



**Interim Consolidated Financial Statements
(Unaudited)**

**For the three month period ended
31 March 2020**

*All figures are in United States dollars (\$) unless otherwise noted.
References to "C\$" are to Canadian dollars.*

NOTICE TO READER

The accompanying unaudited interim consolidated financial statements have been prepared by and are the responsibility of the management. The Group's independent auditor has not performed a review of these financial statements.

CONSOLIDATED STATEMENT OF TOTAL COMPREHENSIVE INCOME
For the three month periods ended 31 March 2020 and 2019

	Notes	31 March 2020 US\$000	31 March 2019 US\$000
Revenue from contracts with customers		8,287	6,429
Cost of sales		(6,064)	(5,583)
Gross Profit		2,223	846
Administration expenses		(882)	(967)
Exploration costs		(40)	(55)
Write-off of assets		(28)	-
Operating (Loss) / Profit		1,273	(176)
Finance expense	3	(1,978)	(1,944)
Loss before tax		(705)	(2,120)
Income tax expense		(700)	(100)
Loss for the period attributable to the equity shareholders of the parent		(1,405)	(2,220)
Total comprehensive loss for the period attributable to the equity shareholders of the parent		(1,405)	(2,220)
Earnings per ordinary share (US cents)			
Basic and diluted	5	(0.6)	(1.0)

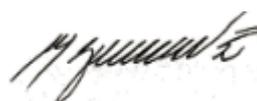
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
As at 31 March 2020 and 31 December 2019

	Notes	31 March 2020 US\$000	31 December 2019 US\$000
Assets			
Property, plant and equipment	6	7,441	7,872
Right-of-use assets	7	4,305	3,772
Intangible assets	8	145,027	144,695
Other receivables and prepayments	9	8,138	8,128
Total non-current assets		164,911	164,467
Inventory	10	2,049	2,262
Other receivables and prepayments	9	2,004	1,641
Cash and cash equivalents	11	2,894	2,791
Total current assets		6,947	6,694
Total assets		\$ 171,858	\$ 171,161
Equity			
Share capital	12	159,012	159,012
Share option reserve	12	433	433
Accumulated losses		(104,269)	(102,864)
Total equity attributable to the equity shareholders of the parent		\$ 55,176	\$ 56,581
Liabilities			
Interest bearing loans	13	982	-
Trade and other payables	16	830	977
Lease liabilities	14	1,741	1,057
Provisions	15	4,571	4,456
Total non-current liabilities		8,124	6,490
Interest bearing loans	13	92,163	89,500
Trade and other payables	16	10,004	10,710
Income tax payable		703	2,710
Lease liabilities	14	5,688	5,170
Total current liabilities		108,558	108,090
Total liabilities		\$ 116,682	\$ 114,580
Total equity and liabilities		\$ 171,858	\$ 171,161

The consolidated financial statements were approved and authorised for issue by the Board and were signed on its behalf on 24 June 2020.



Gerardo Pérez
Chairman



Carlos Ruiz de Castilla
Chief Financial Officer

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
For the periods between 1 January 2019 and 31 March 2020

	Share capital		Reserves		Total equity
	Number of Shares	Amount	Share option	Accumulated losses	
Balance at 1 January 2019	231,135,028	\$ 159,012	\$ 433	\$ (91,377)	\$ 68,068
Loss for the period		-	-	(2,220)	(2,220)
Total comprehensive Loss		-	-	(2,220)	(2,220)
Balance at 31 March 2019	231,135,028	159,012	433	(93,597)	65,848
Loss for the period		-	-	(9,267)	(9,267)
Total comprehensive loss		-	-	(9,267)	(9,267)
Balance at 31 December 2019	231,135,028	159,012	433	(102,864)	56,581
Loss for the period		-	-	(1,405)	(1,405)
Total comprehensive Loss		-	-	(1,405)	(1,405)
Balance at 31 March 2020	231,135,028	159,012	\$ 433	\$ (104,269)	\$ 55,176

CONSOLIDATED CASH FLOW STATEMENT
For the three month periods ended 31 March 2020 and 2019

	Notes	Three Months Ended	
		31 March 2020 US\$000	31 March 2019 US\$000
Cash flows from operating activities			
Loss before tax		\$ (705)	\$ (2,120)
Finance expense	3	1,978	1,944
Depreciation	6,7	2,012	842
Write-off of assets	6	28	-
Decrease (increase) in inventory	10	213	(96)
Increase in other receivables and prepayments		(416)	(138)
(Decrease) increase in trade and other payables		(853)	147
Payment of mine closure costs	15	(7)	(3)
Cash generated from operations		2,250	576
Income tax paid (net)		(2,692)	(400)
Net cash from operating activities		(442)	176
Cash flows from investing activities			
Acquisition of property, plant and equipment	6	(158)	(114)
Deferred exploration and development expenditures	8	(332)	(347)
Net cash outflow from investing activities		(490)	(461)
Cash flows from financing activities			
Net proceeds from loan	13	1,980	-
Payment of lease liabilities	14	(868)	-
Payment of finance expenses		(77)	(57)
Payment of finance lease liabilities		-	(132)
Net cash inflow (outflow) from financing activities		1,035	(189)
Net decrease in cash and cash equivalents		103	(474)
Cash and cash equivalents at beginning of period		2,791	2,299
Cash and cash equivalents at end of period		\$ 2,894	\$ 1,825

NOTES TO THE FINANCIAL STATEMENTS

Note 1 – Basis of preparation and going concern

The financial statements are presented in United States dollars, rounded to the nearest thousand.

