

KORE MINING LTD.

Management's Discussion and Analysis

For the Three Months Ended March 31, 2020



KORE MINING LTD.
Interim Management’s Discussion and Analysis
March 31, 2020
(Expressed in Canadian dollars unless otherwise stated)

The following Management’s Discussion and Analysis (“MD&A”), prepared as of May 26, 2020, should be read together with the unaudited consolidated interim financial statements of KORE Mining Ltd. (“KORE Mining” or the “Company”) for the three month period ended March 31, 2020 and annual audited consolidated financial statements for the year ended December 31, 2019, and related notes thereto, which are prepared in accordance with International Financial Reporting Standards (“IFRS”). All amounts are stated in Canadian dollars unless otherwise indicated. The reader should be aware that historical results are not necessarily indicative of future performance.

This MD&A contains “forward-looking statements” and “forward-looking information” within the meaning of applicable Canadian securities laws. See the section in this MD&A titled “Cautionary Language regarding Forward-Looking Information” for further details. In addition, this MD&A has been prepared in accordance with the requirements of Canadian securities laws, which differ in certain material respects from the disclosure requirements of United States securities laws, particularly with respect to the disclosure of mineral reserves and mineral resources. See the section of this MD&A titled “Cautionary Note to U.S. Investors Regarding Mineral Resource Estimates” for further details.

This MD&A contains disclosure of certain non-IFRS financial measures. Non-IFRS measures do not have any standardized meaning prescribed under IFRS. See the section in this MD&A entitled "Non-IFRS Measures" for further details.

Corporate Summary - Nature of Operations

The Company’s business is the acquisition, exploration and development of North American gold projects. The Company currently owns 100% of four gold projects in California and British Columbia. All four projects have gold resources or gold discoveries with a resource base of 2.5 million ounces in the measured and indicated categories and 2.4 million in the inferred categories (see “*NI 43-101 Resource Summary*” below for further details). KORE is investing in both exploration and development to unlock value for shareholders. KORE is supported by strategic investors Eric Sprott and Macquarie Bank who, together with the management and Board of Directors own 65% of the basic shares outstanding as of May 2020.

The Company’s most advanced gold project, the Imperial project in Imperial County California, is being prepared for mine development permitting and the surrounding Mesquite-Picacho District claim block is being explored for new discoveries. Imperial is ideally located in Imperial County California, with access to labour and infrastructure associated with the Mesquite gold mine, located 9 miles away. KORE delivered a positive preliminary economic assessment (“PEA”) in April 2020 on its Imperial Project with a net present value (“NPV”) at 5% of US\$343 million and internal rate of return (“IRR”) of 44% at US\$1,450 per ounce gold (see “*PEA Summary*” for further details). KORE is actively exploring the Mesquite-Picacho District and plans to move Imperial into the formal permitting process in mid-2020.

KORE also owns three other exploration stage projects:

- 1) Long Valley – Mono County California - shallow oxide gold resource open for expansion at surface in oxides and at depth in sulphides. KORE is using geophysics and other modern exploration techniques to target drilling planned for the second half of 2020.
- 2) FG Gold – Cariboo Region British Columbia – bulk disseminated orogenic resource with a current shallow low-grade resource. KORE is drilling to better define structural controls of higher-grade mineralization, opening up the unexplored portion of the 20 km trend and rock mass at depth to further exploration.
- 3) Gold Creek – Cariboo Region British Columbia – early stage orogenic gold discovery a large contiguous claim block near the Spanish Mountain gold project and the Mount Polley copper-gold mine. KORE plans to follow-up the discovery with further exploration.

The Company’s head office is located at 960 – 1055 West Hastings Street, Vancouver, BC V6E 2E9.

The Company’s common shares are listed for trading on the TSX Venture Exchange (“TSX-V”) as a Tier 2 issuer under the symbol “KORE” in Canada and also trades in the United States on the OTCQB under the stock symbol “KOREF” and on the Frankfurt Stock Exchange under the symbol “EUSA”.

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2020 Q1 Highlights

During the three months ended March 31, 2020, the Company accomplished the following:

- Long Valley exploration: completed ground geophysics including ground induced polarization, and rock and soil sampling, in order to prove up a new exploration strategy for both oxides and sulphides against known mineralization and to generate drill targets for planned future drilling in 2020, subject to permitting.
- Imperial exploration: completed ground geophysics and compiled an electronic exploration database on historic data on both the original Imperial project as well as the western portion of the Mesquite-Picacho District. The first program “tuned” geophysics to the geophysical response of the intact Imperial mineralization, confirmed historic resource expansion drill targets, and identified anomalies and generated drill targets to on-strike and for a large anomaly underlying the current resource. Drilling is planned later in 2020, subject to permitting.
- Drilling at FG: commenced 2000 meter drill program to define and delineate structural controls on existing higher-grade gold mineralization and to test targets down structure below the depth of previous past drilling.
- Engaged Independent Trading Group (ITG) Inc. as market maker in order to provide assistance in maintaining an orderly trading market for the common share of the Company.

Subsequent to March 31, 2020, the Company accomplished the following:

- Filed its NI43-101 Technical Report on May 19, 2020 supporting its Preliminary Economic Assessment (“PEA”) for the Company’s 100% owned Imperial Oxide Gold Deposit, showing an after-tax NPV5% US\$343 million with an IRR of 44% at US\$1,450 per ounce gold.
- Completed a \$3,000,000 private placement consisting of 6,666,666 shares at a price of \$0.45 per share where the entirety of the financing was subscribed by Macquarie Bank Ltd (“Macquarie”) and Mr. Eric Sprott, (through 2176423 Ontario Ltd, a corporation beneficially controlled by him), showing continued support from leading mining investors.
- Granted 1,000,000 options exercisable at \$0.435 per share and a term of five years to management and IR consultant.
- Retained Kin Communications to provide investor relations services, primarily communicating with potential investors, shareholders and media contacts for a period of twelve months.

