ANNUAL REPORT 2023

FOUNDATION FOR **GROWTH**

Dundee PRECIOUS METALS

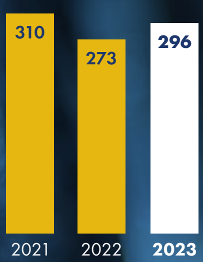
ABOUT DUNDEE PRECIOUS METALS

Dundee Precious Metals Inc. is a Canadian-based international gold mining company with operations and projects located in Bulgaria, Namibia, Ecuador and Serbia. The Company's purpose is to unlock resources and generate value to thrive and grow together. This overall purpose is supported by a foundation of core values, which guides how the Company conducts its business and informs a set of complementary strategic pillars and objectives related to ESG, innovation, optimizing our existing portfolio, and growth. The Company's resources are allocated in-line with its strategy to ensure that DPM delivers value for all of its stakeholders. DPM's shares are traded on the Toronto Stock Exchange (symbol: DPM).

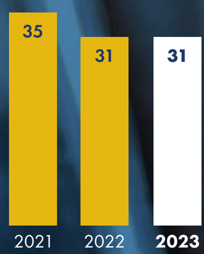
PRODUCTION AND FINANCIAL HIGHLIGHTS

All operational and financial information contained in this report are related to continuing operations, unless otherwise noted.

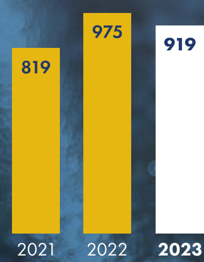
Gold Contained in Concentrate Produced
(Koz.)



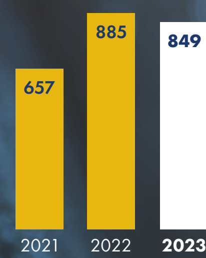
Copper Contained in Concentrate Produced
(Mlbs.)



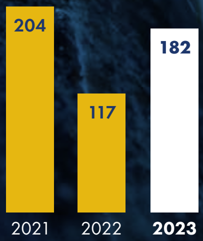
Cost of Sales
($ per Au oz. sold)[1]



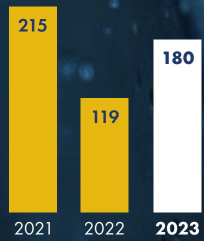
All-in Sustaining Cost
($ per Au oz. sold)[1]



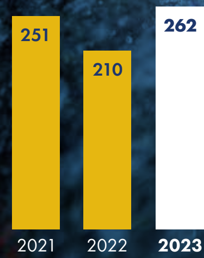
Net Earnings Attributable to Common Shareholders from Continuing Operations
($M)



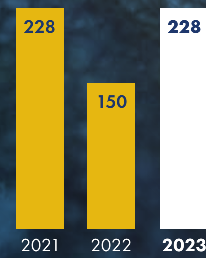
Adjusted Net Earnings
($M)[1]



Cash Provided from Operating Activities
($M)



Free Cash Flow
($M)[1]



[1] Cost of sales per ounce of gold sold represents Chelopech and Ada Tepe cost of sales divided by the payable gold in concentrate sold. All-in sustaining cost per ounce of gold sold; adjusted net earnings; and free cash flow are non-GAAP measures or ratios. These measures have no standardized meaning under IFRS and may not be comparable to similar measures presented by other companies. Refer to the "Non-GAAP Financial Measures" section of the Management's Discussion and Analysis ("MD&A") for the year ended December 31, 2023, contained in this report commencing on page 57, for a detailed description and reconciliation of each of these measures to the most directly comparable measure under IFRS.

2023 PERFORMANCE HIGHLIGHTS

2023 was another very strong year for DPM. We delivered strong operating results and robust free cash flow generation, significantly increased our return of capital to shareholders, and further strengthened our balance sheet, providing an excellent platform for our future growth, which we significantly transformed during the year with the discovery of Čoka Rakita in Serbia. Importantly, we also maintained the high standards for sustainability performance that are core to our culture.

OPERATING PERFORMANCE

ACHIEVED ANNUAL GUIDANCE

296,000
ounces of gold

31M
pounds of copper

INDUSTRY-LEADING COST PERFORMANCE

$919/OZ.
cost of sales per ounce of gold sold[1]

$849/OZ.
all-in sustaining cost per ounce of gold sold[1]

FINANCIAL PERFORMANCE

ROBUST CASH FLOW

$262M
cash provided from operating activities from continuing operations

$228M
free cash flow[1]

SOLID ADJUSTED EARNINGS

$182M
net earnings attributable to common shareholders from continuing operations

$180M
adjusted net earnings[1]

FINANCIAL STRENGTH

$595M
cash on the balance sheet as at December 31, 2023

NO DEBT

ADDING VALUE TO OUR PORTFOLIO

ČOKA RAKITA

1.8M OZ.
declared Maiden Inferred Mineral Resource within 1-year of discovery[2]

ADVANCED
the project to a preliminary economic assessment

CHELOPECH

+1 YEAR
extended mine life to 2032 and advanced brownfields exploration

EXPLORATION RESULTS
highlighting potential future opportunities

ECUADOR

ADVANCED
activities related to permitting and stakeholder relations at Loma Larga

ONGOING DRILLING
campaign at the Tierras Coloradas exploration prospect

STAKEHOLDER VALUE

RETURNING CAPITAL

$96M
in dividends & share repurchases

42%
of free cash flow[1]
returned to shareholders

STRONG ESG RATING

91ST PERCENTILE
in the 2023 S&P Global Corporate Sustainability Assessment for the 3rd consecutive year

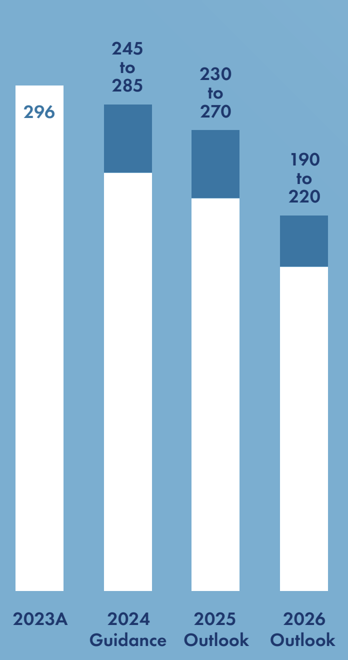
[1] Cost of sales per ounce of gold sold represents Chelopech and Ada Tepe cost of sales divided by the payable gold in concentrate sold. All-in sustaining cost per ounce of gold sold; adjusted net earnings; and free cash flow are non-GAAP measures or ratios. These measures have no standardized meaning under IFRS and may not be comparable to similar measures presented by other companies. Refer to the "Non-GAAP Financial Measures" section of the MD&A for the year ended December 31, 2023, contained in this report commencing on page 60, for a detailed description and reconciliation of each of these measures to the most directly comparable measure under IFRS.
[2] With a cut off grade of 5.7g/t. See technical report titled "Maiden Mineral Resource Estimate – Čoka Rakita Gold Project, Serbia" with an effective date of November 16, 2023 and a report date of January 24, 2024 for further details.

SOLID THREE-YEAR OUTLOOK

Our updated three-year outlook reflects annual average production of approximately 240,000 ounces of gold and 33 million pounds of copper[1], with an all-in sustaining cost profile that continues to rank DPM as among the lowest cost producers. With a solid production profile, significant free cash flow generation and a strong balance sheet, DPM is well-positioned to continue delivering value for shareholders.

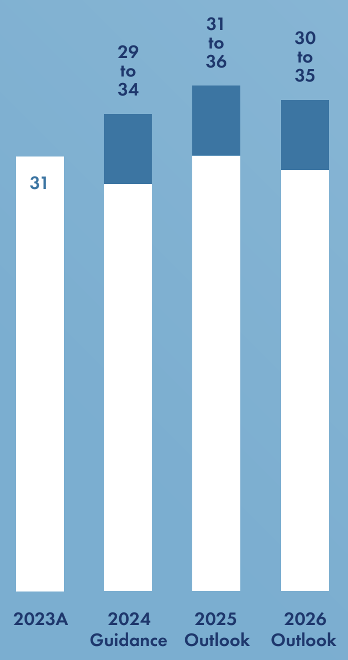
Strong Gold Production

Gold contained in concentrate produced (Koz.)



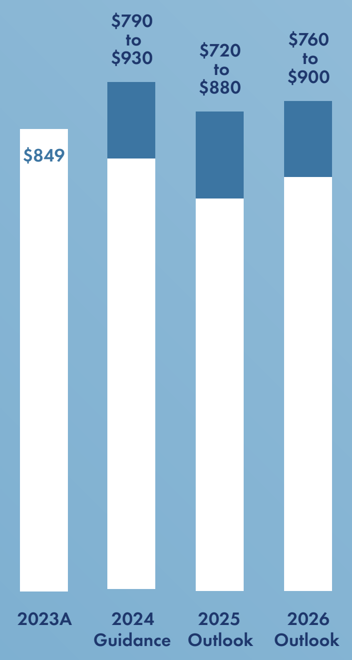
Stable Copper Production

Copper contained in concentrate produced (Mlbs.)



Attractive All-in Sustaining Cost Profile

All-in sustaining cost ($/oz. Au)[2]



[1] Annual average for the next three years. Guidance and three-year outlook is subject to a number of risks. Refer to the Company's 2024 guidance and three-year outlook as disclosed on pages 24 to 27 of the MD&A for the year ended December 31, 2023, contained in this report.

[2] Projections of all-in sustaining cost per ounce of gold sold is a non-GAAP ratio and is not a defined or standardized measure under IFRS. Refer to the "Non-GAAP Financial Measures" section contained in the MD&A for the year ended December 31, 2023, contained in this report, commencing at page 60 for a detailed description and a reconciliation to the most directly comparable measure under IFRS.

FOUNDATION FOR **GROWTH**

Dear Shareholders

DPM had an exceptional year in 2023. We demonstrated our capability as a leading mid-tier gold producer with strong operational results and robust free cash flow, and we also made an exciting high-grade gold discovery, adding a major organic asset to our growth portfolio.

DAVID RAE
President and CEO

With strong overall gold production, we met our guidance while also setting a new gold production record at Ada Tepe. Despite industry-wide inflationary pressures, we successfully managed costs and maintained our position as one of the lowest cost gold producers. Our strong performance combined with a favourable gold price translated into robust free cash flow, allowing us to reinvest in the Company and also return a significant amount to our shareholders through our dividend and share buyback programs. The high-grade gold discovery and aggressive drilling program at Čoka Rakita in Serbia resulted in a maiden Inferred Mineral Resource estimate, creating the potential for significant organic growth in the vicinity of our existing operations, while we also extended the mine life at Chelopech.

Inherent to our purpose as a company, we aim to thrive and grow together with all our stakeholders, and our values and commitment to high standards for sustainability continued to guide our conduct at every level. We finished 2023 with an overall sustainability performance that ranked in the 91st percentile according to the S&P Global Corporate Sustainability Assessment.

REVIEW OF 2023 PERFORMANCE

In 2023, we produced 296,072 ounces of gold and 30.5 million pounds of copper at an all-in sustaining cost of $849 per ounce of gold sold. This combination of strong production and low costs generated significant free cash flow of $228 million of which $96 million was returned to shareholders through dividends and an enhanced share buy back program. We ended the year with $595 million in cash and no debt.

In January 2023, we announced a major high-grade discovery at Čoka Rakita, located just three kilometres from our Timok gold project in Serbia and in regional proximity to our Chelopech mine in Bulgaria. By early December, we had declared an Inferred Mineral Resource estimate at Čoka Rakita of 1.8 million ounces of gold. At Loma Larga, we completed an Investment Protection Agreement with the Government of Ecuador while we worked to advance permitting, optimize our project feasibility study, and build on our relationship with local communities.

In January 2023, we announced a major high-grade discovery at Čoka Rakita, located just three kilometres from our Timok gold project in Serbia.

CHELOPECH: EXTENDING THE LIFE OF OUR LOW-COST FLAGSHIP OPERATION

December 2023 marked the 20-year anniversary of DPM's acquisition of Chelopech. We are extremely proud of our team and their deeply ingrained culture of high performance and innovation, which over the years has transformed the mine into a truly world-class, low-cost operation. Chelopech continued its record of strong, reliable production in 2023, producing 161,872 ounces of gold and 30.5 million pounds of copper and achieving its annual guidance.

Another key accomplishment at Chelopech has been its long history of extending mine life. In November 2023, we announced a further mine life extension to 2032, along with an optimized life of mine ("LOM") plan and updated Mineral Resource and Mineral Reserve estimate. The new LOM plan adds approximately 128,000 ounces of recoverable gold and 9 million pounds of recoverable copper between 2024 and 2032. During this period, gold and copper grades are expected to increase by 5% and 3%, respectively, and recoveries for gold by 5%.

We remain focused on further extending Chelopech's mine life through in-mine exploration and an aggressive brownfield exploration program, and we are encouraged by positive results from our recent drilling campaign.

ADA TEPE: ACHIEVES RECORD PRODUCTION

Ada Tepe is one of the highest grade and lowest cost open pit mines in the world. In 2023, Ada Tepe not only achieved its gold production guidance, it also set a new record with output of 134,200 ounces of gold, a 43 per cent increase over 2022. Ada Tepe's all-in sustaining cost was particularly impressive and was below the low-end of the guidance range for the year.

Exploration activities at Ada Tepe in 2023 were focused on a resource extension drill program and other satellite targets on the mine concession, while in the second half of the year we began a 15,000-metre brownfield drilling campaign at the newly granted Krumovitsa exploration licence.

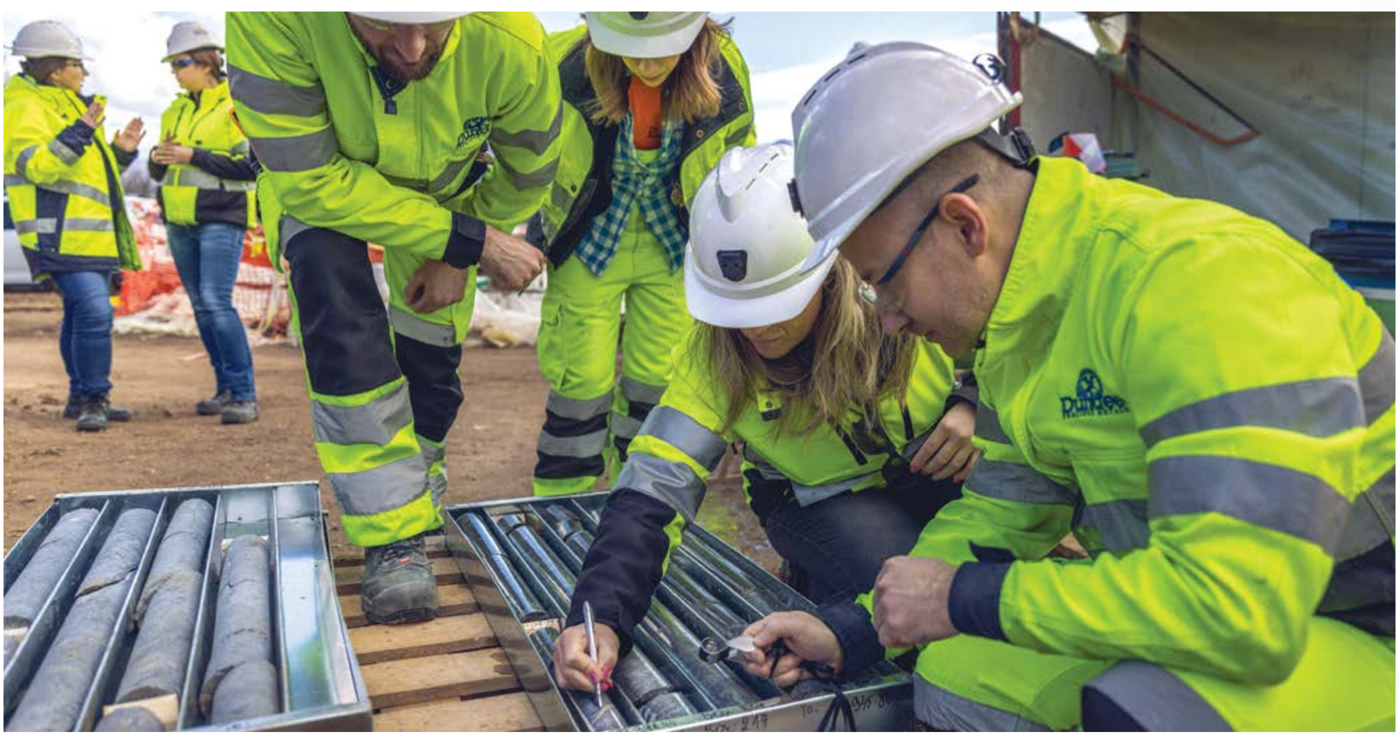
Ada Tepe is one of the highest grade and lowest cost open pit mines in the world.

TSUMEB: DIVESTING TO FOCUS ON DPM'S CORE MINING BUSINESS

In early March of 2024, DPM announced the sale of the Tsumeb smelter to a subsidiary of Sinomine Resource Group Co. Ltd. ("Sinomine") for consideration of $49 million. The transaction is expected to close in the third quarter of 2024.

Given our plan to process all Chelopech concentrate at other third-party smelters beginning in 2024, Tsumeb was no longer strategic to DPM's portfolio, and its sale allows DPM to increase our focus and resources on our core business of mining.

We would like to thank the government of Namibia, the community of Tsumeb and most importantly, our employees for their support over the past 13 years. We will work closely with Sinomine to ensure a smooth transition to support a successful future for the operation and all of its stakeholders.



BUILDING A STRONG FUTURE

ČOKA RAKITA: HIGH-GRADE ORGANIC GROWTH

Our discovery at Čoka Rakita in Serbia early in the year signalled a significant organic addition to DPM's portfolio and transformed our prospects for the future in a region where we have had a presence for many years. In early December 2023, after only one year of drilling, we announced a maiden Inferred Mineral Resource estimate of 9.8 million tonnes at a grade of 5.7 grams per tonne for 1.8 million ounces of gold. This remarkably rapid development confirms the potential of Čoka Rakita as a high-quality gold project. We are continuing to accelerate the project through our development pipeline, including advancing a Preliminary Economic Assessment, scheduled for completion in the second quarter of 2024.

Čoka Rakita has the benefit of existing infrastructure, including close proximity to existing roads and power lines. With metallurgical test work demonstrating gold recoveries of approximately 90%, the project will also benefit from the nearby regional expertise in underground mining and processing from our Chelopech operation in Bulgaria.

Planned exploration activities in 2024 include drilling with the goal of upgrading the current Mineral Resource to the Indicated Mineral Resource category; infill drilling to test the extents of the Mineral Resource; and additional exploration drilling on existing targets across four licences held by DPM surrounding Čoka Rakita.

Our discovery at Čoka Rakita in Serbia early in the year signalled a significant organic addition to DPM's portfolio and transformed our prospects for the future in a region.

LOMA LARGA: FUTURE GROWTH AND EXPLORATION POTENTIAL

Loma Larga in Ecuador is a high-quality underground gold copper development project with the potential for meaningful gold production growth.

In 2023, we updated the feasibility study and continue to work on optimization opportunities for Loma Larga, which includes leveraging our expertise with similar deposits such as Chelopech. We also entered into an investment protection agreement with the Government of Ecuador, providing tax stability and incentives as well as legal protections such as resolution of disputes through international arbitration.

We are continuing to engage with the government and neighbouring communities on activities related to permitting for the project and stakeholder relations. During 2023, the Constitutional Court in Ecuador provided clarity regarding the permitting process for the project, and together with the new government, DPM is working actively to fulfill the requirements, including re-initiating the environmental consultation process in March 2024.

At the Tierras Coloradas exploration project, also in Ecuador, we drilled approximately 6,500 metres of the planned 10,000-metre campaign in 2023, and expect to complete the remainder by the end of the first quarter of 2024.

We will continue to be disciplined with respect to future investment in Loma Larga and Tierras Coloradas, which will be based on the overall operating environment in-country and the Company's other capital allocation priorities.

Our 20th anniversary celebrations included our senior management team, Board of Directors, special guests, as well as representatives of local communities in Bulgaria.

UNLOCKING RESOURCES AND GENERATING VALUE TO THRIVE AND GROW TOGETHER

CELEBRATING 20 YEARS IN BULGARIA

In December 2023, DPM was honoured to celebrate the 20-year anniversary of the Company's acquisition of its assets in Bulgaria. Over this period, we have transformed the Chelopech mine into a modern and highly efficient operation, permitted and built Ada Tepe into a mine that continues to exceed our expectations, developed a high-performing local team and established strong relationships with local stakeholders.

We marked the occasion with a visit from our Board of Directors and a celebration featuring many representatives from the local communities, governments and other partnerships DPM has developed over our 20-year history in Bulgaria.

We take particular pride in our history of cooperative relations with local communities, which are based on mutual trust and our focus on creating sustainable benefits to ensure communities will continue to thrive well beyond the lives of our mines, in-line with our purpose of unlocking resources and generating value to thrive and grow together.

PROJECT SPOTLIGHT

ČOKA RAKITA, SERBIA

In January 2023, we announced a high-grade discovery at the Čoka Rakita prospect in Serbia. Following an intensive drilling program, within 11 months, Čoka Rakita rapidly grew into a 1.8 million ounce Inferred Mineral Resource.

This marked a significant milestone for DPM's future growth and confirmed Čoka Rakita's potential as an attractive, high-quality gold project.

We plan to continue aggressively exploring at Čoka Rakita and the surrounding licences to generate new discoveries, while also continuing to accelerate the project through our development pipeline, including advancing a PEA which is targeted for completion in the second quarter of 2024.

We are excited by Čoka Rakita's potential in a region where we have had a presence for many years and where we have developed strong relationships with local stakeholders.

HIGHLIGHTS

- In close proximity to excellent infrastructure and DPM's shared services in Bulgaria
- Amenable to gravity concentration and flotation with high recoveries
- Favourable permitting environment and supportive government (local and national)
- Matches DPM skill set and expertise
- Significant exploration upside

ČOKA RAKITA MINERAL RESOURCE ESTIMATE

Category	Tonnes (Mt)	Gold grade (g/t)	Contained gold (Moz.)
Inferred	**9.79**	**5.67**	**1.78**

Refer to the news release dated December 11, 2023 and the Čoka Rakita technical report "Maiden Mineral Resource Estimate – Čoka Rakita Gold Project, Serbia", with an effective date of November 16, 2023, both of which are available on the Company's website at www.dundeeprecious.com and on SEDAR+ at www.sedarplus.ca

BALANCE SHEET STRENGTH, DISCIPLINED CAPITAL ALLOCATION

In 2023, we generated $262 million of cash provided from operating activities and robust free cash flow of $228 million. We further strengthened our balance sheet, increasing our cash position by $162 million to $595 million by year end.

We continued our strong track record of disciplined capital allocation, as well as returning excess capital to shareholders through a sustainable quarterly dividend and share repurchases under our normal course issuer bid. In 2023, we returned $96 million to shareholders, representing 42% of free cash flow, through $30 million in dividends paid and $66 million for share repurchases.

We are currently reviewing our capital allocation strategy with a view to balancing the need to fund our growth with returning capital to shareholders. With our strong cash position, no debt, and a $150 million undrawn credit facility, we are in a unique position among growing gold producers to fund our development pipeline internally while continuing to pay a quarterly dividend.

INDUSTRY-LEADING ESG

Our approach to sustainability is based on generating a net positive impact from our operations – minimizing environmental impact; maximizing socio-economic value; nurturing trusted stakeholder relationships; and building sustainable livelihoods. Delivering excellence in sustainability performance continues to be a competitive advantage that has helped DPM unlock real value and deliver superior long-term returns for all of our stakeholders.

DPM's long history in Bulgaria provides countless examples of these principles in action, – whether through our mutually beneficial stakeholder relationships at Chelopech, or the extensive public consultation and engagement process that helped transform Ada Tepe from a project into the first new mine permitted in the Balkans in over 40 years. In 2023, we were pleased to celebrate the 20th anniversary of DPM's strong relationships in Bulgaria, including a visit from our Board of Directors and an event featuring many representatives from the local communities, governments and other partnerships DPM has developed over its 20-year history in Bulgaria.

Our pursuit of superior ESG performance in 2023 was reflected once again in positive ratings from ESG rating agencies. DPM scored in the 91st percentile among metals and mining companies in the 2023 S&P Global Corporate Sustainability Assessment for the third consecutive year. We were also included in the 2024 Sustainability Yearbook, which features companies that scored in the top 15 per cent of their industry.

UNIQUELY POSITIONED TO DELIVER SUPERIOR VALUE

Our current three-year outlook is for continued strong production from our operations with all-in sustaining costs remaining in the low quartile for the industry. Looking further down the road, we are excited by the potential of the projects in our growth pipeline and encouraged by our history of exploration success, while our financial strength positions us well to fund our existing projects as well as assess potential new opportunities.

We continue to believe that DPM represents compelling value given our track record of delivering results and our unique combination of strengths, including:

- Strong and consistent production from our operations;
- An all-in sustaining cost that ranks among the lowest in the gold industry;
- Strong free cash flow generation;
- A proven record of disciplined capital allocation and returning capital to shareholders;
- Attractive growth pipeline;
- The financial strength to internally fund our growth pipeline;
- Leading ESG performance; and
- A strong technical team with a history of adding value through innovation.

We are proud of what we accomplished in 2023 to deliver on our core purpose – to unlock resources and generate value to thrive and grow together. We also believe that we are well positioned to continue delivering on this purpose for the benefit of all our stakeholders in the coming years.

In closing, I would like to thank our dedicated global team for delivering a year of outstanding results, our neighbouring communities for their continued partnership, and our shareholders for your ongoing support.

To all of you, we look forward to sharing a promising future together.

David Rae
President and Chief Executive Officer

ANNUAL REPORT 2023

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Management's Discussion and Analysis

of Consolidated Financial Condition and Results of Operations

for the Quarter and Year Ended December 31, 2023

(All monetary figures are expressed in U.S. dollars unless otherwise stated)

The following is Management's Discussion and Analysis ("MD&A") of the consolidated financial condition and results of operations of Dundee Precious Metals Inc. ("DPM" and, together with its consolidated subsidiaries, collectively referred to as the "Company") as at December 31, 2023. This MD&A should be read in conjunction with DPM's audited consolidated financial statements for the year ended December 31, 2023 prepared in accordance with IFRS Accounting Standards ("IFRS"). Additional Company information, including the Company's most recent annual information form ("AIF") and other continuous disclosure documents, can be accessed through the System for Electronic Document Analysis and Retrieval ("SEDAR+") at www.sedarplus.ca and the Company's website at www.dundeeprecious.com. To the extent applicable, updated information contained in this MD&A supersedes older information contained in previously filed continuous disclosure documents. Capitalized terms used in this MD&A that have not been defined have the same meanings attributed to them as in DPM's audited consolidated financial statements for the year ended December 31, 2023. Information contained on the Company's website is not incorporated by reference herein and does not form part of this MD&A.