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies.

At 31 March 2020, the Group had a working capital deficit of \$101,611,000 (defined as current assets less current liabilities).

In June 2015, the Group announced that it had arranged a \$70,000,000 secured finance facility (the "Bridge Loan") structured by the Peruvian state-owned development and promotion bank, Corporación Financiera de Desarrollo S.A. ("COFIDE") and syndicated through Goldman Sachs Bank USA. The Bridge Loan was part of a senior project credit facility of up to \$240,000,000 described in a letter of mandate signed by COFIDE and Minera IRL. This senior project credit facility was to be structured by COFIDE, in conjunction with Minera IRL, to build the Ollachea Gold Project (the "Ollachea Project").

In March 2017 COFIDE terminated the letter of mandate without providing any reason for their decision. The Bridge Loan was due for repayment in June 2017. The Bridge Loan is secured by the Ollachea Project's assets, mining reserves, mining concessions and rights and a pledge of the shares of the Group's subsidiary, Compañía Minera Kuri Kullu S.A., which holds the Ollachea Project. The assets of the Corihuarmi Mine are not included as a guarantee of the Bridge Loan.

On 20 June 2017 the Group announced it had filed a request for an arbitration against COFIDE with the Arbitration Centre of the Lima Chamber of Commerce.

On 16 September 2019 the Group announced that the Court of Arbitration had issued its Arbitration Award. The Award provides that COFIDE must pay an aggregate amount of \$34.2 million for damages. The Court of Arbitration declared that it did not have jurisdiction to require repayment of the Bridge Loan because the Bridge Loan facility expressly provides that it is subject to the jurisdiction of the courts of New York, United States. To date, no amount for the damages awarded of \$34.2 million has been recognised in the financial statements given the uncertainty over its recoverability.

On 31 December 2019 the Group signed a Memorandum of Understanding ("MOU") with COFIDE which is valid until 31 March 2020. During this period both the collection of damages by the Group and the collection of the debt and/or interests by COFIDE remain suspended. The objective of the MOU is to allow both parties to reach an agreement in settlement of the obligations imposed by the Arbitration Award announced on 16 September 2019 as well as related matters, including the Bridge Loan repayment. The Group is aware that COFIDE has filed a lawsuit for annulment of the Arbitration Award. The MOU provides that COFIDE will take the necessary steps to desist from this legal process if the parties reach a definitive agreement within the timeframe of the MOU. Although negotiations with COFIDE regarding the MOU are on hold due to the national emergency and quarantine declared by the Peruvian government to contain the COVID-19 pandemic, the Group expects to resume negotiations once the situation returns to normalcy.

The Bridge Loan is secured by the Ollachea Project's assets, mining reserves, mining concessions and rights and a pledge of the shares of the Group's subsidiary, Compañía Minera Kuri Kullu S.A., which holds the Ollachea Project. If the parties do not finalize the agreement described in the previous paragraph or the Group is not able to secure an alternative source of funds to refinance the debt with COFIDE, the Group may have to relinquish its ownership of the subsidiary, Compañía Minera Kuri Kullu S.A. and therefore the Ollachea Project. All net assets associated with the Ollachea Project would be fully impaired as a result.

Note 1 – Basis of preparation and going concern (continued)

Notwithstanding that there can be no guarantee that an alternative source of funding will be secured within the required timescale or on acceptable terms, the Directors consider that the agreement described in previous paragraphs will be finalized and that alternative funding will be obtained to repay the Bridge Loan plus interest and to develop the Ollachea Project. The cash generated from gold production at the Corihuarmi Mine is required to fund the working capital requirements of the Group in the meantime.

The Memorandum of Understanding with COFIDE expired on 31 March 2020 and, as at the date of these financial statements no formal agreement has yet been reached, even though the Board remains confident in reaching such agreement.

Impact of COVID-19

It is impossible to predict with certainty the final impact of COVID-19 at this stage. According with the opinion of most experts, we believe that the impact of the virus outbreak on the worldwide economy will be material. Undoubtedly, this might have negative impacts for the operations of the Group in the future. Management is constantly evaluating the impact of COVID-19 on the Group, however, given the fluidity and volatility of the situation, it is not possible to make predictions on the future.

In early March 2020, the Group reinforced the application of its health and safety protocols, which allowed encapsulating the operations of Corihuarmi mine and Ollachea project against the worldwide crisis caused by COVID-19. To date, no disruptions on mining operations have occurred, gold production and sales have remained steady; and gold prices have increased. The Peruvian government has approved the Corihuarmi mine's COVID-19 surveillance, prevention and control plan which allows the continuation of its mining operations. The Group maintains its annual production forecast and although there might be understandable difficulties on the supply chain and gold transportation, the Group is confident it will overcome these difficulties. In this sense, the Group considers that it has taken appropriate measures to face the impact of COVID-19 and, as of the date of filing of these financial statements there are no material impacts that may affect the application of the going concern principle or any item of the financial statements.

The Group's cash flow is sufficient to meet its commitments and to fund its working capital requirements in the face of this crisis. The Group has not made, nor plans to make, any wage or job cuts. Meanwhile, it is constantly re-evaluating mine workers' mobilization and demobilization plans, prioritizing their health and safety.

The Directors have therefore prepared the financial statements on the assumption that the Group will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the ordinary course of operations. Different bases of measurement may be appropriate if the Group is not expected to continue operations for the foreseeable future.

