing concessions, licences, permits and contracts; absence of reliable rule of law, regulatory and judiciary processes; illegal mining; environmental policies; extreme weather conditions; changes in taxation or royalty policies; restrictions on foreign exchange and movements of capital; changing political conditions; inappropriate laws and regulations; and governmental regulations that favour or require the awarding of contracts to local contractors or require foreign contractors to employ citizens of, or purchase supplies from, a particular jurisdiction; the risks of war or civil unrest; terrorism; hostage taking or detainment of personnel; and military repression.

Any changes in mining or investment policies or shifts in political attitude in the countries in which the Company conducts its business and operations may have a material adverse impact on the Company's business, financial condition and results of operations. It is difficult to predict the future political, social and economic direction of the countries in which the Company operates, and the impact government decisions could have on its business. Any political or economic instability in the countries in which the Company currently operates could have a material adverse impact on the Company's business, financial condition and results of operations. Furthermore, the consequences of factors such as conflict, pandemics and climate change may result in further political or economic instability in the countries in which the Company currently operates as scarce resources may be redistributed.

In addition, authorities and court systems in the countries in which the Company conducts its business and operations may be unpredictable. Challenges to foreign asset ownership, operations and regulatory compliance may be brought by government authorities for reasons that cannot be predicted and that may not be motivated by substantive law. It is also not unusual, in the context of a dispute resolution, for a party in these foreign jurisdictions to use the uncertainty of the legal environment as leverage in its business negotiations.

Failure to comply with applicable laws, regulations and local practices relating to mineral right applications and tenure could result in loss, reduction or expropriation of entitlements.

Anti-Bribery and Anti-Corruption

The Company's operations are governed by, and involve interactions with, public officials and many levels of government in numerous countries. The Company's operations take place in jurisdictions ranked unfavourably under Transparency International's Corruption Perception Index. These jurisdictions may be vulnerable to the possibility of bribery, corruption, collusion, kickbacks, theft, improper commissions, facilitation payments, conflicts of interest and related party transactions. The Company is required to comply with anti-bribery and anti-corruption laws, including the *Canadian Corruption of Foreign Public Officials Act*, as well as similar laws in the countries in which the Company conducts its business (together, the "ABC Laws"). In recent years, there has been a general increase in both the frequency of enforcement and the severity of penalties under such laws, resulting in greater scrutiny and punishment to companies convicted of violating anti-corruption and anti-bribery laws. Furthermore, a company may be found liable for violations by not only its employees, but also by third parties, with whom the Company has a business relationship, such as, but not limited to, contractors, suppliers, consultants, agents and customers. Although the Company has adopted a number of steps to mitigate bribery and corruption risks, which include, among other things, developing policies and procedures, establishing a robust third-party due diligence process, implementing training programs and performing regular internal monitoring activities and audits, such measures may not always be effective in ensuring the strict compliance with ABC Laws by the Company, its employees or third parties. If the Company finds itself subject to an enforcement action or is found to be in violation of such laws, this may result in significant penalties, fines and/or sanctions imposed on the Company resulting in a material adverse impact on the Company's reputation, business, financial condition and results of operations.

Environmental, Health and Safety

Mining and smelting operations, including exploration, development and production of mineral deposits and disposal of tailings and hazardous materials, generally involve a high degree of risk and are subject to conditions and events beyond the Company's control. The Company's operations are subject to all of the hazards and risks normally encountered in the mining and smelting sectors including: adverse environmental conditions; industrial and environmental accidents; metallurgical and other processing problems; unusual or unexpected rock formations; ground or slope failures; structural cave-ins or slides; flooding or fires; seismic activity; rock bursts; equipment failures; failures to contain hazardous materials (including arsenic) within the designated areas, and periodic interruptions due to weather conditions, as well as intentional acts by individuals or groups who intend to harm or disrupt the Company's operations. These risks could result in the destruction of mines or processing facilities, the failure of tailings management facilities and damage to infrastructure, causing partial or complete shutdowns, personal injury or death, environmental or other damage to the Company's properties or the properties of others, monetary losses and potential legal liability. Although the Company conducts extensive maintenance and monitoring and incurs significant costs to maintain its operations, equipment and infrastructure, including tailings management facilities,

unanticipated failures or damage may occur that could cause injuries, production loss or environmental pollution resulting in significant legal and/or economic liability.

The Company's mining and smelting operations are subject to extensive environmental, health and safety regulations in the various jurisdictions in which it operates. These regulations address, among other things, emissions; air and water quality standards; land use; rehabilitation and reclamation; and safety and work environment standards, including human rights. They also set forth limitations on the generation, transportation, storage and disposal of various wastes, including hazardous wastes. Environmental, health and safety legislation continues to evolve and, while the Company takes active steps to monitor this legislation, it could result in stricter standards and enforcement, increased capital and operating costs and burdens to achieve compliance, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and a heightened degree of responsibility for companies and their officers, directors and employees. Amendments to current laws and regulations governing the Company's mining, processing, development and exploration activities, or more stringent implementation thereof, could have a material adverse impact on the Company's business, financial condition and results of operations, and cause increases in exploration expenses, capital expenditures, production costs or future rehabilitation costs or reduction in levels of production at producing properties or require abandonment or delays in development of new mining properties and/or expansion of existing properties.

Environmental hazards may exist on the properties in which the Company holds interests, which are unknown to the Company at present, and which have been caused by previous or existing owners or operators of the properties. The Company may also acquire properties with known or undiscovered environmental risk. Any indemnifications by the previous owners or others may not be adequate to pay all the fines, penalties and costs incurred related to such properties. Some of the Company's properties have also been used for mining, processing, smelting and related operations for many years before the Company acquired them and were acquired "as is" or with assumed environmental liabilities from previous owners or operators. The Company has been required to address contamination at its properties in the past and may need to do so in the future, either for existing environmental conditions or for leaks, discharges or contamination that may arise from its ongoing operations or other contingencies. The cost of addressing environmental conditions or risks, and liabilities associated with environmental damage may be significant, and could have a material adverse impact on the Company's business, financial condition and results of operations. Production at the Company's mines and processing facilities involves the use of various chemicals, including certain chemicals that are designated as hazardous substances. Contamination from hazardous substances, either at the Company's own properties or other locations for which it may be responsible, may subject the Company to liability for the investigation or remediation of contamination, as well as for claims seeking to recover costs for related property damage, personal injury or damage to natural resources. The occurrence of any of these events could have a material adverse impact on the Company's business, financial condition and results of operations.

In 2016, the Company completed a major multi-year capital program at its smelter in Namibia directed at modernizing the environmental equipment being utilized and debottlenecking its processing capacity. This included the completion of a sulphuric acid plant, which has reduced the plant's SO_2 emissions. The Company is committed to making further improvements to the health, safety and environmental performance of the smelter and is continuously assessing the scope of any capital expenditures required to support these further improvements. The Company's environmental and occupational health and safety performance will be subject to continued monitoring by the Namibian authorities and deviation from expected environmental and occupational health and safety outcomes could have a material adverse impact on the Company's future production, business, financial condition and results of operations.

Climate Change

Global climate change continues to attract considerable public, scientific and regulatory attention. Governments and regulatory bodies at the international, national, regional and local levels have introduced or may introduce legislative changes to respond to the potential impacts of climate change. Additional government action to regulate climate change, including regulations on carbon emissions and energy use, could increase direct and indirect costs to the Company's operations and may have a material adverse impact on the Company. The Company's primary operations are located in Bulgaria and Namibia, both of which are signatories to the Paris Agreement. Additional requirements from the Paris Agreement or other climate change regulations could lead to increased costs for the Company. For example, the European Green Deal, which is an ambitious set of policy initiatives brought forward by the European Commission with the overarching aim of making Europe climate neutral by 2050, will likely have significant effects which are not yet fully quantifiable.

Consideration of climate-related risks in DPM is an ongoing process. The Company has tracked and reported metrics and targets on environmental issues (including climate) since DPM's first sustainability report in 2011. The Company's TCFD assessment in 2020 allowed DPM to further strengthen this work, and scenario analysis has provided DPM with a structured tool for additional insights. The Company has employed external consultants to assist in evaluating climate scenarios, which have been translated into operations-relevant risks by conducting risk assessment workshops with relevant experts from individual sites (including, but not limited to, finance, engineering, health and safety and legal). In 2020, DPM evaluated both the transition and physical risks stemming from climate change for the Company's operations, which was then integrated into DPM's ERM framework. See DPM's 2020 TCFD Report, which is available on the Company's website at www.dundeeprecious.com for more information on the Company's physical and transition climate-related risks. See

"Environmental, Social and Governance – Governance – Enterprise Risk Management" for further information on DPM's ERM Framework.

Management completed a focused climate change assessment and issued a report in December 2020, following the TCFD recommendations that highlights DPM's efforts to achieve reductions in energy and water use, emissions and its consumption of raw materials, and outlines the major identified risks and opportunities for DPM related to climate change. Based on the results of the assessment, existing management and governance practices will be supplemented to ensure climate change effects are, among other things, minimized, adequately included in the ongoing assessment of the risk and opportunities for the Company, and disclosed based on the requirements of the TCFD recommendations. Based on this assessment and other factors, management does not view climate change as an immediate material risk faced by the Company. However, as time goes on, it could significantly impact the cost of and how the Company conducts its business.

Reclamation and Mine Closure Costs

Although variable depending on location and the governing authority, land reclamation and mine closure requirements are generally imposed on mining companies in order to minimize long-term effects of land disturbance. The Company is required by governments in the jurisdictions where it operates to provide financial assurances to cover any reclamation and mine closure obligations that it may have at its mine sites. The amount and nature of the Company's financial assurance obligations depend on a number of factors, including the Company's financial condition and reclamation and mine closure cost estimates. Reclamation and mine closure cost estimates can escalate because of new regulatory requirements, changes in site conditions, conditions in the receiving environment, or changes in analytical methods or scientific understanding of the impacts of various constituents in the environment. Changes to the form or amount of the Company's financial assurance obligations in respect of reclamation and mine closure obligations could significantly increase the Company's costs, making the maintenance and development of existing or new mines less economically feasible. Increases in financial assurance requirements could severely impact the Company's credit capacity and its ability to raise capital for other projects or acquisitions. The Company may be unable to obtain letters of credit or surety bonds to satisfy these requirements, in which case it may be required to deposit cash as financial assurance. If the Company is unable to satisfy these requirements, it may face loss of permits, fines and other material and negative consequences, which could have a material adverse impact on the Company's business, financial condition and results of operations.

The Company recognizes a liability for its rehabilitation expenses when a legal and/or constructive obligation is identified. The liability is measured at the present value of estimated costs required to rehabilitate the operating locations based on the risk-free nominal discount rates applicable to the countries in which the operations are located. The carrying value of the rehabilitation provision was $51.6 million and $52.5 million at December 31, 2021 and 2020, respectively. Changes in the underlying assumptions used to estimate the mine closure and rehabilitation costs as well as changes to environmental laws and regulations could cause material changes in the expected cost and the fair value of the estimated mine closure and rehabilitation costs and these changes could have a material adverse impact on the Company's business, financial condition and results of operations.

Inadequate Controls over Financial Reporting

The Company assessed and tested its internal control procedures in order to satisfy the requirements of National Instrument 52-109, Certification of Disclosure in Issuers' Annual and Interim Filings ("NI 52-109"), which require an annual assessment by management of the operating effectiveness of the Company's internal control over financial reporting. The Company's failure to satisfy the requirements of NI 52-109 on an ongoing and timely basis could result in the loss of investor confidence in the reliability of its financial statements, which in turn could have a material adverse impact on the Company's business and common share price. In addition, any failure to implement required new or improved controls, or difficulties encountered in their implementation, could have a material adverse impact on the Company's business, financial condition, results of operations and share price.