This MD&A contains forward looking statements that are based on certain estimates and assumptions and involve risks and uncertainties. Actual results may vary materially from management's expectations. See the "Cautionary Note Regarding Forward Looking Statements" and "Risks and Uncertainties" sections later in this MD&A for further information.

Certain financial measures referred to in this MD&A are not measures recognized under IFRS and are referred to as non-GAAP financial measures or ratios. These measures have no standardized meanings under IFRS and may not be comparable to similar measures presented by other companies. The definitions established and calculations performed by DPM are based on management's reasonable judgment and are consistently applied. These measures are intended to provide additional information and should not be considered in isolation or as a substitute for measures prepared in accordance with IFRS. Non-GAAP financial measures and ratios, together with other financial measures calculated in accordance with IFRS, are considered to be important factors that assist investors in assessing the Company's performance.

The Company uses the following non-GAAP financial measures and ratios in this MD&A:

- mine cash cost
- cash cost per tonne of ore processed
- mine cash cost of sales
- cash cost per ounce of gold sold
- all-in sustaining cost
- all-in sustaining cost per ounce of gold sold
- smelter cash cost
- cash cost per tonne of complex concentrate smelted
- adjusted earnings before interest, taxes, depreciation and amortization ("EBITDA")
- adjusted net earnings
- adjusted basic earnings per share
- cash provided from operating activities, before changes in working capital
- free cash flow
- average realized metal prices

For a detailed description of each of the non-GAAP financial measures and ratios used in this MD&A and a detailed reconciliation to the most directly comparable measure under IFRS, please refer to the "Non-GAAP Financial Measures" section commencing on page 48 of this MD&A.

The technical and scientific information in this MD&A has been prepared in accordance with Canadian regulatory requirements set out in National Instrument 43-101 Standards of Disclosure for Mineral Projects ("NI 43-101") of the Canadian Securities Administrators and the Canadian Institute of Mining, Metallurgy and Petroleum ("CIM") – Definition Standards adopted by CIM Council on May 10, 2014 (the "CIM Definition Standards") for Mineral Resources and Mineral Reserves, and has been reviewed and approved by Ross Overall, B.Sc. (Applied Geology), Corporate Mineral Resource Manager of DPM, who is a Qualified Person ("QP") as defined under NI 43-101, and who is not independent of the Company.

This MD&A has been prepared as at February 14, 2024.

OVERVIEW

Our Business

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

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

Continuing operations:

DPM's principal subsidiaries include:

- 100% of Dundee Precious Metals Chelopech EAD ("Chelopech"), which owns and operates a gold, copper and silver mine located east of Sofia, Bulgaria; and
- 100% of Dundee Precious Metals Krumovgrad EAD ("Ada Tepe"), which owns and operates a gold mine located in south eastern Bulgaria, near the town of Krumovgrad.

DPM holds interests in a number of exploration and development properties located in Serbia and Ecuador through its subsidiaries, including:

- 100% of Crni Vrh Resources d.o.o. and DPM Avala d.o.o., which hold the Čoka Rakita project and the Timok gold project, respectively, in Serbia; and
- 100% of DPM Ecuador S.A., which is focused on the exploration and development of the Loma Larga gold project and the Tierras Coloradas exploration property in Ecuador.

Discontinued operations:

DPM also owns:

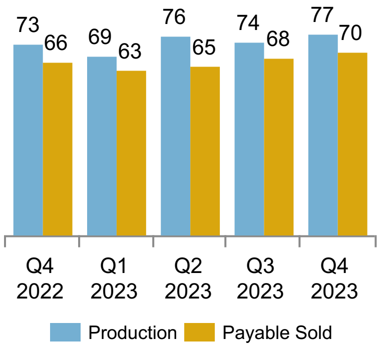
- 92% of Dundee Precious Metals Tsumeb (Proprietary) Limited ("Tsumeb"), which owns and operates a custom smelter located in Tsumeb, Namibia. On January 31, 2024, DPM reacquired the 8% ownership interest from Greyhorse Mining (Proprietary) Limited ("GHM") and resumed its 100% ownership interest in Tsumeb.

In 2023, the Company decided to undertake a strategic review of its Tsumeb operation, including a potential sale, given that the smelter is no longer expected to process any Chelopech concentrate commencing in 2024 and as a result, it is no longer seen as strategic to DPM's asset portfolio. As a result, the assets and liabilities of Tsumeb have been presented as held for sale in the consolidated statement of financial position as at December 31, 2023 and the operating results and cash flows of Tsumeb have been presented as discontinued operations in the consolidated statements of earnings (loss) and cash flows for the years ended December 31, 2023 and 2022. As a consequence, certain comparative figures in the consolidated statements of earnings (loss) and cash flows have been reclassified to conform with current year presentation.

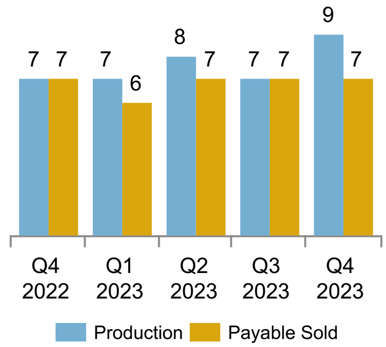
All operational and financial information contained in this MD&A are related to continuing operations, unless otherwise stated.

OPERATING AND FINANCIAL HIGHLIGHTS

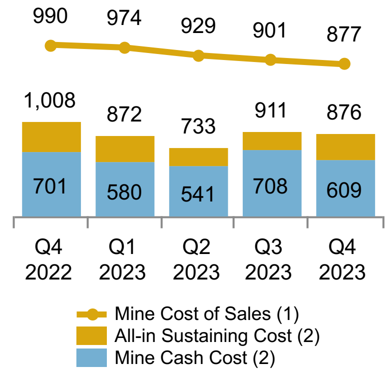
Gold Production and Payable Gold Sold (Koz)



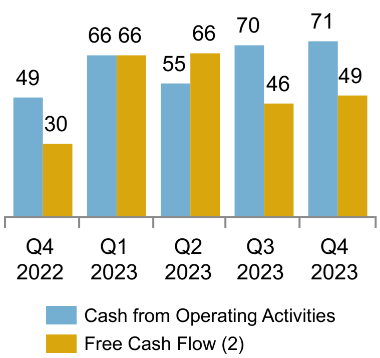
Copper Production and Payable Copper Sold (Mlbs)



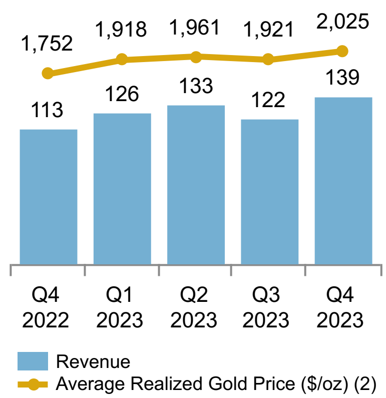
Mine Cost of Sales All-in Sustaining Cost and Cash Cost ($/oz)



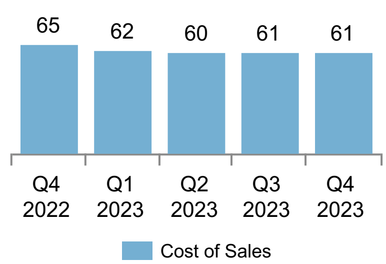
Cash Provided from Operating Activities and Free Cash Flow from Continuing Operations ($M)



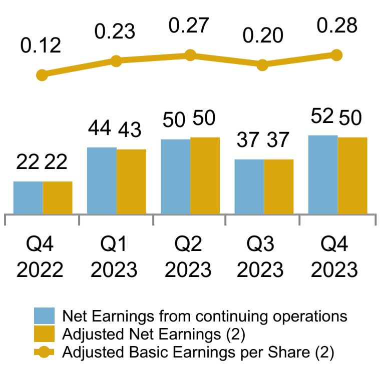
Revenue ($M)



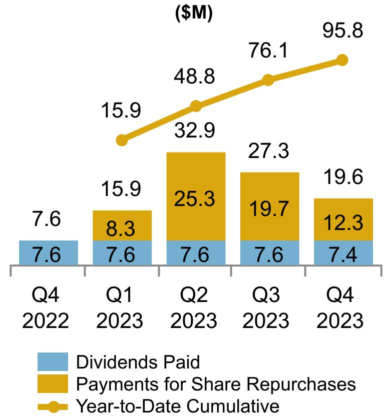
Cost of Sales ($M)



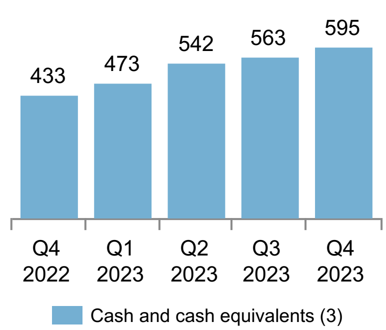
Net Earnings and Adjusted Net Earnings from Continuing Operations ($M)



Return of Capital to Shareholders ($M)



Cash and Cash Equivalents ($M)



1) *Cost of sales per ounce of gold sold represents cost of sales for Chelopech and Ada Tepe divided by payable gold in concentrate sold, while all-in sustaining cost and cash cost per ounce of gold sold include treatment and freight charges, net of by-product credits, all of which are reflected in revenue.*
2) *All-in sustaining cost per ounce of gold sold; cash cost per ounce of gold sold; free cash flow; average realized metal prices; adjusted net earnings and adjusted basic earnings per share are non-GAAP financial measures or ratios. Refer to the "Non-GAAP Financial Measures" section commencing on page 48 of this MD&A for more information, including reconciliations to IFRS measures.*
3) *Q4 2023 excludes cash and cash equivalents of $1.8 million from discontinued operations, which was included in assets held for sale as at December 31, 2023.*

The following table summarizes the Company's selected operating and financial highlights for the quarter and year ended December 31, 2023 and 2022:

$ thousands, unless otherwise indicated		Fourth Quarter			Full Year		
		2023	2022	Change	**2023**	2022	Change
Operating Highlights							
Ore processed	t	**735,524**	759,241	(3%)	**2,952,711**	2,991,782	(1%)
Metals contained in concentrate produced:							
Gold	oz	**77,083**	73,420	5%	**296,072**	273,109	8%
Copper	Klbs	**8,229**	7,436	11%	**30,547**	30,835	(1%)
Payable metals in concentrate sold:							
Gold	oz	**69,564**	65,831	6%	**265,743**	242,697	9%
Copper	Klbs	**7,009**	6,726	4%	**26,651**	27,224	(2%)
Cost of sales per ounce of gold sold	$/oz	**877**	990	(11%)	**919**	975	(6%)
Cash cost per ounce of gold sold[1]	$/oz	**609**	701	(13%)	**610**	646	(6%)
All-in sustaining cost per ounce of gold sold[1]	$/oz	**876**	1,008	(13%)	**849**	885	(4%)
Capital expenditures incurred[2]:							
Sustaining[3]		**8,030**	12,852	(38%)	**31,177**	39,431	(21%)
Growth[4]		**9,959**	11,162	(11%)	**29,316**	31,435	(7%)
Total capital expenditures		**17,989**	24,014	(25%)	**60,493**	70,866	(15%)
Financial Highlights							
Average realized prices[1]:							
Gold	$/oz	**2,025**	1,752	16%	**1,957**	1,795	9%
Copper	$/lb	**3.74**	3.65	2%	**3.82**	3.98	(4%)
Revenue		**139,339**	112,968	23%	**520,091**	433,490	20%
Cost of sales		**60,980**	65,141	(6%)	**244,207**	236,668	3%
Earnings (loss) before income taxes[5]		**63,885**	37,632	70%	**216,665**	58,742	269%
From continuing operations		**58,454**	26,374	122%	**205,702**	139,403	48%
From discontinued operations		**5,431**	11,258	(52%)	**10,963**	(80,661)	114%
Adjusted EBITDA[1],[5]		**79,634**	58,254	37%	**287,163**	252,869	14%
From continuing operations		**72,013**	45,428	59%	**268,355**	222,847	20%
From discontinued operations		**7,621**	12,826	(41%)	**18,808**	30,022	(37%)
Net earnings (loss)[5]		**57,476**	33,320	72%	**192,939**	35,923	437%
From continuing operations		**52,045**	22,062	136%	**181,976**	116,584	56%
From discontinued operations		**5,431**	11,258	(52%)	**10,963**	(80,661)	114%
Basic earnings (loss) per share[5]	$/sh	**0.32**	0.18	78%	**1.04**	0.19	447%
From continuing operations	$/sh	**0.29**	0.12	142%	**0.98**	0.61	61%
From discontinued operations	$/sh	**0.03**	0.06	(50%)	**0.06**	(0.42)	114%
Adjusted net earnings[1],[5]		**55,472**	33,320	66%	**190,935**	129,027	48%
From continuing operations		**50,041**	22,062	127%	**179,972**	118,953	51%
From discontinued operations		**5,431**	11,258	(52%)	**10,963**	10,074	9%
Adjusted basic earnings per share[1],[5]	$/sh	**0.31**	0.18	72%	**1.03**	0.68	51%
From continuing operations	$/sh	**0.28**	0.12	133%	**0.97**	0.62	56%
From discontinued operations	$/sh	**0.03**	0.06	(50%)	**0.06**	0.06	(1%)
Cash provided from operating activities[5]		**78,179**	49,289	59%	**275,682**	232,052	19%
From continuing operations		**71,268**	48,527	47%	**261,626**	209,589	25%
From discontinued operations		**6,911**	762	807%	**14,056**	22,463	(37%)
Free cash flow[1],[5]		**51,762**	33,263	56%	**231,852**	166,437	39%
From continuing operations		**49,336**	30,039	64%	**227,915**	150,534	51%
From discontinued operations		**2,426**	3,224	(25%)	**3,937**	15,903	(75%)
Dividends paid		**7,320**	7,604	(4%)	**30,166**	28,606	5%
Payments for share repurchases		**12,247**	-	100%	**65,590**	13,619	382%

As at December 31,	**December 31, 2023**	December 31, 2022	Increase/ (Decrease)
Financial Position and Available Liquidity			
Cash and cash equivalents[6]	**595,285**	433,176	162,109
Investments at fair value	**11,900**	40,773	(28,873)
Available liquidity[7]	**745,285**	583,176	162,109

1) *Cash cost per ounce of gold sold; all-in sustaining cost per ounce of gold sold; average realized metal prices; adjusted EBITDA; adjusted net earnings; adjusted basic earnings per share and free cash flow are non-GAAP financial measures or ratios. Refer to the "Non-GAAP Financial Measures" section commencing on page 48 of this MD&A for more information, including reconciliations to IFRS measures.*
2) *Capital expenditures incurred were reported on an accrual basis and do not represent the cash outlays for the capital expenditures.*
3) *Sustaining capital expenditures are generally defined as expenditures that support the ongoing operation of the asset or business without any associated increase in capacity, life of assets or future earnings. This measure is used by management and investors to assess the extent of non-discretionary capital spending being incurred by the Company each period.*
4) *Growth capital expenditures are generally defined as capital expenditures that expand existing capacity, increase life of assets and/or increase future earnings. This measure is used by management and investors to assess the extent of discretionary capital spending being undertaken by the Company each period.*
5) *These measures include discontinued operations.*
6) *Cash and cash equivalents as at December 31, 2023 excluded $1.8 million from discontinued operations, which was included in assets held for sale.*
7) *Available liquidity is defined as cash and cash equivalents plus the available capacity under DPM's long-term revolving credit facility ("RCF") at the end of each reporting period.*

Operating Highlights

In 2023, the Company's mining operations continued to deliver strong results, with Ada Tepe achieving record gold production, and Chelopech achieving its annual guidance for gold and copper production. Consolidated all-in sustaining cost per ounce of gold sold was within the guidance range for the year.

- **Gold contained in concentrate produced** in the fourth quarter and full year of 2023 of 77,083 ounces and 296,072 ounces, respectively, was 5% and 8% higher than the corresponding periods in 2022 due primarily to mining in higher grade zones at Ada Tepe, partially offset by lower gold grades at Chelopech, in-line with the mine plans for both operations.
- **Payable gold in concentrate sold** in the fourth quarter and full year of 2023 of 69,564 ounces and 265,743 ounces, respectively, was 6% and 9% higher than the corresponding periods in 2022 primarily reflecting higher gold production.
- **Copper production** in the fourth quarter of 2023 of 8.2 million pounds was 11% higher than the corresponding period in 2022 due primarily to higher copper grades. Copper production in 2023 of 30.5 million pounds was comparable to 2022 due primarily to lower copper grades largely offset by higher volumes of ore processed.
- **Payable copper in concentrate sold** in the fourth quarter of 2023 of 7.0 million pounds was 4% higher than the corresponding period in 2022 due primarily to higher copper production, partially offset by the timing of deliveries. Payable copper in 2023 of 26.7 million pounds was comparable to 2022, consistent with copper production.
- **All-in sustaining cost per ounce of gold sold** in the fourth quarter of 2023 of $876 was 13% lower than the corresponding period in 2022 due primarily to higher volumes of gold sold, lower cash outlays for sustaining capital expenditures, lower prices for power, and higher by-product credits as a result of higher volumes and realized prices of copper sold, partially offset by a stronger Euro relative to the U.S. dollar. All-in sustaining cost per ounce of gold sold in 2023 of $849 was 4% lower than 2022 due primarily to higher volumes of gold sold, lower treatment and freight charges at Chelopech and lower prices for power, partially offset by higher local currency mine operating costs reflecting higher costs for labour and direct materials, lower by-product credits as a result of lower volumes and realized prices of copper sold, and higher share-based compensation expenses reflecting DPM's strong share price performance.
- **Sustaining capital expenditures** incurred in the fourth quarter of 2023 of $8.0 million were 38% lower than the corresponding period in 2022 of $12.9 million due primarily to the planned upgrade of the tailings management facility at Chelopech, which occurred throughout 2022 and was completed in the second quarter of 2023. Sustaining capital expenditures in 2023 of $31.2 million were 21% lower

than 2022 of $39.4 million due primarily to the completion of the tailings management facility upgrade at Chelopech, as well as the inclusion of the capitalized lease and leasehold improvements related to the new head office in 2022.

- **Growth capital expenditures** incurred during the fourth quarter and full year of 2023, primarily related to the Loma Larga gold project, were $10.0 million and $29.3 million, respectively, compared to $11.2 million and $31.4 million in the corresponding periods in 2022.

Financial Highlights

Financial results in 2023 reflected higher volumes and realized prices of gold sold, partially offset by higher planned exploration and evaluation expenses.

- **Revenue** in the fourth quarter of 2023 of $139.3 million was 23% higher than the corresponding period in 2022 due primarily to higher volumes and realized prices of gold sold. Revenue in 2023 of $520.1 million was 20% higher than 2022 due primarily to higher volumes and realized prices of gold sold, and lower treatment and freight charges at Chelopech as a result of increased deliveries to third-party smelters, partially offset by lower volumes and realized prices of copper sold.
- **Cost of sales** in the fourth quarter of 2023 of $61.0 million decreased compared to $65.1 million in the corresponding period in 2022 due primarily to lower prices for power and lower depreciation expenses. Cost of sales in 2023 of $244.2 million increased compared to $236.7 million in 2022 due primarily to higher local currency mine operating costs reflecting higher costs for labour and direct materials, partially offset by lower prices for power.
- **Net earnings from continuing operations** in the fourth quarter of 2023 of $52.1 million ($0.29 per share) increased compared to $22.1 million ($0.12 per share) in the corresponding period in 2022 due primarily to higher volumes and realized prices of gold and copper sold, partially offset by higher planned exploration and evaluation expenses. Net earnings from continuing operations in 2023 of $182.0 million ($0.98 per share) increased compared to $116.6 million ($0.61 per share) in 2022 due primarily to higher volumes and realized prices of gold sold, lower treatment and freight charges at Chelopech and higher interest income, partially offset by higher planned exploration and evaluation expenses, and higher share-based compensation expenses reflecting DPM's strong share performance. **Net earnings (loss)** in the fourth quarter and full year of 2023 of $57.5 million ($0.32 per share) and $192.9 million ($1.04 per share), respectively, increased compared to $33.3 million ($0.18 per share) and $35.9 million ($0.19 per share) in the corresponding periods in 2022 due primarily to the same factors affecting net earnings from continuing operations. Net earnings in 2022 were also impacted by an impairment charge of $85.0 million in respect of the Tsumeb smelter, which was included in net loss from discontinued operations in 2022.
- **Adjusted net earnings from continuing operations** in the fourth quarter and full year of 2023 of $50.1 million ($0.28 per share) and $180.0 million ($0.97 per share), respectively, increased compared to $22.1 million ($0.12 per share) and $118.9 million ($0.62 per share) in the corresponding periods in 2022 due primarily to the same factors affecting net earnings from continuing operations, except for adjusting items mainly related to gains or losses on derivatives.
- **Earnings before income taxes from continuing operations** in the fourth quarter and full year of 2023 of $58.5 million and $205.7 million, respectively, increased compared to $26.4 million and $139.4 million in the corresponding periods in 2022, reflecting the same factors that affected net earnings from continuing operations, except for income taxes, which are excluded.
- **Adjusted EBITDA from continuing operations** in the fourth quarter and full year of 2023 of $72.0 million and $268.4 million, respectively, increased compared to $45.5 million and $222.9 million in the corresponding periods in 2022, reflecting the same factors that affected adjusted net earnings from continuing operations, except for interest, income taxes, depreciation and amortization, which are excluded from adjusted EBITDA.

- **Cash provided from operating activities from continuing operations** in the fourth quarter of 2023 of $71.3 million was 47% higher than the corresponding period in 2022 due primarily to higher adjusted EBITDA from continuing operations generated in the quarter, as well as the timing of deliveries and subsequent receipt of cash partially offset by the timing of payments to suppliers. Cash provided from operating activities from continuing operations in 2023 of $261.6 million was 25% higher than 2022 due primarily to higher adjusted EBITDA from continuing operations generated in the year, partially offset by the timing of deliveries and subsequent receipt of cash and the timing of payments to suppliers.
- **Free cash flow from continuing operations** in the fourth quarter and full year of 2023 of $49.3 million and $227.9 million, respectively, was $19.3 million and $77.4 million higher than the corresponding periods in 2022 due primarily to higher adjusted EBITDA from continuing operations generated in the periods and lower cash outlays for sustaining capital expenditures. Free cash flow is calculated before changes in working capital.
- **Return of capital to shareholders** through dividends paid of $30.2 million ($0.04 per share) and payments for shares repurchased under the Normal Course Issuer Bid ("NCIB") of $65.6 million in 2023, which in aggregate represented 42% of free cash flow, in-line with the Company's commitment to a sustainable quarterly dividend and its share buyback program reflecting strong ongoing operational performance and significant free cash flow generation.
- **Strong balance sheet** as at December 31, 2023 with $595.3 million in cash and cash equivalent, an undrawn $150.0 million RCF and no debt.

Growth, Exploration and Other Highlights

- **Chelopech life of mine plan:** In November 2023, DPM announced a mine life extension to 2032, an optimized life of mine ("LOM") plan, and updated Mineral Resource and Mineral Reserve estimate for the Chelopech mine. The updated LOM adds approximately 128,000 ounces of recovered gold and 9 million pounds of recovered copper between 2024 and 2032. During this period, LOM gold grades and copper grades increased by 5% and 3%, respectively, and recoveries for gold increased by 5%.
- **Čoka Rakita gold project:** The Company completed a maiden Mineral Resource estimate ("MRE") for the Čoka Rakita project in Serbia in December 2023, within 11 months of announcing the initial discovery. DPM is advancing a preliminary economic assessment ("PEA") for the project targeting a throughput rate of 850,000 tonnes per annum, which is expected to be completed in the second quarter of 2024. Exploration activities continue to focus on an accelerated drilling program extending the limits of Čoka Rakita, which remains open to the northeast and southwest, and the Company is aggressively pursuing additional skarn targets on four licences.
- **Loma Larga gold project**: The Company continued to progress activities related to permitting and stakeholder relations during the fourth quarter. In October 2023, a new President of Ecuador was elected and the Company is working with the newly formed government to fulfill the requirements of the August 2023 ruling by the Provincial Court of Azuay. The Company entered into an investment protection agreement ("IPA") for the project, providing further legal protections and tax stability. DPM will continue to progress on the updated feasibility study ("FS") in order to pursue additional optimization opportunities and to potentially incorporate the results of drilling, once DPM is able to recommence those activities.
- **Tierras Coloradas exploration prospect**: The Company commenced a 10,000-metre drilling program at Tierras Coloradas in August 2023. This drilling program is designed to follow up results reported in the first quarter of 2023 which confirmed two well-mineralized high-grade vein systems that remain open in multiple directions, and is expected to be completed by the end of the first quarter of 2024.

- **Acquisition of Osino:** On December 18, 2023, DPM announced an agreement to acquire Osino Resources Corp. ("Osino"), which holds the advanced-stage Twin Hills gold project offering near-term production growth, and an extensive exploration portfolio in Namibia. The acquisition of Osino is subject to the approval of Osino's securityholders as well as applicable regulatory approvals, including approval under the Namibia Competition Act. In addition, each of DPM and Osino has the right to terminate the transaction in certain circumstances. Provided that all approvals are obtained and neither party exercises its right to terminate, the transaction is expected to close in the first half of 2024.

- **ESG:** DPM scored in the 91st percentile among metals and mining companies in the 2023 S&P Global Corporate Sustainability Assessment for the third consecutive year, and was included in the 2024 Sustainability Yearbook.

For a more detailed discussion on the operating results of Chelopech and Ada Tepe, activities related to the growth projects and exploration, as well as the financial results, refer to the "Review of Operating Results by Segment", "Development and Other Major Projects", "Exploration" and "Review of Financial Results" sections of this MD&A. For a detailed discussion on the operating and financial results of Tsumeb as a discontinued operation, refer to the "Discontinued Operations" section of this MD&A.