Outlook

The Company's focus for the balance of 2020 is the re-start of permitting of the Imperial Project, using the mine plan developed for the the Company's PEA published in May 2020. The Company is also investing in exploration of the Mesquite-Picacho District, Imperial resource expansion, Long Valley, and FG projects with drilling at FG Gold in Q1-Q2 2020. In addition to the exploration at these Properties, the Company may evaluate other prospects worthy of exploration and development. The ability of the Company to do so is contingent upon its ongoing ability to raise the capital necessary to advance such prospects.

In March 2020 the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. It is not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its effects on the Company’s business or ability to raise funds, however there has been no significant impact on the Company to date.

Marc Leduc, P.Eng, is the Company's designated Qualified Person for this MD&A within the meaning of National Instrument 43-101 and has reviewed and approved the technical information described herein.

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Project Summaries

Imperial, California, USA

Imperial is located in Imperial County, southeastern California 26 miles northwest of the city of Yuma, Arizona, and 45 miles east-northeast of El Centro, California. The operating Mesquite Mine and the closed Picacho Mine are located roughly 10 miles to the west and east, respectively, and the closed American Girl Mine is about 8 miles south of the property.

Imperial consisted of 370 lode claims, 281 millsite claims and 3 placer claims for a total of 654 claims covering a total area of approximately 5,721 acres. In September 2019, the Company staked the Mesquite-Picacho District consisting of 1,005 new claims covering approximately 20,411 acres bringing the Company's total in the region to 26,132 acres. The claims were staked to capture the entire gold trend that connects Equinox's operating Mesquite mine to Imperial and then continuing onto the now closed Picacho mine. The trend is underexplored and has the potential to host additional gold deposits. The claims are administered by the U.S. Bureau of Land Management ("BLM") on federally owned lands. The unpatented mining claims (new and historic) are all in good standing with all holding fees paid for the current year. The claims will remain in effect for as long as the claim holding fees are paid to both the U.S. government and the county. The claims must also be maintained by ensuring that the claim posts and location notices are properly upright and visible.

PEA Summary

In April 2020, the Company announced the results of its PEA on the Imperial project – see the April 6, 2020 news release; and published the full technical report in May 2020 – see the Company's website for full information and disclaimers. The PEA, with an effective date of April 6, 2020 and filed on May 19, 2020, was prepared in accordance with National Instrument 43-101 ("**NI 43-101**") by Global Resource Engineering (Denver) ("GRE") - Terre Lane, RMSME MMSAQP, Todd Harvey, PhD, RMSME and Glen Cole, P.Geo of SRK with support of Geo-Logic Associates - Monte Christie, GE PE. The team was led by Marc Leduc, P.Eng. the COO of KORE Mining.

Note that a PEA is preliminary in nature, includes inferred mineral resources that are considered too speculative geologically to have the economic considerations applied to them that would enable them to be categorized as mineral reserves, and there is no certainty that the PEA will be realized. Mineral resources that are not mineral reserves do not have demonstrated economic viability. This PEA is a conceptual study, and the disclosure in this MD&A contains forward-looking information about potential future results and events. Please refer to the cautionary statements in the footnotes below and the Cautionary Statements located at the end of this news release, which include associated assumptions, risks, uncertainties and other factors.

Unless otherwise stated, all masses are in short tons, which is the equivalent to 2,000 pounds or 907.2 kilograms.

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Economics		Pre-Tax	Post-Tax
Net present value (NPV _{5%}) at 0.75C\$/US\$	<i>C\$ millions</i>	\$584	\$458
Net present value (NPV _{5%})	<i>US\$ millions</i>	\$438	\$343
Internal rate of return (IRR)	<i>%</i>	52%	44%
Payback (undiscounted)	<i>years</i>	2.3	2.7
LOM avg. annual cash flow after tax & capital	<i>US\$ millions</i>	\$105	\$90
LOM cumulative cash flow (undiscounted)	<i>US\$ millions</i>	\$697	\$580
Gold price assumption	<i>per ounce</i>	\$1,450	
Mine life	<i>years</i>	8	
Average annual mining rate	<i>million tons/yr</i>	43.4	
Average annual gold production	<i>thousand ounces/yr</i>	146	
Total LOM recovered gold	<i>million ounces</i>	1.17	
Initial capital costs	<i>US\$ millions</i>	\$143.5	

Life-of-mine ("LOM") calculation and "Mine Life" is defined as the duration of mining operations, 8 years. There are additional years of site work for residual leaching, washing, back-filling and reclamation modelled.

The following table demonstrates the post-tax sensitivities of NPV and IRR to gold price per ounce. The base case, highlighted in the table below, assumes US\$1,450 per ounce of gold:

Economic Sensitivities to Gold Prices (post-tax)		
<i>Per ounce of gold</i>	(NPV_{5%}) millions	IRR%
US\$1,300	US\$234	34%
US\$1,450	US\$343	44%
US\$1,600	US\$450	52%
US\$1,800	US\$590	64%
US\$2,000	US\$729	75%

GRE notes that the Imperial Project (the "Project") has an abundant collection of data as a result of the exploration, engineering and environmental studies completed in the 1980s and 1990s. During that period, the Project had geotechnical drilling and modelling, heap leach designs, plant designs, surface water management designs, and hydrogeological modelling, to name just a few, that provided a credible data set to the project team. The Project also has metallurgical sampling and testing completed both by previous owners and an independent lab, reviewed by GRE, to support the initial engineering design. This data will act as an important background and aid in the design of future work on the project.

Mining & Processing

The PEA presents an open-pit run-of-mine ("ROM") heap leach scenario where oxide ore is stacked on the leach pads directly from the mine and is not crushed, although the team considered several other scenarios. KORE management ultimately selected the scenario with the lowest pre-production capital. A more capital-intensive approach could yield a mine and processing plan with higher project NPV and gold production.

Mining Plan and Processing Summary		
Mine life	<i>years</i>	8
Mining rate	<i>average tons per day</i>	124,000
Strip ratio	<i>waste: mineralization</i>	2.8

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Total tonnage mined	<i>million tons</i>	347.4
Total mineralized material mined	<i>million tons</i>	91.5
Heap leach stacking rate	<i>average tons per day</i>	33,000
Average LOM grade	<i>gram per metric tonne</i>	0.60
Average LOM recovery	<i>%</i>	73%

A detailed mine plan by year is included in the April 6, 2020 news release available on the Company's website.