No evaluation can provide absolute assurance that the Company's internal control over financial reporting will detect or uncover all material information required to be reported. Furthermore, there can be no certainty that the Company's internal control over financial reporting will prevent or detect all errors and fraud. In addition, with ever increasing regulations and changes in the Company's business it is expected that the Company's internal control over financial reporting will continue to evolve and improve over time.

Stakeholder Relations and Licence to Operate

The Company's relationships with stakeholders are critical to ensure the future success of its existing operations and the construction and development of its projects. There is an increasing level of public concern relating to the perceived effect of mining and smelter activities on the environment and on communities impacted by such activities. NGOs and civil society groups, some of which oppose globalization and resource development, are often vocal critics of the mining industry and its practices, including the use of hazardous substances and the handling, transportation and storage of various waste, including hazardous waste. Adverse publicity generated by such NGOs and civil society groups or others targeted at the extractive industries generally, or the Company's operations specifically, could have a material adverse impact on, including but not limited to, the laws under which the Company operates, its ability to secure new permits and its reputation. Reputation loss

may result in decreased investor confidence, increased challenges in developing and maintaining community relations and an impediment to the Company's overall ability to advance its projects, obtain permits and licences and/or continue its operations, which could have a material adverse impact on the Company's business, results of operations and financial condition.

Development Projects

As part of the Company's growth strategy, it invests in the development, design, construction, operation and optimization of existing and new facilities to enhance operations and increase future production. In developing these new projects, the Company may be required to incur significant preliminary engineering, environmental, permitting and legal-related expenditures prior to determining whether a project is technically feasible and economically viable. The commercial viability of development projects is based on many factors, including: in the case of a mine, the particular attributes of the deposit, such as size, grade and proximity to infrastructure, metal recoveries, metal prices and, in the case of the smelter, toll rates, availability of complex concentrate; government regulations; capital and operating costs of such projects; and foreign currency exchange rates. Development projects are also subject to the successful completion of feasibility studies, issuance of necessary governmental permits, subsequent appeals of such permits, including favourable EIA decisions, the acquisition of satisfactory surface or other land rights and having adequate funding arrangements in place.

All projects are approved for development on a project-by-project basis after considering strategic fit, inherent risks, and expected financial returns. This approach, which incorporates a gated project governance model, and combined with an experienced management team, staff and contract personnel, mitigates some of the risk associated with development projects. However, there can be no assurance that there will not be delays in obtaining the necessary permits or that the development or construction of any one or more projects will be completed on time, on budget or at all, or that the ultimate operating cost of the operation will not be higher than originally envisaged. In addition, to secure long lead times required for ordering equipment, the Company may place orders for equipment and make deposits thereon or advance projects before obtaining all requisite permits and licences. Such actions are taken only when the Company reasonably believes such licences or permits will be forthcoming prior to the requirement to expend the full amount of the purchase price. In the event a project, which was deemed economically viable, is not completed or does not operate at anticipated performance levels, the Company may be unable to fully recover its investment and be required to record a write-down. This, in turn, may have a material adverse impact on the Company's business, financial condition and results of operations.

It is not unusual in the mining industry, especially in jurisdictions like Bulgaria, Namibia, Ecuador and Serbia, for operations to experience construction challenges or delays and unexpected problems during the start-up phase, resulting in delays and requiring more capital than anticipated. Given the inherent risks and uncertainties associated with any major capital project, there can be no assurance that construction will proceed in accordance with current expectations or at all, or that construction costs will be consistent with the budget, or that the operation will operate as planned.

Opposition to Mining

The Company's ability to advance its exploration and development activities, particularly in respect of its Loma Larga and Timok gold projects, may be affected to varying degrees by opposition to mining activities causing delays in obtaining or the inability to obtain necessary permits and/or resulting in government regulations with respect to, but not limited to, restrictions on future exploitation and production. Any shifts in political attitudes or changes in laws that may result in, among other things, significant changes to mining laws or any other national or local regulations or policies are beyond the Company's control and there is the risk that governments may adopt policies, which may extend to the deemed or actual expropriation of assets or revocation or cancellation of mining concession rights, that could adversely affect DPM's business.

Information Technology Systems and Information Technology Systems Security Threats

DPM has entered into agreements with third parties for hardware, software, telecommunications and other technology services/systems in connection with its operations (including information technology, operational technology and digital). The Company's operations depend, in part, on technology services/systems and how well the Company and its suppliers protect networks, equipment, technology systems and software against damage from a number of threats, including, but not limited to, cable cuts; damage to physical plants; natural disasters; terrorism; fire; power loss; hacking; computer viruses; vandalism and theft. The Company's operations also depend on the timely maintenance, upgrade and replacement of networks, equipment, technology systems and software as well as specific cybersecurity systems and governance to mitigate the risk of failures. Any of these and other events could result in data leakage, information loss, system failures, business interruptions and/or increases in capital expenses, which could have a material adverse impact the Company's reputation, business, financial condition and results of operations.

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

additional resources to continue to modify or enhance protective measures or to investigate and remediate any security vulnerabilities.

Personal Data Security

The Company is or will be subject to privacy and data security regulations in several of the jurisdictions that it operates in, such as Canada, Namibia and the European Union. The European Union's *General Data Protection Regulation* ("GDPR") took effect in May 2018 and introduced increased regulations relating to personal data security. The GDPR requires companies to satisfy new requirements regarding the handling of personal and sensitive data, including its use, protection and the ability of persons whose data is stored to correct or delete such data about themselves. The Company could incur substantial costs in complying with various national privacy regulations as a result of having to make changes to prior business practices. Such developments may also require the Company to make system changes and develop new processes, further affecting its compliance costs. Emerging legislation to address privacy issues could impose additional obligations on the Company. In addition, violations of privacy-related regulations can result in significant penalties and reputational harm, which in turn could adversely impact the Company's business and results of operations.

Competition

The Company faces competition from other mining companies in connection with the acquisition of properties producing, or capable of producing and processing, precious and base metals, as well as the ultimate sale of its production. Many of these companies may have greater financial resources, operational experience and technical capabilities than the Company. As a result of this competition, there can be no assurance that the Company will be able to acquire or maintain cost competitive operations or sell its production or process complex concentrate on economically acceptable terms, which could have a material adverse impact on the Company's business, financial condition and results of operations.

The Company's Tsumeb operation also faces competition from other smelting companies as well as trading companies, notably those with blending operations, to secure complex feed. These competitive forces, together with changes in regulations for complex concentrate could affect the supply-demand dynamics of this market and could negatively affect Tsumeb's ability to secure complex copper concentrate on terms that are economic for the Company to smelt this material and therefore have a material adverse impact on the Company's business, financial condition and results of operations.

Impairment

The Company is required to undertake regular assessments to determine whether an impairment is required for any of its assets. The assessment of impairment requires significant judgments over a number of external and internal factors, some of which are outside of the Company's control, and requires the use of estimates and assumptions related to these factors for each cash generating unit. External factors include considerations ranging from overall economic activity and the supply of and demand of the materials used in and products produced by the Company, to changes in commodity prices, toll rates, discount rates, foreign exchange rates and regulatory requirements. Internal factors include considerations such as production volume, ability to convert resources into reserves, capital and operating expenditures, and future development and expansion plans. There can be no assurance that management's estimate of the future will reflect actual events, further impairment charges may materialize and the timing and amount of such impairment charges are difficult to predict and may have a material adverse impact on the Company's business, financial condition and results of operations.

Enforcement of Legal Rights

The Company's material Subsidiaries are organized under the laws of foreign jurisdictions. Given that the Company's material assets are located outside of Canada, investors may have difficulty in effecting service of process within Canada and collecting from or enforcing against the Company, any judgments obtained by the Canadian courts or Canadian securities regulatory authorities and predicated on the civil liability provisions of Canadian securities legislation or otherwise. Similarly, in the event a dispute arises from the Company's foreign operations, the Company may be subject to the exclusive jurisdiction of foreign courts or may not be successful in subjecting foreign persons to the jurisdictions of courts in Canada.

Insurance and Uninsured Risks

The Company's business is subject to numerous risks and hazards, including severe climatic conditions, industrial accidents, equipment failures, labour disputes, unusual or unexpected geological conditions, ground or slope failures, cave-ins, changes in the regulatory environment and other natural events such as earthquakes. Such occurrences could result in damage to mineral properties or processing facilities, personal injury or death, environmental damage to the Company's properties or the properties of others, delays in mining and processing, monetary losses and possible legal liability.

In order to eliminate or reduce certain risks, the Company purchases and maintains insurance coverage, subject to limits and deductibles that are considered reasonable and prudent. This insurance coverage does not cover all potential risks because of customary exclusions and/or limited availability, and in some instances, the Company's view that the cost of certain insurance coverage is excessive in relation to the risk or risks being covered. Further, there can be no assurance that insurance coverage will continue to be available on commercially reasonable terms, that such coverage will ultimately be sufficient, or that insurers will be able to fulfill their obligations should a claim be made.

Due to recent dam failures, there has been increased scrutiny by insurance underwriters on tailings management facilities and insurance underwriters' tolerance for writing risk in the pollution liability market has been reduced due to the elevated level of risk. As a result, the Company opted not to acquire pollution liability insurance in 2021 relating to liquefaction results from tailings management facilities failures due to its view that the cost is excessive in relation to the limited risk or risks being covered. In addition, the current hostilities initiated by Russia in Ukraine, and any expansion of the conflict into other countries, may impact the availability and cost of insurance coverage, including potential to have coverage for the Company's business reduced, revoked or cancelled, including coverage for shipments of product. Furthermore, material losses that may arise from the COVID-19 outbreak are not covered by the Company's insurance. Losses arising from any events that are not fully insured may cause the Company to incur significant costs that could have a material adverse impact on its business, financial condition and results of operations.

Value of Investment Portfolio

The value of the Company's investment portfolio of securities will vary based on the underlying value of the securities acquired by the Company. The business activities of issuers in the resource industry ("Resource Issuers") are speculative and may be adversely affected by factors outside the control of those issuers. Resource Issuers may not hold or discover commercial quantities of precious metals or minerals, have limited access to capital, and profitability may be affected by adverse fluctuations in commodity prices, demand for commodities, general economic conditions and cycles, unanticipated depletion of reserves or resources, native land claims, liability for environmental damage, competition, imposition of tariffs, duties or other taxes and government regulations, as applicable. Since the Company has and may continue to invest primarily in securities issued by Resource Issuers engaged in the mining industry or related resource businesses (including junior issuers), the value of the Company's investment portfolio of securities may be more volatile than portfolios with a more diversified investment focus. In some cases, the value of securities owned by the Company may also be affected by such factors as investor demand, specified rights or restrictions associated with the security, general market trends or regulatory restrictions. Fluctuations in the market values of such securities may occur for a number of reasons beyond the control of the Company, and there can be no assurance that an adequate liquid market will exist for securities or that quoted market prices at any given time will properly reflect the value at which the Company could monetize these securities.

Laws, Regulations and Permitting

The activities of the Company are subject to various laws and regulations governing prospecting, exploration, development, production, taxes, labour commercial standards and occupational health, mine safety, toxic substances, land use, water use, land claims of local people, archaeological discovery and other matters. Although the Company currently carries out its operations and business in accordance with all applicable laws, rules and regulations, no assurance can be given that new laws, rules and regulations will not be enacted or that existing laws, rules and regulations will not be changed or be applied in a manner which could limit or curtail production or development. Furthermore, amendments to current laws and regulations governing operations and activities of mining, milling and processing or more stringent implementation thereof could cause costs and delays that could have a material adverse impact on the Company's business, financial condition and results of operations.

The Company's current and future operations and development activities are subject to receiving and maintaining permits from appropriate governmental authorities. Although the Company currently has the required permits for its current operations, there can be no assurance that delays will not occur in connection with obtaining all necessary renewals of such permits for the existing operations or additional permits for planned new operations or changes to existing operations that could have a material adverse impact on the Company's business, financial condition and results of operations.

Failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed and may include corrective measures requiring capital expenditures, installation of additional equipment or remedial actions. Parties engaged in mining and processing operations or in the exploration or development of mineral properties may be required to compensate those suffering loss or damage by reason of the mining and processing activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations, including environmental laws.

Labour Relations

While the Company has good relations with both its unionized and non-unionized employees, there can be no assurance that it will be able to maintain positive relationships with its employees or that new collective agreements will be entered into without work interruptions. In addition, relations between the Company and its employees may be impacted by regulatory or governmental changes introduced by the relevant authorities in whose jurisdictions that the Company operates. Adverse changes in such legislations or in the relationship between the Company and its employees could have a material adverse impact on the Company's business, financial condition and results of operations.

The Company has entered into a collective agreement with its employees in Bulgaria, for Chelopech and Ada Tepe, that is in effect until July 2023. Tsumeb entered into a new collective agreement with its employees as of March 2021 which will continue to be in effect until February 2023.

Income and Other Taxes

The Company operates in Canada and several foreign jurisdictions, through a number of subsidiary intermediary entities. As a result, it is subject to potential changes in tax laws, judicial interpretations in respect thereof, and the administrative and/or assessing practices of tax authorities in each jurisdiction. While these tax risks are proactively managed and monitored by senior management and outside tax experts, there can be no assurance that there will not be changes to these laws or interpretations that could have a material adverse impact on the Company's business, financial condition and results of operations. In December 2020, the Namibian Ministry of Finance announced that tax incentives under the EPZ Act would no longer be granted, effective December 31, 2020, and that companies with EPZ status, such as Tsumeb, would continue to benefit from these incentives up to December 31, 2025. The EPZ regime is expected to be replaced by a new regime known as the SSEZ, which is expected to be implemented in 2022.

The Company believes that it is not currently a passive foreign investment company ("PFIC") for U.S. Federal income tax purposes and it does not anticipate becoming a PFIC in the foreseeable future. However, the PFIC rules are complex, and, as a Canadian company publicly listed on the TSX, the Company does not operate its business in a manner specifically intended to avoid being classified as a PFIC. Accordingly, there can be no assurance that the Company will not be considered a PFIC. The Company also has not and does not expect to provide any shareholder with information that will enable a U.S. shareholder to make a qualified electing fund election in respect of the Company. To the extent that the Company is a PFIC in respect of any taxable year, its status as such would have adverse tax consequences for taxable U.S. investors. U.S. investors should consult their own tax advisors regarding the PFIC rules and the potential adverse U.S. Federal income tax consequences to which they may be subject to in respect of an investment in the Company's common shares.

Future Plans

As part of its overall business strategy, the Company examines, from time to time, opportunities to acquire and/or develop new mineral projects and businesses. A number of risks and uncertainties are associated with these potential transactions and DPM may not realize all of the anticipated benefits. The acquisition and the development of new projects and businesses are subject to numerous risks, including the particular attributes of the deposit, political, regulatory, design, construction, labour, operating, technical, and technological risks, as well as uncertainties relating to the availability and cost of capital, future metal prices, foreign currency rates and toll rates, in the case of the smelter. Failure to successfully realize the anticipated benefits associated with one or more of these initiatives successfully could have a material adverse impact on the Company's business, financial condition and results of operations.

Business Development, Acquisitions and Integration

From time to time the Company examines opportunities to acquire and/or develop new mineral projects, additional mining assets and businesses. Any acquisition and/or development that the Company may choose to complete may be of a significant size, may change the scale of the Company's business and operations, and may expose the Company to new geographic, political, operating, financial and geological risks. The Company's success in its acquisition and/or development activities depends on its ability to identify suitable acquisition candidates, negotiate acceptable terms for any such acquisition or development, and integrate the acquired operations successfully with those of the Company. Any acquisitions and/or developments would be accompanied by risks, including the particular attributes of the deposit, political, regulatory, design, construction, labour, operating, technical, and technological risks, as well as uncertainties relating to the availability and cost of capital, future metal prices, foreign currency rates, and toll rates, in the case of a smelter. Furthermore, there may be a significant change in commodity prices after the Company has committed to complete the transaction and established the purchase price or exchange ratio; a material ore body may prove to be below expectations; the Company may have difficulty integrating and assimilating the operations and personnel of any acquired companies, realizing anticipated synergies and maximizing the financial and strategic position of the combined enterprise, and maintaining uniform standards, policies and controls across the organization; the integration of the acquired business or assets may disrupt the Company's ongoing business and its relationships with employees, customers, suppliers and contractors; and the acquired business or assets may have unknown liabilities which may be significant. In the event that the Company chooses to raise debt capital to finance any such acquisition or development, the Company's leverage will be increased. If the Company chooses to use equity as consideration for such acquisition or development, existing shareholders may experience dilution. Alternatively, the Company may choose to finance any such acquisition or development with its existing resources. There can be no assurance that the Company would be successful in overcoming these risks or any other problems encountered in connection with such acquisitions or developments. Failure to successfully realize the anticipated benefits associated with one or more of these initiatives successfully could have a material adverse impact on the Company's business, financial condition and results of operations.

Land Title

Although the title to the properties owned by the Company were reviewed by, or on behalf of, the Company, there can be no assurances that there are no title defects affecting such properties or the shares of Subsidiaries that hold such properties. Title insurance generally is not available, and the Company's ability to ensure that it has obtained a secure claim to individual mineral properties or mining concessions may be severely constrained. The Company has not conducted surveys of the claims

in which it holds direct or indirect interests and, therefore, the precise area and location of such claims may be in doubt. Accordingly, the Company's interest in mineral properties may be subject to prior unregistered liens, agreements, transfers or claims, and title may be affected by, among other things, undetected defects. In addition, the Company may be unable to operate its properties as permitted or to enforce its rights with respect to its properties.

Market Price of Common Shares

The common shares of the Company are listed on the TSX. The price of these and other shares making up the mining sector have historically experienced substantial volatility, often based on factors unrelated to the financial performance or prospects of the companies involved. These factors include macroeconomic developments in North America and globally, including those impacting the price of commodities, interest rates, market perceptions concerning equity securities generally and the precious and base metal sectors in particular, and factors that may be specific to the Company, including daily traded volumes of the common shares.

As a result of any of these factors, the market price of the common shares at any given point in time may not accurately reflect the Company's long-term value, which in turn could impact the ability of the Company to raise equity or raise equity on terms considered to be acceptable. Securities class action litigation often has been brought against companies following periods of volatility in the market price of their securities. The Company may in the future be the target of similar litigation. Securities litigation could result in substantial costs and damages and divert management's attention and resources and have a material adverse impact on the Company's business, financial condition and results of operations.

Dilution to Common Shares

During the life of the Company's outstanding stock options granted under its share-based compensation plans, the holders are given an opportunity to profit from an increase in the market price of the Company's common shares with a resulting dilution in the interest of shareholders. The holders of stock options may exercise such securities at a time when the Company may have been able to obtain any needed capital by a new offering of securities on terms more favourable than those provided by the outstanding rights. The increase in the number of common shares in the market, if all or part of these outstanding rights were exercised, and the possibility of sales of these additional shares may have a negative effect on the price of the Company's common shares.

The Company may need to raise additional financing in the future through the issuance of additional equity securities. If the Company raises additional funding by issuing additional equity securities, such financings may substantially dilute the interests of shareholders of the Company and reduce the value of their investment in the Company's securities.

Reputational Risk

As a result of the increased usage and the speed and the global reach of social media and other web-based applications used to generate, publish and discuss user-generated content and to connect with others, the Company is at a much greater risk of losing control over how it is perceived by the public. Damage to the Company's reputation can be the result of the actual or perceived occurrence of any number of events (for example, with respect to the handling of environmental matters, community relations or litigation), and could include any negative publicity, whether credible, factual, true or not. While the Company places a great emphasis on protecting and nurturing its reputation, it does not ultimately have direct control over how it is perceived by others, including how it is viewed on social media and other web-based applications. Reputation loss may lead to increased challenges in developing and maintaining community relations, decreased investor confidence and an impediment to the Company's overall ability to advance its projects, thereby having a material adverse impact on the Company's business, financial condition and results of operations.

Foreign Subsidiaries and Repatriation of Funds

The Company conducts its operations through foreign subsidiaries and substantially all of its assets are held in such entities. Accordingly, any limitation on the transfer of cash or other assets between or among DPM and such entities, could restrict or impact the Company's ability to fund or receive cash from its operations. Any such limitations, or the perception that such limitations may exist now or in the future, could have a material adverse impact on the Company's business, financial condition and results of operations. In addition, the corporate law and other laws governing the Company's foreign subsidiaries differ materially from Canadian corporate and other laws. Challenges to the Company's ownership or title to the shares of such subsidiaries or the subsidiaries' title or ownership of their assets may occur based on alleged formalistic defects or other grounds that are based on form rather than in substance. Any such challenges may cost time and resources for the Company or cause other adverse effects.

Key Executives and Key Personnel

The Company is dependent on the services of key executives, including its President and CEO and a number of highly skilled and experienced executives and key personnel. The loss of these persons or the Company's inability to attract and retain additional highly skilled employees could have a material adverse impact on the Company's future operations and business.

Conflicts of Interest

Certain of the directors and officers of the Company also serve as directors and/or officers of other companies involved in natural resource exploration and development or investment in or provide services to natural resource companies, including other companies in which the Company has investments, and consequently there exists the possibility for such directors and officers to be in a position of conflict. The Board is aware of these potential conflicts and these individuals recuse themselves from the Board deliberations and voting when necessary. The Company expects that any decision made by any of such directors and officers will be made in accordance with their duties and obligations to deal fairly and in good faith with a view to the best interests of the Company and its shareholders, but there can be no assurance in this regard. In addition, each of the directors is required to declare and refrain from voting on any matter in which such directors may have a conflict of interest in accordance with the procedures set forth in the CBCA and other applicable laws.

Litigation Risk

Legal proceedings may be brought against the Company, for example, litigation based on its business activities, environmental laws, tax matters, volatility in its stock price or failure to comply with its disclosure obligations, which could have a material adverse effect on its financial condition or prospects. Regulatory and government agencies may bring legal proceedings in connection with the enforcement of applicable laws and regulations, and as a result the Company may be subject to expenses of investigations and defense, fines or penalties for violations if proven, and potentially cost and expense to remediate, increased operating costs or changes to operations, and cessation of operations if ordered to do so or required in order to resolve such proceedings. The Company may also become party to disputes governed by the rules of international arbitration. In the event of a dispute arising at its foreign operations, the Company may be subject to the exclusive jurisdiction of foreign courts or may not be successful in subjecting foreign persons to the jurisdiction of courts in Canada. The Company's inability to enforce its rights could have an adverse effect on its future cash flows, earnings, results of operations and financial condition. See also "Legal Proceedings and Regulatory Actions" for the discussion on current litigation.

Shareholder Activism

In recent years, publicly-traded companies have been increasingly subject to demands from activist shareholders advocating for changes to corporate governance practices, such as executive compensation practices, social issues, or for certain corporate actions or reorganizations. There can be no assurances that activist shareholders will not publicly advocate for the Company to make certain corporate governance changes or engage in certain corporate actions. Responding to challenges from activist shareholders, such as proxy contests, media campaigns or other activities, could be costly and time consuming and could have an adverse effect on the Company reputation and divert the attention and resources of the Company management and the Company's Board, which could have an adverse effect on the Company's business and results of operations. Even if the Company does undertake such corporate governance changes or corporate actions, activist shareholders may continue to promote or attempt to effect further changes and may attempt to acquire control of the Company to implement such changes. If shareholder activists seeking to increase short-term shareholder value are elected to the Company's Board, this could adversely affect the Company's business and future operations. Additionally, shareholder activism could create uncertainty about the Company's future strategic direction, resulting in loss of future business opportunities, which could adversely affect the Company's business, future operations, profitability and ability to attract and retain qualified personnel.

Public Company Obligations

The Company's business is subject to evolving corporate governance and public disclosure regulations that have increased both the Company's compliance costs and the risk of non-compliance, which could have a material adverse impact on the Company's share price.