2023 ACTUAL RESULTS IN COMPARISON TO 2023 GUIDANCE

The following table provides a comparison of the Company's results to its 2023 original and updated guidance:

$ millions, unless otherwise indicated		**Original Consolidated Guidance[1]**	**Updated Consolidated Guidance[2]**	**2023 Consolidated Results**
Ore processed	Kt	2,820 - 3,010		2,953
Cash cost per tonne of ore processed[3]				
Chelopech	$/t	53 - 58		50
Ada Tepe	$/t	73 - 79		67
Metals contained in concentrate produced[4]				
Gold[5]	Koz	270 - 315		296
Copper	Mlbs	30 - 35		31
Payable metals in concentrate sold				
Gold[5]	Koz	245 - 290		266
Copper	Mlbs	26 - 31		27
All-in sustaining cost per ounce of gold sold[3]	$/oz	700 - 860		849
Complex concentrate smelted[6]	Kt	200 - 230		189
Cash cost per tonne of complex concentrate smelted[3],[6]	$/t	340 - 410		414
Corporate general and administrative expenses[7]		25 - 28		24
Exploration and evaluation expenses		25 - 30	38 - 46	47
Sustaining capital expenditures[6]		46 - 57		45
Growth and other capital expenditures[6]		22 - 31	30 - 39	30

1) *As disclosed in the MD&A issued on February 16, 2023.*
2) *As disclosed in the MD&A issued on August 1, 2023.*
3) *Cash cost per tonne of ore processed, all-in sustaining cost per ounce of gold sold and cash cost per tonne of complex concentrate smelted are non-GAAP ratios. Refer to the "Non-GAAP Financial Measures" section commencing on page 48 of this MD&A for more information, including reconciliations to IFRS measures.*
4) *Metals contained in concentrate produced are prior to deductions associated with smelter terms.*
5) *Includes gold in pyrite concentrate produced of 54,513 ounces compared to guidance of 45,000 to 51,000 ounces and payable gold in pyrite concentrate sold of 37,732 ounces compared to guidance of 30,000 to 37,000 ounces, respectively.*
6) *These measures relate to or include discontinued operations.*
7) *Excludes share-based compensation expense of approximately $12 million, including mark-to-market adjustments from movements in the Company's share price of $7 million, compared to guidance of approximately $3 million, given the volatile nature of this expense. This is a change from the historical approach to the Company's detailed guidance on corporate general and administrative expenses.*

DPM achieved its 2023 gold and copper production and delivery guidance as a result of continued strong operating performance at Chelopech and Ada Tepe.

Both Chelopech and Ada Tepe achieved a cash cost per tonne of ore processed below the low end of their respective guidance ranges for the year due primarily to lower than expected local currency operating expenses reflecting improvement to the local inflationary environment during the year.

All-in sustaining cost per ounce of gold sold in 2023 of $849 was at the higher end of the guidance range of $700 to $860, due primarily to higher treatment charges at Chelopech, lower by-product credits as a result of lower volumes and prices of copper sold, and higher share-based compensation expense reflecting strong DPM share price performance, partially offset by lower cash outlays for sustaining capital and lower than expected local currency operating costs.

Complex concentrate smelted and cash cost per tonne of complex concentrate smelted from discontinued operations were below and above the 2023 guidance ranges, respectively, due to the unplanned downtime and the Ausmelt furnace maintenance, which was extended in order to complete repairs to the off-gas system in 2023.

Sustaining capital expenditures in 2023 of $45 million was below the low end of the guidance range of $46 million and $57 million, due primarily to the timing of digital and technology related initiatives, as well as benefits from the cost optimizations of the Ausmelt furnace maintenance in 2023 related to discontinued operations.

Growth and other capital expenditures in 2023 of $30 million was at the lower end of the updated consolidated guidance range of $30 million and $39 million, due primarily to the timing of a capitalized lease related to the electric mobile equipment as part of the Company’s ESG initiatives, which is deferred to 2024.

THREE-YEAR OUTLOOK

DPM continues to focus on optimizing its existing mining operations and transforming its growth pipeline by advancing its development projects and exploration activities, as highlighted in the 2024 to 2026 outlook and detailed 2024 guidance below.

2024 to 2026 Outlook

The production outlook for 2024 to 2026 is based on historical performance and experience at DPM's operations and in the case of its mining operations is consistent with the production schedules outlined in the news release for Chelopech entitled "Dundee Precious Metals Extends Life of Mine Plan to 2032 for the Chelopech Mine in Bulgaria and Provides Mineral Reserve and Mineral Resource Update and Highlights from Exploration Activities" dated November 29, 2023, the technical report for Chelopech entitled "NI 43-101 Technical Report – Mineral Resource and Reserve Update, Chelopech Mine, Chelopech, Bulgaria" with an effective date of March 31, 2022 (the "Chelopech Technical Report"), and the technical report for Ada Tepe entitled "NI 43-101 Technical Report – Mineral Resource and Reserve Update, Ada Tepe Mine, Krumovgrad, Bulgaria" with an effective date of December 31, 2022, all of which have been filed on SEDAR+ (www.sedarplus.ca) and are posted on the Company's website (www.dundeeprecious.com). For 2025 and 2026, production and cost estimates do not fully incorporate operating performance improvements in respect of mine throughput and potential changes to mine grades and recoveries. The 2024 to 2026 outlook is forward looking and based on certain estimates and assumptions which involve risks and uncertainties and is predicated on the Russia-Ukraine and Middle East conflicts and any related international action having no material impact on DPM's production and costs. Actual results may vary materially from management's expectations. See the "Cautionary Note Regarding Forward Looking Statements" and "Risks and Uncertainties" sections later in this MD&A for further information.

Highlights of the three-year outlook include:

- **Maintains strong gold production levels**: Over the next three years, gold production is expected to average approximately 240,000 ounces per year based on current mine plans, with a forecasted reduction in the current 2026 outlook as Ada Tepe reaches the end of its mine life. The outlook for production will be updated, pending the completion of the Osino acquisition, which is targeted for the first half of 2024.
- **Stable copper production**: Copper production over the next three years is expected to average approximately 33 million pounds per year based on current mine plans, with higher forecasted production in 2025 as compared to the previous outlook.
- **All-in sustaining cost:** All-in sustaining cost per ounce of gold sold is expected to range between $790 and $930 in 2024, which is higher than previously expected due primarily to lower by-product credits reflecting a lower copper price assumption and lower volumes of copper sold, and higher local currency operating costs. 2025 outlook for all-in sustaining cost per ounce of gold sold remains unchanged from the previous outlook range of $720 to $880, which is lower than 2024 due primarily to higher anticipated volumes of copper sold. All-in sustaining cost per ounce of gold sold in 2026 is expected to be between $760 and $900, higher than 2025 due primarily to lower volume of gold sold from Ada Tepe.
- **Sustaining capital expenditures:** Sustaining capital expenditures are expected to trend lower over the next three years due primarily to the gradual reduction in activities at Ada Tepe as the mine approaches its end of life in 2026.

In December 2023, the Company announced that it had entered into a definitive agreement to acquire Osino. The acquisition of Osino is subject to the approval of Osino's securityholders as well as applicable regulatory approvals, including approval under the Namibia Competition Act. In addition, each of DPM and Osino has the right to terminate the transaction in certain circumstances. Provided that all approvals are obtained and neither party exercises its right to terminate, the transaction is expected to close in the first half of 2024, following which DPM will provide an update to its 2024 guidance and three-year outlook in due course.

The Company's detailed guidance for 2024 is set out in the following table:

$ millions, unless otherwise indicated		**Chelopech**	**Ada Tepe**	**Tsumeb**	**Corporate and Other**	**Consolidated Guidance**
Ore processed	Kt	2,090 - 2,200	710 - 800	-	-	2,800 - 3,000
Cash cost per tonne of ore processed[1]	$/t	53 - 58	68 - 75	-	-	-
Metals contained in concentrate produced[2],[3]						
Gold	Koz	155 - 175	90 - 110	-	-	245 - 285
Copper	Mlbs	29 - 34	-	-	-	29 - 34
Payable metals in concentrate sold[3]						
Gold	Koz	130 - 145	80 - 100	-	-	210 - 245
Copper	Mlbs	23 - 27	-	-	-	23 - 27
All-in sustaining cost per ounce of gold sold[1],[4]	$/oz	650 - 790	710 - 830	-	-	790 - 930
Complex concentrate smelted[5]	Kt	-	-	200 - 230	-	200 - 230
Cash cost per tonne of complex concentrate smelted[1],[5]	$/t	-	-	310 - 360	-	310 - 360
Corporate general and administrative expenses[6]		-	-	-	24 - 27	24 - 27
Exploration expenses[1]		-	-	-	-	33 - 39
Evaluation expenses[1],[7]		-	-	-	-	10 - 13
Sustaining capital expenditures[1],[5],[8]		14 - 18	11 - 14	9 - 11	2 - 3	36 - 46
Growth and other capital expenditures[1],[5],[8],[9]		2 - 3	0 - 1	0 - 1	14 - 15	16 - 20

1) *Based on a Euro/US$ exchange rate of 1.10, a US$/ZAR exchange rate of 18.00, a copper price of $3.75 per pound and a sulphuric acid price of $105 per tonne, where applicable.*
2) *Metals contained in concentrate produced are prior to deductions associated with smelter terms.*
3) *Gold produced includes gold in pyrite concentrate produced of 50,000 to 55,000 ounces and payable gold sold includes payable gold in pyrite concentrate sold of 35,000 to 39,000 ounces.*
4) *Allocated general and administrative expenses are reflected in consolidated all-in sustaining cost per ounce of gold sold, however are not reflected in the all-in sustaining cost per ounce of gold sold for Chelopech and Ada Tepe, given that the nature of such expenses is more reflective of the Company's consolidated all-in sustaining cost and not pertaining to the individual operations of the Company.*
5) *These measures relate to or include discontinued operations.*
6) *Excludes share-based compensation expense of approximately $6 million, before mark-to-market adjustments from movements in the Company's share price, given the volatile nature of this expense.*
7) *Guidance on evaluation expenses relates to Čoka Rakita gold project which was initiated in 2023.*
8) *Represents capital expenditures on an accrual basis and do not represent the cash outlays for the capital expenditures.*
9) *Growth and other capital expenditures in Corporate and Other include the estimated running cost for the Loma Larga gold project of $10 million to $11 million, as well as a capitalized lease related to electric mobile equipment carried from 2023 of $4 million as part of the Company's ESG initiatives.*

Certain key cost measures in the Company's detailed guidance for 2024 are sensitive to market assumptions, including copper price and foreign exchange rates. The following table demonstrates the effect of a 10% change in these market assumptions on the consolidated all-in sustaining cost as well as the smelter cash cost from discontinued operations provided in the 2024 guidance.

	2024 assumptions	**Hypothetical change**	**All-in sustaining cost ($/oz)**	**Smelter cash cost ($/t)**
Copper	$3.75/lb	+/- 10%	+/- $44/oz	N/A
Euro/US$	1.10	+/- 10%	+/- $108/oz	N/A
US$/ZAR[1],[2]	18.00	+/- 10%	N/A	-$35/t /+ $31/t

1) *Relates to discontinued operations.*
2) *As at December 31, 2023, approximately 62% of projected Namibian dollar operating expenses related to discontinued operations for 2024 have been hedged with option contracts providing a weighted average floor rate of 17.94 and a weighted average ceiling rate of 20.24.*

The Company's three-year outlook is set out in the following table:

$ millions, unless otherwise indicated		2023 Results	2024 Guidance	2025 Outlook	2026 Outlook
Gold contained in concentrate produced[(1),(2)]					
Chelopech	Koz	162	155 - 175	160 - 185	140 - 155
Ada Tepe	Koz	134	90 - 110	70 - 85	50 - 65
Total	Koz	296	245 - 285	230 - 270	190 - 220
Copper contained in concentrate produced[(1)]					
Chelopech	Mlbs	31	29 - 34	31 - 36	30 - 35
All-in sustaining cost per ounce of gold sold[(3),(4)]	$/oz	849	790 - 930	720 - 880	760 - 900
Complex concentrate smelted[(5)]	Kt	189	200 - 230	200 - 230	200 - 230
Cash cost per tonne of complex concentrate smelted[(3),(5)]	$/t	414	310 - 360	310 - 360	310 - 360
Sustaining capital expenditures[(3),(6)]					
Chelopech		19	14 - 18	12 - 15	12 - 15
Ada Tepe		10	11 - 14	8 - 10	4 - 5
Tsumeb[(5)]		14	9 - 11	12 - 15	10 - 12
Corporate digital initiatives		2	2 - 3	2 - 3	2 - 3
Consolidated		45	36 - 46	34 - 43	28 - 35

1) Metals contained in concentrate produced are prior to deductions associated with smelter terms.
2) Gold produced includes gold in pyrite concentrate produced of 50,000 to 55,000 ounces for 2024, 48,000 to 54,000 ounces in 2025, and 45,000 to 49,000 ounces in 2026.
3) Based on, where applicable, a Euro/US$ exchange rate of 1.10, a US$/ZAR exchange rate of 18.00, and a copper price of $3.75 per pound for all years, and a sulphuric acid price of $105 per tonne for 2024, $79 per tonne for 2025 and $82 per tonne for 2026, where applicable.
4) Reflects DPM general and administrative expenses being allocated based on Chelopech and Ada Tepe's proportion of total revenue, including discontinued operations. Removing Tsumeb from the allocation would increase all-in sustaining cost by an average of $35 per ounce of gold sold for each of the three years.
5) Related to discontinued operations.
6) Represents capital expenditures on an accrual basis and do not represent the cash outlays for the capital expenditures.

The estimated metals contained in concentrate produced and payable metals in concentrate sold detailed in the Company's 2024 guidance and three-year outlook are not expected to occur evenly throughout the period and are forecast to vary from quarter to quarter depending on mine sequencing, the timing of concentrate deliveries and planned maintenances. The rate of capital expenditures is also expected to vary from quarter to quarter based on the schedule for, and execution of, each capital project.

Additional detail on the Company's three-year outlook is set out below:

Chelopech

Gold and copper contained in concentrate produced are expected to be consistent with production schedules and expected grades outlined in the most recently issued technical report. Gold contained in concentrate produced remains unchanged from the previous outlook for 2024 and 2025, with the outlook for 2026 slightly below the 2025 production level, in-line with the mine plan. The outlook for copper contained in concentrate produced remains unchanged in 2024 and 2025 from the previous outlook and is expected to remain at the consistent production level in 2026.

Cash cost per tonne of ore processed in 2024 is expected to be higher than 2023, due primarily to higher local currency operating costs.

All-in sustaining cost per ounce of gold sold in 2024 is expected to be lower than 2023, due primarily to lower treatment charges as all Chelopech concentrates will now be delivered to third-party smelters, partially offset by higher local currency operating costs.

Sustaining capital expenditures in 2024 are expected to be lower than 2023 results, mainly due to the completion of the tailings management facility in 2023. Sustaining capital expenditures are expected to trend lower in 2025 and 2026 due primarily to lower expenditures related to mobile equipment. Growth capital expenditures related to resource development drilling and margin improvement projects are expected to be between $2 million and $3 million in 2024, relatively consistent year over year.

Ada Tepe

Gold contained in concentrate produced remains unchanged from the previous outlook for 2024 and 2025 and is expected to be lower in 2026, in-line with the mine plan as the mine reaches its end of life before the end of 2026.

Cash cost per tonne of ore processed is expected to be higher in 2024 as compared to 2023, due primarily to higher operating costs.

All-in sustaining cost per ounce of gold sold is expected to be higher in 2024 as compared to 2023, due primarily to lower volumes of gold sold and higher local currency operating costs.

Sustaining capital expenditures are expected to be slightly higher than the previous outlook range of $10 million to $12 million in 2024 due primarily to higher deferred stripping costs and increased costs related to Ada Tepe's integrated waste management facility, before reducing to a range of $8 million to $10 million in 2025, in line with the previous outlook, and reducing further to a range of $4 million to $5 million in 2026 as the mine reaches the end of its life.

Loma Larga gold project

Growth capital expenditures for 2024 associated with the Loma Larga gold project are expected to be between $10 million and $11 million, approximately half of the amount spent in 2023, covering the estimated running costs for the year, which mainly include general and administrative expenses, certain permitting, social and environmental related activities. In 2023, higher spend was a result of the additional scope of work related to the updated FS work as well as increased activities related to stakeholder engagement. DPM will continue to take a disciplined approach with respect to future investments in the Loma Larga gold project, based on the receipt of key milestones, overall operating environment in-country and other capital allocation priorities.

See the "Development and Other Major Projects – Loma Larga Gold Project" section contained in this MD&A for further details.

Exploration and evaluation expenses

Exploration expenditures in 2024 are expected to be between $33 million and $39 million due primarily to higher expected drilling activities at Čoka Rakita and at the new Potaj Čuka prospect located to the north of Čoka Rakita in Serbia, as well as a new drilling program at the new Krumovitsa licence at Ada Tepe in Bulgaria.

Evaluation expenditures in 2024 are expected to be between $10 million and $13 million related to the PEA for the Čoka Rakita project, which is expected to be completed in the second quarter of 2024. If positive results are achieved from the PEA and the Company decides to proceed with a pre-feasibility study ("PFS"), the Company may increase its guidance for evaluation expenditures. The amount and timing for this additional funding is dependent on the timing of the completion of the PEA.

See the "Exploration" and "Development and Other Major Projects - Čoka Rakita Project" sections contained in this MD&A for further details.

REVIEW OF OPERATING RESULTS BY SEGMENT

Review of Chelopech Results

$ thousands, unless otherwise indicated		Fourth Quarter			Full Year		
		2023	2022	Change	**2023**	2022	Change
Operating Highlights							
Ore mined	t	**566,651**	556,108	2%	**2,205,752**	2,130,611	4%
Ore processed	t	**564,825**	553,088	2%	**2,205,107**	2,138,792	3%
Head grades:							
Gold	g/t	**2.84**	3.22	(12%)	**2.94**	3.28	(10%)
Copper	%	**0.78**	0.74	5%	**0.77**	0.80	(4%)
Recoveries:							
Gold in gold-copper concentrate	%	**58.3**	52.4	11%	**51.4**	53.3	(4%)
Gold in pyrite concentrate	%	**22.9**	26.9	(15%)	**26.1**	26.2	0%
Gold combined recoveries	%	**81.2**	79.3	2%	**77.5**	79.5	(3%)
Copper	%	**84.7**	82.9	2%	**82.1**	82.2	0%
Gold-copper concentrate produced	t	**39,792**	36,048	10%	**134,449**	123,046	9%
Pyrite concentrate produced	t	**66,637**	68,716	(3%)	**274,565**	267,642	3%
Metals contained in concentrate produced:							
Gold in gold-copper concentrate	oz	**30,067**	29,968	0%	**107,359**	120,053	(11%)
Gold in pyrite concentrate	oz	**11,804**	15,371	(23%)	**54,513**	59,082	(8%)
Total gold production	oz	**41,871**	45,339	(8%)	**161,872**	179,135	(10%)
Copper	Klbs	**8,229**	7,436	11%	**30,547**	30,835	(1%)
Cost of sales per tonne of ore processed	$/t	**64**	71	(10%)	**63**	63	0%
Cash cost per tonne of ore processed	$/t	**51**	51	0%	**50**	50	0%
Gold-copper concentrate delivered	t	**39,559**	37,848	5%	**135,178**	124,061	9%
Pyrite concentrate delivered	t	**60,467**	67,740	(11%)	**271,165**	266,702	2%
Payable metals in concentrate sold(1):							
Gold in gold-copper concentrate	oz	**27,576**	28,795	(4%)	**98,130**	110,752	(11%)
Gold in pyrite concentrate	oz	**8,700**	10,408	(16%)	**37,732**	40,828	(8%)
Total payable gold	oz	**36,276**	39,203	(7%)	**135,862**	151,580	(10%)
Payable copper	Klbs	**7,009**	6,726	4%	**26,651**	27,224	(2%)
Cost of sales per ounce of gold sold	$/oz	**993**	1,006	(1%)	**1,027**	884	16%
Cash cost per ounce of gold sold	$/oz	**814**	862	(6%)	**796**	712	12%
All-in sustaining cost per ounce of gold sold	$/oz	**985**	1,127	(13%)	**955**	858	11%
Capital expenditures incurred(2):							
Sustaining		**4,622**	10,375	(55%)	**19,490**	23,863	(18%)
Growth		**717**	721	(1%)	**2,869**	3,064	(6%)
Total capital expenditures		**5,339**	11,096	(52%)	**22,359**	26,927	(17%)

1) *Represents payable metals in gold-copper and pyrite concentrate sold based on provisional invoices.*
2) *Represents capital expenditures on an accrual basis and do not represent the cash outlays for the capital expenditures.*

Metals production

Gold contained in gold-copper concentrate produced in the fourth quarter of 2023 of 30,067 was comparable to the corresponding period in 2022 due primarily to higher gold recoveries largely offset by lower gold grades. Relative to the fourth quarter of 2022, gold contained in pyrite concentrate produced in the fourth quarter of 2023 decreased by 23% to 11,804 ounces due primarily to lower gold grades and recoveries.

Relative to 2022, gold contained in gold-copper concentrate produced in 2023 decreased by 11% to 107,359 ounces due primarily to lower gold grades and recoveries, in-line with the mine plan. Gold contained in pyrite concentrate produced in 2023 of 54,513 ounces was 8% lower than 2022 due primarily to lower gold grades.

Copper production in the fourth quarter of 2023 of 8.2 million pounds was 11% higher than the corresponding period in 2022 due primarily to higher copper grades. Copper production in 2023 of 30.5 million pounds was comparable to 2022 due primarily to lower copper grades largely offset by higher volumes of ore processed.

Metals sold

Relative to the fourth quarter of 2022, payable gold in gold-copper concentrate sold in the fourth quarter of 2023 decreased by 4% to 27,576 ounces, due primarily to the timing of deliveries. Payable gold in pyrite concentrate sold decreased by 16% to 8,700 ounces in the fourth quarter of 2023, compared to the corresponding period in 2022, due primarily to lower gold production.

Relative to 2022, payable gold in gold-copper concentrate sold in 2023 decreased by 11% to 98,130 ounces and payable gold in pyrite concentrate sold in 2023 decreased by 8% to 37,732 ounces, respectively, reflecting lower gold production.

Payable copper in the fourth quarter of 2023 of 7.0 million pounds was 4% higher than the corresponding period in 2022 due primarily to higher copper production, partially offset by the timing of deliveries. Payable copper in 2023 of 26.7 million pounds was comparable to 2022, consistent with copper production.

Inventory

Gold-copper concentrate inventory totalled 1,112 tonnes as at December 31, 2023, down from 1,841 tonnes as at December 31, 2022. Pyrite concentrate inventory totalled 17,641 tonnes as at December 31, 2023, up from 14,241 tonnes as at December 31, 2022. These changes in inventory were due primarily to the timing of deliveries.

Cash cost measures

Cash cost per tonne of ore processed in the fourth quarter and full year of 2023 of $51 and $50, respectively, was comparable to the corresponding periods in 2022 due primarily to higher prices for labour and direct materials and a stronger Euro relative to the U.S. dollar, largely offset by lower prices for power and higher volumes of ore processed.

Cash cost per ounce of gold sold in the fourth quarter of 2023 of $814 was 6% lower than the corresponding period in 2022 due primarily to higher by-product credits reflecting higher volumes and prices of copper sold and lower prices for power, partially offset by lower volumes of gold sold and a stronger Euro relative to the U.S. dollar. Cash cost per ounce of gold sold in 2023 of $796 was 12% higher than 2022 due primarily to lower volumes of gold sold, lower by-product credits reflecting lower volumes and prices of copper sold, higher prices for labour and direct materials and a stronger Euro relative to the U.S. dollar, partially offset by lower treatment and freight charges as a result of increased deliveries to third-party smelters and lower prices for power.

All-in sustaining cost per ounce of gold sold in the fourth quarter and full year of 2023 was $985 and $955, respectively, compared to $1,127 and $858 in the corresponding periods in 2022 due primarily to the same factors impacting cash cost per ounce of gold sold, as well as lower cash outlays for sustaining capital expenditures.

Capital expenditures

Capital expenditures in the fourth quarter and full year of 2023 of $5.3 million and $22.4 million, respectively, were $5.8 million and $4.5 million lower than the corresponding periods in 2022 due primarily to the timing of expenditures. The planned upgrade of the tailings management facility was completed in the second quarter of 2023.

Mineral Reserve and Mineral Resource update

On November 29, 2023, the Company announced a mine life extension to 2032 and an interim update to the Mineral Resource and Mineral Reserve estimates and LOM plan for the Chelopech mine. The updated Mineral Reserve estimate for Chelopech, effective as of May 31, 2023, consists of total Proven and Probable Mineral Reserves with 17.6 million tonnes ("Mt") grading 2.77 g/t of gold, 0.79% copper and 8.63 g/t of silver, for 1.57 million ounces of gold, 305.3 million pounds of copper and 4.99 million ounces of silver.

Compared to the December 31, 2022 Mineral Reserve estimate, the Company successfully added 1% to contained ounces of gold with contained pounds of copper decreasing by 2% relative to the previous Mineral Reserve estimate, extending the LOM to 2032. The updated LOM plan added approximately 128,000 ounces of recovered gold and 9 million pounds of recovered copper between 2024 and 2032, with average LOM gold grade and copper grades increased by 5% and 3% respectively, and recoveries for gold increased by approximately 5%.

Current Mineral Resources, effective as of May 31, 2023 and exclusive of Mineral Reserves, consist of Measured and Indicated Mineral Resources with 15.4 Mt grading 2.39 g/t of gold, 0.78% copper and 9.41 g/t of silver, for 1.185 million ounces of gold, 265 million pounds of copper and 4.669 million ounces of silver.

Inferred Mineral Resources were 4.3 Mt grading 2.00 g/t of gold, 0.71% copper and 8.90 g/t of silver, for 0.274 million ounces of gold, 67 million pounds of copper and 1.219 million ounces of silver. The Mineral Resources demonstrate the potential to extend the mine life, if such Mineral Resources are converted to Mineral Reserves.

See the Company's press release dated November 29, 2023 entitled "Dundee Precious Metals Extends Life of Mine Plan to 2032 for the Chelopech Mine in Bulgaria; Provides Mineral Reserve and Mineral Resource Update and Highlights from Exploration Activities" for additional information, including key assumptions and parameters relating to the foregoing Mineral Resource and Mineral Reserve Estimates, as well as the Chelopech Technical Report, which have been posted on the Company's website at www.dundeeprecious.com and have been filed on SEDAR+ at www.sedarplus.ca.