The financial information contained in these interim consolidated financial statements does not constitute statutory accounts as defined by the Companies (Jersey) Law 1991. No statutory accounts for the period have been delivered to the Jersey Registrar of Companies.

These interim consolidated financial statements have been prepared by management and reported in thousands of United States dollars in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). The disclosures provided below are incremental to those included with the annual Financial Statements, accordingly, these interim consolidated financial statements should be read in conjunction with the annual Financial Statements for the year ended 31 December 2019.

Note 2 – Segment reporting

IFRS 8 requires operating segments to be identified on the basis of internal reports on the performance of the managerial units of the Group for decision making. The Group identifies these units primarily according to the country of operation. Within the countries of operation the managerial functions are divided into mining operations, the exploration activities related to the individual properties which the Group has the rights to explore, the activities related to the acquisition of properties and the administration of the Group. The assessment of exploration activities is dependent principally on non-financial data.

The following table sets out the income and expenditure, as well as the assets and liabilities of the Group according to these reporting segments:

	Peru US\$000	Jersey US\$000	Total US\$000
For the Three Months Ended 31 March 2020			
Revenue	8,287	-	8,287
Administration expenses	(616)	(266)	(882)
Operating profit (loss)	1,539	(266)	1,273
After tax Loss	(1,139)	(266)	(1,405)
For the Three Months Ended 31 March 2019			
Revenue	6,429	-	6,429
Administration expenses	(636)	(331)	(967)
Operating profit (loss)	155	(331)	(176)
After tax Loss	(1,889)	(331)	(2,220)

Group's Assets	Peru US\$000	Jersey US\$000	Total US\$000
As at 31 March 2020			
Non-current assets	155,560	9,351	164,911
Current	6,922	25	6,947
Total assets	162,482	9,376	171,858
As at 31 December 2019			
Non-current assets	155,116	9,351	164,467
Current	6,674	20	6,694
Total assets	161,790	9,371	171,161

Group's Liabilities	Peru US\$000	Jersey US\$000	Total US\$000
As at 31 March 2020			
Non-current liabilities	8,124	-	8,124
Current	108,237	321	108,558
Total liabilities	116,361	321	116,682
As at 31 December 2019			
Non-current liabilities	6,490	-	6,490
Current	107,794	296	108,090
Total liabilities	114,284	296	114,580

Note 3 – Finance expense

The following table details the finance expenses incurred during the three months ended 31 March 2020 and 2019.

	31 March 2020 US\$000	31 March 2019 US\$000
COFIDE Bridge Loan interest	1,623	1,604
Other loans interest	38	-
Other	317	340
	1,978	1,944

Note 4 – Remuneration of key management personnel

	Salary & Fees US\$000	Other Benefits US\$000	Total Remuneration US\$000
Cumulative to 31 March 2020			
Directors ⁽¹⁾	207	11	218
Non-Directors ⁽²⁾	70	-	70
TOTAL	277	11	288

⁽¹⁾ Directors include Messrs. Gerardo Perez, Diego Benavides, Michael Iannacone, Jesus Lema and Santiago Valverde.

⁽²⁾ Non-Directors include the CFO and the Corihuarmi Mine Manager.

	Salary & Fees US\$000	Other Benefits US\$000	Total Remuneration US\$000
Cumulative to 31 March 2019			
Directors ⁽¹⁾	207	11	218
Non-Directors ⁽²⁾	70	-	70
TOTAL	277	11	288

⁽¹⁾ Directors include Messrs. Gerardo Perez, Diego Benavides, Michael Iannacone, Jesus Lema and Santiago Valverde.

⁽²⁾ Non-Directors include the CFO and the Corihuarmi Mine Manager.

Note 5 – Earnings per share

The calculation of the earnings (loss) per share is based on the loss attributable to ordinary shareholders for the three months ended 31 March 2020 of \$1,405,000 (31 March 2019: loss of \$2,220,000) and the weighted average number of ordinary shares in issue during the three month period ended 31 March 2020 of 231,135,028 (31 March 2019: 231,135,028).

Diluted loss per share assumes that dilutive options have been converted into ordinary shares. The calculation is as follows:

	2020 Loss US\$000	Number of shares US\$000	2020 Earnings per share (cents)	2019 Loss US\$000	Number of shares US\$000	2019 Earnings per share (cents)
Basic earnings (losses)	(1,405)	231,135	(0.6)	(2,220)	231,135	(1.0)
Dilutive effects-options	-	-	-	-	-	-
Diluted earnings (losses)	(1,405)	231,135	(0.6)	(2,220)	231,135	(1.0)

As at 31 March 2020 and 2019, all options were excluded from the calculation of diluted loss per share because they were non-dilutive.