Operating Costs

Mining costs for owner operated mining, processing and other costs were developed from a mix of first-principle engineering and benchmarked to the many ROM heap leach operations in California and nearby Nevada. The Imperial Project is located near a large skilled labour pool and on the same road and power infrastructure as the operating Mesquite mine, located nine miles away providing further confidence in the cost estimates.

Operating Costs (LOM average) (1)		
Mining costs (per ton mined)	<i>US\$/st mined</i>	\$1.45
Mining costs	<i>US\$/st processed</i>	\$5.51
Processing costs	<i>US\$/st processed</i>	\$1.85
G&A costs	<i>US\$/st processed</i>	\$0.74
Total site operating costs	<i>US\$/st processed</i>	\$8.11
Cash Costs * (Non-IFRS Measure)		
Cash costs (LOM)*	<i>US\$/oz</i>	\$672

(1) Not including post-production reclamation and backfilling. See LOM description above

Initial pre-production & sustaining capital costs

Initial capital costs in the PEA are US\$143.5 million including a 25% contingency of US\$23.7 million. The initial mine fleet will be expanded in Year 1 of operations. Infrastructure costs are low due to the proximity of road, water and power infrastructure. Initial capital also assumes KORE is the owner-operator of all equipment. Further enhancements may be possible with contract mining or processing of the gold from the carbon columns at an off-site treatment plant. Sustaining capital is mainly for heap leach pad expansion and additional mining equipment.

Pre-Production and Sustaining Capital Costs (US\$ millions)	
Mining and mine infrastructure	\$35.3
Heap leach pads and plant	\$47.0
Infrastructure and G&A	\$15.7
Working capital	\$7.5
Contingency (25%)	\$23.6
Pre-production mining	\$14.3
Total Pre-Production Cost	\$143.5
LOM sustaining capital	\$60.5
Closure incl. backfill (1)	\$147.7

(1) Closure cost includes final backfilling of the open pit and site reclamation to California's regulated standards. The cost includes US\$107 million in mining cost, US\$12 million in site operating G&A during back-filling of the final pit, in addition to US\$25 million in other site closure costs. Backfill will return the site to plus 25 feet of original topography while re-establishing natural desert washes (drainages). A 95-million-ton clean alluvial sand and gravel stockpile remain and serve as an aggregate source for local and regional infrastructure. The balance of the closure cost is for normal non-backfill site closure costs to remediate disturbances, remove structures, etc.

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All In Sustaining Cost (Non IFRS Measure)

All-in-sustaining costs (“AISC”)* are competitive with peer projects and in the second quartile when compared to the World Gold Council AISC cost metric. Imperial’s AISC* is built up as follows:

AISC* per ounce	
Operating cost (1)	US\$643
Royalties (2)	US\$29
Sustaining capital	US\$52
Closure	US\$127
Total AISC*	US\$851

- (1) Operating costs includes US\$5 per ounce offsite refining.
- (2) Royalties consist of: (a) 1% NSR royalty to Newmont-Goldcorp; and (b) 1% NSR royalty to Macquarie Bank that has a C\$6.75 million buyout before May 6, 2020.

Imperial Resource Estimate

In December 2019, the Company completed a new National Instrument 43-101 Technical Report (“Imperial Technical Report”) and mineral resource estimate (“Imperial Resource Estimate”) for the Company’s 100% owned Imperial oxide gold project. The Imperial Resource Estimate is similar to the previously disclosed historic 2012 resource estimate in category, tons and grade. The report, titled “*Technical Report for the Imperial Gold Project, California, USA*” was prepared by SRK Consulting (Canada) Inc. and authored by Glen Cole, PGeo, Anoush Ebrahimi, PEng., and Mark Willow, PEng., each of whom is independent of the Company. The effective date of the Imperial Resource Estimate is December 30, 2019. This mineral resource and the block model were used to develop the 2020 PEA.

The Imperial Resource Estimate expressed in imperial units is as follows:

Classification	Quantity (‘000 tons)	Grade Gold (oz/t)	Contained Gold (‘000 oz)
Indicated			
Grade Zone (Domains 100, 120)	50,379	0.0174	877
Total Indicated	50,379	0.0174	877
Inferred			
Grade Zone (Domains 100, 110, 120)	79,869	0.0156	1,245
Gravel with grade (Domain 200)	10,557	0.0041	43
Bedrock with grade (Domain 300)	9,748	0.0050	48
Total Inferred	100,174	0.0133	1,336

Reported at a cut-off grade of 0.003 oz/ton Au using a price of US\$1,500 /oz Au inside a conceptual pit shell optimized using mining operating costs of US\$1.40 per ton, metallurgical and process recovery of 80%, combined processing and G&A costs of US\$2.30 per ton, US\$0.50 per ton of sustaining capital and overall pit slope of 45 degrees. All figures rounded to reflect the relative accuracy of the estimates.

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The Imperial Resource Estimate expressed in metric units is as follows:

Classification	Quantity (‘000 tonnes)	Grade Gold (g/t)	Contained Gold (‘000 oz)
Indicated			
Grade Zone (Domains 100, 120)	45,703	0.59	877
Total Indicated	45,703	0.59	877
Inferred			
Grade Zone (Domains 100, 110, 120)	72,456	0.54	1,245
Gravel with grade (Domain 200)	9,577	0.14	43
Bedrock with grade (Domain 300)	8,843	0.17	48
Total Inferred	90,876	0.46	1,336

Reported at a cut-off grade of 0.1g/ton Au using a price of US\$1,500 /oz Au inside a conceptual pit shell optimized using mining operating costs of US\$1.54 per tonne, metallurgical and process recovery of 80%, combined processing and G&A of US\$2.53 per tonne, US\$0.55 per tonne of sustaining capital and overall pit slope of 45 degrees. All figures rounded to reflect the relative accuracy of the estimates.

The Imperial Resource Estimate considers 349 boreholes drilled by various operators during the period of 1987-1996. Gold grades were estimated by ordinary kriging constrained within modeled grade zone domain solids. Gold grades were estimated within each domain separately using capped composites from within that domain and applying appropriate search parameters. The authors of the Imperial Resource Estimate considered that the blocks located within the conceptual pit envelope show “reasonable prospects for economic extraction” and can be reported as a mineral resource.