Review of Ada Tepe Results

$ thousands, unless otherwise indicated		Fourth Quarter			Full Year		
		2023	2022	Change	**2023**	2022	Change
Operating Highlights							
Ore mined	t	**174,017**	194,285	(10%)	**780,614**	733,691	6%
Stripping ratio (waste/ore)		**3.32**	3.31	0%	**3.09**	3.44	(10%)
Ore processed	t	**170,699**	206,153	(17%)	**747,604**	852,990	(12%)
Gold head grade	g/t	**7.47**	5.04	48%	**6.51**	4.06	60%
Gold recoveries(1)	%	**86.0**	84.2	2%	**85.7**	84.4	2%
Gold concentrate produced	t	**2,174**	1,716	27%	**8,426**	5,577	51%
Gold contained in concentrate produced	oz	**35,212**	28,081	25%	**134,200**	93,974	43%
Cost of sales per tonne of ore processed	$/t	**146**	125	17%	**140**	120	17%
Cash cost per tonne of ore processed	$/t	**72**	58	24%	**67**	55	22%
Gold concentrate delivered	t	**2,093**	1,655	26%	**8,339**	5,509	51%
Payable gold in concentrate sold(2)	oz	**33,288**	26,628	25%	**129,881**	91,117	43%
Cost of sales per ounce of gold sold	$/oz	**750**	965	(22%)	**806**	1,128	(29%)
Cash cost per ounce of gold sold	$/oz	**384**	464	(17%)	**416**	537	(23%)
All-in sustaining cost per ounce of gold sold	$/oz	**475**	555	(14%)	**500**	676	(26%)
Capital expenditures incurred(3):							
Sustaining		**2,825**	2,077	36%	**9,708**	9,830	(1%)
Growth		**686**	-	100%	**686**	-	100%
Total capital expenditures		**3,511**	2,077	69%	**10,394**	9,830	6%

1) *Recoveries are after the flotation circuit but before filtration.*
2) *Represents payable metals in gold concentrate sold based on provisional invoices.*
3) *Represents capital expenditures on an accrual basis and do not represent the cash outlays for the capital expenditures.*

Gold production

Gold contained in concentrate produced in the fourth quarter and full year of 2023 of 35,212 ounces and 134,200 ounces, respectively, was 25% and 43% higher than the corresponding periods in 2022 due primarily to mining higher grade zones, partially offset by lower volumes of ore processed, in-line with the mine plan. The Ada Tepe mine achieved record production for both the quarter and the year.

Gold sold

Payable gold in concentrate sold in the fourth quarter and full year of 2023 of 33,288 ounces and 129,881 ounces, respectively, was 25% and 43% higher than the corresponding periods in 2022, consistent with higher production.

Inventory

Gold concentrate inventory totalled 184 tonnes as at December 31, 2023, up from 97 tonnes as at December 31, 2022.

Cash cost measures

Cash cost per tonne of ore processed in the fourth quarter and full year of 2023 of $72 and $67, respectively, was 24% and 22% higher than the corresponding periods in 2022 due primarily to lower volumes of ore processed. Cash cost per tonne of ore processed in 2023 was also impacted by higher royalties reflecting higher contained ounces of gold mined.

Cash cost per ounce of gold sold in the fourth quarter and full year of 2023 of $384 and $416, respectively, was 17% and 23% lower than the corresponding periods in 2022 due primarily to higher volumes of gold sold which primarily benefited from higher gold grades.

All-in sustaining cost per ounce of gold sold in the fourth quarter and full year of 2023 of $475 and $500, respectively, was 14% and 26% lower than the corresponding periods in 2022 due primarily to lower cash cost per ounce of gold sold, as well as the timing of cash outlays for sustaining capital expenditures.

Capital expenditures

Capital expenditures in the fourth quarter and full year of 2023 were $3.5 million and $10.4 million, respectively, compared to $2.1 million and $9.8 million in the corresponding periods in 2022 due primarily to timing of expenditures. The accelerated grade control drilling program at Ada Tepe was completed in the first quarter of 2022.

DEVELOPMENT AND OTHER MAJOR PROJECTS

Čoka Rakita Project

In December 2023, DPM announced an Inferred Mineral Resource of 9.79 Mt at a grade of 5.67 g/t for 1.78 million ounces of gold at Čoka Rakita, and subsequently filed a technical report entitled "Maiden Mineral Resource Estimate - Čoka Rakita Gold Project, Serbia", with an effective date of November 26, 2023, (the Čoka Rakita Technical Report"). The maiden MRE was completed after only one full year of drilling on the project, and is based on approximately 81,000 metres of drilling in 173 holes. The Inferred Mineral Resource contains a significant portion of gold ounces within a continuous high-grade core of mineralization that amounts to 2.81 Mt at a grade of 10.12 g/t Au for 0.914 million ounces of gold.

Based on the favourable size and quality of the MRE, DPM will continue to accelerate the project and expects to complete a PEA in the second quarter of 2024, targeting a throughput rate of 850,000 tonnes per annum.

Čoka Rakita benefits from good infrastructure, including existing nearby roads and power lines. The project is located in close regional proximity to DPM's existing operations in Bulgaria and is a strong fit with the Company's underground mining and processing expertise, with metallurgical test work demonstrating gold recoveries of approximately 90% by gravity concentration and conventional flotation.

DPM is continuing its drilling program focused on extending the limits of Čoka Rakita, which remains open to the northeast and to the southwest, and is also aggressively pursuing additional skarn targets on the Čoka Rakita licence as well as on three additional licences to the north and the south. See the "Exploration – Serbia Exploration" section contained in this MD&A for additional details on the drilling program at Čoka Rakita.

The Company has budgeted between $10 million and $13 million on the PEA for the project in 2024.

See the Company's news release dated December 11, 2023 entitled "Dundee Precious Metals Announces High-Grade Underground Maiden Mineral Resource Estimate of 1.8 Million Inferred Gold Ounces at its Čoka Rakita Project in Serbia" and the Čoka Rakita Technical Report, respectively, for additional information, which have been posted on the Company's website at www.dundeeprecious.com and have been filed on SEDAR+ at www.sedarplus.ca.

Loma Larga Gold Project

At the Loma Larga project in Ecuador, the Company continued to progress activities related to permitting and stakeholder relations. In October 2023, a new President of Ecuador was elected and the Company is working with the newly formed government to fulfill the requirements of the August 2023 ruling by the Provincial Court of Azuay in connection with the Constitutional Protective Action that was filed in 2022 (the "Action").

Based on the Company's analysis, the decision reaffirmed DPM's concessions for the Loma Larga project and clarified that free, prior and informed consultation of certain local indigenous populations must be carried out by the state, which the Company had already planned as part of its development of the project. The decision also held that environmental consultation with communities in the project's area of influence and certain additional reports on the impact of the project on water resources and the Quimsacocha National Recreation Area would need to be provided by the Ministry of Environment, Water and Ecological Transition to the court prior to advancing the project to the exploitation phase.

In line with this ruling, the Government of Ecuador commenced the environmental consultation process for the Loma Larga project. DPM will continue to support the Government of Ecuador and proactively engage with stakeholders for the fulfillment of the conditions established by the court.

As previously reported, DPM will continue optimizating the updated FS in order to evaluate additional opportunities and to potentially incorporate the results of drilling, once these activities are able to recommence. These scope changes, combined with inflationary pressures consistent with general industry trends, are expected to result in a significant increase to the estimated initial capital and operating costs for the project. This may impact project economics and other parameters, including the Mineral Resource and Mineral Reserve estimate, which are being assessed as the additional work required for the updated FS nears completion. DPM will continue to take a disciplined approach with respect to future investments in the Loma Larga project, based on the receipt of key milestones and the overall operating environment in-country, and other capital allocation priorities.

During the third quarter of 2023, the Company entered into an IPA with the Government of Ecuador for Loma Larga. The IPA provides tax stability and certain tax incentives, as well as legal protections including stability of the regulatory framework and resolution of disputes through international arbitration.

The Company maintains a constructive relationship with government institutions and other stakeholders involved with the development of the project.

The Company has budgeted between $10 million and $11 million for the project in 2024, approximately half of the amount spent in 2023.

For further details on the Action, please see the news releases issued on February 24, 2022, July 13, 2022 and August 29, 2023, which are available on the Company's website at www.dundeeprecious.com and have been filed on SEDAR+ at www.sedarplus.ca. For further details on the IPA, please see the news release issued on August 18, 2023, which is available on the Company's website at www.dundeeprecious.com and has been filed on SEDAR+ at www.sedarplus.ca.

EXPLORATION

Chelopech Mine

DPM continues to aggressively focus on extending Chelopech's mine life through its successful in-mine exploration program. In 2023, the Company continued to advance in-mine exploration activities aimed at resource development, drilling approximately 44,500 metres with total 244 holes, which included approximately 26,300 metres of extensional drilling designed to explore for new mineralization along interpreted geological trends and to test several potential exploration targets.

A total of 13,972 metres of underground drilling were undertaken from four positions towards Target 11, which is located in the northeastern area of the mine. Drilling expanded both the mineralized contour and the enveloping silica alteration zone.

Structurally controlled zones of pyrite rich, high-sulphidation mineralization located on the northern flank of Chelopech were identified. Approximately 2,000 metres were drilled towards Targets 183, 184 and 185 from two positions. As a result, the existing mineralization in the most northwestern parts of the deposit was extended.

In 2023, approximately 3,725 metres were completed as part of a larger program to test the potential of the Quartz-Barite-Gold-Sulphide ("QBGS") zone, which is located in the southeastern section of the mine. The results of this program returned sporadic, narrow intervals with occasional elevated grade values. Extensions to the silica envelope of Block 18 were encountered. The QBGS zone remains open in multiple directions and further resource definition drilling is planned to delineate this zone.

In addition, the in-mine drilling program has focused on testing the upper levels of the western part of the deposit. Approximately 4,600 metres were completed in the gaps between Blocks 150 and 151, as well as Blocks 103 – 153 and 150 – 153. No significant mineralization was detected in the gap areas, however, the ore bodies located in the blocks stated above were either confirmed or extended. High-grade contour of Block 150 was extended by approximately 20 metres to the southeast and by 15 metres vertically. Furthermore, the contours of silica alteration of Blocks 150 and 151 were expanded locally. Additionally, the silica contour of Block 153 was expanded, by approximately 70 metres, both along strike and vertically.

Holes drilled as part of the drilling program towards Block 7 demonstrated significant intersections and extended the upper extents of the block's mineralization contours.

In the first quarter of 2024, the Mineral Resource development strategy for Chelopech will be focused on extensional drilling in:

- The Target North zone, which is located on the northern flank of the Chelopech mine concession and is manifested as an isolated, structurally and lithologically controlled intervals of high-sulphidation type of mineralization. Several extensional drilling programs are planned for the target, including testing the northern area of Block 19 for high-grade structurally controlled orebodies between levels 450 and 500, and drilling to the west of Block 147 to explore for similar bodies at a depth of levels 200 to 500.

- An area northwest from Block 147 (Target 147 deep). This peripheral part of the deposit is highly prospective, with lithological and structural characteristics suggesting a steeply dipping, lens like shape of mineralization. Mineralization is located on the contact zone between a breccia body and a coherent magmatic rock.

- Extensional drilling south-east from Block 700 is planned to better assess the economic significance of the QBGS zone. This program is a continuation of previous successful drilling campaigns and will focus on identifying an extension of the mineralized system to the south-east and at depth.

The Company has budgeted a total of $2 million to $3 million on exploration activities at the Chelopech mine in 2024, which is included in the guidance for the growth capital expenditures.

Chelopech Brownfield Exploration

During the fourth quarter of 2023, DPM continued to advance the Chelopech brownfield exploration program at the Brevene exploration licence and the Sharlo Dere target within the mine concession. Approximately 6,800 metres of surface diamond drilling were completed.

At the Sharlo Dere prospect, a 50-metre by 50-metre infill drilling program has been completed which is aimed at assessing the economic potential at the Sharlo Dere prospect. For more details about the brownfield exploration results for Sharlo Dere, please refer to the Company's news release issued on November 29, 2023, which is available on the Company's website at www.dundeeprecious.com and has been filed on SEDAR+ at www.sedarplus.ca.

In January 2024, the Company received the Commercial Discovery Certificate from the Bulgarian authorities for the Sveta Petka exploration licence, which includes the Wedge, West Shaft, Krasta and Petrovden prospects. This allows the Company to apply for concession rights in 2024 for the area which is now designated as Chelopech North.

An intensive drilling campaign on the Brevene exploration licence has been completed and application for Geological Discovery was filed in December in 2023, with the goal of obtaining the Geological Discovery Certificate in mid-2024.

The Company has planned a total of $4 million to $5 million for Chelopech brownfield exploration activities in 2024.

Ada Tepe Brownfield Exploration

During the fourth quarter of 2023, exploration activities at Ada Tepe camp were focused on a target delineation campaign and scout drilling on the new Krumovitsa exploration licence.

Krumovitsa Exploration Licence

Scout drilling of several epithermal sediment hosted targets was advanced in the fourth quarter of 2023, and is planned to continue in the first quarter of 2024. The exploration team has continued systematic geological mapping and rock sampling in conjunction with spectral data acquisition and interpretation. Additionally, the Company deployed a passive seismic orientation survey to understand the basin morphology and enhance undercover targeting.

Chiirite Exploration Licence

Permitting for drilling at Kara Tepe is ongoing and drilling is planned to commence in the second quarter of 2024, pending the positive outcome of the associated Environmental Impact Assessment process.

The Company has planned a total of $4 million to $5 million for Ada Tepe brownfield exploration activities and another $1 million to $2 million for Ada Tepe greenfield exploration activities in 2024.

Serbia Exploration

In the fourth quarter, exploration activities in Serbia continued to focus on an accelerated drilling program at the Čoka Rakita deposit, with approximately 19,500 metres completed.

Infill drilling is well advanced, covering the core of the system, in order to provide additional confidence on the continuity and high-grade nature of the mineralization, and the Company completed a maiden MRE for Čoka Rakita in December 2023 (see "Development and Other Major Projects - Čoka Rakita Gold Project" section contained in this MD&A for further details).

The Company also continued scout drilling to test other camp-wide targets near Čoka Rakita and completed additional deep magneto-telluric (MT) survey covering the Čoka Rakita and Dumitru Potok targets, which highlighted a deep, high-conductivity anomaly that is currently being tested. Scout drilling intercepted favourable geological indicators on the north and north west flank of the system where additional marble hosted skarn mineralization was encountered.

Following the grant of the two new exploration licences over the area hosting the Timok gold project, the Company is currently preparing an aggressive exploration program and plans to start testing the favourable stratigraphy for carbonate replacement and skarns on the new Potaj Čuka exploration licence, located to the north of Čoka Rakita, as well as on the new Pešter Jug exploration licence, which is to the west of Čoka Rakita. This program is expected to commence in early 2024, pending approval of the work program and permitting procedures, with approximately 25,000 meters of drilling planned for the first year of exploration at these targets.

The Company has budgeted between $20 million and $22 million for Serbian exploration activities.

For further details, see the Company's news release dated December 11, 2023 entitled "Dundee Precious Metals Announces High-Grade Underground Maiden Mineral Resource Estimate of 1.8 Million Inferred Gold Ounces at its Čoka Rakita Project in Serbia" and the Čoka Rakita Technical Report, respectively, for additional information, which have been posted on the Company's website at www.dundeeprecious.com and have been filed on SEDAR+ at www.sedarplus.ca.

Ecuador Exploration

Loma Larga Concessions

On the Loma Larga concessions, drilling activities remain paused following the decision on the appeal of the Action, which was received in mid-August 2023. (see the "Development and Other Major Projects – Loma Larga Gold Project" section contained in this MD&A for further details). The 15,800-metre program consists of hydrogeological, geotechnical, metallurgical, condemnation and extensional drilling.

Tierras Coloradas Concessions

In the first quarter of 2023, the Company reported the results of a 2,700-metre diamond drilling program completed in the fourth quarter of 2022. The drilling program was designed to test a series of epithermal veins, previously identified by field work and scout drilling in 2020. Drilling confirmed two high-grade vein systems that remain open in multiple directions.

The Company commenced a 10,000-metre drilling program in August 2023, completed a total of approximately 4,200 metres during the fourth quarter of 2023 for a total of approximately 6,500 metres for the year. Assay results are pending. The primary focus of the drilling campaign is to further assess the extension and geometry of the Aparecida and La Tuna vein systems, to test other additional high-grade veins and to follow up on soil anomalies with high-sulfidation epithermal or porphyry type geochemical signatures.

During 2023, detailed surface mapping was performed in conjunction with soil and rock chip-channel sampling, in order to determine the surface footprint and identify drilling targets. Additional field work will continue in the first quarter of 2024.

The change in status of the Tierras Coloradas project from early to advanced stage exploration was initiated in 2023, but is delayed following the suspension of legislation establishing the process for environmental consultations required for licensing of industrial and mining projects by the Constitutional Court of Ecuador.

The Company invested approximately $5 million at Tierras Coloradas in 2023 and has budgeted another $4 million to $5 million in 2024 to support the expanded drilling program and anticipates that the remainder of the 10,000-metre drilling campaign will be completed by the end of the first quarter of 2024. DPM will also take a disciplined approach with respect to future investment in Tierras Coloradas, based on the the drilling results, overall operating environment in-country and other capital allocation priorities.

For further details on the drilling program at Tierras Coloradas, please see press release entitled “Dundee Precious Metals Announces Significant Diamond Drilling Results at Tierras Coloradas, Ecuador; Results Include Drill Intercept of 17.3 metres at 46.09 g/t Au”, issued on February 27, 2023, which has been posted on the Company’s website at www.dundeeprecious.com and has been filed on SEDAR+ at www.sedarplus.ca.

REVIEW OF FINANCIAL RESULTS

$ thousands, unless otherwise indicated		Fourth Quarter			Full Year		
		2023	2022	Change	**2023**	2022	Change
Revenue		**139,339**	112,968	23%	**520,091**	433,490	20%
Cost of sales		**60,980**	65,141	(6%)	**244,207**	236,668	3%
General and administrative expenses		**10,001**	10,384	(4%)	**36,525**	28,543	28%
Corporate social responsibility expenses		**2,462**	3,503	(30%)	**4,948**	6,240	(21%)
Exploration and evaluation expenses		**13,457**	8,382	61%	**46,558**	24,230	92%
Finance costs		**957**	770	24%	**3,499**	3,340	5%
Other income and expense		**(6,972)**	(1,586)	340%	**(21,348)**	(4,934)	333%
Earnings before income taxes from continuing operations		**58,454**	26,374	122%	**205,702**	139,403	48%
Income tax expense		**6,409**	4,312	49%	**23,726**	22,819	4%
Net earnings from continuing operations		**52,045**	22,062	136%	**181,976**	116,584	56%
Per share from continuing operations	$/sh	**0.29**	0.12	142%	**0.98**	0.61	61%
Adjusted EBITDA from continuing operations		**72,013**	45,428	59%	**268,355**	222,847	20%
Adjusted net earnings from continuing operations		**50,041**	22,062	127%	**179,972**	118,953	51%
Per share from continuing operations	$/sh	**0.28**	0.12	133%	**0.97**	0.62	56%

Revenue

Revenue in the fourth quarter of 2023 of $139.3 million was 23% higher than the corresponding period in 2022 due primarily to higher volumes and realized prices of gold sold.

Revenue in 2023 of $520.1 million was 20% higher than 2022 due primarily to higher volumes and realized prices of gold sold, and lower treatment and freight charges at Chelopech as a result of increased deliveries to third-party smelters, partially offset by lower volumes and realized prices of copper sold.

The following table summarizes revenue by segment:

$ thousands	Fourth Quarter			Full Year		
	2023	2022	Change	**2023**	2022	Change
Chelopech(1)	**72,336**	66,361	9%	**268,790**	271,648	(1%)
Ada Tepe(1)	**67,003**	46,607	44%	**251,301**	161,842	55%
Total revenue	**139,339**	112,968	23%	**520,091**	433,490	20%

1) Includes the value of payable metals sold, deductions for treatment charges, penalties, transportation and other selling costs, and final settlements to reflect any physical and cost adjustments on provisionally priced sales.

At Chelopech, revenue in the fourth quarter of 2023 of $72.3 million was 9% higher than the corresponding period in 2022 due primarily to higher realized gold and copper prices, partially offset by lower volumes of gold sold. Revenue in 2023 of $268.8 million was comparable to 2022 due primarily to lower volumes of gold sold and lower volumes and realized prices of copper sold, partially offset by higher realized gold prices and lower treatment and freight charges.

At Ada Tepe, revenue in the fourth quarter and full year of 2023 of $67.0 million and $251.3 million, respectively, was 44% and 55% higher than the corresponding periods in 2022 due primarily to higher volumes and realized prices of gold sold.

Cost of sales

Cost of sales in the fourth quarter of 2023 of $61.0 million decreased compared to $65.1 million in the corresponding period in 2022 due primarily to lower prices for power and lower depreciation expenses.

Cost of sales in 2023 of $244.2 million increased compared to $236.7 million in 2022 due primarily to higher local currency mine operating costs reflecting higher costs for labour and direct materials, partially offset by lower prices for power.

General and administrative expenses

General and administrative expenses in the fourth quarter and full year of 2023 of $10.0 million and $36.5 million, respectively, was $0.4 million lower and $8.0 million higher than the corresponding periods in 2022 due primarily to mark-to-market adjustments to share-based compensation expenses, reflecting DPM's strong share price performance.

Share-based compensation expense included in general and administrative expenses in the fourth quarter and full year of 2023 was $2.4 million and $11.8 million, respectively, compared to $3.0 million and $4.8 million in the corresponding periods in 2022.

Exploration and evaluation expenses

Exploration and evaluation expenses in the fourth quarter and full year of 2023 of $13.5 million and $46.6 million, respectively, increased compared to $8.4 million and $24.2 million in the corresponding periods in 2022 due primarily to accelerated drilling and evaluation activities at Čoka Rakita in Serbia following the high-grade discovery announced in January 2023, additional drilling at Brevene in Chelopech and increased focus on drilling at Tierras Coloradas in Ecuador.

For a more detailed discussion on the Company's exploration activities, refer to the "Exploration" section of this MD&A.

Finance costs

Finance costs are comprised of interest and other deemed financing costs in respect of the Company's debt facilities, lease obligations and rehabilitation provisions.

Finance costs in the fourth quarter and full year of 2023 were $1.0 million and $3.5 million, respectively, compared to $0.8 million and $3.3 million in the corresponding periods in 2022.

Other income and expense

The following table summarizes items making up other income and expense:

$ thousands	**Fourth Quarter**		**Full Year**	
	2023	2022	**2023**	2022
Realized (gains) losses on foreign exchange forward contracts[(1)]	**-**	(2,159)	**4,516**	(3,029)
Net gains on derivatives[(1)]	**(2,004)**	-	**(2,004)**	-
Net losses on Sabina special warrants[(1)]	**-**	-	**-**	2,369
Net foreign exchange (gains) losses[(2)]	**1,896**	3,453	**(2,064)**	1,677
Interest income	**(6,171)**	(3,656)	**(23,250)**	(6,494)
Other, net	**(693)**	776	**1,454**	543
Total other (income) and expense	**(6,972)**	(1,586)	**(21,348)**	(4,934)

1) *Refer to the "Financial Instruments" section of this MD&A for more details.*
2) *Primarily related to the revaluation of foreign denominated monetary assets and liabilities.*

Income tax expense

The effective tax rate of the Company can vary significantly from one period to the next based on a number of factors. For the fourth quarter and full year of 2023 and 2022, the Company's effective tax rate was impacted primarily by the Company's overall earnings, mix of foreign earnings or losses, which are subject to lower tax rates in certain jurisdictions, and changes in unrecognized tax benefits relating to corporate operating, exploration and evaluation costs, as well as unrealized gains or losses on the Company's publicly traded securities recognized in other comprehensive income (loss).

$ thousands, unless otherwise indicated	**Fourth Quarter**		**Full Year**	
	2023	2022	**2023**	2022
Earnings before income taxes from continuing operations	**58,454**	26,374	**205,702**	139,403
Combined Canadian federal and provincial statutory income tax rates	**26.5%**	26.5%	**26.5%**	26.5%
Expected income tax expense	**15,490**	6,989	**54,511**	36,942
Lower rates on foreign earnings	**(11,433)**	(985)	**(37,400)**	(26,593)
Changes in unrecognized tax benefits	**3,695**	70	**7,741**	9,492
Non-taxable portion of capital (gains) losses	**(1,543)**	(2,458)	**(1,102)**	2,223
Non-deductible share-based compensation expense	**62**	74	**260**	296
Other, net	**138**	622	**(284)**	459
Income tax expense	**6,409**	4,312	**23,726**	22,819
Effective income tax rates	**11.0%**	16.3%	**11.5%**	16.4%

Net earnings from continuing operations

Net earnings from continuing operations in the fourth quarter of 2023 of $52.1 million ($0.29 per share) increased compared to $22.1 million ($0.12 per share) in the corresponding period in 2022 due primarily to higher volumes and realized prices of gold and copper sold, partially offset by higher planned exploration and evaluation expenses.

Net earnings from continuing operations in 2023 of $182.0 million ($0.98 per share) increased compared to $116.6 million ($0.61 per share) in 2022 due primarily to higher volumes and realized prices of gold sold, lower treatment and freight charges at Chelopech and higher interest income, partially offset by higher planned exploration and evaluation expenses, and higher share-based compensation expenses reflecting DPM's strong share performance.

Adjusted net earnings from continuing operations

The following table summarizes the key drivers affecting the changes in adjusted net earnings from continuing operations:

$ millions	Fourth Quarter	Full Year
Adjusted net earnings from continuing operations – 2022	**22.1**	**119.0**
Higher realized metal prices	19.5	39.7
Higher volumes of metal sold	8.3	39.2
Higher interest income	2.5	16.8
Lower (higher) treatment and freight charges	(1.4)	7.7
Higher exploration and evaluation expenses	(5.1)	(22.3)
Other	(1.2)	(7.9)
Lower (higher) share-based compensation expense	0.7	(7.3)
Lower (higher) local currency mine operating expenses	4.7	(4.9)
Adjusted net earnings from continuing operations – 2023	**50.1**	**180.0**

Adjusted net earnings from continuing operations in the fourth quarter and full year of 2023 of $50.1 million ($0.28 per share) and $180.0 million ($0.97 per share), respectively, increased compared to $22.1 million ($0.12 per share) and $118.9 million ($0.62 per share) in the corresponding periods in 2022 due primarily to the same factors affecting net earnings from continuing operations.

Earnings before income taxes from continuing operations

Earnings before income taxes from continuing operations, in the fourth quarter and full year of 2023 of $58.5 million and $205.7 million, respectively, increased compared to $26.4 million and $139.4 million in the corresponding periods in 2022, reflecting the same factors that affected net earnings from continuing operations, except for income taxes, which are excluded.

Adjusted EBITDA from continuing operations

Adjusted EBITDA from continuing operations in the fourth quarter and full year of 2023 was $72.0 million and $268.4 million, respectively, compared to $45.5 million and $222.9 million in the corresponding periods in 2022, reflecting the same factors that affected adjusted net earnings from continuing operations, except for interest, income taxes, depreciation and amortization, which are excluded from adjusted EBITDA.

DISCONTINUED OPERATIONS

In 2023, the Company decided to undertake a strategic review of its Tsumeb operation, including a potential sale, given that the smelter is no longer expected to process any Chelopech concentrate commencing in 2024 and as a result, it is no longer seen as strategic to DPM's asset portfolio. As a result, the assets and liabilities of Tsumeb have been presented as held for sale in the consolidated statement of financial position as at December 31, 2023 and the operating results and cash flows of Tsumeb have been presented as discontinued operations in the consolidated statements of earnings (loss) and cash flows for the years ended December 31, 2023 and 2022. As a consequence, certain comparative figures in the consolidated statements of earnings (loss) and cash flows have been reclassified to conform with current year presentation.