Note 6 – Property, plant and equipment

	Mining assets & deferred development costs	Land & Buildings	Motor Vehicles	Computers & Other Equipment	Total
	US\$000	US\$000	US\$000	US\$000	US\$000
Cost					
Balance – 1 January 2019	60,498	524	2,335	3,806	67,163
Additions	929	-	2,280	46	3,255
Adjustment to mine closure provision ⁽¹⁾	420	-	-	-	420
Other adjustment ⁽²⁾	-	-	-	(546)	(546)
Disposals	(31)	-	(1,670)	-	(1,701)
Write-off ⁽³⁾	(14,973)	-	-	-	(14,973)
Reclassifications	(25)	-	-	25	-
Balance – 31 December 2019	46,818	524	2,945	3,331	53,618
Balance – 1 January 2020	46,818	524	2,945	3,331	53,618
Additions	148	-	-	10	158
Write-off ⁽⁴⁾	(4,144)	-	-	(5)	(4,149)
Balance – 31 March 2020	42,822	524	2,945	3,336	49,627
Accumulated Depreciation					
Balance – 1 January 2019	52,727	369	1,264	2,974	57,334
Depreciation for the year	2,369	35	608	117	3,129
Disposals	(31)	-	(897)	-	(928)
Write-off ⁽³⁾	(13,789)	-	-	-	(13,789)
Balance – 31 December 2019	41,276	404	975	3,091	45,746
Balance – 1 January 2020	41,276	404	975	3,091	45,746
Depreciation for the period	389	4	147	21	561
Write-off ⁽⁴⁾	(4,116)	-	-	(5)	(4,121)
Balance – 31 March 2020	37,549	408	1,122	3,107	42,186
Carrying Amounts					
Balance - 1 January 2019	7,771	155	1,071	832	9,829
Balance – 31 December 2019	5,542	120	1,970	240	7,872
Balance – 31 March 2020	5,273	116	1,823	229	7,441

⁽¹⁾ At the end of 2019 the Group reassessed the mine closure provisions of the Corihuarmi Mine and the Ollachea Project. The result of the reassessment was a net increase of \$420,000 in the carrying value of the correspondent asset account.

⁽²⁾ In 2019 the Group recorded a reversal of \$546,000 of electrical equipment intended for the Ollachea Project.

⁽³⁾ In 2019, the Group wrote off certain assets which were not expected to produce future economic benefits or were in use. The result of this write off was a net reduction of \$1,184,000 in the carrying value of the correspondent asset account that was recorded as an operating loss.

⁽⁴⁾ In 2020, the Group wrote off certain assets which were not expected to produce future economic benefits or were in use. The result of this write off was a net reduction of \$28,000 in the carrying value of the correspondent asset account that was recorded as an operating loss.

Note 7 – Right-of-use assets

The Group adopted IFRS16 effective 1 January 2019. The initial recognition of right-of-use assets resulted in an increase of \$8,378,000. These assets are depreciated over the shorter of the asset's useful life and the lease term on a straight line basis.

	Mining Assets US\$000	Land & Buildings US\$000	Motor Vehicles US\$000	Total US\$000
Cost				
Balance - 1 January 2019	5,707	1,161	1,510	8,378
Additions	-	458	-	458
Balance - 31 December 2019	5,707	1,619	1,510	8,836
Balance - 1 January 2020	5,707	1,619	1,510	8,836
Additions	2,163	13	-	2,176
Write-off⁽¹⁾	(781)	(10)	-	(791)
Adjustment⁽²⁾	(192)	-	-	(192)
Balance - 31 March 2020	6,897	1,622	1,510	10,029
Accumulated Depreciation				
Balance - 1 January 2019	-	-	-	-
Depreciation for the year	3,781	330	953	5,064
Balance - 31 December 2019	3,781	330	953	5,064
Balance - 1 January 2020	3,781	330	953	5,064
Depreciation for the period	1,033	97	321	1,451
Write-off⁽¹⁾	(781)	(10)	-	(791)
Balance - 31 March 2020	4,033	417	1,274	5,724
Carrying amounts				
Balance - 1 January 2019	5,707	1,161	1,510	8,378
Balance - 1 January 2020	1,926	1,289	557	3,772
Balance - 31 March 2020	2,864	1,205	236	4,305

⁽¹⁾ In 2020, the Group terminated certain lease agreements. The result of these write-offs was a reduction of \$791,000 in the carrying value of the Right-of-use assets and the correspondent cumulative depreciation accounts.

⁽²⁾ In 2020, the Group adjusted the initial recognition of certain leases of mining assets. The result of these adjustments was a net reduction of \$192,000 in the carrying value of the Right-of-use asset and the correspondent Right-of-use liability account.

Note 8 – Intangible assets

Carrying values of deferred exploration	Ollachea US\$000	Other Peru US\$000	Total US\$000
Balance – 1 January 2019	142,497	896	143,393
Additions	1,154	217	1,371
Write-off of intangible assets	-	(69)	(69)
Balance – 31 December 2019	143,651	1,044	144,695
Additions	297	35	332
Balance - 31 March 2020	143,948	1,079	145,027

The Ollachea property will require significant project financing in order to bring it into production and convert it into mining assets. The carrying values of the deferred exploration and development costs for the Ollachea property and the Group's other exploration properties in Peru at 31 March 2020 have been assessed for indications of impairment and the results of these assessments have been sufficiently encouraging to justify the retention of the deferred exploration and development assets on the consolidated statements of financial position.

As disclosed in Note 1 'Basis of Preparation and Going Concern', the Ollachea property is pledged as security for the Bridge Loan which was due for repayment in June 2017. For additional information please refer to Note 1.

Note 9 – Other receivables and prepayments

	31 March 2020 US\$000	31 December 2019 US\$000
Non-current assets		
Other receivables	8,138	8,128
	8,138	8,128
Current assets		
Other receivables	1,244	1,078
Prepayments	760	563
	2,004	1,641

Included in other receivables and prepayments is an amount of \$8,611,000 (2019: \$8,920,000) relating to sales tax paid on the purchase of goods and services in Peru. Of the \$8,611,000 sales tax recoverable, \$8,138,000 relates to purchases for the Ollachea project which is only recoverable upon commencement of metal sales from that project. Commercial production is not expected to commence within a year, therefore this element has been included in non-current assets.