The Company is subject to changing rules and regulations promulgated by a number of governmental and self-regulated organizations, including the Canadian Securities Administrators, the TSX, and the International Accounting Standards Board. These rules and regulations continue to evolve in scope and complexity creating many new requirements. The Company's efforts to comply with rules and obligations could result in increased general and administration expenses and a diversion of management time and attention from revenue-generating activities.

INTERNAL CONTROLS AND OPERATIONS IN EMERGING MARKETS

The Company's principal property interests are located in Bulgaria and Ecuador, both emerging markets, and are held indirectly through locally incorporated subsidiaries for the purpose of compliance with local laws. The Company also has smelter operations in Namibia, an emerging market, that is held indirectly through locally incorporated subsidiaries for the purpose of compliance with local laws. Operating in emerging markets exposes the Company to certain risks and uncertainties that may not exist or that are significantly less likely to exist in other jurisdictions such as Canada and the United States. In order to manage and mitigate these risks, the Company has designed a system of corporate governance for itself and its Subsidiaries. These systems are coordinated by management and overseen by the Board.

Internal Controls

DPM has implemented a system of corporate governance, internal controls over financial reporting, and disclosure controls and procedures that apply at all levels of the Company and its Subsidiaries, including within the operations in Bulgaria, Namibia and Ecuador. These systems are overseen by the Board and implemented by the Company's senior management personnel in Canada and its operations. The relevant features of these systems include:

(a) *DPM's Control over Subsidiaries.* DPM's corporate structure has been designed to ensure that the Company has a measure of direct oversight over the operations of its material Subsidiaries. DPM's material Subsidiaries are either wholly owned or controlled to a large extent by the Company. Accordingly, the Company directly controls the appointments of either all the directors or such number of directors reflecting the Company's proportional ownership interest of its material Subsidiaries. The directors of DPM's material Subsidiaries are ultimately accountable to DPM as the shareholder appointing him or her, and the Board and DPM's senior management. The annual budget and capital investment and exploration programs in respect of each of its material Subsidiaries are reviewed and approved by the Company. In addition, the Company has established delegations of authority and company policies to control commitments and expenditures.

Signing officers for foreign material Subsidiary bank accounts are either employees of DPM or employees/directors of the material Subsidiary. The establishment of any new banking relationships and/or new bank accounts requires approval from DPM. Monetary authorization limits are established by the Company's material Subsidiaries and put in place with the respective banking institutions. Signatories and authorization limits for bank accounts are reviewed and revised as necessary, with changes being communicated to the appropriate banking institutions.

(b) *Strategic Direction.* The Board is responsible for the overall stewardship of the Company and, as such, supervises the management of the business and affairs of the Company. More specifically, the Board is responsible for reviewing the strategic business plans and corporate objectives, and approving, subject to certain delegated authorities, acquisitions, dispositions, investments, capital expenditures and other transactions and matters that are material to the Company, including those of its material Subsidiaries.

(c) *Internal Control over Financial Reporting and Disclosure Controls and Procedures.* The Company prepares its consolidated financial statements on a quarterly and annual basis, using IFRS as issued by the International Accounting Standards Board and Interpretations of the International Financial Reporting Interpretations Committee which the Canadian Accounting Standards Board has approved for incorporation into Part 1 of the Chartered Professional Accountants of Canada Handbook - Accounting. The Company implements internal controls over the preparation of its financial statements and other financial disclosures, including its MD&A, to provide reasonable assurance that its financial reporting is reliable in all material respects and that the quarterly and annual financial statements are being prepared in accordance with IFRS and other financial disclosures, including its MD&A, are being prepared in accordance with relevant securities legislation. These internal controls include the following:

(i) The Company has a disclosure control process in place to facilitate the communication of all significant items that should be considered for disclosure in the consolidated financial statements and MD&A, which includes clear lines of responsibility and accountability for those involved in the financial reporting and disclosure process as well as certifications and questionnaires that are completed by management and other personnel;

(ii) All public documents and statements relating to the Company and its Subsidiaries containing material information (including financial information) are reviewed by management and other personnel, and as applicable, members of the Disclosure Committee, which includes the CEO, the Chief Financial Officer ("CFO") and the Executive Vice President, Corporate Affairs, General Counsel and Corporate Secretary, before such material information is disclosed to ensure that all material information has been considered by management of the Company and properly disclosed;

(iii) As more fully described in paragraph (d), the Audit Committee of the Board obtains confirmation from the CEO and CFO as to the matters addressed in the quarterly and annual certifications required under NI 52-109;

(iv) In addition, the Audit Committee:

1. reviews and approves the Company's quarterly and annual financial statements and MD&A and recommends to the Board for the Board's approval of the Company's quarterly and annual financial statements and MD&A, and any other financial information requiring Board approval, prior to their publication or release;

2. oversees the Company's internal control systems including those systems to identify, monitor and mitigate business risks as well as compliance with legal, ethical and regulatory requirements; obtains and reviews reports of the external and internal auditors on significant

findings and recommendations on the Company's internal controls together with management's responses;

3. assesses and evaluates the adequacy and effectiveness of the Company's systems of internal control over financial reporting and disclosure, including policies, procedures and systems to assess, monitor and manage the Company's assets, liabilities, revenues and expenses. In addition, the Committee reviews and discusses the appropriateness and timeliness of the dispositions of any recommendations for improvements in internal control over financial reporting and procedures; and

4. discusses and reviews with management and the internal auditor, the Company's policies and guidelines that govern financial risk management.

(v) Although not specifically a management control, the Company engages its external auditor to perform reviews of the Company's quarterly consolidated financial statements and an audit of the annual consolidated financial statements in accordance with Canadian generally accepted auditing standards.

(d) *CEO and CFO Certifications*. In order for the CEO and CFO to be in a position to attest to the matters addressed in the quarterly and annual certifications required by NI 52-109, the Company has developed internal processes and procedures and responsibilities throughout the organization for its regular periodic and special situation reporting, in order to provide reasonable assurance that documents and statements relating to the Company and its Subsidiaries containing material information are prepared with input from the responsible officers and employees, are available for review by the CEO and CFO in a timely manner, and are appropriately disseminated.

These systems of corporate governance, internal control over financial reporting, and disclosure controls and procedures are designed to ensure that, among other things, the Company has access to material information about its Subsidiaries.

Procedures of the Board

Board and Management Experience

Key members of the Board and members of the management team have experience running operations in emerging markets, including Bulgaria, Namibia and Ecuador. David Rae, President and CEO; Iliya Garkov, Vice President and Managing Director, Bulgaria; Nikolay Hristov, Vice President, Sustainability and External Relations; and Mirco Nolte, Vice President, Operational Excellence, all have direct and relevant experience conducting business in Bulgaria. David Rae; Zebra Kasete, Vice President and Managing Director, DPMT; and Mirco Nolte, all have direct and relevant experience conducting business in Namibia. Both Kelly Stark-Anderson, Executive Vice President, Corporate Affairs and General Counsel and Corporate Secretary and Scott Campbell, Country General Manager, Ecuador, have direct and relevant experience conducting business in South America.

Fund Transfers from the Company's Subsidiaries to DPM

In executing certain normal course monetary transactions, funds are transferred between the Company and its Subsidiaries by way of wire transfer. These transactions would typically include the payment of applicable fees for services; reimbursement of costs incurred by the Company on behalf of the Subsidiaries; repayment of interest and/or principal on intercompany loans; and the return of capital or payment of dividends from Subsidiaries. Capital funding arrangements are established between the Company and its Subsidiaries, with defined terms and conditions. The return of capital, or dividends, are declared and paid, if appropriate, after consideration of the current and projected profitability and available liquidity of the applicable subsidiary. Where regulatory conditions exist in the form of exchange controls, all necessary approvals are obtained in advance of the proposed transactions.

Removal of Directors of Subsidiaries

In respect of its wholly owned Subsidiaries, subject to applicable local corporate laws and the respective constating documents, the Company may remove directors of these Subsidiaries from office either by way of a resolution duly passed at a shareholders' meeting or by way of a written shareholders' resolution.

Records Management of the Company's Subsidiaries

The original minute books, corporate seal and corporate records of each of the Company's material Subsidiaries are kept at either the Subsidiary's respective registered office or with a corporate secretarial firm contracted by the applicable Subsidiary.

Language and Cultural Differences

Differences in cultures and practices between Canada and each emerging market in which the Company operates are addressed by employing competent staff in Canada and the applicable emerging market jurisdiction who are familiar with the local laws, business culture and standard practices, have local language proficiency, are experienced in working in that

jurisdiction and in dealing with the relevant government authorities and have experience and knowledge of the local banking systems and treasury requirements.

DIVIDEND POLICY

During the year ended December 31, 2021, the Company declared a quarterly dividend of $0.03 per common share to its shareholders of record, resulting in total dividend distributions of $22.4 million (2020 – $16.3 million) recognized against its retained earnings in the consolidated statements of changes in shareholders' equity. The Company paid an aggregate of $22.1 million (2020 – $10.9 million) of dividends which were included in cash used in financing activities in the consolidated statements of cash flows for the year ended December 31, 2021 and recognized a dividend payable of $5.7 million (December 31, 2020 – $5.4 million) in accounts payable and accrued liabilities in the consolidated statements of financial position as at December 31, 2021.

On February 17, 2022, the Company declared a dividend of $0.04 per common share payable on April 15, 2022, to shareholders of record on March 31, 2022, representing a 33% increase over the previous quarterly dividend.

The Company's dividend has been set at a level that is considered to be sustainable based on the Company's free cash flow outlook and is expected to allow the Company to build additional balance sheet strength to support the estimated capital funding associated with the Loma Larga gold project, Timok gold project and other growth opportunities, which represent a key element of DPM's strategy. The declaration, amount and timing of any future dividend is at the sole discretion of the Board and will be assessed based on the Company's capital allocation framework, having regard for the Company's financial position, overall market conditions, and its outlook for sustainable free cash flow, capital requirements, and other factors considered relevant by the Board.

DESCRIPTION OF CAPITAL STRUCTURE

The authorized capital of DPM consists of an unlimited number of common shares and an unlimited number of preference shares. As of March 31, 2022, there are 190,778,008 common shares issued and outstanding, on a non-diluted basis, and no preference shares are issued and outstanding.

Common Shares

Holders of common shares are entitled to receive: (a) notice of and attend any meeting of the Common Shareholders of the Company and the right to attend such meetings, except class meetings of other classes of shares and are entitled to one vote for each share held; and (b) dividends at the discretion of the Board. Additionally, subject to the rights of holders of any shares ranking prior to the common shares, the holders of the common shares shall be entitled to receive the remaining property of the Company upon liquidation, dissolution or the winding-up of the Company.

Preference Shares

The directors of the Company may at any time and from time to time issue preference shares in one or more series, having such rights, restrictions, conditions and limitations attaching thereto as shall be determined by resolution of the Board and prescribed by the articles of the Company.

In the event of any liquidation, dissolution or winding up of the Company, whether voluntary or involuntary, or other distribution of the assets of DPM among its shareholders for the purpose of winding-up its affairs, the preference shares of each series shall: (a) be entitled to preference over the common shares and over any other shares in the capital stock of the Company ranking junior to the preference shares with respect to the payment of dividends and the distribution of assets of the Company; and (b) rank pari passu with the preference shares of every other series with respect to priority in payment of dividends and in the distribution of assets.

The rights, privileges, restrictions and conditions attaching to the preference shares as a class may be repealed, altered, modified, amended or amplified with the approval of the holders of 66 2/3% of the votes cast at a meeting of the holders of preference shares.

Any consent or approval given by the holders of preference shares shall be deemed to have been sufficiently given if it is given in writing by the holders of all of the outstanding preference shares or by a resolution passed at a meeting of holders of preference shares called in accordance with the articles of the Company and carried by the affirmative vote of not less than 66 2/3% of the votes cast at such meeting, in addition to any other consent or approval required by law. On every poll taken at every such meeting every holder of preference shares shall be entitled to one vote in respect of each preference share held.