Tsumeb Operating and Financial Highlights

$ thousands, unless otherwise indicated		Fourth Quarter			Full Year		
		2023	2022	Change	**2023**	2022	Change
Operating Highlights							
Complex concentrate smelted:							
Chelopech	t	**19,139**	10,532	82%	**41,816**	62,368	(33%)
Third parties	t	**48,752**	31,303	56%	**146,987**	111,754	32%
Total	t	**67,891**	41,835	62%	**188,803**	174,122	8%
Cost of sales per tonne of complex concentrate smelted	$/t	**411**	621	(34%)	**525**	694	(24%)
Cash cost per tonne of complex concentrate smelted	$/t	**320**	443	(28%)	**414**	463	(11%)
Sulphuric acid:							
Production	t	**71,286**	45,717	56%	**195,265**	198,386	(2%)
Deliveries	t	**58,528**	59,943	(2%)	**185,197**	203,912	(9%)
Tsumeb capital expenditures incurred(1):							
Sustaining		**3,392**	3,848	(12%)	**13,649**	18,797	(27%)
Growth		**-**	-	0%	**378**	963	(61%)
Total capital expenditures		**3,392**	**3,848**	(12%)	**14,027**	**19,760**	(29%)
Financial Highlights							
Tsumeb revenue		**36,705**	39,895	(8%)	**114,309**	136,305	(16%)
Tsumeb cost of sales		**27,875**	25,969	7%	**99,047**	120,779	(18%)
Tsumeb impairment charge		**-**	-	0%	**-**	85,000	(100%)
Earnings (loss) before income taxes from discontinued operations		**5,431**	11,257	(52%)	**10,963**	(80,661)	114%
Adjusted EBITDA from discontinued operations		**7,621**	12,826	(41%)	**18,808**	30,022	(37%)
Net earnings (loss) from discontinued operations		**5,431**	11,257	(52%)	**10,963**	(80,661)	114%
Adjusted net earnings from discontinued operations		**5,431**	11,257	(52%)	**10,963**	10,074	9%

1) Represents capital expenditures on an accrual basis and do not represent the cash outlays for the capital expenditures.

Production and sulphuric acid deliveries

Complex concentrate smelted in the fourth quarter of 2023 of 67,891 tonnes was 26,056 tonnes higher than the corresponding period in 2022 reflecting improved operating performance as a result of the maintenance work which occurred in the third quarter of 2023, compared to a 17-day shutdown to repair a water leak in the off-gas system and instability in the power grid as a result of abnormally heavy rainfall in December 2022. Complex concentrate smelted in 2023 of 188,803 tonnes was 14,681 tonnes higher than 2022 due primarily to increased plant availability following the completion of the maintenance work in the third quarter of 2023.

Sulphuric acid production in the fourth quarter of 2023 of 71,286 tonnes was 25,569 tonnes higher than the corresponding period in 2022, consistent with higher volumes of complex concentrate smelted. Sulphuric acid production in 2023 of 195,265 tonnes was 3,121 tonnes lower than 2022, due primarily to lower sulphuric acid contained in complex concentrate smelted.

Sulphuric acid deliveries in the fourth quarter and full year of 2023 of 58,528 tonnes and 185,197 tonnes, respectively, were 1,415 tonnes and 18,715 tonnes lower than the corresponding periods in 2022 reflecting the timing of deliveries.

Cash cost per tonne of complex concentrate smelted

Cash cost per tonne of complex concentrate smelted in the fourth quarter of 2023 of $320 was $123 lower than the corresponding period in 2022 due primarily to higher volumes of complex concentrate smelted reflecting improved operating performance following the Ausmelt furnace maintenance shutdown, partially offset by lower sulphuric acid by-product credits. Cash cost per tonne of complex concentrate smelted in 2023 of $414 was $49 lower than 2022 due primarily to higher volumes of complex concentrate smelted and a weaker ZAR relative to the U.S. dollar, partially offset by lower sulphuric acid by-product credits.

Tsumeb capital expenditures

Capital expenditures in the fourth quarter and full year of 2023 were $3.4 million and $14.0 million, respectively, compared to $3.8 million and $19.8 million in the corresponding periods in 2022, reflecting benefits from the cost optimizations of the Ausmelt furnace maintenance shutdown in 2023.

Tsumeb revenue

Revenue in the fourth quarter of 2023 was $36.7 million compared to $39.9 million in the corresponding period in 2022 due primarily to lower estimated metal recoveries, partially offset by higher volumes of complex concentrate smelted. Revenue in 2023 was $114.3 million compared to $136.3 million in 2022 due primarily to lower estimated metal recoveries and lower acid revenue resulting from lower volumes and market prices, partially offset by higher volumes of complex concentrate smelted.

Tsumeb cost of sales

Cost of sales in the fourth quarter of 2023 of $27.9 million was $1.9 million higher than the corresponding period in 2022 due primarily to higher volumes of complex concentrate smelted. Cost of sales in 2023 of $99.0 million was $21.8 million lower than 2022 due primarily to a weaker ZAR relative to the U.S. dollar and lower depreciation expense following the impairment charge taken in the third quarter of 2022.

Tsumeb impairment charge

During the year ended December 31, 2022, the carrying value of Tsumeb exceeded its estimated recoverable amount resulting in an impairment charge of $85.0 million. This charge was primarily attributable to lower forecast toll revenue as a result of an expected reduction in higher arsenic bearing third-party concentrate feed being received by the smelter, commencing in 2024, concurrent with when the smelter is not expected to be processing any Chelopech concentrate.

Net earnings (loss) from discontinued operations

Net earnings from discontinued operations in the fourth quarter of 2023 of $5.4 million, decreased compared to $11.2 million in the corresponding period in 2022 due primarily to lower estimated metal recoveries, partially offset by higher volumes of complex concentrate smelted. Net earnings from discontinued operations in 2023 of $10.9 million, increased compared to a net loss from discontinued operations of $80.7 million in 2022 due primarily to the impairment charge of $85.0 million and restructuring costs of $5.7 million.

Adjusted net earnings from discontinued operations

Adjusted net earnings from discontinued operations in the fourth quarter and full year of 2023 was $5.4 million and $10.9 million, respectively, compared to $11.2 million and $10.1 million in the corresponding periods in 2022 due primarily to the same factors affecting net earnings (loss) from discontinued operations, except for adjusting items mainly related to the impairment charge and restructuring costs.

Adjusted EBITDA from discontinued operations

Adjusted EBITDA from discontinued operations in the fourth quarter and full year of 2023 was $7.6 million and $18.8 million, respectively, compared to $12.8 million and $30.0 million in the corresponding periods in 2022 due primarily to the same factors affecting adjusted net earnings from discontinued operations, except for interest, income taxes, depreciation and amortization, which are excluded from adjusted EBITDA.

Tsumeb secondary materials

As at December 31, 2023, Tsumeb had approximately $45.9 million of recoverable third party in-process secondary materials, which it is obligated to process and return, generally in the form of blister, to IXM S.A. (“IXM”) pursuant to a tolling agreement.

In April 2021, the Company and IXM agreed to amend the existing tolling agreement to provide for, among other things: i) targeted declining excess secondary material balances, above which excess secondary material would be required to be purchased by the Company; ii) the elimination of all excess secondary material by April 30, 2023; iii) an increase in the defined level of normal secondary material; and iv) an extension of the tolling agreement by three years to December 31, 2026.

As at December 31, 2023, the value of excess secondary materials, as defined in the tolling agreement, was approximately $9.8 million. Given the fact that the Company had a receivable from IXM of $17.2 million related to the estimated metal exposure at Tsumeb as at December 31, 2023, IXM has agreed to waive the requirement to purchase secondary material above the agreed normal levels.

MARKET REVIEW

Commodity prices

Commodity prices are the principal determinants of the Company’s results of continuing operations and financial condition.

The following table summarizes the average trading prices for gold and copper based on the London Bullion Market Association ("LBMA") for gold and the London Metal Exchange ("LME") for copper (Grade A) for the quarter and year ended December 31, 2023 and 2022 and highlights the overall year over year change in commodity prices:

Metal Prices		Fourth Quarter			Full Year		
(Market Average)		**2023**	2022	Change	**2023**	2022	Change
LBMA gold	$/oz	**1,976**	1,729	14%	**1,943**	1,800	8%
LME settlement copper	$/lb	**3.71**	3.63	2%	**3.85**	4.00	(4%)

The Company's average realized gold price for the fourth quarter and full year of 2023 of $2,025 and $1,957 per ounce, respectively, was 16% and 9% higher than the corresponding periods in 2022, reflecting year over year changes in market prices. The average realized copper price for the fourth quarter and full year of 2023 of $3.74 and $3.82 per pound, respectively, was 2% higher than and 4% lower than the corresponding periods in 2022, also reflecting year over year changes in market prices.

The price of gold is subject to volatile price movements over short periods of time and is affected by numerous industry and macro-economic factors that are beyond the Company's control including, but not limited to, the supply of and demand for gold, interest rates (and interest rate expectations), inflation rates (and inflation expectations), currency movements and the relative strength of the U.S. dollar, economic data and market volatility, as well as central bank reserves and investor behaviours. These diverse sources of impacts can counterbalance one another and provide gold with its uniquely stable performance at times. Over the course of 2023, average price of gold increased by 8% and reached a record high daily close price of $2,078 per ounce in late December. Gold prices in 2023 were impacted by demand from emerging markets, central banks, as well as increased geopolitics risks, partially offset by the impact of higher interest rates and the U.S dollar strength.

Overall, our view is that the demand for gold, amount of gold in the central bank reserves, the value of the U.S. dollar, and the desire to hold gold as a hedge against inflation and currency devaluation, all help drive the price of gold in the near-term.

The price of copper is largely influenced by the health of the global economy. This is due to its widespread applications in all sectors of the economy, such as power generation and transmission, construction, transportation, factory equipment and electronics. Copper prices remained largely flat year over year, having seen strong gains in the first quarter of 2023, declines in middle of the year before rebounding in the fourth quarter. Tight supply and fluctuating demand, particularly from slowing economic activity in China were the significant factors impacting copper in 2023. In the short term the copper market may face constrained supply growth in light of recent announcements of lower forecasted production from a few larger mines.

In the long run, the supply and demand fundamentals are supportive for copper prices, with the expectation of eventually increasing global demand, particularly for the green energy transition, facing potential constrained growth of supply.

The Company regularly enters into cash settled commodity swap contracts to swap future contracted monthly average metal prices for fixed metal prices in order to reduce the price exposure associated with the time lag between the provisional and final determination of its gold and copper concentrate sales ("QP Hedges"). In addition, the Company periodically enters into cash settled commodity swap and option contracts to reduce its price exposure on future sales associated with projected payable copper production ("Production Hedges") given the higher volatility in copper prices. The Company sells and hedges gold and copper metal contained in concentrates produced at prices that are effectively determined by reference to the traded prices on major commodity exchanges, including the LME and the LBMA. The Company currently has no hedges in place for its expected payable copper to be sold in 2024.

Foreign exchange rates

As an entity reporting in U.S. dollars with operations in several countries, fluctuations in foreign exchange rates between the U.S. dollar and the Bulgarian lev, which is pegged to the Euro, the Namibian dollar, which is pegged to the South African rand ("ZAR") on a 1:1 basis, and the Canadian dollar ("Cdn$") can also impact the Company's results of operations and financial condition.

The following table sets out the average foreign exchange rates for the principal currencies impacting the Company and highlights the overall year over year strengthening (weakening) of the U.S. dollar relative to these currencies.

Foreign Exchange Rates (Market Average)	Fourth Quarter			Full Year		
	2023	2022	Change	**2023**	2022	Change
US$/Cdn$	**1.3619**	1.3580	0%	**1.3495**	1.3017	4%
Euro/US$	**1.0764**	1.0211	(5%)	**1.0815**	1.0541	(3%)
US$/ZAR	**18.7168**	17.6117	6%	**18.4389**	16.3531	13%

In 2023, the U.S. dollar showed resilience as the U.S economy defied expectations of a significant slowdown, lowering inflation and an end to the Federal Reserve's rate hike cycle. Specifically, the U.S dollar performance varied against different currencies.

The U.S dollar appreciated approximately 4% against the Canadian dollar in 2023 and ranged from $1.3125 to $1.3900 throughout the year. The significant driver was the strength of the US economy which benefited from government spending related to the Inflation Reduction Act and resilience of household spending. Heading into 2024, the direction of the U.S dollar relative to the Canadian dollar is expected to be driven by the central bank monetary policy decision in each respective country and growth of the global economy effecting risk appetite for commodities and US treasuries.

The U.S dollar depreciated by 3% against the Euro over the course of 2023 and showed much lower volatility compared to the previous year in which the European Union ("EU") was absorbing the impact of the fuel and energy price shocks. Heading into 2024, the U.S dollar is expected to be largely determined by the timing of the Federal Reserve interest rate cuts throughout the year, and the central bank's ability to successfully orchestrate a soft landing for the US economy.

The U.S dollar appreciated by 13% against the ZAR in 2023. This was largely driven by the performance of the South African economy being negatively impacted by the nationwide power shortages that have become a recurring issue during the year and this situation is likely to continue into 2024 and beyond.

Fluctuations in these exchange rates increase the volatility of the Company's cost measures reported in the U.S. dollars. The Company periodically undertakes to purchase, in advance, a portion of its foreign denominated cash flow requirements on a spot or forward basis to reduce this exposure. The Company also enters into foreign exchange option contracts in order to reduce the foreign exchange exposure associated with projected operating expenses and capital expenditures denominated in foreign currencies. In 2023, approximately 84% of Namibian dollar operating expenses related to discontinued operations for 2023 were hedged with option contracts providing, on a US$/ZAR basis, a weighted average floor rate of 15.69 and a weighted average ceiling rate of 17.69. In addition, approximately 62% of projected Namibian dollar operating expenses related to discontinued operations for 2024 have been hedged with option contracts providing a weighted average floor rate of 17.94 and a weighted average ceiling rate of 20.24. The Company currently has no Euro or Canadian dollar hedges in place.

Energy costs

Energy costs are the single largest cost to the Company's producing mines other than labour costs, representing approximately 12% of its total mine cash cost at an average annual consumption rate of approximately 165,000 megawatt hours ("MWh"). The fluctuation in energy costs can also impact the Company's key cost measures and results of continuing operations.

European energy prices continued to rise through the first half of 2023, resulting from the effects of distorted energy supply chains due to Russia's invasion of Ukraine before stabilizing and posting modest declines for the remainder of the year. Bulgarian energy prices showed a sharper decline during the year, reaching a 30-month low of Bulgarian lev 160 per MWh ($89 per MWh) in December 2023.

The Company's Chelopech and Ada Tepe mines are located in Bulgaria, Eastern Europe. As Bulgaria is a net exporter of power, Chelopech and Ada Tepe are not currently reliant on Russia for their power needs. In addition, the Company's exposures to the rising prices for energy were mitigated by the Bulgarian government power subsidies starting from October 2021 and extended through to the end of 2023. The power subsidies were applicable to both residential and commercial business operations to mitigate the surge in electricity prices. In 2023, the Company paid an average of Bulgarian lev 220 per MWh ($122 per MWh), net of the government power subsidy, which was based on progressive measures enacted through the year with set price thresholds per MWh. This was slightly lower than in 2022 which the Company paid an average of Bulgarian lev 269 per MWh ($147 per MWh). No further government power subsidies have been announced by the Bulgarian government beyond 2023.

Fuel costs

Fuel costs are also a significant cost element to the Company through direct purchases of fuel and diesel related to operation of mobile fleet, or indirectly through transportation costs as well as costs for other direct materials including grinding media, reagents and certain spare parts which rely on fuel as an input cost. In aggregate, approximately 25% to 30% of the Company's mine cash costs are directly or indirectly impacted by fuel costs. Fuel costs are affected directly by the crude oil prices, and therefore, fluctuations in the crude oil prices can also impact the Company's key cost measures and results of continuing operations.

Crude oil prices typically fluctuate based on seasonal demand and supply and global political and economic events. One of the main benchmarks for fuel prices, Brent Crude, saw significantly less volatility in 2023, with average prices declining by approximately 19% year over year compared to an increase of 42% in 2022. Global markets have largely adjusted to events of the previous year, with the EU reducing its imports of crude oil from Russia, demand for global crude oil falling short of expectations on lower economic growth and higher crude oil supply from non-OPEC+ member such as the United States, Brazil and Guyana. Those factors helped to offset the impacts from reduction in supply from members of OPEC+ along with heightened geopolitical risks in the Middle East in the fourth quarter of 2023. These key drivers are expected to continue to impact crude oil prices in 2024.

The Company does not have any oil hedges in place.

LIQUIDITY AND CAPITAL RESOURCES

As at December 31, 2023, the Company held cash of $595.3 million, and $150.0 million of undrawn capacity under its RCF.

The Company's liquidity is impacted by several factors which include, but are not limited to, gold and copper market prices, production levels, capital expenditures, operating cash costs, interest rates and foreign exchange rates. These factors are monitored by the Company on a regular basis.

As at December 31, 2023, the Company's cash resources and available capital under its RCF continue to provide sufficient liquidity and capital resources to meet its current operating and capital expenditure requirements, all contractual commitments, as well as a number of margin improvement and growth-related expenditures. The Company may, from time to time, raise additional capital or amend its RCF to ensure it maintains its financial strength and has sufficient liquidity to support the funding requirements associated with one or more of its growth capital projects and the overall needs of the business.

Capital Allocation - Osino Acquisition, Declaration of Dividend and Share Repurchases

As part of its strategy, the Company adheres to a disciplined capital allocation framework that is based on three fundamental considerations – balance sheet strength, reinvestment in the business, and the return of excess capital to shareholders. Maintaining a strong balance sheet includes ensuring adequate liquidity, managing within prudent financial metrics, and building a strong cash position to support accretive growth. Reinvestment in the business includes investing in its operating assets to sustain and optimize performance; investing in resource development to extend the life of its mines and to identify new gold resources; further advancing existing resources towards production; as well as investing in new projects to grow beyond its existing asset base. Returning capital to shareholders includes dividends, and under certain circumstances, opportunistic share repurchases. These alternatives are not mutually exclusive, nor are they exhaustive, and are assessed in a balanced manner with a view to maximizing total shareholder returns over the long-term.

Acquisition of Osino

On December 18, 2023, the Company announced that it had entered into a definitive agreement whereby DPM will acquire all of the issued and outstanding shares of Osino (the "Osino Shares") for consideration consisting of Cdn$0.775 in cash per Osino Share and 0.0801 of a DPM common share per Osino Share. The principal assets of Osino are comprised of the Twin Hills open pit gold project, as well as an extensive exploration portfolio, in Namibia. The acquisition of Osino is subject to the approval of Osino's securityholders as well as applicable regulatory approvals, including approval under the Namibia Competition Act. In addition, each of DPM and Osino has the right to terminate the transaction in certain circumstances. Provided that all approvals are obtained and neither party exercises its right to terminate, the transaction is expected to close in the first half of 2024.

Concurrently with the transaction, DPM agreed to purchase an aggregate of Cdn$10 million Osino Shares, in two equal tranches at a price of Cdn$1.13 per share pursuant to a private placement. The first tranche of the private placement was completed on December 22, 2023, whereby DPM acquired 4,424,779 Osino Shares at a cost of $3.8 million (Cdn$5.0 million), and the second and final tranche was completed on January 30, 2024, whereby DPM acquired an additional 4,424,778 Osino Shares at a cost of $3.7 million (Cdn$5.0 million).

As at December 31, 2023, DPM held a total of 8,235,379 Osino Shares with a fair value of $8.2 million, which was included in investment at fair value in the consolidated statements of financial position.

Declaration of dividend

In 2023, the Company declared a quarterly dividend of $0.04 (2022 – $0.04) per common share to its shareholders of record resulting in total dividend distributions of $29.6 million (2022 – $30.5 million) recognized against its retained earnings in the audited consolidated statements of changes in shareholders' equity. The Company paid an aggregate of $30.2 million (2022 – $28.6 million) of dividends which were included in cash used in financing activities in the audited consolidated statements of cash flows for the year ended December 31, 2023 and recognized a dividend payable of $7.3 million (December 31, 2022 – $7.6 million) in accounts payable and accrued liabilities in the audited consolidated statements of financial position as at December 31, 2023.

On February 14, 2024, the Company declared a dividend of $0.04 per common share payable on April 15, 2024 to shareholders of record on March 31, 2024.

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

Share repurchases under the NCIB

The Company renewed its NCIB effective March 1, 2023, pursuant to which the Company is able to purchase up to 16,500,000 common shares representing approximately 10% of the public float as at February 16, 2023, over a period of twelve months commencing March 1, 2023 and terminating on February 28, 2024. In accordance with TSX rules, the Company will not acquire on any given trading day more than 112,323 common shares, representing 25% of the average daily volume of common shares for the six months ended January 31, 2023. The price that the Company will pay for common shares in open market transactions will be the market price at the time of purchase and any common shares that are purchased under the NCIB will be cancelled.

The Company's Board of Directors authorized management to repurchase up to $100 million of the Company's shares over a period of twelve months, which began on March 1, 2023.

During the year ended December 31, 2023, the Company purchased a total of 9,738,063 (2022 – 2,471,500) shares, all of which were cancelled as at December 31, 2023. The total cost of these purchases was $65.6 million (2022 – $13.6 million) at an average price per share of $6.74 (Cdn$9.10) (2022 – $5.51 (Cdn$7.14)), of which $29.6 million (2022 – $7.5 million) was recognized as a reduction in share capital, and $36.0 million (2022 – $6.1 million) as a reduction in retained earnings in the consolidated statements of changes in shareholders' equity. Cash payments of $65.6 million (2022 – $13.6 million) were included in cash used in financing activities in the consolidated statements of cash flows for the year ended December 31, 2023.

The Board of Directors has approved the renewal of the NCIB (the "New Bid") and the Company expects to seek acceptance thereof from the TSX in due course during the first quarter of 2024. If accepted, the New Bid will be made in accordance with the applicable rules and policies of the TSX and applicable Canadian securities laws, and the Company expects be able to purchase up to 10% of the public float of common shares over a period of twelve months commencing after the receipt of TSX approval.

In the event that the New Bid is accepted by the TSX, the actual timing and number of common shares that may be purchased thereunder will be undertaken in accordance with DPM's capital allocation framework, having regard for such things as DPM's financial position, business outlook and ongoing capital requirements, as well as its share price and overall market conditions. The Company is currently reviewing its capital allocation strategy in balancing between the capital required for its growth projects and return of capital to shareholders.

Cash Flow

The following table summarizes the Company's cash flow activities from continuing operations:

$ thousands	**Fourth Quarter**			**Full Year**		
	2023	2022	Change	**2023**	2022	Change
Cash provided from operating activities of continuing operations, before changes in working capital[1]	**59,295**	43,354	37%	**262,525**	190,871	38%
Changes in working capital	**11,973**	5,173	131%	**(899)**	18,718	(105%)
Cash provided from operating activities of continuing operations	**71,268**	48,527	47%	**261,626**	209,589	25%
Cash provided from (used in) investing activities of continuing operations	**(18,035)**	(21,063)	14%	**596**	(66,957)	101%
Cash used in financing activities of continuing operations	**(20,117)**	(8,894)	(126%)	**(96,442)**	(44,655)	(116%)
Increase in cash and cash equivalents of continuing operations	**33,116**	18,570	78%	**165,780**	97,977	69%
Cash and cash equivalents at beginning of period, continuing operations	**562,169**	410,935	37%	**429,505**	331,528	30%
Cash and cash equivalents at end of period, continuing operations	**595,285**	429,505	39%	**595,285**	429,505	39%

1) *Cash provided from operating activities, before changes in working capital, is a non-GAAP financial measure. Refer to the "Non-GAAP Financial Measures" section commencing on page 48 of this MD&A for more information, including reconciliations to IFRS measures.*

The primary factors impacting period over period cash flows are summarized below.

Operating activities

Cash provided from operating activities of continuing operations in the fourth quarter of 2023 of $71.3 million was 47% higher than the corresponding period in 2022 due primarily to higher adjusted EBITDA from continuing operations generated in the quarter, as well as the timing of deliveries and subsequent receipt of cash partially offset by the timing of payments to suppliers. Cash provided from operating activities of continuing operations in 2023 of $261.6 million was 25% higher than 2022 due primarily to higher adjusted EBITDA from continuing operations generated in the year, partially offset by the timing of deliveries and subsequent receipt of cash and the timing of payments to suppliers.

Free cash flow from in the fourth quarter and full year of 2023 of $49.3 million and $227.9 million, respectively, was $19.3 million and $77.4 million higher than the corresponding periods in 2022 due primarily to higher adjusted EBITDA from continuing operations generated in the periods and lower cash outlays for sustaining capital expenditures. Free cash flow is calculated before changes in working capital.

Investing activities

Cash used in investing activities of continuing operations in the fourth quarter of 2023 was $18.0 million while cash provided from investing activities of continuing operations in 2023 was $0.6 million, compared to cash used in investing activities of continuing operations of $21.1 million and $67.0 million in the corresponding periods in 2022.

The following table provides a summary of the Company's cash outlays for capital expenditures related to continuing operations:

$ thousands	Fourth Quarter			Full Year		
	2023	2022	Change	**2023**	2022	Change
Chelopech	**6,319**	10,600	(40%)	**22,183**	23,349	(5%)
Ada Tepe	**3,243**	1,840	76%	**9,469**	10,193	(7%)
Corporate & Other	**4,942**	8,618	(43%)	**23,746**	32,920	(28%)
Total cash capital expenditures	**14,504**	21,058	(31%)	**55,398**	66,462	(17%)

Cash outlays for capital expenditures from continuing operations in the fourth quarter and full year of 2023 of $14.5 million and $55.4 million, respectively, were $6.6 million and $11.1 million lower than the corresponding periods in 2022 due primarily to lower sustaining capital expenditures as expected.

Other factors impacting investing activities in 2023 are summarized below:

- Cash proceeds of $56.5 million from disposition of B2Gold Corp ("B2Gold") shares as a result of B2Gold's acquisition of Sabina Gold and Silver Corp ("Sabina"). See "Financial Instruments" section of this MD&A for further details; and
- Release of restricted cash of $3.5 million in respect of the disposition of MineRP Holdings Inc.

Financing activities

Cash used in financing activities of continuing operations in the fourth quarter and full year of 2023 was $20.1 million and $96.4 million, respectively, compared to $8.9 million and $44.7 million in the corresponding periods in 2022, due primarily to payments for shares repurchased under the NCIB.