Note 10 - Inventory

	31 March 2020 US\$000	31 December 2019 US\$000
Gold in process	1,383	1,430
Mining materials	666	832
	2,049	2,262

Note 11 – Cash and cash equivalents

	31 March 2020 US\$000	31 December 2019 US\$000
	2,894	2,791

Note 12 – Capital and reserves

As at 31 March 2020 and 31 December 2019, Minera IRL Limited's share capital is made up of no par shares. There is no upper limit on the value of shares to be issued.

Issued share capital	Ordinary Shares	US\$000
Shares in issue 31 December 2019	231,135,028	159,012
Shares in issue 31 March 2020	231,135,028	159,012

All fully paid shares entitle the holder to one vote and equal rights to dividends declared.

Share Options

Group Share Option Scheme

Minera IRL Limited had a share option scheme for the benefit of directors, employees and certain consultants of the Group. The purpose of the scheme was to provide incentives to those people whose efforts and skills are most important to the success of the Group, and to ensure that the interests of the management of the Group were fully aligned with the interests of shareholders. The terms of the scheme allowed the directors to decide at the date of grant when the option becomes exercisable. Options granted before 17 November 2009 allowed for the exercise of half of the options after one year from the date of grant and half after two years. Options granted on or after 17 November 2009 allowed immediate exercise. The options lapsed on the fifth anniversary of the date of grant and had no performance conditions.

There are no outstanding options as at 31 March 2020.

Other Share Options

	31 March 2020		31 December 2019	
	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
Outstanding, beginning of period	11,556,751	0.16	11,556,751	0.16
Outstanding – end of period	11,556,751	0.14	11,556,751	0.16
Exercisable – end of period	-	-	-	-

As part of the fees paid in connection with the Bridge Loan to structuring agent Inversiones y Asesoría SHERPA S.C.R.L. (“Sherpa”), Minera IRL Limited was required to grant 11,556,751 options (subject to receipt of all regulatory approvals). Each option would be exercisable to purchase one ordinary share of the Group at a price of C\$0.20 (\$0.14) per share at any time on or prior to the date that is 360 days after the commencement of commercial production from the Ollachea Project. During the Annual General Meeting held on 30 November 2016 the resolution granting the directors the authority to allot shares was not passed. Consequently these options have not yet been granted however the entitlement remains.

Note 12 – Capital and reserves (continued)

All outstanding share options have an exercise price of \$0.14 (2019: \$0.16).

Share Option Reserve

The share option reserve includes a credit of \$433,000 (31 December 2019: \$433,000) based on the fair value of the share options that Sherpa is entitled to, as part of the fees paid in connection with the Bridge Loan.

Accumulated losses

The accumulated losses reserve represents the Group's accumulated losses since incorporation.

Note 13 – Interest bearing loans

	31 March 2020 US\$000	31 December 2019 US\$000
Current liabilities		
Promissory note	1,520	1,516
COFIDE Bridge Loan	89,607	87,984
Other loans	1,036	-
Balance as at 31 March 2020 and 31 December 2019	92,163	89,500
Non-Current liabilities		
Other loans	982	-

The increase in the carrying value of the COFIDE Bridge Loan during the three month period ended 31 March 2020 is due to accrued interest of \$1,623,000 (see Note 3).

COFIDE Bridge Loan

In June 2015, the Group announced that it had arranged a \$70,000,000 secured finance facility (the "Bridge Loan") structured by the Peruvian state-owned development and promotion bank, Corporación Financiera de Desarrollo S.A. ("COFIDE") and syndicated through Goldman Sachs Bank USA. The Bridge Loan was part of a senior project credit facility of up to \$240,000,000 described in a letter of mandate signed by COFIDE and Minera IRL. This senior project credit facility was to be structured by COFIDE, in conjunction with Minera IRL, to build the Ollachea Gold Project (the "Ollachea Project").

The length of the loan was for 24 months, at an interest rate of LIBOR plus 6.17%. The Bridge Loan terms included financing fees of 2.25% (\$1,575,000) paid to COFIDE along with an upfront fee of \$300,000 to Goldman Sachs. In addition, the Group paid certain fees to the financial advisor, Sherpa, including a 3% fee (\$2,100,000) paid in cash as well as a 0.9% net smelter return royalty on the Ollachea Project. Sherpa would also be entitled to 11,556,751 share options, each of which is exercisable to purchase one ordinary share of Minera IRL Limited at a price of C\$0.20 per share at any time on or prior to the date that is 360 days after the commencement of commercial production from the Ollachea Project (subject to receipt of all regulatory and shareholder approval). During the Annual General Meeting held on 30 November 2016 the resolution granting the directors the authority to allot shares was not passed, consequently, these options have not been granted.

The 0.9% net smelter return royalty granted to Sherpa is subject to a buyback at the Group's option. Details on the royalty buyback are provided in Note 24, "Capital commitments and contingent liabilities".

The total cost of the Bridge Loan, including the estimated value of the share options and the Sherpa Royalty Buyback, was deferred and expensed over the two-year life of the loan on an effective interest basis.

Note 13 –Interest bearing loans (continued)

The net proceeds from the Bridge Loan were applied towards the repayment of the \$30,000,000 Macquarie Bank debt facility and the payment of \$12,000,000 of the \$14,190,000 outstanding to Rio Tinto under the Ollachea Mining Rights Transfer Contract. The remaining \$2,190,000 outstanding to Rio Tinto has been converted into an unsecured promissory note payable by 31 December 2015, accruing interest at a rate of 7% per annum. The promissory note was recorded as an interest bearing loan on the statement of financial position under current liabilities. The Group had negotiated the option of settling the \$2,190,000 promissory note with cash or the issuance of Minera IRL Limited ordinary shares, subject to shareholder approval. However, the resolution to approve the issuance of ordinary shares in settlement of the promissory note at the annual general meeting, held on 27 August 2015, was not approved by shareholders. The Group repaid \$700,000 of the principal plus interest during 2016. The balance of \$1,520,000 as at 31 March 2020 is \$1,490,000 of principal and \$30,000 of interest.