Imperial History

In March 2017, the Company purchased Imperial USA Corp. which owns the Imperial project (“Imperial”) located in California. In settlement of the purchase price, the Company paid US\$50,000 which had been deposited previously with the Newmont Goldcorp (formerly Goldcorp) (the “Vendor”) in November 2016 related to a Letter Agreement, and US\$100,000 on the date of closing the purchase. The agreement has provisions for two further payments to the Vendor, with US\$1,000,000 payable upon the announcement of a revised Preliminary Economic Assessment (PEA) or similar report and US\$1,000,000 payable 30 days after the date that gold is poured from ore the is mined from the related properties.

The Vendor retains a 1% net smelter return royalty on the property. The Vendor has the option to receive shares in the Company in settlement of the remaining payments up to achieving a maximum 4.9% ownership interest in the Company, above which level further share consideration is at the option of the Company.

In November 2019, the Company entered into an amendment to the Imperial project purchase agreement where Newmont Goldcorp has agreed to accept common shares of the Company in settlement of a future US\$1,000,000 payment due on announcement of a PEA or similar report. This election by Newmont Goldcorp will expire in November 2020 and all other provisions of the agreement remain in full force. As a result of the Company’s release of its Imperial PEA in April 2020, this obligation to issue shares to Newmont has been triggered and will be settled in the future.

In addition, the Company has committed to incur US\$5 million on the Imperial Project on or before March 2022, the fifth anniversary of the date of the Imperial Purchase Agreement of which US\$1,796,863 (\$2,344,580) has been incurred as of December 31, 2019. If the Company does not incur these expenditures in this time, the Company must then pay US\$1,000,000 to the Vendor to retain ownership.

In May 2019, the Company received an investment by Macquarie Bank Ltd and its affiliates (collectively, “Macquarie”) of \$4,000,000. As part of the investment by Macquarie, Macquarie subscribed for 6,000,000 common shares and acquired a 1% NSR royalty (the “Macquarie Royalty”) on the Imperial Project for a total cost of \$4,000,000. The agreement provides for certain rights for Macquarie to provide project development financing, rights of refusal

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and offer on additional royalty issuances and sales, and prescribes the proceeds to be used primarily to advance permitting of the Imperial Project. The Company maintains a right to buy back the Macquarie Royalty on the following terms: i) within 6 months of the closing date for the Macquarie Royalty, if the Company is acquired at a price of no less than \$0.75 per share, the Company may buy back the Macquarie Royalty for \$4,750,000; or ii) within greater than 6 months but less than 12 months of the closing date for the Macquarie Royalty, if the Company is acquired at a price of no less than \$1.00 per share, the Company may buy back the Macquarie Royalty for \$6,750,000.

Long Valley, California, USA

The Long Valley Property is located in Mono County, east-central California, approximately 57 miles to the south of the town of Bridgeport and about 45 miles north of the town of Bishop, California. Both towns are connected by U.S. Highway 395, which passes a few miles west of the property. Access to the property from the highway is via a series of graded gravel roads. The claims are administered by the BLM on federally owned lands administered by the Inyo National Forest, U.S. Department of Agriculture. The surface rights in the area of the claims are owned by the U.S. government, with the area being subject to a surface grazing lease issued by the U.S. Forest Service.

In January and March 2020, KORE announced results from exploration programs at the Long Valley that defined a new exploration strategy for both oxides and sulphides. The drill chip re-logging, geophysics, mapping and field sampling generated data-driven, high priority oxide gold drill targets and defined clear targets for drilling sulphide “feeder” structures. KORE plans to drill the highest priority targets in 2020 subject to financing and permitting from the US Forest Service.

During the three months ended March 31, 2020, the Company recorded \$7,978 (December 31, 2019 - \$197,926) as a recovery of exploration costs on the Long Valley project pursuant to certain due diligence activities, which was received in full during the quarter ended March 31, 2020.

Long Valley Resource Estimate

In 2019, KORE updated, pit-optimized resource estimate by Mine Development Associates (“MDA”), titled “*Amended Technical Report & Resource Estimate for the Long Valley Project, Mono County, California, USA*” was prepared by Mine Development Associates and authored by Neil Prenn, PE., and Steven I Weiss, C.P.G., each of whom is independent of the Company. The effective date of the Technical Report is November 15, 2019.

The Long Valley Resource Estimate presented herein amends and replaces the April 25, 2018 estimate by Mine Development Associates.

Long Valley Mineral Resource Estimate – Imperial Units

Classification	Cut-Off (oz / ton)	Quantity (*000 tons)	Grade Gold (oz / ton)	Contained Gold (*000 oz)
Indicated				
Oxide	0.005	35,945	0.018	636
Transition	0.006	4,263	0.014	59
Sulphide	0.006	33,428	0.017	552
Total Indicated		73,635	0.017	1,247
Inferred				
Oxide	0.005	9,192	0.020	185
Transition	0.006	1,314	0.016	21
Sulphide	0.006	15,464	0.018	280
Total Inferred		25,970	0.019	486

Gold resources that are contained in a US\$1,500 per ounce optimized pit. Other pit optimization parameters summarised below in Note 1.