The holders of preference shares are not entitled to vote separately as a class or series upon a proposal to: (a) increase or decrease any maximum number of authorized preference shares, or increase any maximum number of authorized shares or any class of shares having rights or privileges equal or superior to the preference shares; or (b) effect an exchange, reclassification or cancellation of all or part of the preference shares.

Normal Course Issuer Bid

The Company commenced an NCIB on March 2, 2021 (the "Previous Bid"), which expired on February 28, 2022. Under the Previous Bid, the Company sought and obtained approval to purchase up to 9,000,000 common shares. Effective March 1, 2022, the Company renewed its NCIB to repurchase certain of its common shares through the facilities of the TSX.

Pursuant to the NCIB, the Company will be able to purchase up to 9,000,000 common shares representing approximately 5% of the total outstanding common shares as at February 17, 2022, over a period of twelve months commencing March 1, 2022 and terminating on February 28, 2023. In accordance with TSX rules, the Company will not acquire on any given trading day more than 182,760 common shares, representing 25% of the average daily volume of common shares for the six months ended January 31, 2022. The price that the Company will pay for common shares in open market transactions will be the market price at the time of purchase and any common shares that are purchased under the NCIB will be cancelled. The actual timing and number of common shares that may be purchased pursuant to the NCIB will be undertaken in accordance with DPM's capital allocation framework, having regard for such things as DPM's financial position, business outlook and ongoing capital requirements, as well as its share price and overall market conditions.

In 2021, DPM repurchased a total of 1,723,800 common shares under the NCIB at an average price of $6.02 (C$7.64) per share, for a total value of $10.4 million. As at March 31, 2022, the Company repurchased an additional 1,489,100 common shares at an average price of $5.98 (C$7.59) under the NCIB.

Share Incentive Plans

The Company also has stock options, deferred share units, performance share units and restricted share units. See the notes to the Company's audited consolidated financial statements for the year ended December 31, 2021 and the Company's most recently filed management information circular, which are available on the Company's website at www.dundeeprecious.com and have been filed on the SEDAR site at www.sedar.com, for additional information regarding these securities.

MARKET FOR SECURITIES

The outstanding common shares are listed and posted for trading on the TSX under the stock symbol "DPM". The monthly trading history for the year ended December 31, 2021 for the common shares, based on the closing price on the TSX, was as follows:

Trading Price and Volume

Month 2021	Common Shares		
	High (C$)	Low (C$)	Total Volume Traded Per Month
January	9.95	8.05	9,553,871
February	8.70	7.78	11,079,090
March	8.47	7.22	14,403,997
April	9.72	7.82	7,394,146
May	9.52	8.14	11,065,511
June	8.90	7.24	15,820,954
July	7.85	7.18	5,614,880
August	8.08	7.27	7,699,358
September	8.35	7.39	10,329,996
October	8.63	7.55	9,320,065
November	9.65	7.88	8,587,060
December	8.24	6.99	8,131,476

Prior Sales

The following table summarizes the issuances of Options by DPM for the year ended December 31, 2021.

Date of Issue	Number of Options	Price per Option (C$)
April 1, 2021	452,428	$7.67
July 26, 2021 [1]	1,108,339	N/A [1]
Aug 1, 2021	12,015	$7.55

1. Represents INV options that were converted to DPM options following acquisition of INV. Price per option vary based on the original INV grant date and range from $4.40 to $9.90.

DIRECTORS AND OFFICERS

The following table sets forth the name, province/state and country of residence, position held with the Company and principal occupation of each of the directors and officers of DPM as of the date hereof. Directors of the Company hold office until the next annual meeting of shareholders or until their successors are elected or appointed.

Name, Province/State and Country of Residence	Office	Principal Occupation	Became Director/Officer
R. Peter Gillin [1, 2] *Ontario, Canada*	Deputy Chair and Director	Corporate Director	2009
Jonathan C. Goodman *Ontario, Canada*	Chair and Director	Chair and Chief Executive Officer, Dundee Corporation	1993
Jaimie Donovan [3, 4] *Ontario, Canada*	Director	Corporate Director and Consultant	2020
Kalidas Madhavpeddi [1, 4] *Arizona, USA*	Director	President, Azteca Consulting LLC	2021
Juanita Montalvo [3, 4] *Ontario, Canada*	Director	Managing Director, Privus Capital Inc. and Acasta CC Inc.	2017
David Rae *Ontario, Canada*	Director, President and CEO	Officer of the Company	2012
Marie-Anne Tawil [1, 2, 3] *Québec, Canada*	Director	President and Chief Operating Officer at Lune Rouge	2015
Anthony P. Walsh [1, 2] *British Columbia, Canada*	Director	Corporate Director	2012
Officers			
Hume Kyle *Ontario, Canada*	Executive Vice President and CFO	Officer of the Company	2011
Michael Dorfman *Ontario, Canada*	Executive Vice President, Corporate Development	Officer of the Company	2011
Kelly Stark-Anderson *Ontario, Canada*	Executive Vice President, Corporate Affairs and General Counsel and Corporate Secretary	Officer of the Company	2017
Nikolay Hristov *Ontario, Canada*	Vice President, Sustainability and External Relations	Officer of the Company	2011
Mark Crawley *British Columbia, Canada*	Vice President, Commercial Affairs	Officer of the Company	2016
Iliya Garkov *Bulgaria*	Vice President and Managing Director, Bulgaria	Officer of the Company	2011
Zebra Kasete *Namibia*	Vice President and Managing Director, DPMT	Officer of the Company	2016
Mirco Nolte *Bulgaria*	Vice President, Operational Excellence	Officer of the Company	2019
Matthieu Risgallah *Quebec, Canada*	Vice President, Technology	Officer of the Company	2019
Alex Wilson *Ontario, Canada*	Vice President, Human Resources	Officer of the Company	2018

1. *Member of the Audit Committee;*
2. *Member of the HCC Committee;*
3. *Member of the CGN Committee; and*
4. *Member of the Sustainability Committee.*

As of the date hereof, the directors and officers of the Company, as a group, beneficially own, directly or indirectly, 537,031 common shares, representing less than 1% of the outstanding common shares.

Five Year Employment History

During the last five years, all the directors and officers have held their present principal occupations or other offices with the same company or a predecessor or affiliate thereof, except for:

Name of Director or Officer	Five-Year Employment History
Kelly Stark-Anderson	Prior to joining DPM in September 2017, Ms. Stark-Anderson was Vice President, Legal and Corporate Secretary, SSR Mining Inc., a Canadian based precious metals producer.
Jaimie Donovan	Ms. Donovan was Head of Growth and Evaluations for Barrick Gold Corp. ("Barrick") in North America from August 2016 to March 2019.
Kalidas Madhavpeddi	Mr. Madhavpeddi was the Chief Executive Officer of China Molybdenum International, a privately held company and global producer of copper, gold, cobalt, phosphates, niobium and molybdenum from January 2008 to March 2018. He is currently the President of Azteca Consulting LLC, an advisory firm to the metals and mining sector.
Matthieu Risgallah	Prior to joining DPM in August 2018, Mr. Risgallah was Director of Information Management, AkzoNobel, a Dutch paint and coating company.
Alex Wilson	Prior to joining DPM in May 2018, Ms. Wilson was Vice President, Organizational Effectiveness for Barrick, a mining company.

Standing Committees of the Board

There are currently four standing committees of the Board: the Audit Committee, the HCC Committee, the CGN Committee, and the Sustainability Committee. The following table identifies the members of each of these committees:

Board Committee	Committee Members	Status
Audit Committee	Anthony P. Walsh (Chair)	Independent
	Peter Gillin	Independent
	Kalidas Madhavpeddi	Independent
	Marie-Anne Tawil	Independent
HCC Committee	Peter Gillin (Chair)	Independent
	Marie-Anne Tawil	Independent
	Anthony P. Walsh	Independent
CGN Committee	Juanita Montalvo (Chair)	Independent
	Jaimie Donovan	Independent
	Marie-Anne Tawil	Independent
Sustainability Committee	Jaimie Donovan (Chair)	Independent
	Kalidas Madhavpeddi	Independent
	Juanita Montalvo	Independent

Cease Trade Orders, Bankruptcies, Penalties or Sanctions

Other than as noted below, to the Company's knowledge no director or executive officer of DPM:

1. is, or within the ten years prior to the date hereof has been a director, chief executive officer or chief financial officer of any company (including DPM) that:

   (a) was subject to a cease trade order, an order similar to a cease trade order or an order that denied the relevant company access to any exemption under securities legislation (an "Order") that was issued while the director or executive officer was acting in the capacity as director, chief executive officer or chief financial officer, such Order being in effect for a period of more than 30 consecutive days; or

   (b) was subject to an Order that was issued after the director or executive officer ceased to be a director, chief executive officer or chief financial officer and which resulted from an event that occurred while that person was acting in the capacity as director, chief executive officer or chief financial officer, such Order being in effect for a period of more than 30 consecutive days.

Other than as noted below, to the Company's knowledge no director or executive officer of DPM or a shareholder holding a sufficient number of securities of DPM to affect materially the control of DPM:

2. is, as at the date of the AIF, or has been within the 10 years before the date of the AIF, a director or executive officer of any company (including DPM) that, while that person was acting in that capacity, or within a year of that person ceasing to act in that capacity became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets, or;

3. has, within the 10 years before the date of the AIF, become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or become subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets of the director, executive officer or shareholder; or

4. has been subject to:

   (a) any penalties or sanctions imposed by a court relating to securities legislation or by a securities regulatory authority or has entered into a settlement agreement with a securities regulatory authority; or

   (b) any other penalties or sanctions imposed by a court or regulatory body that would likely be considered important to a reasonable security holder making an investment decision.

Hume Kyle, CFO of the Company and Marie-Anne Tawil, director of the Company, were directors of Stornoway Diamond Corporation ("Stornoway") until November 1, 2019. Stornoway filed for protection under the *Companies' Creditors Arrangement Act* (the "CCAA") on September 9, 2019. The CCAA process was concluded by order of the Superior Court of Quebec in November 2019 and Stornoway's operating subsidiary emerged from such process, continuing its operations on a going concern basis after the successful implementation of Stornoway's restructuring transactions. In November 2019, Stornoway made a voluntary assignment into bankruptcy pursuant to the *Bankruptcy and Insolvency Act*.

Conflicts of Interest

The directors and officers of the Company are aware of the existence of laws governing accountability of directors and officers for corporate opportunity and requiring disclosures by directors of conflicts of interest and the Company will rely upon such laws in respect of any directors' and officers' conflicts of interest or in respect of any breaches of duty by any of its directors or officers. All such conflicts will be disclosed by such directors or officers in accordance with the CBCA and they will govern themselves in respect thereof to the best of their ability in accordance with the obligations imposed upon them by law.

INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

There have been no material transactions entered into since January 1, 2018 that have affected or are expected to materially affect the Company or any of the affiliates of the Company involving an officer or director of the Company, a holder of more than 10% of the common shares or any associate or affiliate of any such persons or companies.

LEGAL PROCEEDINGS AND REGULATORY ACTIONS

Other than the MAATE Matter (see "Development Projects – Loma Larga Gold Project, Ecuador – Drilling"), the Company was not subject to any material legal proceedings or regulatory actions throughout the recently completed financial year and there have been no penalties or sanctions imposed against the Company by a court or regulatory body for the year ended December 31, 2021.

TRANSFER AGENT AND REGISTRAR

Computershare Investor Services Inc. is the transfer agent and registrar of the common shares at its principal offices in Toronto, Ontario.