In March 2017 COFIDE terminated the letter of mandate without providing any reason for their decision. The Bridge Loan was due for repayment in June 2017. The Bridge Loan is secured by the Ollachea Project's assets, mining reserves, mining concessions and rights and a pledge of the shares of the Group's subsidiary, Compañía Minera Kuri Kullu S.A., which holds the Ollachea Project. The assets of the Corihuarmi Mine are not included as a guarantee of the Bridge Loan.

On 20 June 2017 the Group announced it had filed a request for an arbitration against COFIDE with the Arbitration Centre of the Lima Chamber of Commerce.

On 16 September 2019 the Group announced that the Court of Arbitration had issued its Arbitration Award. The Award provides that COFIDE must pay an aggregate amount of \$34.2 million for damages. The Court of Arbitration declared that it did not have jurisdiction to require repayment of the Bridge Loan because the Bridge Loan facility expressly provides that it is subject to the jurisdiction of the courts of New York, United States.

On 31 December 2019 the Group signed a Memorandum of Understanding ("MOU") with COFIDE which is valid until 31 March 2020. During this period both the collection of damages by the Group and the collection of the debt and/or interests by COFIDE remain suspended. The objective of the MOU is to allow both parties to reach an agreement in settlement of the obligations imposed by the Arbitration Award announced on 16 September 2019 as well as related matters, including the Bridge Loan repayment. The Group is aware that COFIDE has filed a lawsuit for annulment of the Arbitration Award. The MOU provides that COFIDE will take the necessary steps to desist from this legal process if the parties reach a definitive agreement within the timeframe of the MOU. Although negotiations with COFIDE regarding the MOU are on hold due to the national emergency and quarantine declared by the Peruvian government to contain the COVID-19 pandemic, the Group expects to resume negotiations once the situation returns to normalcy. In the event an agreement is not reached with COFIDE or both parties agree to an extension to the MOU the Bridge Loan plus interest is fully payable on demand as from 1 April 2020

The Bridge Loan is secured by the Ollachea Project's assets, mining reserves, mining concessions and rights and a pledge of the shares of the Group's subsidiary, Compañía Minera Kuri Kullu S.A., which holds the Ollachea Project. If the parties do not finalize the agreement described in the previous paragraph or the Group is not able to secure an alternative source of funds to refinance the debt with COFIDE the Group may have to relinquish its ownership of the subsidiary, Campaña Minera Kuri Kullu S.A. and therefore the Ollachea Project. All net assets associated with the Ollachea Project would be fully impaired as a result.

Note 13 –Interest bearing loans (continued)

Other loans

On 18 February 2020 the Group entered into a secured loan arrangement with an unrelated party for \$2,000,000 in order to be able to pay tax reassessments for the years ended 31 December 2008 and 2009. The loan is payable in 24 monthly instalments and includes a \$20,000 structuring commission and interest at 12% interest per annum. All interest for the duration of the loan is payable during the first 4 months at \$120,000 per month, with the principal repayable from the fifth month onwards at \$100,000 per month.

The total cost of the loan including the structuring commission is being expensed over the 24 months period on an effective interest basis. As at 31 March 2020, \$38,000 of the total cost has been expensed as financial expense.

Group – Net debt reconciliation	Cash	Finance leases due within 1 year	Borrowings due within 1 year	Borrowings due after 1 year	Total
	US\$000	US\$000	US\$000	US\$000	US\$000
Net debt as at 1 January 2019	2,299	(147)	(82,992)	-	(80,840)
Cash flows	492	147	-	-	639
Accrued interest	-	-	(6,508)	-	(6,508)
Net debt as at 31 December 2019	2,791	-	(89,500)	-	(86,709)
Cash flows	103	-	(1,002)	(982)	(1,881)
Accrued interest	-	-	(1,661)	-	(1,661)
Net debt as at 31 March 2020	2,894	-	(92,163)	(982)	(90,251)

Note 14 – Lease liabilities

From 1 January 2019, leases are recognised as a right of use asset (see Note 7) and a corresponding liability at the date at which the leased asset is available for use by the Group. The following is a schedule of future lease payments due under the capital lease contract.

Lease Obligations	31 March 2020 US\$000	31 December 2019 US\$000
Balance - 1 January	6,227	8,378
Additions	2,176	458
Unwinding of the discount	114	744
Paid during the period	(868)	(3,369)
Adjustment to initial recognition ⁽¹⁾	(192)	-
Foreign exchange adjustment	(28)	16
	7,429	6,227

⁽¹⁾ In 2020, the Group adjusted the initial recognition of certain leases of mining assets. The result of these adjustments was a net reduction of \$192,000 in the carrying value of the Right-of-use asset and the correspondent Right-of-use liability account.