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Long Valley Mineral Resource Estimate – Metric Units

Classification	Cut-Off (g / tonne)	Quantity (‘000 tonnes)	Grade Gold (g / tonne)	Contained Gold (‘000 oz)
Indicated				
Oxide	0.17	32,609	0.61	636
Transition	0.21	3,867	0.47	59
Sulphide	0.21	30,325	0.57	552
Total Indicated		66,801	0.58	1,247
Inferred				
Oxide	0.17	8,339	0.69	185
Transition	0.21	1,192	0.55	21
Sulphide	0.21	14,029	0.62	280
Total Inferred		23,560	0.65	486

Gold resources that are contained in a US\$1,500 per ounce optimized pit. Other pit optimization parameters below in Note 1:

Note 1: Pit optimization parameters include:

- Pit Slope degrees 45 degrees
- Mining US\$1.70 / ton mined
- Crushing US\$1.40 / ton processed
- Heap Leach US\$1.80 / ton processed
- Sulfide Mill US\$8.60 / ton processed
- G&A US\$0.63 / ton processed
- Refining Cost US\$5 / oz Au produced
- Recovery (Oxide - Less than 150' below surface) 80% heap recovery
- Recovery (Transition - 150-200' below surface) 90% mill recovery
- Recovery (Sulfide - Below sulfide surface) 90% mill recovery

Resources reported as oxide are the material situated above an oxide-sulfide boundary that was generally determined by recording the last occurrence of oxide minerals observed in the drill cuttings or core, and above a transition zone that occurs approximately between 150 and 200 feet (50 and 60 metres) below the surface. As such, not all material situated above this boundary can be considered as oxide in the context of metallurgical recovery, as it undoubtedly includes materials that will react differently metallurgically. The Company aims to develop a model that better defines the metallurgical characteristics of the deposit.

Long Valley History

On March 31, 2017 the Company purchased 95 mining claims in the Long Valley area of California from Vista Gold (the “Vendor”). Upon closing, the Company paid US\$350,000 with provisions in the agreement for further payments of US\$500,000 due 30 days after commencement of commercial production and US\$500,000 payable on the 12-month anniversary of the commencement of commercial production. The Vendor has the option to receive shares in the Company in settlement of the outstanding payments. The mining claims were subsequently transferred to the Company’s subsidiary, Kore USA Ltd.

The Vendor retained a net smelter return royalty on the claims (“the Seller NSR”). The Seller NSR provides for a royalty of 0.5% on sale of production when the price of gold is under US\$1,400/oz, 1.0% when the price of gold is between US\$1,401 to US\$1,600/oz and 2.0% when the price of gold is above US\$1,600/oz. The Company has the option to purchase 1% of the royalty when the price of gold is above US\$1,600/oz for US\$2 million if purchased prior to the announcement of a feasibility study or US\$4 million if repurchased prior to commencement of commercial production. There is also a further 1% net smelter return royalty to Royal Gold on any gold production from the property. The property is not subject to any other production royalties or encumbrances.

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FG Project, British Columbia, Canada

The 100% owned FG property (“FG Project”) is an orogenic gold and early stage gold-copper porphyry project located in the Cariboo region of British Columbia, Canada. FG Project is located at the headwaters of the Horsefly River, 50 kms east of Horsefly, B.C. and consists of 35 contiguous claims (13,008 ha).

In the three months ended March 31, 2020, KORE commenced a diamond drilling program at FG Gold. The drill program was designed to define and delineate structural controls on existing higher-grade gold mineralization and target new higher-grade zones at depth. Shallow previous drilling leaves the host rock un-tested at depth and on the remainder of the 20-kilometer gold trend which is only partially explored.

As of the date of the MD&A, 8 core drill holes for a total of 1,577 meters have been completed and assays from the top of the first hole (being FG-20-368) show intercepts of 76.5 meters of 1.1 g/t gold starting at 5.5 meters including the following highlights:

- 12.5 meters of 1.2 g/t gold at 5.5 meters down hole;
- 8.0 meters of 1.6 g/t gold at 27 meters down hole;
- 26.0 meters 2.0 g/t gold at 56 meters down hole (including 1.0 meter of 28.4 g/t); and
- Assays pending from bottom 40 meters which intercepted 3 additional zones of quartz veining below existing resource
- FG-20-369 intercepted 13 quartz veins between 5.5 and 250 meters down-hole which tested an additional 100 meters below the previous resource

The remaining holes FG-20-370 to FG-20-375 (assays pending) all intercepted zones of quartz veining, within the existing resource and newly identified quartz veins below the existing resource, which included eight total incidences of visible gold being identified in core logging. See the Company’s news release dated May 19, 2020 available on the Company’s website for further details and figures. The Company will release assays from the lower section of FG-20-368 and the remaining holes as they become available. Drilling is current halted for winter break-up and is planned to re-start June 15, 2020.

FG Gold Resource Estimate

The FG Gold Project property has a resource estimate completed by K.V.Campbell of ERSi Earth Resource Surveys Inc. and G.H. Giroux of Giroux Consultants Ltd. in July 2015.

FG Gold Project Resource Estimate, July 2015

	Size (tonnes)	Grade (g/t)	Au (oz)	Au Cutoff (g/t)
Measured	5,600,000	0.81	145,000	0.50
Indicated	9,570,000	0.76	231,000	0.50
Total M&I	15,170,000	0.78	376,000	
Inferred	27,493,000	0.72	634,900	0.50

Additional mineralization has been outlined over a 3 km strike length with five key zones of mineralization (NE Zone, Main Zone, SW Limb, Grouse Creek, Frasersgold Creek) identified along a 10 km strike length of the sedimentary horizon. Further details on the gold resource can be found in the “NI 43-101 Technical Report, Frasersgold Exploration Project, Cariboo Mining Division, dated July 27, 2015” available on SEDAR or on the Company’s website.

The Project has also yielded highly prospective gold-copper porphyry targets within an intrusion called the Nova Zone. The Nova Zone, potentially 3.5 km by 1 km, was discovered in 2018 through compilation of historic soil geochemistry, and airborne geophysical studies. 2018 drilling demonstrated semi-massive and massive copper and iron sulphides and intersected (hole DDH-18-002) over 32 metres of 0.52% copper equivalent, including 8.65 metres

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of 1.1% copper equivalent.¹ Gold grades as high as 5.70 g/t, copper grades as high as 1.01%, and silver grades as high as 4.98 g/t were encountered in drill core.

Gold Creek Project, British Columbia, Canada

The 100% owned Gold Creek project ("Gold Creek") is located 2 km NE of the town of Likely in the Cariboo - the heart of British Columbia's historic "Gold Rush" district. Gold Creek consists of 34 claims totalling 9,673 ha and approximately 8 km to the NW of the Spanish Mountain deposit. Access is from Likely by an all-weather gravel road. The site has well developed infrastructure and is just 70km NE of Williams Lake, a major regional centre serviced by an airport and railway.