Financial Position

$ thousands **As at December 31,**	**2023**	2022	**Increase/ (Decrease)**
Cash and cash equivalents(1)	**595,285**	433,176	**162,109**
Accounts receivable, inventories and other current assets(1)	**138,823**	177,745	**(38,922)**
Assets held for sale	**82,817**	-	**82,817**
Investments at fair value	**11,900**	40,773	**(28,873)**
Non-current assets, excluding investments at fair value(1)	**461,411**	505,560	**(44,149)**
Total assets	**1,290,236**	1,157,254	**132,982**
Current liabilities(1)	**84,491**	96,885	**(12,394)**
Liabilities held for sale	**37,374**	-	**37,374**
Non-current liabilities(1)	**47,821**	67,275	**(19,454)**
Total equity	**1,120,550**	993,094	**127,456**

1) *These measures as at December 31, 2023 excludes the respective assets and liabilities related to discontinued operations, which were included in assets and liabilities held for sale.*

Cash and cash equivalents increased by $162.1 million to $595.3 million in 2023 due primarily to earnings generated in the year, plus the cash proceeds from the disposition of B2Gold shares, partially offset by cash outlays for capital expenditures, dividends paid and payments for shares repurchased, as well as changes in working capital primarily related to the timing of deliveries and subsequent receipt of cash, and cash redemptions on share-based compensation liabilities. Accounts receivable, inventories and other current assets decreased by $38.9 million to $138.8 million due primarily to the reclassification of the respective assets related to Tsumeb to assets held for sale as at December 31, 2023, partially offset by the timing of deliveries and subsequent receipt of cash. Investments at fair value decreased by $28.9 million to $11.9 million due primarily to the B2Gold acquisition of Sabina and the Company's subsequent disposition of B2Gold shares. Non-current assets, excluding investments at fair value, decreased by $44.2 million to $461.4 million due primarily to the reclassification of the respective assets related to Tsumeb to assets held for sale as at December 31, 2023, and depreciation and depletion, partially offset by capital expenditures.

Current liabilities decreased by $12.4 million to $84.5 million in 2023 and non-current liabilities decreased by $19.5 million to $47.8 million, respectively, due primarily to the reclassification of the respective liabilities related to Tsumeb to liabilities held for sale. Total equity increased by $127.5 million to $1,120.6 million due primarily to the current period earnings and realized gains on DPM's divestment of Sabina shares, partially offset by share repurchases and dividend distributions.

Contractual Obligations, Commitments and Other Contingencies

The Company had the following minimum contractual obligations and commitments related to continuing operations as at December 31, 2023:

$ thousands	**up to 1 year**	**1 – 5 years**	**Over 5 years**	**Total**
Lease obligations	**3,761**	**8,841**	**1,147**	**13,749**
Capital commitments	**6,431**	**-**	**-**	**6,431**
Purchase commitments	**12,315**	**4**	**-**	**12,319**
Other obligations	**1,793**	**1,061**	**676**	**3,530**
Total contractual obligations and commitments	**24,300**	**9,906**	**1,823**	**36,029**

Debt and Available Credit Facilities

At December 31, 2023, the Company had no debt.

The Company has a number of credit facilities that can be accessed by DPM or its subsidiaries, including DPM's committed revolving credit facility of $150.0 million with a consortium of four banks that matures in July 2026. Pursuant to an accordion feature, this facility can be increased to $250.0 million, subject to certain conditions. The cost of borrowing is based on the Secured Overnight Financing Rate ("SOFR"), plus a spread, which is currently 2.25%, and can range between 2.25% and 3.50% depending upon DPM's leverage. As at December 31, 2023 and December 31, 2022, DPM was in compliance with all financial covenants and $nil was drawn under the RCF.

Chelopech and Ada Tepe have a $21.0 million multi-purpose credit facility that matures on November 30, 2024 and is guaranteed by DPM. As at December 31, 2023, $18.6 million (December 31, 2022 – $17.3 million) had been utilized in the form of letters of credit and letters of guarantee, primarily in respect of concession contracts with the Bulgarian Ministry of Energy.

Chelopech and Ada Tepe also have a Euro 21.0 million ($23.2 million) credit facility to support mine closure and rehabilitation obligations in respect of concession contracts with the Bulgarian Ministry of Energy. This credit facility matures on November 30, 2024 and is guaranteed by DPM. As at December 31, 2023, $23.2 million (December 31, 2022 – $22.5 million) had been utilized in the form of letters of guarantee.

Ada Tepe also has a $10.3 million multi-purpose credit facility that matures on November 30, 2024 and is guaranteed by DPM. As at December 31, 2023, $1.6 million (December 31, 2022 – $0.2 million) had been utilized in the form of letters of credit and letters of guarantee, primarily in respect of exploration contracts with the Bulgarian Ministry of Energy.

Advances under these facilities at Chelopech and Ada Tepe bear interest at a rate equal to the one-month SOFR plus 2.5%. The letters of credit and guarantee bear a fee of 0.6% based on the amounts issued.

Outstanding Share Data

DPM's common shares are traded on the TSX under the symbol DPM. As at February 14, 2024,181,433,538 common shares were issued and outstanding.

DPM also has 1,757,634 options outstanding as at February 14, 2024 with exercise prices ranging from Cdn$3.74 to Cdn$9.97 per share (weighted average exercise price – Cdn$6.99 per share).

Other Contingencies

The Company is involved in legal proceedings, from time to time, arising in the ordinary course of its business. It is not expected that any material liability will arise from current legal proceedings or have a material adverse effect on the Company's future business, operations or financial condition.

FINANCIAL INSTRUMENTS

As at December 31, 2023, the Company had the following financial instruments measured at fair market value:

$ thousands **As at December 31,**		**2023**	2022
Consolidated statements of financial position	**Financial assets**		
Investments at fair value	Publicly traded securities	**10,852**	40,554
Other current assets	Derivatives	**1,048**	219
	Commodity swap contracts	**-**	149
	Foreign exchange forward contracts	**-**	531
Assets held for sale	Foreign exchange option contracts	**819**	-
	Financial liabilities		
Accounts payable and accrued liabilities	Commodity swap contracts	**1,179**	3,259
	Foreign exchange option contracts	**-**	1,787
	Foreign exchange forward contracts	**-**	318

The fair value gains or losses on each of these financial instruments have been summarized in the table below:

$ thousands		**Fourth Quarter**		**Full Year**	
		2023	2022	**2023**	2022
Consolidated statements of earnings (loss)	**Gains (losses) on financial instruments**				
Revenue	Commodity swap contracts	**(4,827)**	(7,523)	**(10,019)**	6,732
Other income and expense	Sabina special warrants	**-**	-	**-**	(2,369)
	Foreign exchange forward contracts	**-**	2,159	**(4,516)**	3,029
Net earnings (loss) from discontinued operations	Foreign exchange option contracts	**(1,144)**	(872)	**(3,803)**	(1,140)
Consolidated statements of comprehensive income (loss)	**Gains (losses) on financial instruments, net of income taxes**				
Other comprehensive income (loss)	Foreign exchange option contracts	**2,593**	5,124	**2,569**	(300)
	Publicly traded securities	**730**	8,984	**21,890**	(5,292)

For a more detailed description of the accounting policies and the nature of the gains or losses on these financial instruments, see *note 7, Financial Instruments*, to the consolidated financial statements for the year ended December 31, 2023.

Investments at Fair Value

As at December 31, 2023, the Company's investments at fair value were $11.9 million (December 31, 2022 – $40.8 million).

On April 19, 2023, B2Gold successfully completed its previously announced acquisition of Sabina through the issuance of 0.3867 of a common share of B2Gold for each Sabina common share, representing a consideration of Cdn$2.11 per Sabina share on a fully diluted basis based on the closing price of B2Gold on the TSX as at the closing date. As a result, DPM exchanged its ownership interest in Sabina for 13,940,753 common shares of B2Gold, valued at $56.8 million (Cdn$76.1 million) at the date of the transaction. On de-recognition of its investment in Sabina, the Company recognized a fair value gain of $2.2 million in other comprehensive income (loss). The Company subsequently disposed of all B2Gold common shares held for cash proceeds of $56.5 million and transferred the accumulated fair value gains of $17.7 million on Sabina common shares from accumulated other comprehensive income (loss) to retained earnings in the second quarter of 2023.

Commodity Swap Contracts

The Company is subject to price risk associated with fluctuations in the market prices for metals. The Company regularly enters into cash settled QP Hedges from time to time to swap future contracted monthly average metal prices for fixed metal prices to eliminate or substantially reduce the metal price exposure associated with the time lag between the provisional and final determination of concentrate sales.

The Company designates the spot component of commodity swap contracts in respect of QP Hedges as fair value hedges. The fair value gain or loss on QP Hedges is calculated based on the corresponding LME forward copper prices and New York Commodity Exchange forward gold prices, as applicable.

As at December 31, 2023, the impact of a 5% increase or decrease in metal prices impacting the Company's accounts receivable and outstanding commodity swap contracts, with all other variables held constant, would decrease or increase earnings before income taxes from continuing operations by $1.2 million (2022 – $0.6 million) and would decrease or increase equity by $1.1 million (2022 – $0.6 million).

Foreign Exchange Option Contracts related to discontinued operations

The Company's foreign currency exposures arise primarily from a significant portion of its operating and capital costs being denominated in currencies other than the U.S. dollar, the Company's functional currency. The Company enters into foreign exchange option contracts from time to time in order to reduce the foreign exchange exposure associated with projected operating expenses and capital expenditures denominated in foreign currencies. Foreign exchange option contracts are entered into, to provide price protection below a specified "floor" rate and participation up to a specified "ceiling" rate. The option contracts entered into are comprised of a series of call options and put options (which when combined create a price "collar") that are structured so as to provide for a zero upfront cash cost.

The Company designates the intrinsic value of foreign exchange option contracts as cash flow hedges. The time value component of foreign exchange option contracts is treated as a separate cost of hedging. The fair value gain or loss on foreign exchange option contracts was calculated based on foreign exchange forward rates quoted in the market. As at December 31, 2023, approximately 64% of the Company's projected Namibian dollar operating expenses for 2024, which is linked to the ZAR, have been hedged.

The Company is also exposed to credit and liquidity risks in the event of non-performance by counterparties in connection with its commodity swap contracts and foreign exchange option contracts. These risks, which are monitored on a regular basis, are mitigated, in part, by entering into transactions with financially sound counterparties and, where possible, ensuring contracts are governed by legally enforceable master agreements.

OFF BALANCE SHEET ARRANGEMENTS

The Company has not entered into any off-balance sheet arrangements.

SELECTED QUARTERLY AND ANNUAL INFORMATION

Selected financial results for the last eight quarters, which have been prepared in accordance with IFRS Accounting Standards, are shown in the table below:

$ millions		**2023**				2022			
except per share amounts		**Q4**	Q3	Q2	Q1	Q4	Q3	Q2	Q1
Revenue		**139.3**	121.9	132.5	126.4	113.0	89.3	108.5	122.7
Net earnings (loss)		**57.5**	27.1	61.7	46.6	33.3	(57.7)	33.5	26.8
From continuing operations		**52.1**	36.7	49.6	43.6	22.1	17.9	34.5	42.1
From discontinued operations		**5.4**	(9.6)	12.1	3.0	11.2	(75.6)	(1.0)	(15.3)
Basic earnings (loss) per share:	$/sh	**0.32**	0.15	0.33	0.25	0.18	(0.30)	0.17	0.14
From continuing operations	$/sh	**0.29**	0.20	0.26	0.23	0.12	0.09	0.18	0.22
From discontinued operations	$/sh	**0.03**	(0.05)	0.06	0.02	0.06	(0.39)	(0.01)	(0.08)
Diluted earnings (loss) per share:	$/sh	**0.32**	0.15	0.33	0.24	0.18	(0.30)	0.17	0.14
From continuing operations	$/sh	**0.29**	0.20	0.26	0.23	0.12	0.09	0.18	0.22
From discontinued operations	$/sh	**0.03**	(0.05)	0.06	0.02	0.06	(0.39)	(0.01)	(0.08)
Adjusted net earnings		**55.5**	27.1	62.2	46.1	33.3	25.4	33.3	37.0
From continuing operations		**50.0**	36.7	50.1	43.1	22.1	18.0	36.3	42.5
From discontinued operations		**5.4**	(9.6)	12.1	3.0	11.2	7.4	(3.0)	(5.5)
Adjusted basic earnings per share	$/sh	**0.31**	0.15	0.33	0.24	0.18	0.13	0.17	0.19
From continuing operations	$/sh	**0.28**	0.20	0.27	0.23	0.12	0.09	0.18	0.22
From discontinued operations	$/sh	**0.03**	(0.05)	0.06	0.01	0.06	0.04	(0.01)	(0.03)
Cash provided from (used in) operating activities		**78.2**	67.4	59.2	70.9	49.3	31.5	72.5	78.8
From continuing operations		**71.3**	70.1	54.6	65.7	48.5	21.8	62.7	76.5
From discontinued operations		6.9	(2.7)	4.6	5.2	0.8	9.7	9.8	2.3

The variations in the Company's quarterly results were driven largely by fluctuations in gold and copper grades and recoveries, timing of metal deliveries, volumes of complex concentrate smelted, gold, copper and sulphuric acid prices, foreign exchange rates, smelter toll rates, smelter metal recoveries, depreciation, gains and losses related to Sabina special warrants, gains and losses on commodity swap contracts related to hedging the Company's metal price exposures, realized gains or losses on foreign exchange option contracts related to hedging the Company's foreign denominated operating expenditures, restructuring costs and impairment charge.

The following table summarizes the quarterly average realized prices for gold and copper and highlights the quarter over quarter variability:

$ millions	**2023**				2022			
Average Realized Metal Prices	**Q4**	Q3	Q2	Q1	Q4	Q3	Q2	Q1
Gold ($/oz)	**2,025**	1,921	1,961	1,918	1,752	1,712	1,812	1,876
Copper ($/lb)	**3.74**	3.72	3.77	4.06	3.65	3.53	4.42	4.58

Other key items impacting the Company's quarter over quarter results from discontinued operations include:

- Lower volumes of complex concentrate smelted at Tsumeb in Q2 2022, Q4 2022 and Q1 to Q3 2023 as a result of planned maintenance and additional unplanned downtime due primarily to water leaks to the off-gas system;
- Tsumeb restructuring cost in Q1 2022; and
- Tsumeb impairment charge in Q3 2022.

The following is a summary of selected annual information for the Company's last three fiscal years:

$ thousands, except per share amounts		**2023**	2022[(1)]	2021[(1)]
Revenue		**520,091**	433,490	522,093
Tsumeb impairment charge		**-**	85,000	-
Net earnings (loss)		**192,939**	35,923	209,824
From continuing operations		**181,976**	116,584	204,056
From discontinued operations		**10,963**	(80,661)	5,768
Adjusted net earnings		**190,935**	129,027	202,081
From continuing operations		**179,972**	118,953	196,313
From discontinued operations		**10,963**	10,074	5,768
Basic earnings (loss) per share	$/sh	**1.04**	0.19	1.12
From continuing operations	$/sh	**0.98**	0.61	1.09
From discontinued operations	$/sh	**0.06**	(0.42)	0.03
Diluted earnings (loss) per share	$/sh	**1.04**	0.19	1.12
From continuing operations	$/sh	**0.98**	0.61	1.09
From discontinued operations	$/sh	**0.06**	(0.42)	0.03
Adjusted net earnings per share	$/sh	**1.03**	0.68	1.09
From continuing operations	$/sh	**0.97**	0.62	1.06
From discontinued operations	$/sh	**0.06**	0.06	0.03
Dividend declared per share	$/sh	**0.16**	0.16	0.12
Total assets[(2)]		**1,290,236**	1,157,254	1,168,410
Non-current liabilities[(3)]		**47,821**	67,275	78,198

1) 2021 and 2022 operating results and cash flows have been restated to reflect Tsumeb as a discontinued operation.
2) Include discontinued operations in all years.
3) 2023 excludes non-current liabilities related to the discontinued operations, which were included in liabilities held for sale.

The following table summarizes the annual average realized prices for gold and copper and highlights the year over year variability:

Average Realized Metal Prices		**2023**	2022	2021
Gold	$/oz	**1,957**	1,795	1,790
Copper	$/lb	**3.82**	3.98	3.82

Other key items impacting the Company's financial results over the period from 2021 to 2023 include:

Continuing operations:

- Declining combined gold recoveries at Chelopech in 2023 relative to 2022 and improving relative to 2021;
- Declining gold grades at Chelopech in 2023 relative to 2022 and 2021 due to mining in lower grade zones, in line with its mine plan;
- Improving gold grades at Ada Tepe in 2023 relative to 2022 and 2021 due to mining higher grade zones, in line with its mine plan;
- A weaker U.S. dollar in 2023 and 2021 relative to a stronger U.S. dollar in 2022 compared to the Euro;
- Acquisition of INV Metals Inc. accounted for as an asset acquisition in 2021;
- Growth capital expenditures for the Loma Larga gold project incurred in 2023 and 2022;
- Dividend distribution of $30.2 million in 2023 compared to $30.5 million in 2022 and $22.4 million in 2021; and

- Purchased 9,738,063 common shares under the NCIB for a total cost of $65.6 million in 2023 and 2,471,500 common shares under the NCIB for a total cost of $13.6 million in 2022.

Discontinued operations:
- The MineRP Disposition in 2021;
- Lower volumes of complex concentrate smelted at Tsumeb in 2023 and 2022, relative to 2021, as a result of planned maintenance and operational issues in both years; and
- A stronger U.S. dollar in 2023 and 2022 relative to a weaker U.S. dollar in 2021 compared to the ZAR.

CRITICAL ACCOUNTING ESTIMATES

The preparation of the Company's consolidated financial statements in accordance with IFRS requires management to make judgments, estimates and assumptions that affect the amounts of assets, liabilities and contingent liabilities on the date of the consolidated financial statements and the amounts of revenues and expenses during the periods reported. Estimates and assumptions are 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. However, actual outcomes can differ from these estimates.

The significant areas of estimation and uncertainty considered by management in preparing the consolidated financial statements include, but are not limited to:

Mineral exploration and evaluation expenditures

Exploration and evaluation activities involve the search for Mineral Resources and Mineral Reserves, the assessment of technical and operational feasibility and the determination of an identified Mineral Resource or Mineral Reserve's commercial viability.

The application of the Company's accounting policy for exploration and evaluation expenditures requires judgment in determining whether it is probable that future economic benefits will be generated from the exploitation of an exploration and evaluation asset when activities have not yet reached a stage where a reasonable assessment of the existence of Mineral Reserves can be determined. The estimation of Mineral Resources is a complex process and requires significant assumptions and estimates regarding economic and geological data and these assumptions and estimates impact the decision to either expense or capitalize exploration and evaluation expenditures. Management is required to make certain estimates and assumptions about future events and circumstances in order to determine if an economically viable extraction operation can be established. Any revision to any of these assumptions and estimates could result in the impairment of the capitalized exploration and evaluation costs. If new information becomes available after expenditures have been capitalized that the recovery of these expenditures is no longer probable, the expenditures capitalized are written down to the recoverable amount and charged to net earnings (loss) in the period the new information becomes available.

Mine properties

Commencement of commercial production

All expenditures undertaken in the development, construction, installation and/or completion of mine production facilities are capitalized and initially classified as "Mines under construction". Upon the commencement of commercial production, all related assets included in "Mines under construction" are reclassified to "Mine Properties – Producing mines" or "Property, plant and equipment".

Determination of commencement of commercial production is a complex process and requires significant assumptions and estimates. The commencement of commercial production is defined as the date when the mine is capable of operating in the manner intended by management. The Company considers primarily the following factors, among others, when determining the commencement of commercial production:

- All major capital expenditures to achieve a consistent level of production and desired capacity have been incurred;
- A reasonable period of testing of the mine plant and equipment has been completed;
- A predetermined percentage of design capacity of the mine and mill has been reached; and
- Required production levels, grades and recoveries have been achieved.

Mineral Resource and Mineral Reserve estimates

The estimation of Mineral Resources and Mineral Reserves, as defined under NI 43-101, is a complex process and requires significant assumptions and estimates. The Company prepares its Mineral Resource and Mineral Reserve estimates based on information related to the geological data on the size, depth and shape of the ore body which is compiled by appropriately qualified persons. Mineral Resource and Mineral Reserve estimates are based upon factors such as metal prices, capital requirements, production costs, foreign exchange rates, geotechnical and geological assumptions and judgments made in estimating the size and grade of the ore body. Mineral Resource and Mineral Reserve estimates, together with forecast production, determine the life of mine estimates and therefore changes in the Mineral Resource or Mineral Reserve estimates may impact the carrying value of exploration and evaluation assets, mine properties, property, plant and equipment, depletion and depreciation charges, rehabilitation provisions and deferred income tax assets.

Impairment of non-financial assets

At each reporting date, the carrying values of mine properties, intangible assets and property, plant and equipment are assessed for impairment if indicators of potential impairment or reversal of previously recognized impairment exist. If any such indication exists, an estimate of the asset's recoverable amount is calculated. The recoverable amount is determined as the higher of the fair value less costs of disposal ("FVLCD") and its value in use based on discounted cash flows. This is determined on an asset-by-asset basis, unless the asset does not generate cash flows that are largely independent of those from other assets or groups of assets. If this is the case, individual assets are grouped together into a Cash Generating Unit ("CGU") for impairment purposes. Such CGUs represent the lowest level for which there are separately identifiable cash inflows that are largely independent of the cash flows from other assets or groups of assets. Management has assessed the Company's CGUs as being an individual operating site.

The assessment of impairment is based on a number of external and internal factors, some of which are outside of the Company's control, and requires the use of estimates and assumptions related to these factors for each CGU. External factors include market considerations ranging from overall economic activity and the supply of and demand for the materials used in and products produced by the Company to changes in commodity prices, toll rates, discount rates, foreign exchange rates and regulatory requirements. Internal factors include considerations such as production volume, ability to convert resources into reserves, capital and operating expenditures, and future development and expansion plans.

These significant estimates and assumptions, some of which may be subjective, require that management make decisions based on the best available information at each reporting period. It is possible that the actual recoverable amount could be significantly different than those estimates. A significant decline in the asset's market value, reductions in metal price forecasts, increases in estimated future costs of production, increases in estimated future capital costs, reductions in the amount of recoverable reserves, resources and exploration potential, and/or adverse market conditions can result in a write-down of the carrying amounts of the Company's assets. Judgment is also required when considering whether significant changes in any of these items indicate a previous impairment may have reversed.

Rehabilitation provisions

Mining, processing, development and exploration activities are subject to various laws and regulations governing the protection of the environment. The Company recognizes a liability for its rehabilitation obligations in the period when a legal and/or constructive obligation is identified. The liability is measured at the present value of the estimated costs required to rehabilitate operating locations based on the risk-free nominal discount rates that are specific to the countries in which the operations are located.

The nature of these restoration and rehabilitation activities includes: i) dismantling and removing structures; ii) rehabilitating mines and tailing dams; iii) dismantling operating facilities; iv) closure of plant and waste sites; and v) restoration, reclamation and re-vegetation of affected areas.

Significant estimates and assumptions are made by management in determining the nature and costs associated with the rehabilitation liability. The estimates and assumptions required include estimates of the timing, extent and costs of rehabilitation activities, technology changes, regulatory changes, and changes in the discount and inflation rates. These uncertainties may result in future expenditures being different from the amounts currently provided.

Changes in the underlying assumptions used to estimate the rehabilitation liability as well as changes to environmental laws and regulations could cause material changes in the expected cost and expected future settlement value.

At as December 31, 2023, the undiscounted future cost for estimated mine closure and rehabilitation costs before inflation was estimated to be $78.2 million. The carrying value of the estimated mine closure and rehabilitation cost was $51.0 million at December 31, 2023 and $50.3 million at December 31, 2022. All these amounts included the rehabilitation costs at Tsumeb.

Revenue recognition related to toll smelting arrangements

Revenue from processing concentrate is recognized when concentrate has been smelted and is based on the toll rate specified in the toll agreement, which can vary based on the composition of the concentrate processed and prevailing market conditions at the time the agreement was entered. Revenue from processing concentrate is adjusted for any over or under recoveries of metals delivered relative to contracted rates under the tolling agreement between Tsumeb and IXM. These adjustments represent metal exposure and are calculated by comparing (i) the copper, gold and silver content in the concentrate received and processed by Tsumeb multiplied by the percentage accountable in the IXM contract to (ii) the accountable copper, gold and silver in the blister delivered to IXM and in the in-circuit material still being processed by Tsumeb.

Many aspects of the metal exposure are subject to estimation, including the amount of metal contained in concentrate received, in-circuit material and blister delivered where final assays have not been completed. These significant estimates are based on the Company's process knowledge, joint surveys with IXM and multiple assay results, the final results of which could differ from initial estimates.

Deferred income taxes

Deferred income tax is provided using the balance sheet method on temporary differences on the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred income tax liabilities are recognized for all taxable temporary differences. Deferred income tax assets are recognized for all deductible temporary differences, and the carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable income will be generated in future periods to utilize these deductible temporary differences.

Judgment is required in determining whether deferred income tax assets are recognized on the consolidated statements of financial position. Deferred income tax assets, including those arising from unutilized tax losses, require management to assess the likelihood that the Company will generate future taxable income in order to utilize the deferred income tax assets. Estimates of future taxable income are based on forecasted cash flows from operations or other activities and the application of existing tax laws in each jurisdiction. To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the Company to realize the net deferred income tax assets recorded on the reporting date could be impacted.

Additionally, future changes in tax laws in the jurisdictions in which the Company operates could impact tax deductions in future periods and the value of its deferred income tax assets and liabilities.

NON-GAAP FINANCIAL MEASURES

Certain financial measures referred to in this MD&A are not measures recognized under IFRS and are referred to as non-GAAP financial measures or ratios. These measures have no standardized meanings under IFRS and may not be comparable to similar measures presented by other companies. The definitions established and calculations performed by DPM are based on management's reasonable judgment and are consistently applied. These measures are used by management and investors to assist with assessing the Company's performance, including its ability to generate sufficient cash flow to meet its return objectives and support its investing activities and debt service obligations. In addition, the Human Capital and Compensation Committee of the Board of Directors uses certain of these measures, together with other measures, to set incentive compensation goals and assess performance. These measures are intended to provide additional information and should not be considered in isolation or as a substitute for measures prepared in accordance with IFRS. Non-GAAP financial measures and ratios, together with other financial measures calculated in accordance with IFRS, are considered to be important factors that assist investors in assessing the Company's performance.

Non-GAAP Cash Cost and All-in Sustaining Cost Measures

Mine cash cost; smelter cash cost; mine cash cost of sales; and all-in sustaining cost are non-GAAP financial measures. Cash cost per tonne of ore processed; cash cost per ounce of gold sold; all-in sustaining cost per ounce of gold sold; and cash cost per tonne of complex concentrate smelted are non-GAAP ratios. These measures capture the important components of the Company's production and related costs. Management and investors utilize these metrics as an important tool to monitor cost performance at the Company's operations. In addition, the Human Capital and Compensation Committee of the Board of Directors uses certain of these measures, together with other measures, to set incentive compensation goals and assess performance.