MATERIAL CONTRACTS

Other than those referred to below, there is no contract that is material to the Company that was entered into during the Company's year ended December 31, 2021, or prior thereto which is still in effect, other than a contract entered into in the ordinary course of business:

(a) On July 26, 2021, the Company acquired all of the issued and outstanding shares it did not already own of INV, now renamed DPM Ecuador Holdings Inc., which owns DPME, the principal assets of which are comprised of the Loma Larga gold project and certain other exploration licences. This transaction was accounted for as an asset acquisition and the total consideration for the acquisition consisted of: (i) 0.0910 of a common share of DPM for each INV common share acquired for a total of 10,664,501 common shares of DPM common shares at a market price of $5.72 (C$7.19) per share with an aggregate value of $61.0 million; (ii) 1,119,728 DPM stock options with a fair market value of $2.4 million in exchange for 12,304,700 outstanding INV stock options which vested immediately as at the date of acquisition; and (iii) transaction costs of $2.5 million. The total consideration was allocated primarily to the exploration and evaluation assets related to the Loma Larga gold project. Documents in relation to the acquisition are available on the Company's profile on SEDAR at www.sedar.com. See "Development Projects – Loma Larga Gold Project, Ecuador" for further details.

(b) The Company maintains the RCF with BNP Paribas; Bank of Montreal; Canadian Imperial Bank of Commerce; Raiffeisen Bank (Bulgaria) EAD; Raiffeisen Bank International AG; Royal Bank of Canada; and Unicredit Bank AG,

originally established on February 15, 2013, and as subsequently extended and amended. In June 2020, the Company amended the RCF by reducing the tranche B of the facility from $175.0 million to $150.0 million and extending its maturity date from February 2022 to February 2023. In February 2021, the Company further extended the RCF maturity date from February 2023 to February 2024. As of the date hereof, tranches A and C of the RCF have been cancelled and the remaining Tranche B of the facility is comprised of $150 million and is supported by guarantees from, and by pledges of the shares of, the Company's wholly owned operating Subsidiaries. Tranche B matures in February 2024 and has a borrowing spread that varies between 2.5% and 3.5% of LIBOR depending upon the Company's funded net debt to adjusted EBITDA, as defined in the RCF. The RCF contains financial covenants that require the Company to maintain: (i) a Debt Leverage Ratio below 3.75:1, (ii) a current ratio (including the addition of any unutilized credit within tranche B to current assets) of greater than 1.5:1, and (iii) a minimum net worth of $500.0 million plus (minus) 50% of ongoing annual net earnings (losses). Documents in relation to RCF are available on the Company's profile on SEDAR at www.sedar.com. See "Risk Factors – Financing and Liquidity" for further details; and

(c) On January 24, 2017, the Company completed a non-brokered private placement with EBRD, pursuant to a subscription agreement dated December 22, 2016, entered into between the Company and EBRD, upon which the Company issued 17,843,120 common shares at a price of C$2.45 per share for gross proceeds of $33.2 million. As a result of this transaction, EBRD held approximately 9.99% of the Company's common shares (on a non-diluted basis) and as of the date hereof, EBRD holds approximately 5.2% of the Company's common shares. As part of EBRD's investment, DPM has undertaken to comply with various EBRD environmental, social, economic inclusion, equal opportunity and reporting standards. DPM also covenanted to maintain its 100% ownership interest in DPMK until project completion. EBRD has been granted certain rights, including a right to maintain its pro rata equity interest in DPM so long as it holds a 5% equity interest in DPM. Documents in relation to the non-brokered private placement are available on the Company's profile on SEDAR at www.sedar.com.

NAMES OF EXPERTS

Names of Experts

The following are the names of each of the QPs and other experts who are named as having prepared or certified a report, valuation, statement or opinion described, or included in a filing, or referred to in a filing, made under National Instrument 51-102, Continuous Disclosure Obligations ("NI 51-102") by DPM during, or relating to, the financial year ended December 31, 2021, whose profession or business gives authority to such report, valuation, statement or opinion:

1. PricewaterhouseCoopers LLP ("PwC") provided an auditor's report dated February 17, 2022 in respect of the Company's consolidated financial statements for the year ended December 31, 2021. PwC has advised that it is independent within the meaning of the Rules of Professional Conduct of the Chartered Professional Accountants of Ontario;
2. Ross Overall, BSc (Hons), CSci, MIMMM, FGS, Corporate Mineral Resource Manager of the Company, who is a QP and not independent of the Company, for the purposes of NI 43-101, has reviewed all technical information contained herein;
3. Petya Kuzmanova, MSc (Economic Geology), MIMMM, CSci, Senior Resource Geologist of the Company, who is a QP and not independent of the Company, for the purposes of NI 43-101, has reviewed technical information contained herein with respect to the Company's Ada Tepe mine, Bulgaria;
4. Galen White, BSc (Hons), FAusIMM, FGS, Partner and Principal Consultant of CSA Global, is an independent QP, for the purposes of NI 43-101, who has reviewed certain technical information contained herein with respect to the geology and Mineral Resources relating to the Company's Ada Tepe mine, Bulgaria, the Company's Chelopech mine, Bulgaria, and the Company's Timok gold project, Serbia;
5. Karl van Olden, BSc (Eng)(Mining), GDE, MBA, FAusIMM, Executive Lead – Operations of AMC Mining Consultants Ltd., is an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein with respect to the Ada Tepe mine Mineral Reserve estimates;
6. Andrew Sharp, B. Eng. (Mining), P. Eng. (BC), FAusIMM, Principal Mining Engineer of CSA Global, is an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein with respect to the Company's Chelopech mine, Bulgaria;
7. Gary Patrick, BSc, MAusIMM, CP (Met), Principal Consultant of Metallurg Pty Ltd., is an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein with respect to the Company's Chelopech mine, Bulgaria, Ada Tepe mine, Bulgaria, and its Timok gold project, Serbia;
8. Philip de Weerdt, P. Eng., PMP, MBA, Project Manager for DRA, is an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein with respect to the Company's Timok gold project, Serbia;

9. Schadrac Ibrango, P. Geo., Ph.D., MBA, Lead Geology & Hydrogeology Consultant for DRA, is an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein and compiled the May 29, 2020 Mineral Resource estimate with respect to the Company's Timok gold project, Serbia;
10. Claude Bisaillon, P. Eng., Mining Consultant for DRA, is an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein with respect to the Company's Timok gold project, Serbia;
11. Volodymyr Liskovych, Ph.D., P. Eng., Principal Process Engineer for DRA, an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein with respect to the Company's Timok gold project, Serbia;
12. Alex Duggan, M.Sc, P.Eng, Financial Modeler for DRA, an independent contractor, is an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein with respect to the Company's Timok gold project, Serbia;
13. Luis Vasquez, M.Sc, P. Eng., Senior Hydrotechnical Engineer for SLR Consulting (Canada) Ltd, is an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein with respect to the Company's Timok gold project, Serbia;
14. David Ritchie, P. Eng., Mine Waste Engineering Manager for SLR Consulting (Canada) Ltd, is an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein with respect to the Company's Timok gold project, Serbia;
15. Kevin Leahy, Ph.D., CGeol, Technical Director for Environmental Resources Management Ltd in the UK, is an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein with respect to the environmental, social and permitting relating to the Company's Timok gold project, Serbia;
16. Esias P. Scholtz, Pr. Eng., Senior Vice President, Projects for DRA Global Limited, is an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein with respect to the Company's Loma Larga gold project, Ecuador;
17. William Shaver, P. Eng., ICD.D, Chief Operating Officer (Retired) for INV Metals Inc., is an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein with respect to the Company's Loma Larga gold project, Ecuador;
18. David Frost, FAusIMM, B. Met Eng., Vice President – Process Engineering for DRA Global Limited, is an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein with respect to the Company's Loma Larga gold project, Ecuador;
19. Leslie Correia, Pr.Eng., Engineering Manager for Paterson & Cooke, is an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein with respect to the Company's Loma Larga gold project, Ecuador;
20. Daniel M. Gagnon, P. Eng., VP Mining, Geology and Met-Chem Operations for DRA Global Limited, is an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein with respect to the Company's Loma Larga gold project, Ecuador and the Company's Timok gold project, Serbia;
21. Kathy Kalenchuk, Ph.D., P.Eng., P.E., President & Principal Consultant for RockEng, is an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein with respect to the Company's Loma Larga gold project, Ecuador;
22. Paul Kaplan, P.E., Principal for NewFields, is an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein with respect to the Company's Loma Larga gold project, Ecuador;
23. Houmao Liu, Ph.D., P.E., General Manager/Principal Hydrogeologist for ITASCA Denver, Inc., is an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein with respect to the Company's Loma Larga gold project, Ecuador; and
24. Katharine M. Masun, M.Sc., MSA, P.Geo., Consultant Geologist for SLR Consulting (Canada) Ltd, is an independent QP, for the purposes of NI 43-101, who has reviewed technical information contained herein with respect to the Company's Loma Larga gold project, Ecuador.

INTERESTS OF EXPERTS

To the best knowledge of the Company, and as of the date hereof, the QPs referred to above either hold less than 1% or do not have any interest in any securities of the Company or its associates or affiliates, nor do they expect to receive or acquire any such interests.

AUDIT COMMITTEE DISCLOSURE

Audit Committee Mandate

The responsibilities and duties of the Audit Committee are set out in the Audit Committee's mandate, the full text of which is attached as Appendix "B" hereto.

Composition of the Audit Committee

As at December 31, 2021, the Audit Committee was composed of four members, being Anthony P. Walsh as Chair, Peter Gillin, Kalidas Madhavpeddi and Marie-Anne Tawil, all of whom are independent and financially literate for the purposes of understanding the accounting principles used by the Company in the preparation of its financial statements in accordance with National Instrument 52-110, Audit Committees. Mr. Walsh is also a financial expert as defined under the rules of the U.S. Securities & Exchange Commission.

The Audit Committee met 4 times during the year ended December 31, 2021.

Relevant Education and Experience of Audit Committee Members

Mr. Walsh holds a Chartered Professional Accountant designation and was the President and Chief Executive Officer of Sabina from 2008 to 2011, prior to which he served as President and Chief Executive Officer of Miramar Mining Corporation ("Miramar") between 1999 and 2007, prior to which he served as the Vice President, Finance and Chief Financial Officer of Miramar from 1995. Mr. Walsh has been involved in the mining business for over 25 years, and prior to joining Miramar, was the chief financial officer and Senior Vice President, Finance of International Corona Mines Ltd., a major North American gold producer, from 1989 to 1992. From 1985 to 1989, Mr. Walsh was Vice President, Finance of International Corona Mines Ltd. From 1973 to 1985, he held various positions at Deloitte, Haskins & Sells, a firm of Chartered Accountants. Mr. Walsh has been a member of the Canadian Institute of Chartered Accountants since 1976. He currently serves on the board and chairs the audit committees of two other publicly traded exploration and development companies. During 2021, Mr. Walsh participated in numerous continuing education courses and seminars relating to accounting and audit, compensation, corporate governance, human resources, securities, ESG and climate change.

Mr. Gillin is currently a director of Wheaton Precious Metals Inc and is board chair of Turquoise Hill Resources Ltd., he previously served as chair of the audit committee of Sherritt International Inc. from May 2013 until June 2017, and as a member of the audit committee of Wheaton Precious Metals Inc. from 2005 until 2018. He has also been a senior investment banker, having previously served as Vice Chair of N M Rothschild & Sons Canada Limited and as a Managing Director of Scotia Capital. In addition, he was until 2020 also a member of the Independent Review Committee of TD Asset Management Inc. and a director at TD Mutual Funds Corporate Class Ltd. He also sits on the Independent Review Committee for Strathbridge Asset Management. Mr. Gillin has an Honours Business Administration degree from Western University, is a Chartered Financial Analyst and holds an ICD.D designation from The Institute of Corporate Directors.