There is a 1% net smelter royalty on the property to a prior owner. The Company may purchase one-half of the royalty for \$1,000,000.

Compilation of historical drilling, soil sampling, and geophysics were completed by KORE in 2018. The Company determined that gold mineralization is closely correlated with elevated arsenic and contained within a greywacke rock unit. The higher-grade gold intercepts in drill holes within the projects "Camp Zone" show similarities to the high-grade zone of the nearby Spanish Mountain Gold Deposit (TSX Venture: SPA). A large portion of the resource and the highest grades at Spanish Mountain occur at the contact between the greywacke and argillites, similar to mineralization at Gold Creek.

Historic drilling at the Camp Zone, based on gold in soils anomalies, from 2011 and 2017 confirmed large widths of mineralization in the silicified greywacke from surface with multiple higher-grade vein intercepts within a lower-grade halo. Intercepts included 1.5m of 13.4 g/t (GC11-27 10.7m to 12.2m), 9m of 5.5g/t (GC17-34 16.0m to 25.0m), including 1.5m of 18.0g/t, and 84.65m of 1.0g/t (GC17-35 85.85m to 170.50m).

Arsenic in soils indicates an 8.5km long NW-SE trend that is coincident with the NW-SE trending Camp Zone. KORE tested several arsenic anomaly targets in 2018 with four drill holes for 940 meters. All four of the holes encountered broad zones of alteration and mineralization within the greywacke, interbedded with argillites, mudstones, and conglomerates. Hole GC18-36 intercepted 25.7m of 1.3g/t, including 3 metres of 8.6g/t gold near surface and Hole GC18-39 intercepted 1.5m of 32.2 g/t gold, within an overall intercept of 9.0m of 5.8 g/t gold. Visible gold was observed in the 3rd (GC18-038) and 4th (GC18-039) hole. Maps, sections and a table of drill holes completed are available in KORE news releases dated November 13 and December 4, 2018.

The 2018 KORE drilling combined with historical trenching extends the Camp Zone to over 400 metres along strike and is open along both strike and at depth.

¹ Cu equivalent calculated using metals prices at April 29, 2019: USD\$1,278/oz Au, \$14.77/oz Ag, \$2.90/lb Cu.

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NI 43-101 Resource Estimate Summary

	Size (tonnes)	Grade (g/t)	Au (oz)	Au Cut-off (g/t)
Measured				
FG Gold ²	5,600,000	0.81	145,000	0.50
Total Measured	5,600,000	0.81	145,000	
Indicated				
Long Valley ³	66,801,000	0.58	1,247,000	0.17 & 0.21
FG Gold ²	9,570,000	0.76	231,000	0.50
Imperial ⁴	45,703,000	0.59	877,000	0.1
Total Indicated	122,074,000	0.60	2,355,000	
TOTAL M&I	127,674,000	0.61	2,500,000	
Inferred				
Long Valley ³	23,560,000	0.65	486,000	0.17 & 0.21
FG Gold ²	27,493,000	0.72	634,900	0.50
Imperial ⁴	90,876,000	0.46	1,336,000	0.1
TOTAL INFERRED	141,929,000	0.54	2,457,000	

² . "NI43-101 Technical Report, Frasersgold Exploration Project, Cariboo Mining Division, BC" for Eureka Resources Inc. dated July 20, 2015 by K.V. Campbell of ERSi Earth Resource Surveys Inc. and G.H. Giroux of Giroux Consultants Ltd. See technical report for more details – available at www.koremining.com or www.sedar.com.

³ "Amended Technical Report and Resource Estimate for the Long Valley Project, Mono County, California, USA" effective date Dec 18, 2019. Neil Prenn, P.E. and Steven I. Weiss, C.P.G. of Mine Development Associates. Oxide cut-off 0.17 g/t. Transition and sulphide cut-off 0.21 g/t. See technical report for more details – available at www.koremining.com or www.sedar.com.

⁴ "Preliminary Economic Assessment – Technical Report Imperial Gold Project, California, USA" dated May 19, 2020 by Terre Lane, RMSME and Dr. Todd Harvey, RMSME of GRE and, Glen Cole - P.Geo. of SRK Consulting (Canada) Inc. See the technical report for more details – available at www.koremining.com or www.sedar.com.

KORE MINING LTD.**Interim Management's Discussion and Analysis****March 31, 2020***(Expressed in Canadian dollars unless otherwise stated)***Exploration & Evaluation Expenses**

Following is a summary of accumulated acquisition costs and exploration and evaluation expenses by project for the three months ended March 31, 2020:

As at March 31, 2020	Long Valley	Imperial	FG Gold-	Gold Creek
Acquisition Costs	\$ 543,316	\$ -	\$ 370,607	\$ 498,136
For the three months ended March 31, 2020	Long Valley	Imperial	FG Gold	Gold Creek
Exploration and evaluation expenses				
Assay and sampling	\$ -	\$ 4,890	\$ 11,672	\$ -
Claim maintenance and staking	-	4,203	-	-
Community consultation	-	16,008	-	-
Drilling	-	-	307,867	-
Engineering, metallurgy and geotechnical	21,448	83,836	3,784	-
Environmental	8,177	53,125	-	-
Geological and project evaluation	8,540	839	74,265	-
Geographic information system	-	76,700	-	-
Geophysics	103,464	-	-	-
Permitting	1,723	5,432	-	-
Travel	458	8,399	33,216	-
Cost recovery	(7,978)	-	-	-
	\$ 135,832	\$ 253,342	\$ 430,804	\$ -

Results of Operations

For the three months ended March 31, 2020

During the three months ended March 31, 2020, the Company's net loss was \$1,410,220 (2019 - \$512,239), which is an increase of \$897,981. The main contributor for the increase is the increase of \$796,994 of exploration and evaluation expenses for the three months ended March 31, 2020 to \$819,978 (2019 - \$22,984) as a result of increased funding available in 2020.