The following tables provide a reconciliation of the Company's cash cost per tonne of ore processed to its cost of sales:

$ thousands		Fourth Quarter		Full Year	
unless otherwise indicated		**2023**	2022	**2023**	2022
Chelopech					
Ore processed	t	**564,825**	553,088	**2,205,107**	2,138,792
Cost of sales		**36,025**	39,438	**139,550**	133,929
Add/(deduct):					
Depreciation and amortization		**(7,225)**	(7,456)	**(27,443)**	(26,132)
Change in concentrate inventory		**(80)**	(3,985)	**(827)**	(1,671)
Mine cash cost[(1)]		**28,720**	27,997	**111,280**	106,126
Cost of sales per tonne of ore processed[(2)]	$/t	**64**	71	**63**	63
Cash cost per tonne of ore processed[(2)]	$/t	**51**	51	**50**	50
Ada Tepe					
Ore processed	t	**170,699**	206,153	**747,604**	852,990
Cost of sales		**24,956**	25,703	**104,657**	102,739
Add/(deduct):					
Depreciation and amortization		**(12,920)**	(13,948)	**(54,593)**	(55,984)
Change in concentrate inventory		**313**	193	**164**	181
Mine cash cost[(1)]		**12,349**	11,948	**50,228**	46,936
Cost of sales per tonne of ore processed[(2)]	$/t	**146**	125	**140**	120
Cash cost per tonne of ore processed[(2)]	$/t	**72**	58	**67**	55

1) Cash costs are reported in U.S. dollars, although the majority of costs incurred are denominated in non-U.S. dollars, and consist of all production related expenses including mining, processing, services, royalties and general and administrative.

2) Represents cost of sales and mine cash cost, respectively, divided by tonnes of ore processed.

The following table provides, for the periods indicated, a reconciliation of the Company's cash cost per ounce of gold sold and all-in sustaining cost per ounce of gold sold to its cost of sales:

$ thousands, unless otherwise indicated **For the quarter ended December 31, 2023**		**Chelopech**	**Ada Tepe**	**Total**
Cost of sales[1]		**36,025**	**24,956**	**60,981**
Add/(deduct):				
Depreciation and amortization		**(7,225)**	**(12,920)**	**(20,145)**
Treatment charges, transportation and other related selling costs[2]		**27,679**	**1,090**	**28,769**
By-product credits[3]		**(26,938)**	**(328)**	**(27,266)**
Mine cash cost of sales		**29,541**	**12,798**	**42,339**
Rehabilitation related accretion and depreciation expenses[4]		**275**	**276**	**551**
Allocated general and administrative expenses[5]		**-**	**-**	**9,435**
Cash outlays for sustaining capital[6]		**5,602**	**2,557**	**8,159**
Cash outlays for leases[6]		**310**	**169**	**479**
All-in sustaining cost		**35,728**	**15,800**	**60,963**
Payable gold in concentrate sold[7]	oz	**36,276**	**33,288**	**69,564**
Cost of sales per ounce of gold sold[8]	$/oz	**993**	**750**	**877**
Cash cost per ounce of gold sold[8]	$/oz	**814**	**384**	**609**
All-in sustaining cost per ounce of gold sold[8]	$/oz	**985**	**475**	**876**

$ thousands, unless otherwise indicated For the quarter ended December 31, 2022		Chelopech	Ada Tepe	Total
Cost of sales[1]		39,438	25,703	65,141
Add/(deduct):				
Depreciation and amortization		(7,456)	(13,948)	(21,404)
Treatment charges, transportation and other related selling costs[2]		26,529	864	27,393
By-product credits[3]		(24,717)	(260)	(24,977)
Mine cash cost of sales		33,794	12,359	46,153
Rehabilitation related accretion and depreciation expenses[4]		264	295	559
Allocated general and administrative expenses[5]		-	-	7,412
Cash outlays for sustaining capital[6]		9,879	1,840	11,719
Cash outlays for leases[6]		251	280	531
All-in sustaining cost		44,188	14,774	66,374
Payable gold in concentrate sold[7]	oz	39,203	26,628	65,831
Cost of sales per ounce of gold sold[8]	$/oz	1,006	965	990
Cash cost per ounce of gold sold[8]	$/oz	862	464	701
All-in sustaining cost per ounce of gold sold[8]	$/oz	1,127	555	1,008

1) Included in cost of sales were share-based compensation expenses of $0.4 million (2022 - $0.4 million) in the fourth quarter of 2023. .
2) Represents revenue deductions for treatment charges, refining charges, penalties, freight and final settlements to adjust for any differences relative to the provisional invoice.
3) Represents copper and silver revenue.
4) Included in cost of sales and finance cost in the consolidated statements of earnings (loss).
5) Represents an allocated portion of DPM's general and administrative expenses, including a share-based compensation expense of $1.9 million (2022 – $1.5 million) for the fourth quarter of 2023, based on Chelopech's and Ada Tepe's proportion of total revenue, including revenue from discontinued operations. Allocated general and administrative expenses are reflected in consolidated all-in sustaining cost per ounce of gold sold and are not reflected in the cost measures for Chelopech and Ada Tepe.
6) Included in cash used in investing activities and financing activities, respectively, in the consolidated statements of cash flows.
7) Includes payable gold in pyrite concentrate sold in the fourth quarter of 2023 of 8,700 ounces (2022 – 10,408 ounces).
8) Represents cost of sales, mine cash cost of sales and all-in sustaining cost, respectively, divided by payable gold in concentrate sold.

$ thousands, unless otherwise indicated **For the year ended December 31, 2023**		**Chelopech**	**Ada Tepe**	**Total**
Cost of sales(1)		**139,550**	**104,657**	**244,207**
Add/(deduct):				
Depreciation and amortization		**(27,443)**	**(54,593)**	**(82,036)**
Treatment charges, transportation and other related selling costs(2)		**101,083**	**5,247**	**106,330**
By-product credits(3)		**(105,040)**	**(1,260)**	**(106,300)**
Mine cash cost of sales		**108,150**	**54,051**	**162,201**
Rehabilitation related accretion and depreciation expenses(4)		**1,195**	**1,173**	**2,368**
Allocated general and administrative expenses(5)		**-**	**-**	**30,976**
Cash outlays for sustaining capital(6)		**19,314**	**8,783**	**28,097**
Cash outlays for leases(6)		**1,122**	**898**	**2,020**
All-in sustaining cost		**129,781**	**64,905**	**225,662**
Payable gold in concentrate sold(7)	oz	**135,862**	**129,881**	**265,743**
Cost of sales per ounce of gold sold(8)	$/oz	**1,027**	**806**	**919**
Cash cost per ounce of gold sold(8)	$/oz	**796**	**416**	**610**
All-in sustaining cost per ounce of gold sold(8)	$/oz	**955**	**500**	**849**

$ thousands, unless otherwise indicated For the year ended December 31, 2022		Chelopech	Ada Tepe	Total
Cost of sales(1)		133,929	102,739	236,668
Add/(deduct):				
Depreciation and amortization		(26,132)	(55,984)	(82,116)
Treatment charges, transportation and other related selling costs(2)		111,016	2,943	113,959
By-product credits(3)		(110,959)	(793)	(111,752)
Mine cash cost of sales		107,854	48,905	156,759
Rehabilitation related accretion expenses(4)		1,020	1,353	2,373
Allocated general and administrative expenses(5)		-	-	22,940
Cash outlays for sustaining capital(6)		20,285	10,193	30,478
Cash outlays for leases(6)		959	1,185	2,144
All-in sustaining cost		130,118	61,636	214,694
Payable gold in concentrate sold(7)	oz	151,580	91,117	242,697
Cost of sales per ounce of gold sold(8)	$/oz	884	1,128	975
Cash cost per ounce of gold sold(8)	$/oz	712	537	646
All-in sustaining cost per ounce of gold sold(8)	$/oz	858	676	885

1) *Included in cost of sales were share-based compensation expenses of $1.8 million (2022 - $1.2 million) in 2023.*
2) *Represents revenue deductions for treatment charges, refining charges, penalties, freight and final settlements to adjust for any differences relative to the provisional invoice.*
3) *Represents copper and silver revenue.*
4) *Included in cost of sales and finance cost in the consolidated statements of earnings (loss).*
5) *Represents an allocated portion of DPM's general and administrative expenses, including a share-based compensation expense of $9.0 million (2022 – $3.2 million) in 2023, based on Chelopech and Ada Tepe's proportion of total revenue, including revenue from discontinued operations. Allocated general and administrative expenses are reflected in consolidated all-in sustaining cost per ounce of gold sold and are not reflected in the cost measures for Chelopech and Ada Tepe.*
6) *Included in cash used in investing activities and financing activities, respectively, in the consolidated statements of cash flows.*
7) *Includes payable gold in pyrite concentrate sold in 2023 of 37,732 ounces (2022 – 40,828 ounces).*
8) *Represents cost of sales, mine cash cost of sales and all-in sustaining cost, respectively, divided by payable gold in concentrate sold.*

The following tables provide a reconciliation of the Company's cash cost per tonne of complex concentrate smelted to its cost of sales from discontinued operations:

$ thousands		Fourth Quarter		Full Year	
unless otherwise stated		**2023**	2022	**2023**	2022
Complex concentrate smelted	t	**67,891**	41,835	**188,803**	174,122
Tsumeb cost of sales		**27,874**	25,968	**99,047**	120,779
Add/(deduct):					
Depreciation and amortization		**(1,490)**	(800)	**(4,834)**	(17,023)
Sulphuric acid revenue		**(4,679)**	(6,625)	**(15,988)**	(23,052)
Smelter cash cost		**21,705**	18,543	**78,225**	80,704
Cost of sales per tonne of complex concentrate smelted(1)	$/t	**411**	621	**525**	694
Cash cost per tonne of complex concentrate smelted(1)	$/t	**320**	443	**414**	463

1) Represents cost of sales and smelter cash cost, respectively, divided by tonnes of complex concentrate smelted.

Adjusted net earnings and adjusted basic earnings per share

Adjusted net earnings is a non-GAAP financial measure and adjusted basic earnings per share is a non-GAAP ratio used by management and investors to measure the underlying operating performance of the Company. Presenting these measures from period to period helps management and investors evaluate earnings trends more readily in comparison with results from prior periods.

Adjusted net earnings are defined as net earnings (loss), adjusted to exclude specific items that are significant, but not reflective of the underlying operations of the Company, including:

- impairment charges or reversals thereof;
- unrealized and realized gains or losses related to investments carried at fair value;
- significant tax adjustments not related to current period earnings; and
- non-recurring or unusual income or expenses that are either not related to the Company's operating segments or unlikely to occur on a regular basis.

The following table provides a reconciliation of adjusted net earnings to net earnings (loss):

$ thousands		Fourth Quarter		Full Year	
except per share amounts		**2023**	2022	**2023**	2022
Continuing Operations:					
Net earnings from continuing operations		**52,045**	22,062	**181,976**	116,584
Add/(deduct):					
Net gains on derivatives, net of income taxes of $nil		**(2,004)**	-	**(2,004)**	-
Net loss on Sabina special warrants, net of income taxes of $nil		**-**	-	**-**	2,369
Adjusted net earnings from continuing operations		**50,041**	22,062	**179,972**	118,953
Basic earnings per share from continuing operations	$/sh	**0.29**	0.12	**0.98**	0.61
Adjusted basic earnings per share from continuing operations	$/sh	**0.28**	0.12	**0.97**	0.62
Discontinued Operations:					
Net earnings (loss) from discontinued operations		**5,431**	11,258	**10,963**	(80,661)
Add/(deduct):					
Tsumeb impairment charges		**-**	-	**-**	85,000
Tsumeb restructuring costs		**-**	-	**-**	5,735
Adjusted net earnings from discontinued operations		**5,431**	11,258	**10,963**	10,074
Basic earnings (loss) per share from discontinued operations	$/sh	**0.03**	0.06	**0.06**	(0.42)
Adjusted basic earnings per share from discontinued operations	$/sh	**0.03**	0.06	**0.06**	0.06
Consolidated:					
Net earnings		**57,476**	33,320	**192,939**	35,923
Add/(deduct):					
Net gains on derivatives, net of income taxes of $nil		**(2,004)**	-	**(2,004)**	-
Net loss on Sabina special warrants, net of income taxes of $nil		**-**	-	**-**	2,369
Tsumeb impairment charges		**-**	-	**-**	85,000
Tsumeb restructuring costs		**-**	-	**-**	5,735
Adjusted net earnings		**55,472**	33,320	**190,935**	129,027
Basic earnings per share	$/sh	**0.32**	0.18	**1.04**	0.19
Adjusted basic earnings per share	$/sh	**0.31**	0.18	**1.03**	0.68

Adjusted EBITDA

Adjusted EBITDA is a non-GAAP financial measure used by management and investors to measure the underlying operating performance of the Company's operating segments. Presenting these measures from period to period helps management and investors evaluate earnings trends more readily in comparison with results from prior periods. In addition, the Human Capital and Compensation Committee of the Board of Directors uses adjusted EBITDA, together with other measures, to set incentive compensation goals and assess performance.

Adjusted EBITDA excludes the following from earnings before income taxes:

- depreciation and amortization;
- interest income;
- finance cost;

- impairment charges or reversals thereof;
- unrealized and realized gains or losses related to investments carried at fair value; and
- non-recurring or unusual income or expenses that are either not related to the Company's operating segments or unlikely to occur on a regular basis.

The following table provides a reconciliation of adjusted EBITDA to earnings (loss) before income taxes:

$ thousands	**Fourth Quarter**		**Full Year**	
	2023	2022	**2023**	2022
Continuing Operations:				
Earnings before income taxes from continuing operations	**58,454**	26,374	**205,702**	139,403
Add/(deduct):				
Depreciation and amortization	**20,777**	21,940	**84,408**	84,229
Finance costs	**957**	770	**3,499**	3,340
Interest income	**(6,171)**	(3,656)	**(23,250)**	(6,494)
Net gains on derivatives	**(2,004)**	-	**(2,004)**	-
Net losses on Sabina special warrants	**-**	-	**-**	2,369
Adjusted EBITDA from continuing operations	**72,013**	45,428	**268,355**	222,847
Discontinued Operations:				
Earnings (loss) before income taxes from discontinued operations	**5,431**	11,258	**10,963**	(80,661)
Add/(deduct):				
Depreciation and amortization	**1,490**	800	**4,834**	17,023
Finance costs	**717**	785	**3,089**	2,985
Interest income	**(17)**	(17)	**(78)**	(60)
Tsumeb impairment charges	**-**	-	**-**	85,000
Tsumeb restructuring costs	**-**	-	**-**	5,735
Adjusted EBITDA from discontinued operations	**7,621**	12,826	**18,808**	30,022
Consolidated:				
Earnings before income taxes	**63,885**	37,632	**216,665**	58,742
Add/(deduct):				
Depreciation and amortization	**22,267**	22,740	**89,242**	101,252
Finance costs	**1,674**	1,555	**6,588**	6,325
Interest income	**(6,188)**	(3,673)	**(23,328)**	(6,554)
Net gains on derivatives	**(2,004)**	-	**(2,004)**	-
Net losses on Sabina special warrants	**-**	-	**-**	2,369
Tsumeb impairment charges	**-**	-	**-**	85,000
Tsumeb restructuring costs	**-**	-	**-**	5,735
Adjusted EBITDA	**79,634**	58,254	**287,163**	252,869

Cash provided from operating activities, before changes in working capital

Cash provided from operating activities, before changes in working capital, is a non-GAAP financial measure defined as cash provided from operating activities excluding changes in working capital as set out in the Company's consolidated statements of cash flows. This measure is used by the Company and investors to measure the cash flow generated by the Company's operating segments prior to any changes in working capital, which at times can distort performance.

Free cash flow

Free cash flow is a non-GAAP financial measure defined as cash provided from operating activities, before changes in working capital which includes changes in share-based compensation liabilities, less cash outlays for sustaining capital, mandatory principal repayments and interest payments related to debt and leases. This measure is used by the Company and investors to measure the cash flow available to fund growth capital expenditures, dividends and share repurchases.

The following table provides a reconciliation of cash provided from operating activities, before changes in working capital and free cash flow to cash provided from operating activities:

$ thousands	**Fourth Quarter**		**Full Year**	
	2023	2022	**2023**	2022
Continuing Operations:				
Cash provided from operating activities of continuing operations	**71,268**	48,527	**261,626**	209,589
Add:				
Changes in working capital	**(11,973)**	(5,173)	**899**	(18,718)
Cash provided from operating activities of continuing operations, before changes in working capital	**59,295**	43,354	**262,525**	190,871
Cash outlays for sustaining capital[(1)]	**(8,798)**	(12,095)	**(30,192)**	(36,191)
Principal repayments related to leases	**(916)**	(662)	**(2,959)**	(2,584)
Interest payments[(1)]	**(245)**	(558)	**(1,459)**	(1,562)
Free cash flow from continuing operations	**49,336**	30,039	**227,915**	150,534
Discontinued Operations:				
Cash provided from operating activities of discontinued operations	**6,911**	762	**14,056**	22,463
Add:				
Changes in working capital	**1,128**	8,237	**5,824**	13,861
Cash provided from operating activities of discontinued operations, before changes in working capital	**8,039**	8,999	**19,880**	36,324
Cash outlays for sustaining capital[(1)]	**(4,834)**	(5,065)	**(12,969)**	(17,632)
Principal repayments related to leases	**(681)**	(545)	**(2,482)**	(2,036)
Interest payments[(1)]	**(98)**	(165)	**(492)**	(753)
Free cash flow from discontinued operations	**2,426**	3,224	**3,937**	15,903
Consolidated:				
Cash provided from operating activities	**78,179**	49,289	**275,682**	232,052
Add:				
Changes in working capital	**(10,845)**	3,064	**6,723**	(4,857)
Cash provided from operating activities, before changes in working capital	**67,334**	52,353	**282,405**	227,195
Cash outlays for sustaining capital[(1)]	**(13,632)**	(17,160)	**(43,161)**	(53,823)
Principal repayments related to leases	**(1,597)**	(1,207)	**(5,441)**	(4,620)
Interest payments[(1)]	**(343)**	(723)	**(1,951)**	(2,315)
Free cash flow	**51,762**	33,263	**231,852**	166,437

1) Included in cash used in investing and financing activities, respectively, in the consolidated statements of cash flows.

Average realized metal prices

Average realized gold and copper prices are non-GAAP ratios used by management and investors to highlight the price actually realized by the Company relative to the average market price, which can differ due to the timing of sales, hedging and other factors.

Average realized gold and copper prices represent the average per unit price recognized in the Company's consolidated statements of earnings (loss) prior to any deductions for treatment charges, refining charges, penalties, freight and final settlements to adjust for any differences relative to the provisional invoice.

The following table provides a reconciliation of the Company's average realized gold and copper prices to its revenue:

$ thousands		Fourth Quarter		Full Year	
unless otherwise indicated		**2023**	2022	**2023**	2022
Total revenue		**139,339**	112,968	**520,091**	433,490
Add/(deduct):					
Treatment charges and other deductions(1)		**28,769**	27,393	**106,330**	113,959
Silver revenue		**(1,020)**	(446)	**(4,459)**	(3,319)
Revenue from gold and copper		**167,088**	139,915	**621,962**	544,130
Revenue from gold		**140,843**	115,341	**520,122**	435,657
Payable gold in concentrate sold	oz	**69,564**	65,831	**265,743**	242,697
Average realized gold price per ounce	$/oz	**2,025**	1,752	**1,957**	1,795
Revenue from copper		**26,245**	24,574	**101,840**	108,473
Payable copper in concentrate sold	Klbs	**7,009**	6,726	**26,651**	27,224
Average realized copper price per pound	$/lb	**3.74**	3.65	**3.82**	3.98

1) *Represents revenue deductions for treatment charges, refining charges, penalties, freight and final settlements to adjust for any differences relative to the provisional invoice.*

RISKS AND UNCERTAINTIES

The operating results and financial condition of the Company are subject to a number of inherent risks and uncertainties associated with its business activities, which include the acquisition, exploration, development, financing, construction, commissioning and operation of its mine, mill and concentrate processing facilities. The operating results and financial condition are also subject to numerous external factors, which include economic, social, geopolitical, warfare, environmental, regulatory, health, legal, tax and market risks impacting, among other things, precious metals and copper prices, sulphuric acid prices, toll rates, foreign exchange rates, inflation, the availability and cost of capital to fund the capital requirements of the business and the supply chain related to the business, uncertainty of production and cost estimates and the potential for unexpected costs and expenses, and changes in general economic conditions or conditions in the financial markets. Each of these risks could have a material adverse impact on the Company's future business, results of operations and financial condition, and could cause actual results to differ materially from those described in any Forward-Looking Statements contained in this MD&A. The Company endeavours to manage these risks and uncertainties with good governance and in a balanced manner with a view to mitigating risk while maximizing total shareholder returns. The Company continually strives to identify and to effectively manage the risks of each of its business units. This includes developing appropriate risk management strategies, policies and procedures, processes and systems. There can be no assurance that the Company has been or will be successful in identifying all risks or that any risk-mitigating strategies adopted to reduce or eliminate risk will be successful.

The following subsections describe some of the more significant business risks and uncertainties affecting the Company. These risks, along with other potential risks not specifically discussed in this MD&A, should be considered when evaluating the Company and its three-year outlook along with the more comprehensive discussion of risks contained in the “Risk Factors” section of our most recent AIF. Additional risks not identified below may affect the Company.

Metal Prices

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

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

In accordance with established risk management policies approved by our Board of Directors, the Company enters into QP Hedges to reduce the metal price exposure associated with the time lag between the provisional and final determination of concentrate sales. The Company also selectively enters into Production Hedges to reduce its price exposure on future sales and in respect of certain cost measures that are impacted by variability in by-product metal credits. These Production Hedges are entered primarily to provide price protection below a specified “floor” price and, to reduce the upfront cost of these contracts, are typically accompanied by option contracts that provide price participation up to a specified “ceiling” price. The Company sells and hedges gold and copper metal contained in concentrates produced at prices that are effectively determined by reference to the traded prices on major commodity exchanges, including the LME and the LBMA.

International Conflicts and Geopolitical Risks

International conflicts and other geopolitical tensions and events, including war, military action, terrorism, trade disputes and international responses thereto have historically led to, and may in the future lead to, uncertainty or volatility in global commodity and financial markets, and/or disruptions to supply chains and shipping lanes. World-wide political and economic risks are intensifying, including as a result of the conflicts in Ukraine and the Middle East, which create significant levels of uncertainty. Volatility in commodity prices and supply chain and shipping lanes disruptions may adversely affect the Company's business, financial condition and results of operations. The extent and duration of the Russia-Ukraine and Middle East conflicts and related international action cannot be accurately predicted at this time and the effects of such conflict may magnify the impact of the other risks, including those relating to commodity price volatility and global financial conditions.

The Company's Chelopech and Ada Tepe mines are located in Bulgaria, Eastern Europe. Bulgaria does not share a border with either Russia or Ukraine and is part of the North Atlantic Treaty Organization and the EU. The main sources of Bulgaria's electric energy are nuclear and coal facilities, which together comprise approximately 80% of Bulgaria's total energy generation. Although Russia has halted natural gas deliveries to Bulgaria, approximately 5% of Bulgaria's total energy supply is generated from natural gas and DPM has not experienced and does not anticipate any disruption of power supply to its mines as a result. In June 2022, the Council of Europe adopted sanctions that, among other things, prohibit the purchase, import or transfer of crude oil and certain petroleum products from Russia to the EU. A temporary exemption is available for those EU member states that, due to their geographic situation, suffer from a specific dependence on Russian supplies and have no viable alternative options. Bulgaria has secured this exemption until end of 2024. As a result, the impact of the conflict in Ukraine on the Company has been limited to date to increased costs for energy, fuel and other direct materials.

Further escalation of the conflict in Ukraine, including an outbreak of and/or expansion of hostilities into other countries or regions within Europe could have a material adverse effect on the Company's operations due to, among other factors, disruption in the Company's supply chain, increased input costs, and increased risk (or perception of increased risk) in the profile of the Company's operations in Eastern Europe.

In addition, the conflict in the Middle East between Israel and the Hamas, and the potential for a wider regional conflict, has also had a significant impact on global stability. Attacks by Houthi rebels in the Red Sea has put significant risks on shipping lanes in the area and has resulted in increased shipping costs to various business entities including the Company. Continued attacks on shipping in the Middle East may result in further increases in shipping costs and longer transit times and delays in delivering products or procuring supplies. Further escalation of the conflict may spark confrontations in other parts of the Middle East and have further adverse consequences on global markets, supply chains and shipping lanes and the Company's business.

The Company continues to monitor these events and will proactively manage the situation, although there is no assurance that the Company's operations will not be adversely affected by current geopolitical tensions and/or associated government sanctions.

Inflation and Global Economic Conditions

The global economy has faced significant instability in recent years, marked by increased inflation and supply chain disruptions. Global economic conditions could further deteriorate, and the economy may contract and enter into a recession. Additionally, future economic shocks may be precipitated by a number of causes, including geopolitical instability, a rise in the price of oil and other energy costs, natural disasters, and outbreaks of pandemic or epidemic medical issues or other public health emergencies. Any sudden or rapid destabilization of global economic conditions could impact the Company's ability to obtain equity or debt financing in the future on terms favourable to the Company. Additionally, any such occurrence could cause decreases in asset values that are deemed to be other than temporary, which may result in impairment charges. Further, in such an event, the Company's operations and financial condition could be adversely impacted.

In addition to potentially affecting the price of gold, copper and silver, general inflationary pressures may also affect labour, commodity and other input costs, which could have a material adverse effect on the Company's financial condition, results of operations and capital expenditures for the development of its projects. The Company has been impacted by these inflationary pressures in the form of higher costs for key inputs required for its operations, most notably higher energy costs. The Company has made assumptions around the expected costs of these key inputs, and the Company's actual costs in an inflationary environment may differ materially from those assumptions. These inflationary impacts may be felt directly through purchases of diesel and fuel, as well as through higher transportation costs, and indirectly through higher costs of products which rely on energy as an input cost.

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

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

Under this agreement, the Company typically secures complex concentrate volumes at specified toll rates covering the next 12-24 months. As at December 31, 2023, the Company has contracted high value complex concentrate covering over 75% of its expected concentrate requirements through to the end of 2024. There can be no assurance that such concentrate will be available to the smelter in the future or that the parties will agree on contracted toll rates that will be sufficient to generate an adequate return. Failure to find sufficient quantities of suitable high value complex concentrate to be processed at acceptable toll rates could have a material adverse impact on the Company's business, financial condition and results of operations.