The current and non-current portions are as follows:

	31 March 2020 US\$000	31 December 2019 US\$000
Current portion	5,688	5,170
Non-current portion	1,741	1,057
	7,429	6,227

Note 15 – Provisions

The Group has a provision of \$4,571,000 (2019: \$4,456,000) against the present value of the cost of restoring the Corihuarmi Mine site and Ollachea exploration tunnel site. This provision is an estimate of the cost of reversing the alterations to the environment that had been made to date. The timing and cost of this rehabilitation is uncertain and depends upon the duration of the mine life and the quantity of ore that will be extracted from the mine. At the year end, management estimates that the remaining mine life at Corihuarmi is approximately 40 months. The directors have currently estimated the rehabilitation of the Ollachea exploration tunnel to begin in 9 years' time on the assumption that commercial production does not proceed.

	31 March 2020 US\$000	31 December 2019 US\$000
Balance brought forward	4,456	3,800
Unwinding of the discount	122	469
Additional provision	-	420
Amounts used	(7)	(233)
Balance as at 31 March 2020 and 31 December 2019	4,571	4,456

At the end of 2019, the Group hired an independent consultant to reassess the mine closure provisions of the Corihuarmi Mine and the Ollachea Project. The result of the reassessment was an increase of \$420,000 in the carrying value of the provision and in the carrying value of the correspondent asset account.

Note 16 – Trade and other payables

	31 March 2020 US\$000	31 December 2019 US\$000
Non-current liabilities		
Trade payables	830	977
Current		
Trade payables	6,526	7,276
Other payables	3,478	3,434
	10,004	10,710

Note 17 – Financial instruments and financial risk management

Financial instruments

The Group's principal financial assets comprise of available cash and cash equivalents, and other receivables. The Group's financial assets are classified as loans and receivables and initially recognised at fair value. After initial measurement, such financial assets are measured at amortised cost using the effective interest method, less provision for impairment.

The Group's financial liabilities include trade and other payables, interest bearing loans and other long term liabilities. All financial liabilities are recognised initially at fair value and, in the case of interest bearing loans, net of directly attributable transaction costs. Trade and other payables and interest bearing loans are subsequently measured at amortised cost using the effective interest method.

Risk management

The Group is exposed to certain financial risks due to its business activities. The potential adverse effects of these risks are constantly assessed by the management of the Group with a view to minimising them, and the directors consider whether it is appropriate to make use of financial instruments for this purpose. The following are major financial risks which the Group is exposed to:

Exchange rate risk

The functional currency of the significant entities within the Group is deemed to be the US dollar because the revenues from the sale of minerals are denominated in US dollars and the costs of the Group are likewise predominantly in US dollars. However, some transactions are denominated in currencies other than US dollars. These transactions comprise operating costs and capital expenditure in the local currencies of the countries in which the Group operates.

The balances of cash and cash equivalents held in various currencies were:

	31 March 2020 US\$000	31 December 2019 US\$000
Peruvian nuevos soles	101	143
United States dollars	2,793	2,648
	2,894	2,791

Note 17 – Financial instruments and financial risk management (continued)

The table below shows an analysis of net financial assets and liabilities by currency:

	31 March 2020	31 December 2019
	US\$000	US\$000
Pounds sterling	(91)	(101)
Canadian dollars	(3)	(5)
Peruvian nuevos soles	(207)	(3,785)
United States dollars	(91,409)	(88,018)
	(91,710)	(91,909)

The table below shows the profit/(loss) effect on the Group's results of a 10% and 20% weakening or strengthening of the US dollar against the net monetary assets shown in the table above:

	31 March 2020	31 December 2019
	US\$000	US\$000
10% weakening of the US dollar	(30)	(389)
20% weakening of the US dollar	(60)	(778)
10% strengthening of the US dollar	30	389
20% strengthening of the US dollar	60	778

Liquidity risk

Prudent management of liquidity risk implies maintaining sufficient cash and cash equivalents as well as an adequate amount of committed credit facilities. Management of the Group safeguards its cash resources and makes regular forecasts of the requirements to use those resources. If necessary, management adapts its plans to suit the resources available.

An analysis of the financial assets and liabilities presented by maturity is detailed below. The contractual amounts disclosed in the maturity analysis are the contractual undiscounted cash flows. Such undiscounted cash flows may differ from the amount included in the statement of financial position because the amount in that statement is based on discounted cash flows. Moreover, as disclosed in Accounting Policies, paragraph (p) Borrowings and Borrowing costs, interest bearing borrowings are recognised initially at fair value, less attributable transaction costs. Subsequent to initial recognition they are stated at amortised cost on an effective interest basis. When the amount payable is not fixed, the amount disclosed is determined by reference to the conditions existing at the end of the reporting period.

Note 17 – Financial instruments and financial risk management (continued)

31 March 2020				
Financial assets measured at amortised cost	Due in less than 3 months US\$000	Due between 3 months to 1 year US\$000	Due between 1 to 5 years US\$000	Total US\$000
Receivables	1,237	-	8,138	9,375
Cash and cash equivalents	2,894	-	-	2,894
Total	4,131	-	8,138	12,269

31 December 2019				
Financial assets measured at amortised cost	Due in less than 3 months US\$000	Due between 3 months to 1 year US\$000	Due between 1 to 5 years US\$000	Total US\$000
Receivables	1,069	-	8,128	9,197
Cash and cash equivalents	2,791	-	-	2,791
Total	3,860	-	8,128	11,988

31 March 2020				
Pasivos financieros valorado a costo amortizado	Due in less Than 3 months US\$000	Due between 3 months to 1 year US\$000	Due between 1 to 5 years S\$000	Total US\$000
Trade payables	6,526	-	830	7,356
Other payables	3,478	-	-	3,478
Interest bearing loan	91,501	662	982	93,145
	101,505	662	1,812	103,979

31 December 2019				
Financial Liabilities measured at amortised cost	Due in less Than 3 months US\$000	Due between 3 months to 1 year US\$000	Due between 1 to 5 years US\$000	Total US\$000
Trade payables	7,276	-	977	8,253
Other payables	3,434	-	-	3,434
Interest bearing loan	89,500	-	-	89,500
	100,210	-	977	101,187

All financial assets and liabilities are measured at amortized costs. No financial assets or liabilities are measured at fair value therefore no gain or losses have been recorded through other comprehensive income.