Summary of Quarterly Results

The following table shows selected quarterly financial information for each of the last eight quarters:

	Mar 31, 2020	Dec 31, 2019	Sep 30, 2019	Jun 30, 2019	Mar 31, 2019	Dec 31, 2018	Sept 30, 2018	Jun 30, 2018
Net income (loss)	(\$1,410,220)	(\$1,105,631)	(\$1,728,325)	\$1,555,871	(\$512,239)	(\$3,077,613)	(\$514,213)	(\$477,407)
Basic and diluted earnings (loss) per share	(\$0.02)	(\$0.01)	(\$0.02)	\$0.02	(\$0.01)	(\$0.04)	(\$0.03)	(\$0.03)

Liquidity, Capital Resources and Going Concern

The consolidated financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The continuing operations of the Company are dependent upon the Company's ability to arrange adequate financing in the near term. However, there can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. If adequate financing is not available when required, the Company may be required to delay, scale back or eliminate various programs and may be unable to continue operations. The Company will seek such additional financing through debt or equity offerings, but there can be no assurance that such financing will be available on terms acceptable to the Company or at all.

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As at March 31, 2020, the Company had a cash balance of \$2,340,832 and working capital of \$1,426,774 with current liabilities of \$1,097,072. The Company has incurred losses since inception and does not generate any cash inflows from operations. For the three months ended March 31, 2020, cash used in operating activities totaled \$815,078. Subsequent to March 31, 2020, the Company raised \$3,000,000 pursuant to a private placement.

The Company's ability to continue to meet its obligations and carry out its planned exploration activities for at least the next twelve months is uncertain and dependent upon the continued financial support of its shareholders and on securing additional financing. There is, however, no assurance that any such initiatives will be sufficient and, as a result, there is significant doubt regarding the going concern assumption and, accordingly, the ultimate appropriateness of the use of accounting principles applicable to a going concern. The Company's consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and balance sheet classifications that would be necessary if the Company were unable to realize its assets and settle its liabilities as a going concern in the normal course of operations for at least 12 months following the year end. These adjustments could be material.

Cash Used In Operating Activities

Net cash used in operating activities during the three months ended March 31, 2020 was \$815,078 (March 31, 2019 cash provided by operations - \$18,956). Cash used in operating activities primarily related to operations during the period, including exploration and evaluation expenses, professional fees, management fees and marketing costs, as well as the settlement of outstanding liabilities.

Outstanding Share Data

The Company's authorized share capital consists of an unlimited number of common shares without par value. At March 31, 2020, there were 88,841,914 shares issued and outstanding.

Subsequent to March 31, 2020, the Company issued 6,666,666 common shares at a value of \$0.45 per share pursuant to a private placement, granted 1,000,000 stock options with an exercise price of \$0.435 and term of five years, and also issued 833,332 common shares pursuant to the exercise of stock options, for gross proceeds of \$116,666. In addition, the Company has an obligation to issue shares with a value of US\$1,000,000 to Newmont pursuant to the filing of the Imperial PEA.

As of the date of this MD&A, the following shares, warrants and options were outstanding:

	Number of Shares/Options/Warrants	Exercise Price	Expiry Date
Issued and Outstanding Shares	96,341,913		
Warrants	121,500	\$1.25	June 10, 2020
Agents' Warrants	308,000	\$0.50	October 21, 2020
Warrants	2,200,000	\$0.75	October 21, 2020
Stock Options	300,000	\$0.50	November 2, 2021
Stock Options	1,250,000	\$0.50	November 1, 2023
Stock Options	2,166,668	\$0.14	January 12, 2024
Stock Options	150,000	\$0.25	May 9, 2024
Stock Options	2,600,000	\$0.27	July 3, 2024
Stock Options	500,000	\$0.29	October 18, 2024
Stock Options	1,000,000	\$0.435	April 27, 2025
Fully Diluted at May 27, 2020	106,938,081		

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Financial Instruments and Risk Management

Financial Risk Management

The Company may be exposed to risks of varying degrees of significance which could affect its ability to achieve its strategic objectives. The main objectives of the Company's risk management processes are to ensure that risks are properly identified and that the capital base is adequate in relation to those risks. The principal risks to which the Company is exposed are described below.

a. Credit risk

Credit risk is the risk of potential loss to the Company if a counterparty to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to its cash.

The Company has assessed its exposure to credit risk on its cash and has determined that such risk is minimal. The majority of the Company's cash is held with reputable financial institutions in Canada.

b. Liquidity risk

Liquidity risk is the risk that the Company is not able to meet its financial obligations as they fall due. As at March 31, 2020, the Company had working capital of \$1,426,774, and it does not have any long term monetary liabilities. The Company will seek additional financing through debt or equity offerings, but there can be no assurance that such financing will be available on terms acceptable to the Company or at all. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when they fall due. As at March 31, 2020, the Company had cash of \$2,340,832 to settle current liabilities of \$1,097,072. The Company's financial liabilities have contractual maturities of 30 days or are due on demand and are subject to normal trade terms. See *Liquidity, Capital Resources and Going Concern* for more information.

c. Interest rate risk

Interest rate risk is the risk arising from the effect of changes in prevailing interest rates on the Company's financial instruments. The Company holds its cash and cash equivalents on which it earns variable rates of interest, and may therefore be subject to a certain amount of risk, though this risk is considered by management to be immaterial.

d. Foreign currency risk

Foreign currency risk is the risk that the fair value of, or future cash flows from, the Company's financial instruments will fluctuate because of changes in foreign exchange rates. The Company maintains its cash reserves in Canadian and United States dollars. The portion of the Company's funds held in US dollars are subject to fluctuations in foreign exchange rates.

At March 31, 2020, the Company has certain monetary items denominated in United States dollars. Based on these net exposures, a 10% appreciation or depreciation of the Canadian dollar against the United States dollar would result in an increase or decrease of \$4,778 in the Company's net loss.

Fair Values

The carrying values of cash, deposits and other receivables and trade and other accounts payable approximate fair values due to their short-term to maturity nature or the ability to readily convert to cash.

Related Party Transactions and Balances

During the three months ended March 31, 2020, the related party transactions (excluding key management compensation) were as follows:

a) A company owned by a relative of a director and officer provided marketing consulting services of \$nil (2019 - \$14,250) for the three months ended March 31, 2020.

b) Amounts owing to related parties are unsecured, non-interest bearing and due on demand. As at March 31, 2020, \$67,893 (2019 - \$899,100) is due to related parties.