Mr. Madhavpeddi is currently the President of Azteca Consulting LLC, an advisory firm to the metals and mining sector. From 2010 to 2018 he was CEO of China Molybdenum International, a privately held company and global producer of copper, gold, cobalt, phosphates, niobium and molybdenum. His extensive career in the mining industry includes over 25 years at Phelps Dodge Corporation ("Phelps Dodge"), a Fortune 500 company, starting as a Systems Engineer and ultimately becoming Senior Vice President for Phelps Dodge, and contemporaneously the President of Phelps Dodge Wire & Cable. Mr. Madhavpeddi is a director of NovaGold Resources Inc. and Trilogy Metals Inc. and has served as Chair of the audit committee of Trilogy Metals Inc. since 2013 and served as Chair of the audit committee of Glencore PLC until his appointment as chairman of the board in July 2021. He is an alumnus of the Indian Institute of Technology, Madras, India; the University of Iowa and the Harvard Business School. During 2021, Mr. Madhavpeddi participated in several professional development courses relating to finance and corporate governance.

Ms. Tawil is a member of the Bar of the Province of Quebec and holds a Master of Business Administration from the John Molson School of Business. Ms. Tawil has over 30 years of legal experience, principally in corporate, commercial and securities law, and over 20 years of management experience. She practiced law with Stikeman Elliott LLP and McCarthy Tetrault LLP and, in 1984, joined Quebecor Inc. as Legal Counsel, and also served as Corporate Secretary from 1987 until 1990. Ms. Tawil was previously Chair of the board of Société de l'Assurance Automobile du Québec, served on the board and audit committee of Hydro Quebec from 2015 to 2017, and most recently served on the board of Stornoway from 2015 to 2019. Ms. Tawil earned an ICD.D designation from the ICD and during 2021, participated in over 30 hours of professional development courses (Quebec Bar) and over 20 hours of professional development courses and conferences relating to corporate governance and audit related matters, through the ICD.

Policy Regarding Pre-approval of Non-Audit Services

In accordance with its mandate, the Audit Committee has established policies and procedures for the pre-approval of allowable non-audit services provided by the Company's external auditor that safeguard the independence of the auditor. These policies and procedures provide for, among other things: all non-audit services being pre-approved by the Audit Committee or its Chair; quarterly reporting that sets out all non-audit services pre-approved and/or incurred by the auditor during the quarter; the Audit Committee's review of the independent status of the auditor in light of the services provided

to the Company and its Subsidiaries during the quarter; and confirmation by the auditor, at least annually, of its continued independence from the Company.

Audit Committee Oversight

At no time since the commencement of the Company's most recently completed financial year, was a recommendation of the Audit Committee to nominate or compensate an external auditor not adopted by the Board.

External Auditor Fees

The following table presents the fees billed to the Company from its external auditor, PwC, by category, for the years ended December 31, 2021 and December 31, 2020:

Category of Fees ($ in thousands)	**2021**	**2020**
Audit fees [1]	689	589
Audit-related fees [2]	16	-
Tax fees [3]	29	15
All other fees [4]	14	12
Total	**748**	**616**

1. *Audit fees include the PwC audit of the year-end financial statements for consolidated DPM and certain Subsidiaries and the corresponding interim reviews of these financial statements;*
2. *The audit-related fees include services performed on regulatory and transaction documents;*
3. *Tax fees include services for routine tax compliance; and*
4. *All other fees include an external survey and the Canadian Public Accountability Board fee.*

The Company's auditor is PwC, who has audited the Company's consolidated financial statements since 2002 and expressed its opinion on the Company's consolidated financial statements. PwC has advised the Company that it is independent in accordance with the CPA Code of Professional Conduct of the Chartered Professional Accountants of Ontario.

ADDITIONAL INFORMATION

Additional information related to the Company may be found on SEDAR at www.sedar.com. Additional information with respect to the Company, including directors' and officers' remuneration and indebtedness, principal holders of the Company's securities and securities authorized for issuance under equity compensation plans, as applicable, is contained in the Company's annual meeting management information circular for its most recently completed annual meeting of shareholders that involved the election of directors. Additional financial information is provided in the Company's annual audited consolidated financial statements and notes thereto and MD&A for the year ended December 31, 2021, which is available on the Company's website at www.dundeeprecious.com and has been filed on the SEDAR site at www.sedar.com.

For additional copies of this AIF, please contact: Corporate Secretary, Dundee Precious Metals Inc., 150 King Street West, Suite 902, Toronto, Ontario, M5H 1J9, or by telephone at (416) 365-5191, by fax at (416) 365-9080 or email at invest@dundeeprecious.com.

APPENDIX "A" - GLOSSARY OF MINING TERMS

The following is a glossary of terms that appear in this AIF:

"AAS"	Atomic Absorption Spectrophotometry, an analytical method for determining concentrations of elements
"Assay"	A chemical test of metallurgical samples to determine the metal content.
"BQ"	A diamond drill core size, 36.5 millimetres in diameter
"Bulk Density"	The density of a rock sample or any material is the ratio of the mass of the rock/material to a given volume of sample. It can be defined as the concentration of matter
"Core"	A cylinder of rock produced by diamond drilling
"Cut-off Grade"	A grade level below which the material is not ore and considered to be uneconomical to mine and process
"Decline"	A passageway from surface or underground connecting one or more levels in a mine or underground development, providing adequate traction for heavy, self-propelled equipment
"Diamond drill"	A type of rotary drill in which the cutting is done by abrasion rather than percussion. The cutting bit is set with diamonds and is attached to the end of long hollow rods through which water is pumped to the cutting face. The drill cuts a core of rock which is recovered in long cylindrical sections, an inch or more in diameter
"Dip"	The angle which a geological structure forms with a horizontal surface, measured perpendicular to the strike of the structure
"Epithermal"	A term applied to deposits formed at shallow depths from ascending solutions of moderate temperatures
"Feasibility Study"	A comprehensive technical and economic study of the selected development option for a mineral project that includes appropriately detailed assessments of applicable Modifying Factors together with any other relevant operational factors and detailed financial analysis, that are necessary to demonstrate at the time of reporting that extraction is reasonably justified (economically mineable). The results of the study may reasonably serve as the basis for a final decision by a proponent or financial institution to proceed with, or finance, the development of the project. The confidence level of the study will be higher than that of a pre-feasibility study
"Fire Assay"	A type of analytical procedure that involves the heat of a furnace and a fluxing agent to fuse a sample to collect any precious metals (such as gold) in the sample. The collected material is then analyzed for gold or other precious metals by weight or spectroscopic methods
"Flotation"	Milling process that uses bubbles to capture valuable mineral particles that float to the surface, thereby separating them from waste which sinks to the bottom
"Grade"	The amount of valuable mineral in each tonne of ore, expressed as g/t for precious metal and as a percentage by weight for other metals such as copper and zinc
"Holding Furnace"	Used to provide holding capacity between the continuous ausmelt smelting process and the batch converting process
"HQ"	A diamond drill core size, 63.5 millimetres in diameter
"Indicated Mineral Resource"	The part of a Mineral Resource for which quantity, grade or quality, densities, shape and physical characteristics are estimated with sufficient confidence to allow the application of Modifying Factors in sufficient detail to support mine planning and evaluation of the economic viability of the deposit. Geological evidence is derived from detailed and reliable exploration, sampling and testing and is sufficient to assume geological and grade or quality continuity between points of observation. An Indicated Mineral Resource has a lower level of confidence than that applying to a Measured Mineral Resource and may only be converted to a Probable Mineral Reserve

"Inferred Mineral Resource"	The part of a Mineral Resource for which quantity and grade or quality are estimated on the basis of limited geological evidence and sampling. Geological evidence is sufficient to imply but not verify geological and grade or quality continuity. An Inferred Mineral Resource has a lower level of confidence than that applying to an Indicated Mineral Resource and must not be converted to a Mineral Reserve. It is reasonably expected that the majority of Inferred Mineral Resources could be upgraded to Indicated Mineral Resources with continued exploration
"Measured Mineral Resource"	The part of a Mineral Resource for which quantity, grade or quality, densities, shape, and physical characteristics are estimated with confidence sufficient to allow the application of Modifying Factors to support detailed mine planning and final evaluation of the economic viability of the deposit. Geological evidence is derived from detailed and reliable exploration, sampling and testing and is sufficient to confirm geological and grade or quality continuity between points of observation. A Measured Mineral Resource has a higher level of confidence than that applying to either an Indicated Mineral Resource or an Inferred Mineral Resource. It may be converted to a Proven Mineral Reserve or to a Probable Mineral Reserve
"Metallurgy"	The science of extracting metals from ores by mechanical and chemical processes and preparing them for use
"Mill"	A plant where ore is crushed and ground to expose metals or minerals of economic value, which then undergo physical and/or chemical treatment to extract the valuable metals or minerals
"Mineral Reserve"	The economically mineable part of a Measured and/or Indicated Mineral Resource. It includes diluting materials and allowances for losses, which may occur when the material is mined or extracted and is defined by studies at Pre-Feasibility or Feasibility level as appropriate that include application of Modifying Factors. Such studies demonstrate that, at the time of reporting, extraction could reasonably be justified. Mineral Reserves are sub-divided in order of increasing confidence into Probable Mineral Reserves and Proven Mineral Reserves. A Probable Mineral Reserve has a lower level of confidence than a Proven Mineral Reserve
"Mineral Resource"	A concentration or occurrence of solid material of economic interest in or on the Earth's crust in such form, grade or quality and quantity that there are reasonable prospects for eventual economic extraction. The location, quantity, grade or quality, continuity and other geological characteristics of a Mineral Resource are known, estimated or interpreted from specific geological evidence and knowledge, including sampling. Mineral Resources are sub-divided, in order of increasing geological confidence, into Inferred, Indicated and Measured categories. An Inferred Mineral Resource has a lower level of confidence than that applied to an Indicated Mineral Resource. An Indicated Mineral Resource has a higher level of confidence than an Inferred Mineral Resource but has a lower level of confidence than a Measured Mineral Resource
"Mineralization", "mineralized material", "mineralized deposit" or "deposit"	A mineralized body which has been intersected by sufficient closely spaced drill holes and/or sampling to support sufficient tonnage and average grade of metal(s) to warrant further exploration-development work. A deposit does not qualify as a commercially mineable ore body until a final and comprehensive economic, technical, and feasibility study based upon the test results is concluded and supports Proven/Probable Mineral Reserves
"Mineral Symbols"	"Ag" – Silver; "As" – Arsenic; "Au" – Gold; "AuEq" – Gold Equivalent; "Bi" – Bismuth; "Cu" – Copper; "CuEq" – Copper Equivalent; "Mo" – Molybdenum; "Pb" – Lead; "S" – Sulphur; "Sb" – Antimony; SO_2 – Sulphur Dioxide; "Zn – Zinc
"Modifying Factors"	Modifying Factors are considerations used to convert Mineral Resources to Mineral Reserves. These include, but are not restricted to, mining, processing, metallurgical, infrastructure, economic, marketing, legal, environmental, social and governmental factors
"Multiple Indicator Kriging"	A grade estimation technique which uses a series of Ordinary Kriging estimates of binary transformed data
"NGM"	A diamond drill core size, 56.1 millimetres in diameter