Market price of minerals risk

The Group's business exposes it to the effects of changes in the market price of minerals, primarily gold. Severe changes in the market price of gold may affect the recoverability of the Group's investments in its mine, exploration assets and mining rights, and of the Group's intercompany receivables. The supply and demand for gold, the level of interest rates, the rate of inflation, investment decisions by large holders of gold including governmental reserves, and stability of exchange rates can all cause significant fluctuations in the market price of gold. Such external economic factors are in turn influenced by changes in international investment patterns and monetary systems and political developments.

Credit risk

The Group is exposed to credit risk in so far as it deposits cash with its banks as detailed in Note 14. However, the banks used are international institutions of the highest standing. In addition the Group is exposed to sovereign risk in so far as it is owed recoverable sales tax, as detailed in Note 9, by the government of Peru.

Note 17 – Financial instruments and financial risk management (continued)

Interest rate risk

The Group has debt denominated in US dollars and is therefore exposed to movements in US dollar interest rates. This debt bears interest at 6.17% over LIBOR. A change in LIBOR of +/- 1% would not have a material effect on the financial results of the Group. It is the policy of the Group to settle trade payables within agreed terms so that no interest is incurred on those liabilities.

Additionally, there are risks specifically related to the COFIDE Bridge Loan. For further information, please refer to Note 1 Basis of Preparation and Going Concern on page 6.

Note 18 – Capital commitments and contingent liabilities

The Group is subject to various laws and regulations governing its mining, development and exploration activities. These laws and regulations are continually changing and generally becoming more restrictive. The Group has made, and expects to make in the future, expenditures to comply with such laws and regulations.

During 2013, the Group was issued tax reassessments by the Peruvian tax authorities for the years ended 31 December 2008, 2009 and 2011 related to the deductibility of depreciation claimed by the Group. The appeal filed by the Group with the Tax Authority was unsuccessful. The Group subsequently filed an appeal with the Tax Court. In February 2020 the Tax Court issued its final ruling and ordered the recalculation of income tax payable for the year ended 31 December 2008 and 2009 plus penalties and interest since 2013. An amount of \$1,838,000 was accrued in the financial statements as at 31 December 2019, which was paid in February 2020. The appeal corresponding to the year ended 31 December 2011 is still under review. If the Group is unsuccessful in this appeal, an aggregate amount of \$2,400,000 would be payable, including tax, penalties and interest.

During 2019, the Group was issued a tax reassessment by the Peruvian Tax Authority for the year ended 31 December 2017 related to the deductibility of expenses and interest relative to the Bridge Loan. If the Group is unsuccessful in this appeal, an aggregate amount of \$5,000,000 would be payable, including tax, penalties and interest.

The Group entered into a contract with a legal firm in connection with the arbitration process described in Note 1. The contract includes a 6% success fee on damages awarded through the Arbitration Award, which represents an amount of \$2,052,000 approximately. This success fee will be payable when the lawsuit for annulment of the Arbitration Award filed by COFIDE is rejected or COFIDE desists from this lawsuit. As previously disclosed, no asset has currently been recognised in the financial statements in respect of the \$34.2 million damages awarded to the Group under the Arbitration Award.

The Group entered into a contract with Empresa de Generacion Electrica San Gaban S.A. for the supply of power during the construction and operation stages of the Ollachea Project. This contract included certain minimum power usages for each of the construction and operation stages. In March 2017 the Group entered into an amended power contract extending the term to start the construction stage for sixty months from 1 March 2017. If the contract is terminated due to the construction stage not commencing within the sixty months term, the Group would have to pay a penalty for an amount equivalent to approximately \$2,400,000. Otherwise, the Group agreed to pay a fixed monthly compensation for an amount equivalent to approximately \$11,000 for a period of nine and a half years starting on the seventh month after Ollachea commencing the operation stage.

Note 18 – Capital commitments and contingent liabilities (continued)

In June 2015, the Group secured a \$70,000,000 Bridge Loan from COFIDE. The financial structuring costs related to the Bridge Loan included a 0.9% net smelter return royalty on gold production from the Ollachea Project granted to Sherpa. The Group has the right to buyback and cancel this royalty from Sherpa by paying a buy-back fee of \$5,566,000.

In August 2013, the Macquarie Finance Facility was amended to increase the amount available by \$10,000,000. As a condition of drawing down these funds the Group awarded a 1% royalty on gross revenue minus refining costs on gold sales from the Group's Ollachea Project. The Group has the right to buyback and cancel this royalty from Macquarie Bank by paying a buyback fee of \$5,000,000.

Note 19 – Related parties

During the quarter ended 31 March 2020, the Group did not enter into transactions with related parties with the exception of directors and key management as disclosed in Note 4. As at 31 March 2020, the Group owed \$88,000 to directors and key management.

Note 20 – Subsequent events

There have been no subsequent events between the end of the period date and the date of filing of the financial statements.

By order of the Board



Gerardo Perez
Chairman
Minera IRL Limited
24 June 2020