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Key Management Compensation

Key management are those personnel having the authority and responsibility for planning, directing and controlling the Company and include the Chairman, President & Chief Executive Officer, Chief Financial Officer, Chief Operating Officer and Directors. For the three months ended March 31, 2020, total key management compensation was \$237,130 (2019 - \$208,332), which includes management fees and salaries of \$171,000 (2019 - \$129,000) and share-based compensation of \$66,030 (2019 - \$79,332).

Significant Judgments, Estimates and Assumptions

The preparation of the Company's consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of income and expenses during the reporting period. Estimates and assumptions are continually evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results could differ from these estimates.

Critical Judgments

The preparation of these consolidated financial statements requires the Company to make judgments regarding the going concern of the Company as discussed in Note 2.

The Company is also required to make significant judgments on the ongoing feasibility of exploration and evaluation assets, and whether there are indicators that the right to explore the specific area has expired or will be allowed to expire, that further exploration and evaluation plans have changed, or whether development of a specific area is unlikely to recover existing exploration and evaluation costs. If any of these indicators are present, management would need to assess whether the exploration and evaluation property is impaired.

Significant Estimates

The determination of the Company's tax expense for the period and deferred tax assets and liabilities involves significant estimation and judgement by management. In determining these amounts, management interprets tax legislation in Canada and the US and makes estimates of the expected timing of the reversal of deferred tax assets and liabilities, the deferral and deductibility of certain items and the interpretation of the treatment for tax purposes for exploration and development activities. The Company is subject to assessment by Canadian and US tax authorities, which may interpret legislation differently which may affect the final amount or timing of the payment of taxes. The Company provides for such differences where known based on management's best estimate of the probable outcome of these matters.

Recent Accounting Standards

There are no recent accounting pronouncement or standards expected to have a material impact on the Company.

Cautionary Note Regarding Forward Looking Statements

Forward-looking statements look into the future and provide an opinion as to the effect of certain events and trends on the business. Certain statements contained in this MD&A constitute forward-looking statements. The use of any words such as "anticipate", "continue", "estimate", "expect", "may", "will", "project", "should", "believe" and similar expressions or their negatives or other comparable words are intended to identify forward-looking statements. These forward-looking statements are based on current expectations and various estimates, factors and assumptions and involve known and unknown risks, uncertainties and other factors. Examples of where the Company uses forward looking statements include when discussing the outlook, plans and timing for the Company's exploration plans, operational plans and future expenditure expectations.

It is important to note that:

- Unless otherwise indicated, forward-looking statements in this MD&A describe the Company's expectations as of the date of this MD&A.
- Readers are cautioned not to place undue reliance on these statements as the Company's actual results, performance or achievements may differ materially from any future results, performance or achievements

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expressed or implied by such forward-looking statements if known or unknown risks, uncertainties or other factors affect the Company's business, or if the Company's estimates or assumptions prove inaccurate. Therefore, the Company cannot provide any assurance that forward-looking statements will materialize.

- The Company assumes no obligation to update or revise any forward-looking statement, whether as a result of new information, future events or any other reason except as required by law.

For a description of material factors that could cause the Company's actual results to differ materially from the forward-looking statements in this MD&A, please see "Mining Risks" and "Business Risks".

Non-IFRS Measures

Items marked with a * or noted as "Non-IFRS Measure" in this MD&A are alternative performance measures. Alternative performance measures are furnished to provide additional information. These non-IFRS performance measures are included in this MD&A because the Company believes these statistics are key performance measures that provide investors, analysts and other stakeholders with additional information to understand the costs associated with the Project. These performance measures do not have a standard meaning within IFRS and, therefore, amounts presented may not be comparable to similar data presented by other mining companies. These performance measures should not be considered in isolation as a substitute for measures of performance in accordance with IFRS.

"Cash Costs" and "Cash Costs (LOM)" are a non-IFRS measure reported by KORE on an ounces of gold sold basis. Cash costs include mining, processing, refining, general and administration costs and royalties but excludes depreciation, reclamation, income taxes, capital and exploration costs for the life of the mine, defined above as 8 years.

"All-In-Sustaining-Costs" ("ASIC") is a non-IFRS measure reported by KORE on a per ounce of gold sold basis that includes all cash costs noted above (mining, processing, refining, general and administration and royalties), as well as sustaining capital and closure costs, but excludes depreciation, capital costs and income taxes.

Cautionary Note to U.S. Investors Regarding Mineral Resource Estimates

Information regarding mineral resource estimates has been prepared in accordance with the requirements of Canadian securities laws, which differ from the requirements of United States Securities and Exchange Commission ("SEC") Industry Guide 7. In October 2018, the SEC approved final rules requiring comprehensive and detailed disclosure requirements for issuers with material mining operations. The provisions in Industry Guide 7 and Item 102 of Regulation S-K, have been replaced with a new subpart 1300 of Regulation S-K under the United States Securities Act and will become mandatory for SEC registrants after January 1, 2021. The changes adopted are intended to align the SEC's disclosure requirements more closely with global standards as embodied by the Committee for Mineral Reserves International Reporting Standards (CRIRSCO), including Canada's NI 43-101 and CIM Definition Standards. Under the new SEC rules, SEC registrants will be permitted to disclose "mineral resources" even though they reflect a lower level of certainty than mineral reserves. Additionally, under the New Rules, mineral resources must be classified as "measured", "indicated", or "inferred", terms which are defined in and required to be disclosed by NI 43-101 for Canadian issuers and are not recognized under SEC Industry Guide 7. 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. Accordingly, the mineral resource estimates and related information 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 laws and the rules and regulations thereunder, including SEC Industry Guide 7. U.S. investors are cautioned not to assume that any part of an inferred mineral resource exists or is economically or legally mineable.

Risk Factors

See the risk factors disclosed in the Company's annual Management's Discussion & Analysis for the year ended December 31, 2019 and filed on April 27, 2020 for a detailed discussion of the Company's risk factors.

Other Information

Additional information related to the Company is available for viewing on SEDAR at www.sedar.com and on the Company's website at www.koremining.com.