"NQ"	A diamond drill core size, 47.6 millimetres in diameter
"Ordinary Kriging"	A grade estimation technique using geostatistical methods, which uses the actual analytical data
"Ore"	A metal or mineral or a combination of these of sufficient value as to quality and quantity to enable it to be legally mined at a profit
"Preliminary Feasibility Study"	A comprehensive study of a range of options for the technical and economic viability of a mineral project that has advanced to a stage where a preferred mining method, in the case of underground mining, or the pit configuration, in the case of an open pit, is established and an effective method of mineral processing is determined. It includes a financial analysis based on reasonable assumptions on the Modifying Factors and the evaluation of any other relevant factors which are sufficient for a QP, acting reasonably, to determine if all or part of the Mineral Resource may be converted to a Mineral Reserve at the time of reporting. A preliminary feasibility study is at a lower confidence level than a feasibility study
"PQ"	A diamond drill core size, 85 millimetres in diameter
"Preliminary Economic Assessment"	A study, other than a pre-feasibility or feasibility study, that includes an economic analysis of the potential viability of Mineral Resources
"Probable Mineral Reserve"	The economically mineable part of an Indicated, and in some circumstances, a Measured Mineral Resource. The confidence in the Modifying Factors applying to a Probable Mineral Reserve is lower than that applying to a Proven Mineral Reserve
"Proven Mineral Reserve"	The economically mineable part of a Measured Mineral Resource. A Proven Mineral Reserve implies a high degree of confidence in the Modifying Factors
"Pyrite"	A mineral consisting of sulphur and iron, usually of the formula FeS_2
"Re"	Rhenium
"Reverberatory Furnace"	A copper concentrate and secondary's smelting furnace
"Royalty"	A proportion of the cash flow which is paid to the government or other party with an interest in a mine
"Semi-Autogenous Grinding"	A process that uses the tumbling action of the material being ground, in combination with some additional material, such as steel balls, introduced to improve the grinding
"Strike"	Horizontal direction or trend of a geological structure
"Tailings"	The material that remains after all metals or minerals of economic interest have been removed from the ore during metallurgical treatment

APPENDIX "B" - MANDATE OF THE AUDIT COMMITTEE

Audit Committee Mandate

Committee Purpose

The Audit Committee (Committee) assists the board of directors (Board) of Dundee Precious Metals Inc. (DPM) in ensuring that DPM's financial matters are consistently managed in a way that supports the fulfilment of DPM's purpose and strategy in compliance with DPM's policies, standards and legal and regulatory obligations. Specifically, the Committee assists the Board in the oversight and assessment of:

- The integrity, quality and transparency of DPM's financial statements and other related disclosure documents
- DPM's internal control over financial reporting (ICFR) and disclosure controls and procedures (DC&P)
- Financial risk assessment and management
- The external auditor's nomination, qualifications, compensation, performance, and independence
- The performance and work of DPM's internal audit department (Internal Audit)
- DPM's tax affairs, treasury management, and corporate finance structure initiatives

The Chief Financial Officer (CFO), Global Controller and Treasurer support the Committee in fulfilling these responsibilities.

Operating Guidelines

In carrying out its role and responsibilities, the Committee follows the Committee Operating Guidelines.

Composition

The Committee is composed of at least three independent Directors appointed by the Board, with one Committee member designated as Chair of the Committee. Committee members are selected from the Directors on the recommendation of the Corporate Governance a Nominating Committee, provided that at least one Committee member is a financial expert as determined by DPM, and all members of the Audit Committee are "independent" and "financially literate".[1]

Responsibilities

Subject to the powers and duties of the Board, the Committee assumes the following responsibilities:

Financial Statements and Related Disclosure Documents

1. Review with the CFO and such other members of the senior leadership team as the Committee requires (collectively, Management), and recommend to the Board for approval DPM's interim reviewed and annual audited consolidated financial statements, management's discussion and analysis, related news releases, and any other related financial reports or any other relevant public disclosures containing financial information as the Committee considers appropriate, and ensure they are understandable, accurate, and properly reflect the financial position and results of operations of DPM, in each case in all material respects.

2. Discuss with Management and the external auditor:

a) Quality, appropriateness, and acceptability of accounting standards and principles applied by DPM;

b) All proposed changes in accounting policy and the impact of any changes in financial reporting requirements;

c) Reasonableness of all estimates or judgments of DPM's Management that may be material to financial reporting;

d) Clarity and completeness of the financial statement disclosure;

e) The impact and presentation of all significant financial risks or uncertainties; and

f) Significant adjustments and presentation issues arising out of the review or audit process, and any proposed adjustments that were not made because they were immaterial or otherwise.

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[1] "Independence" and "financially literate" are terms defined in accordance with applicable corporate and securities laws and regulations, including National Instrument 52-110.

3. Review any new or pending developments or general accounting and reporting standards that may affect DPM's financial statements.
4. Review disclosures concerning related party transactions.
5. Review the financial information contained in any offering document of DPM's securities prior to its release.

Internal Control, Disclosure, and Financial Risk Management

1. Review and discuss the CEO and CFO's quarterly and annual assessments of the design and operating effectiveness of DPM's ICFR and DC&P as well as compliance with their certification obligations as required by regulators.
2. Periodically review and assess with Management, the external auditor, and Internal Audit the adequacy and effectiveness of DPM's ICFR and DC&P systems to assess, monitor and manage DPM's assets, liabilities, revenues and expenses, including any significant deficiencies or material weaknesses in the design or operational effectiveness of ICFR and DC&P systems and any fraud or illegal acts that involve the CFO or other employees who have a significant role in DPM's ICFR and DC&P systems.
3. Periodically review and discuss with Management and Internal Audit the assessment and management of material risks and exposures related to the Committee's areas of oversight (including but not limited to financial, disclosure, fraud, tax, and financial reporting risks and exposures) and Management's systems, control plans and steps taken to assess and manage such risks.
4. Review the disclosure in DPM's annual disclosure documents (including the Annual Information Form and Management Information Circular) concerning the Committee's composition, areas of oversight and responsibilities and how they are discharged and any other required disclosure concerning the Committee.
5. Review the disclosure in DPM's Sustainability Report on tax transparency and other required tax-related disclosure.

Financial Audit and Reviews

1. Receive reports directly from and oversee the external auditor.
2. Oversee the external review and audit processes including:
    a) Discuss with representatives of the external auditor the plans for their quarterly reviews and annual audit, including the adequacy of staff and their proposed compensation, and recommend for approval by the Board the external auditor's compensation;
    b) Receiving and reviewing reports of the external auditor in connection with the review or audit of DPM's financial statements;
    c) Ensuring at all times that the Committee has direct communication channels with the external auditor to discuss and review specific issues, as appropriate;
    d) Allowing the external auditor to attend and be heard at each quarterly Committee meeting and such other Committee meetings as requested by the Chair;
    e) Meeting with the external auditor and CFO at every Committee meeting to discuss any issues or concerns warranting Committee attention;
    f) Reviewing any recommendations of the external auditor and Management's responses and subsequent follow up; and
    g) Overseeing the resolution of any disagreements between Management and the external auditor.

External Auditor

1. At least annually recommend to the Board the appointment of an external auditor for approval by DPM's shareholders.
2. Pre-approve the retention of the external auditor for any non-audit services and the compensation for such services and ensure these are in compliance with applicable securities laws and regulations, professional standards, and DPM policies and procedures. The Committee delegates to the Committee Chair the authority

to pre-approve non-audit services provided that such pre-approval of non-audit services must be presented to the full Committee at its first scheduled meeting following such pre-approval.

3. Monitor the independence of the external auditor, including:

   a) At least annually, obtaining and reviewing a report of the external auditor describing all relationships between the external auditor and DPM to assess independence;

   b) Annually receiving a letter from the external auditor confirming its continued independence; and

   c) Review and approve DPM's hiring policy regarding partners, employees, and former partners and employees of DPM's present and former external auditor to ensure that the external auditor remains independent.

4. Prior to entering into substantive employment conversations, review and approve any employment opportunities with DPM for current or former partners and employees of DPM's present and former external auditor, ensuring compliance with DPM's hiring policies that are designed to ensure the external auditor's independence.

5. At least annually, evaluate the external auditor's qualifications, performance and independence, including that of the external auditor's lead partner, and report such results to the Board.

Internal Audit

1. Oversee Internal Audit and its relationship with the external auditor and Management and ensure Internal Audit provides independent and objective assurance of DPM's risk management, control, and governance systems.

2. Review and approve the appointment, termination, bonuses and proposed base compensation changes for the Director, Internal Audit.

3. Annually review and approve any amendments to the Internal Audit charter, including Internal Audit's authority and organizational reporting lines.

4. Periodically review, discuss, and if appropriate, approve the annual Internal Audit plan, including key priorities, initiatives and planned audits; internal and external resource and staffing requirements; longer term plans; and the financial budget to support these activities.

5. Ensure at all times that the Committee has direct communication channels with the Director, Internal Audit to discuss and review specific issues, as appropriate.

6. Determine whether the performance of Internal Audit is satisfactory, effective, and meets DPM's requirements.

Speak Up and Reporting

1. With support from the Compensation and Governance Committee as needed, establish and regularly review systems, policies and procedures with respect to employees and third parties for:

   a) The receipt, retention and treatment of complaints received by DPM, confidentially and anonymously, regarding accounting, internal accounting controls, financial reporting and disclosure controls and procedures, or auditing matters as well as other alleged illegal, fraudulent, or unethical behaviour or other reportable violations described in DPM's Speak Up and Reporting Policy; and

   b) Dealing with the reporting, investigating, handling and taking of remedial action with respect to alleged violations of DPM's Speak Up and Reporting Policy.

2. Receive regular reports concerning complaints received under DPM's Speak Up and Reporting Policy related to the Committee's areas of responsibility and oversee investigations related to such complaints.

Delegation of Authority and Authority Limits

1. Review and recommend for Board approval any amendments to DPM's Delegation of Authority and Authority Limits Policy.

Financing and Tax Arrangements, Investments, Borrowings

1. At least quarterly, receive and review reports concerning the status of all open forward commodity and foreign exchange positions as well as the status of DPM's debt covenants.

2. Periodically receive and review reports from Management on tax matters that could have a material effect upon DPM's financial position or operating results, including corporate structural changes, tax positions and plans, material tax developments, and tax assessments from regulatory authorities.

3. Review and recommend for Board approval any amendments DPM's Treasury Policies.

Compliance

1. Review and discuss any correspondence with securities regulators or other financial regulatory or government agencies which raise material issues regarding DPM's financial reporting or accounting policies and oversee the resolution of such matters.

2. At least annually, receive and review a report concerning DPM's insurance program and if appropriate, recommend for Board approval any amendments to such program.

3. At least quarterly, confirm Management has:

   a) Made all statutory withholdings and insurance payments;

   b) Completed and filed all tax returns and made related payments in a timely manner; and

   c) Filed all other required reports and disclosures as and when required.

Mandate and Workplan Review and Performance

1. Annually review the Committee's performance relative to this mandate.

2. Annually review the adequacy of the mandate and the Committee's workplan and recommend any changes to the Board.

Other Responsibilities

1. Oversee the development of and monitor DPM's cybersecurity activities and plans.

2. Review the appointment of and succession plan for the CFO and any other key financial personnel involved in the financial reporting process or Internal Audit department.

3. Review the sufficiency of resources available to meet DPM's commitments relating to areas of the Committee's oversight.

4. At least quarterly, the Committee Chair reviews and approves the expenses of the Board Chair and CEO and reports to the Committee concerning such expenses.

5. Keep current on emerging best practices relative to the Committee's mandate.

6. Review such other matters related to the Committee's purpose that the Committee or the Board deems advisable or timely in light of business, legal, regulatory or other conditions.

In Camera Sessions

At every quarterly meeting, the Committee holds the following *in camera* sessions:

1. Committee with the external auditor (without Management or Internal Audit) to:

   a) Review the results of the external auditor's annual audit and quarterly reviews and reports in respect of any other services provided by the external auditor;

   b) Determine whether Management and other DPM personnel have provided full and open disclosure to the external auditor's inquiries;

   c) Review problems, if any, experienced by the external auditor in performing its work, including restrictions on the scope of activities or access to information;

   d) Review Management's responses to audit or quarterly review issues; and

   e) Review any disagreements with Management.

2. Committee with the Director, Internal Audit and any external resource supporting Internal Audit as considered necessary by the Committee (without Management or the external auditor) to review any areas of concern or follow-up.

3. Committee with the CFO.
4. Committee members only.

In addition, the Committee may hold such other *in camera* sessions at any Committee meeting as the Committee determines is appropriate.

Policy Oversight

The Committee is responsible for overseeing and making recommendations to the Board for any required changes to the following Board and organizational policies:

1. Delegation of Authority and Authority Limits Policy
2. Treasury Policies
3. Policy on Hiring Personnel from External Auditor
4. Such other policies as determined appropriate by the Board