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

Tsumeb produces sulphuric acid as a by-product of the smelting operation. Historically, the vast majority of this sulphuric acid has been sold to customers in Namibia, with the balance exported to other countries in Africa. The revenue from sulphuric acid sales makes up approximately 15% to 20% of Tsumeb's revenue and changes in the market price of and demand for sulphuric acid can have a material impact on Tsumeb's financial results. As at December 31, 2023, approximately 90% of Tsumeb's forecast sulphuric acid production over the next three years is expected to be sold domestically under a reference price contract which includes floor and ceiling prices. The remainder of Tsumeb's sulphuric acid production is expected to be sold at market terms under spot or longer-term agreements. An inability to sell or deliver sufficient acid production whereby Tsumeb's sulphuric acid storage capacity is exceeded would result in a reduction of smelter operating levels up to and including a full stoppage.

Foreign Exchange

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

From time to time, the Company enters into foreign exchange option contracts in order to reduce the foreign exchange exposures associated with projected operating expenses and capital expenditures denominated in foreign currencies.

Operations

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

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

Mineral Resources and Mineral Reserves

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

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

Need for Mineral Reserves

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

Exploration

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

Financing, Interest Rate and Liquidity

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

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

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

Environmental, Health and Safety

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

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

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

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

Osino Acquisition

There is no certainty that the acquisition will be completed in accordance with the terms of the current agreement, or at all. Each of the Company and Osino has the right to terminate the acquisition in certain circumstances. In addition, the completion of the acquisition is subject to a number of conditions precedent, certain of which may be outside of the control of both parties, including the approval under the Namibia Competition Act. These factors may affect the ability of the Company to complete the acquisition of Osino on the terms the parties have agreed upon or at all. A substantial delay in obtaining certain regulatory approvals or the imposition of unfavourable terms or conditions in any approval could also have an adverse effect on the business financial condition or results of operations of the Company.

DISCLOSURE CONTROLS AND PROCEDURES AND INTERNAL CONTROL OVER FINANCIAL REPORTING

The Company's management, under the supervision of the Chief Executive Officer ("CEO") and the Chief Financial Officer ("CFO"), has designed disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR"), as defined in NI 52-109, based on the Internal Control – Integrated Framework (2013) developed by COSO (Committee of Sponsoring Organizations of the Treadway Commission).

The CEO and CFO evaluated or caused to be evaluated under their supervision the design and operating effectiveness of the DC&P and ICFR as defined by NI 52-109 as at December 31, 2023. Based on this evaluation, the CEO and CFO concluded that the Company's DC&P and ICFR were designed and operating effectively as at December 31, 2023.

NI 52-109 also requires Canadian public companies to disclose in their MD&A any change in ICFR that has materially affected, or is reasonably likely to materially affect, ICFR. No material changes were made to the ICFR in the year ended December 31, 2023. Only reasonable, rather than absolute, assurance that misstatements are prevented or detected on a timely basis by ICFR can be provided due to the inherent limitations of the ICFR system. Such limitations also apply to the effectiveness of ICFR as it is also possible that controls may become inadequate because of changes in conditions or deterioration in compliance with policies and procedures.

CAUTIONARY NOTE REGARDING FORWARD LOOKING STATEMENTS

Certain statements and other information included in this MD&A and our other disclosure documents constitute "forward looking information" or "forward looking statements" within the meaning of applicable securities legislation, which we refer to collectively hereinafter as "Forward Looking Statements".

Forward Looking Statements are statements that are not historical facts and are generally, but not always, identified by the use of forward looking terminology such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "guidance", "outlook", "intends", "anticipates", "believes", or variations of such words and phrases or that state that certain actions, events or results "may", "could", “would”, “might” or “will” be taken, occur or be achieved, or the negative of any of these terms or similar expressions. The Forward Looking Statements in this MD&A relate to, among other things: expected cash flows; the price of gold, copper, silver and sulphuric acid; toll rates, metal exposure and stockpile interest deductions at Tsumeb; the estimation of Mineral Reserves and Mineral Resources and the realization of such mineral estimates; estimated capital costs, all-in sustaining cost, operating costs and other financial metrics, including those set out in the outlook and guidance provided by the Company; currency fluctuations; the impact of any impairment charges; Tsumeb’s ability to continue to benefit from the Export Processing Zones and expected new Sustainable Special Economic Zone regime in Namibia; the processing of Chelopech concentrate; timing of further optimization work at Tsumeb; potential benefits of any upgrades and/or expansion, including the potential rotary holding furnace installation at the Tsumeb smelter; the strategic review of Tsumeb and the potential outcome thereof; DPM’s strategy, plans, targets and goals in respect of environmental, social and governance issues, including climate change, greenhouse gas emissions reduction targets, tailings management facilities and human rights initiatives; results of economic studies; expected milestones; timing and success of exploration activities, including at the Čoka Rakita target; the timing of the completion and results of an updated FS for the Loma Larga gold project; the timing and possible outcome of pending litigation or legal proceedings, including the timing of the legal proceedings related to the Action and resumption of drilling activities at Loma Larga; expectations with respect to the potential to incorporate additional existing Mineral Resources into the Timok mine plan by processing the sulphide portion of the ore body; development of the Loma Larga gold project, including expected production, successful negotiations of an exploitation agreement and granting of environmental and construction permits in a timely manner; success of permitting activities; permitting timelines; success of investments, including potential acquisitions; completion of the acquisitions of Osino; anticipated timing for completion of the acquisition of Osino, including receipt of all required regulatory and securityholder approvals; anticipated benefits and synergies resulting from the proposed acquisition of Osino, including additional mineral resources and future production, expectations regarding the financial strength of the Company following completion of the transaction and future exploration, development and growth potential; the anticipated timing for any construction decision in respect of the Twin Hills project and any update to the Company’s anticipated future production as result of any such construction decision; requirements for additional capital; government regulation of mining and smelting operations; environmental risks; reclamation expenses; potential or anticipated outcome of title disputes or claims; benefits of digital initiatives; the timing and amount of dividends; the anticipated timing for the application for approval of the NCIB and receipt thereof from the TSX; and the anticipated timing of the commencement of the NCIB and the number of common shares of the Company that may be purchased thereunder.

Forward Looking Statements are based on certain key assumptions and the opinions and estimates of management and QP (in the case of technical and scientific information), as of the date such statements are made, and they involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any other future results, performance or achievements expressed or implied by the Forward Looking Statements. In addition to factors already discussed in this document, such factors include, among others: fluctuations in metal and sulphuric acid prices, toll rates and foreign exchange rates; risks arising from the current inflationary environment and the impact on operating costs and other financial metrics, including risks of recession and the risk that the power subsidy in Bulgaria may be discontinued; the commencement, continuation or escalation of geopolitical and/or intrastate conflicts and crises, including without limitation, in Ukraine, the Middle East, Ecuador, and other jurisdictions from time to time, and their direct and indirect effects on the operations of DPM; the continued exemption from the Council of Europe’s sanctions in favour of Bulgaria with respect to the import of Russian oil and economic sanctions against Russia and Russian persons which may impact supply chains; regulatory changes, including changes impacting the complex concentrate market; inability of Tsumeb to secure complex copper concentrate on terms that are economic; the anticipated timing for completion and result of the strategic review in respect of Tsumeb; possible variations in ore grade and recovery rates; inherent uncertainties in respect of conclusions of economic evaluations, economic studies and mine plans, including the Loma Larga FS and the Čoka Rakita PEA; uncertainties with respect to timing of the updated Loma Larga FS and the Čoka Rakita PEA; changes in project parameters, including schedule and budget, as plans continue to be refined;

uncertainties with respect to realizing the anticipated benefits from the development of the Loma Larga and Čoka Rakita gold projects; uncertainties with respect to the Company's ability to complete the proposed acquisition of Osino, including the ability to obtain all required regulatory and securityholder approvals; neither Osino nor DPM exercising their rights to terminate the definite agreement in respect of the proposed acquisition of Osino; the ability of the Company to realize the anticipated benefits of the proposed acquisition of Osino, including the ability to develop and commence production from the Twin Hills project successfully or at all following any construction decision that may be made in respect thereof; uncertainties with respect to actual results of current exploration activities; uncertainties and risks inherent to developing and commissioning new mines into production, which may be subject to unforeseen delays; uncertainties inherent with conducting business in foreign jurisdictions where corruption, civil unrest, political instability and uncertainties with the rule of law may impact the Company's activities; limitations on insurance coverage; accidents, labour disputes and other risks of the mining industry; delays in obtaining governmental approvals or financing or in the completion of development or construction activities; actual results of current and planned reclamation activities; opposition by social and non-governmental organizations to mining projects and smelting operations; unanticipated title disputes; claims or litigation; failure to achieve certain cost savings or the potential benefits of any upgrades and/or expansion, including the potential rotary holding furnace installation at the Tsumeb smelter; increased costs and physical risks, including extreme weather events and resource shortages, related to climate change; cyber-attacks and other cybersecurity risks; there being no assurance that the Company will receive approval from the TSX to undertake the NCIB nor that it will purchase additional common shares of the Company thereunder; risks related to the implementation, cost and realization of benefits from digital initiatives; as well as those risk factors discussed or referred to in any other documents (including without limitation the Company's most recent AIF) filed from time to time with the securities regulatory authorities in all provinces and territories of Canada and available on SEDAR+ at www.sedarplus.ca. This list is not exhaustive of the factors that may affect any of the Company's Forward Looking Statements.

The Forward Looking Statements are based on what the Company's management considers to be reasonable assumptions, beliefs, expectations and opinions based on the information currently available to it. Without limitation to the foregoing, the following section outlines certain specific Forward Looking Statements contained in the "Three-Year Outlook" section of this MD&A, unless otherwise noted, and provides certain material assumptions used to develop such Forward Looking Statements and material risk factors that could cause actual results to differ materially from the Forward Looking Statements (which are provided without limitation to the additional general risk factors discussed herein):

Ore processed: assumes Chelopech and Ada Tepe mines perform at planned levels. Subject to a number of risks, the more significant of which is failure of plant, equipment or processes to operate as anticipated.

Cash cost per tonne of ore processed: assumes Chelopech and Ada Tepe ore mined/milled are in line with the guidance provided; foreign exchange rates remain at or around current levels; and operating expenses at Chelopech and Ada Tepe are at planned levels. Subject to a number of risks, the more significant of which are: lower than anticipated ore mined/milled; a weaker U.S. dollar relative to the Euro; and unexpected increases in labour and other operating costs.

Metals contained in concentrate produced: assumes grades and recoveries are consistent with current estimates of Mineral Resources and Mineral Reserves and DPM's current expectations; and ore mined/milled is consistent with guidance. Subject to a number of risks, the more significant of which are: lower than anticipated ore grades, recovery rates and ore mined/milled.

All-in sustaining cost: assumes that metals contained in concentrate produced and cash cost per tonne of ore processed at Chelopech and Ada Tepe are each in line with the guidance provided; copper and silver prices remain at or around current levels; the timing, destination and commercial terms in respect of concentrate deliveries are consistent with DPM's current expectations; payable metals in concentrate sold are consistent with the guidance provided; and general and administrative expenses, sustaining capital expenditures and leases are consistent with the guidance provided. Subject to a number of risks, the more significant of which are: lower than anticipated metals contained in concentrate produced; concentrate deliveries and metal prices; a higher than anticipated cash cost per tonne of ore processed; and higher than anticipated sustaining capital expenditures, leases and general and administrative expenses.

Complex concentrate smelted at Tsumeb: assumes no significant disruption in equipment availability, planned maintenance activities or concentrate supply. Subject to a number of risks, the more significant of which are: unanticipated operational issues; delays in maintenance activities; lower than anticipated equipment availability; and disruptions to or changes in the supply of complex concentrate, including changes in the proportion of third party and Chelopech feed.

Cash cost per tonne of complex concentrate smelted: assumes complex concentrate smelted is consistent with the guidance provided; no delays in planned maintenance activities; sulphuric acid prices are at or around current levels; sulphuric acid production and operating expenses are at planned levels; and foreign exchange rates remain at or around current levels. Subject to a number of risks, the more significant of which are: lower than anticipated complex concentrate smelted and sulphuric acid production; lower than anticipated sulphuric acid prices; strengthening of the ZAR relative to the U.S. dollar; and higher than anticipated operating and transportation costs due to a variety of factors, including higher than anticipated inflation, labour and other operating costs.

Sustaining and growth capital expenditures: assumes foreign exchange rates remain at or around current levels, and all capital projects proceed as planned and at a cost that is consistent with the budget established for each project. Subject to a number of risks, the more significant of which are: technical challenges, delays related to securing necessary permits and approvals, equipment deliveries, equipment performance, and the speed with which work is performed; availability of qualified labour; and changes in project parameters and estimated costs, including foreign exchange impacts.

Liquidity (see comments contained in "Liquidity and Capital Resources" section): assumes the operating and cost performance are consistent with current expectations; metal and sulphuric acid prices, and foreign exchange rates remain at or around current levels; concentrate and sulphuric acid sales agreements, and smelter toll terms are consistent with current terms and/or forecast levels; progress of capital projects is consistent with current expectations; and DPM's RCF remains in place. Subject to a number of risks, the more significant of which are: lower than anticipated metals production at Chelopech and Ada Tepe, complex concentrate throughput and sulphuric acid production at Tsumeb, concentrate deliveries and metal prices; lower than anticipated reductions in secondary material at Tsumeb; a weaker U.S. dollar relative to local operating currencies; changes in contractual sales and/or toll terms and sulphuric acid prices; changes to capital project parameters, schedule and/or costs; and the inability to draw down on DPM's RCF due to a breach or potential breach of one of its covenants.

General: assumes ability to carry on exploration and development activities; ability to operate in a safe, efficient and effective manner; no significant unanticipated operational or technical difficulties; maintenance of good relations with the communities surrounding Chelopech, Ada Tepe, Tsumeb and Loma Larga; no significant events or changes relating to regulatory, environmental, health and safety matters; and no material increase in the negative effects of the conflict in Ukraine and current global economic and political conditions, including inflationary pressures, beyond what has been factored into the Company's Forward Looking Statements.

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

CAUTIONARY NOTE TO UNITED STATES INVESTORS CONCERNING DIFFERENCES IN REPORTING OF MINERAL RESOURCE ESTIMATES

This MD&A has been prepared in accordance with the requirements of Canadian securities laws, under which disclosure of mineral properties are governed by NI 43-101.

There are differences between the standards and terms used for reporting Mineral Reserves and Mineral Resources in Canada, and in the United States pursuant to the rules and regulations of United States Securities and Exchange Commission (the "SEC"). The terms "Mineral Resource", "measured mineral resource", "indicated mineral resource" and "inferred mineral resource" are defined by the CIM and the CIM Definition Standards on Mineral Resources and Mineral Reserves adopted by the CIM Council, and must be disclosed according to Canadian securities regulations.

These standards differ from the requirements of the SEC applicable to domestic United States reporting companies. Accordingly, information contained in this MD&A containing descriptions of the Company's mineral deposits may not be comparable to similar information made public by United States companies subject to the reporting and disclosure requirements under the United States federal securities laws and the rules and regulations thereunder.

MANAGEMENT'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING

The accompanying consolidated financial statements of Dundee Precious Metals Inc. (the "Company") and all information in this financial report are the responsibility of management. The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards and, where appropriate, include management's best estimates and judgments. Management has reviewed the financial information presented throughout this report and has ensured it is consistent with the consolidated financial statements.

Management maintains a system of internal control designed to provide reasonable assurance that assets are safeguarded from loss or unauthorized use, and that financial information is timely and reliable. However, any system of internal control over financial reporting, no matter how well designed and implemented, has inherent limitations and may not prevent or detect all misstatements.

The Board of Directors is responsible for ensuring that management fulfils its responsibilities for financial reporting and is ultimately responsible for reviewing and approving the consolidated financial statements. The Board carries out this responsibility principally through its Audit Committee.

The Board of Directors appoints the Audit Committee, and all of its members are independent directors. The Audit Committee meets periodically with management and the auditors to review internal controls, audit results, accounting principles and related matters. The Board of Directors approves the consolidated financial statements on the recommendation from the Audit Committee.

PricewaterhouseCoopers LLP, an independent firm of Chartered Professional Accountants, was appointed by the shareholders at the last annual meeting to examine the consolidated financial statements and provide an independent professional opinion. PricewaterhouseCoopers LLP has full and free access to the Audit Committee.

(signed) "David Rae"	(signed) "Navin Dyal"
David Rae	Navin Dyal
President and Chief Executive Officer	Executive Vice President and Chief Financial Officer

February 14, 2024

Independent auditor's report

To the Shareholders of Dundee Precious Metals Inc.

Our opinion

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of Dundee Precious Metals Inc. and its subsidiaries (together, the Company) as at December 31, 2023 and 2022, and its financial performance and its cash flows for the years then ended in accordance with IFRS Accounting Standards.

What we have audited

The Company's consolidated financial statements comprise:

- the consolidated statements of financial position as at December 31, 2023 and 2022;
- the consolidated statements of earnings (loss) for the years then ended;
- the consolidated statements of comprehensive income (loss) for the years then ended;
- the consolidated statements of cash flows for the years then ended;
- the consolidated statements of changes in shareholders' equity for the years then ended; and
- the notes to the consolidated financial statements, comprising material accounting policy information and other explanatory information.

Basis for opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Canada. We have fulfilled our other ethical responsibilities in accordance with these requirements.

PricewaterhouseCoopers LLP
PwC Tower, 18 York Street, Suite 2500, Toronto, Ontario, Canada, M5J 0B2
T: +1 416 863 1133, F: +1 416 365 8215, ca_toronto_18_york_fax@pwc.com

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2023. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	How our audit addressed the key audit matter
Recognition of the Tsumeb metal exposure adjustment *Refer to note 2.2 – Material accounting policy information and note 3 – Assets and liabilities held for sale and discontinued operations to the consolidated financial statements.* As at December 31, 2023, the Company's assets held for sale included a metal recovery of $17.2 million related to estimated metal exposure at Tsumeb. Revenue from processing concentrate is adjusted for any over or under recoveries of metals delivered relative to contracted rates under the tolling agreement between Tsumeb and its customer. These metal exposure adjustments are calculated by comparing (i) the copper, gold and silver (together, metal) content in the concentrate received and processed by Tsumeb multiplied by the percentage payable in the agreement to (ii) the metal in the blister delivered to the customer and in the in-circuit material still being processed. The metal exposure adjustment is subject to estimation, including the amount of metal contained in concentrate received, in-circuit material and blister delivered where final assays have not been completed. We considered this a key audit matter due to (i) the significant judgment by management in estimating the Tsumeb metal exposure adjustment, including a high degree of estimation uncertainty and (ii) the significant audit effort and subjectivity in performing procedures related to management's assumptions.	Our approach to addressing the matter included the following procedures, among others: • Tested the operating effectiveness of controls relating to the metal exposure process, including management's estimate of the metal exposure adjustment. • Observed the metal stockpile survey performed near year-end. • Obtained a customer confirmation in respect of the quantities of concentrate treated, blister returned and metal in-circuit at year-end. • Tested how management estimated the Tsumeb metal exposure adjustment at year-end and evaluated the reasonableness of the estimated amount of metal contained in concentrate received, in-circuit material and blister delivered, where final assays have not been completed at year-end, by comparing to historical recovery rates and historical adjustments to provisional assays.

Other information

Management is responsible for the other information. The other information comprises the Management's Discussion and Analysis, which we obtained prior to the date of this auditor's report and the information, other than the consolidated financial statements and our auditor's report thereon, included in the annual report, which is expected to be made available to us after that date.

Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard. When we read the information, other than the consolidated financial statements and our auditor's report thereon, included in the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Manuel Pereyra.

/s/PricewaterhouseCoopers LLP

Chartered Professional Accountants, Licensed Public Accountants

Toronto, Ontario
February 14, 2024

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

As at December 31, 2023 and 2022
(in thousands of U.S. dollars)

	Notes	December 31, 2023	December 31, 2022
ASSETS			
Current Assets			
Cash and cash equivalents	*2.2(e)*	**595,285**	433,176
Accounts receivable	*5*	**99,230**	126,437
Inventories	*6*	**38,491**	45,813
Other current assets		**1,102**	5,495
		734,108	610,921
Assets Held for Sale	*3*	**82,817**	-
		816,925	610,921
Non-Current Assets			
Investments at fair value	*7*	**11,900**	40,773
Exploration and evaluation assets	*8*	**147,431**	126,231
Mine properties	*9*	**89,503**	113,520
Property, plant & equipment	*10*	**192,175**	237,103
Intangible assets	*11*	**14,849**	15,501
Deferred income tax assets	*21*	**13,015**	6,590
Other long-term assets		**4,438**	6,615
		473,311	546,333
TOTAL ASSETS		**1,290,236**	1,157,254
LIABILITIES			
Current Liabilities			
Accounts payable and accrued liabilities	*12*	**78,639**	86,529
Income tax liabilities	*21*	**213**	83
Current portion of long-term liabilities	*15*	**5,639**	10,273
		84,491	96,885
Liabilities Held for Sale	*3*	**37,374**	-
		121,865	96,885
Non-Current Liabilities			
Rehabilitation provisions	*14*	**25,440**	45,823
Share-based compensation liabilities	*17*	**9,933**	8,122
Other long-term liabilities	*15*	**12,448**	13,330
		47,821	67,275
TOTAL LIABILITIES		**169,686**	164,160
EQUITY			
Share capital		**559,059**	583,027
Contributed surplus		**6,304**	6,436
Retained earnings		**556,777**	411,786
Accumulated other comprehensive loss	*25(c)*	**(1,590)**	(8,155)
TOTAL SHAREHOLDERS' EQUITY		**1,120,550**	993,094
TOTAL LIABILITIES AND EQUITY		**1,290,236**	1,157,254

The accompanying notes are an integral part of the consolidated financial statements

Signed on behalf of the Board of Directors

(Signed) "David Rae"
David Rae, Director

(Signed) "Anthony Walsh"
Anthony Walsh, Director

CONSOLIDATED STATEMENTS OF EARNINGS (LOSS)

For the years ended December 31, 2023 and 2022

(in thousands of U.S. dollars, except per share amounts)

	Notes	2023	2022
Continuing Operations			
Revenue	28	**520,091**	433,490
Costs and expenses			
Cost of sales	18	**244,207**	236,668
General and administrative expenses	18	**36,525**	28,543
Corporate social responsibility expenses		**4,948**	6,240
Exploration and evaluation expenses	18	**46,558**	24,230
Finance costs	19	**3,499**	3,340
Other income and expense	20	**(21,348)**	(4,934)
		314,389	294,087
Earnings before income taxes from continuing operations		**205,702**	139,403
Current income tax expense	21	**29,824**	21,199
Deferred income tax expense (recovery)	21	**(6,098)**	1,620
Net earnings from continuing operations		**181,976**	116,584
Discontinued Operations			
Net earnings (loss) from discontinued operations	3	**10,963**	(80,661)
Net earnings		**192,939**	35,923
Net earnings (loss):			
From continuing operations		**181,976**	116,584
From discontinued operations		**10,963**	(80,661)
Net earnings		**192,939**	35,923
Earnings (loss) per share			
- Basic			
From continuing operations	22	**0.98**	0.61
From discontinued operations	22	**0.06**	(0.42)
- Diluted			
From continuing operations	22	**0.98**	0.61
From discontinued operations	22	**0.06**	(0.42)

The accompanying notes are an integral part of the consolidated financial statements

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)

For the years ended December 31, 2023 and 2022

(in thousands of U.S. dollars)

	Notes	2023	2022
Net earnings		**192,939**	35,923
Other comprehensive income (loss) items that may be reclassified subsequently to profit or loss:			
Foreign exchange option contracts designated as cash flow hedges from discontinued operations			
Unrealized losses, net of income tax of $nil for all periods	*7(c)*	**(3,263)**	(1,544)
Deferred cost of hedging, net of income tax of $nil for all periods	*7(c)*	**2,029**	104
Realized losses transferred to cost of sales, net of income tax of $nil for all periods	*7(c)*	**3,803**	1,140
Other comprehensive income (loss) items that will not be reclassified subsequently to profit or loss:			
Unrealized gains (losses) on publicly traded securities, net of income tax of $nil for all periods	*7(a)*	**21,890**	(5,292)
Transferred to retained earnings on derecognition of investment in Sabina	*7(a)*	**(17,717)**	-
Remeasurement of pension obligations, net of income tax recovery of $34 (2022 - $108)		**(177)**	(903)
		6,565	(6,495)
Comprehensive income		**199,504**	**29,428**
Comprehensive income (loss)			
From continuing operations		**185,972**	110,389
From discontinued operations		**13,532**	(80,961)
Comprehensive income		**199,504**	**29,428**

The accompanying notes are an integral part of the consolidated financial statements

CONSOLIDATED STATEMENTS OF CASH FLOWS
For the years ended December 31, 2023 and 2022
(in thousands of U.S. dollars)

	Notes	2023	2022
OPERATING ACTIVITIES			
Earnings before income taxes		**205,702**	139,402
Depreciation and amortization		**84,408**	84,229
Changes in working capital	*24(a)*	**(899)**	18,718
Other items not affecting cash	*24(b)*	**(5,636)**	(23,872)
Proceeds from (payments for) settlement of derivative contracts		**(16,014)**	9,094
Interest received		**23,192**	6,565
Income taxes paid		**(29,127)**	(24,547)
Cash provided from operating activities of continuing operations		**261,626**	209,589
Cash provided from operating activities of discontinued operations		**14,056**	22,463
INVESTING ACTIVITIES			
Purchase of publicly traded securities	*4*	**(4,273)**	(500)
Proceeds from disposal of B2Gold shares	*7(a)*	**56,459**	-
Proceeds from disposal of mine properties, property, plant and equipment and intangible assets		**69**	5
Expenditures on exploration and evaluation assets		**(21,201)**	(26,694)
Expenditures on mine properties		**(6,569)**	(9,549)
Expenditures on property, plant and equipment		**(24,607)**	(29,147)
Expenditures on intangible assets		**(3,020)**	(1,072)
Decrease in restricted cash		**3,738**	-
Cash provided from (used in) investing activities of continuing operations		**596**	(66,957)
Cash used in investing activities of discontinued operations		**(12,969)**	(18,852)
FINANCING ACTIVITIES			
Proceeds from exercise of stock options		**3,732**	3,377
Dividends paid	*25(a)*	**(30,166)**	(28,606)
Payments for share repurchases	*25(b)*	**(65,590)**	(13,619)
Principal repayments related to leases		**(2,959)**	(2,584)
Interest and finance fees paid		**(1,459)**	(3,223)
Cash used in financing activities of continuing operations		**(96,442)**	(44,655)
Cash used in financing activities of discontinued operations		**(2,934)**	(2,789)
Increase in cash and cash equivalents of continuing operations		**165,780**	97,977
Increase (decrease) in cash and cash equivalents of discontinued operations		**(1,847)**	822
Cash and cash equivalents at beginning of year, continuing operations		**429,505**	331,528
Cash and cash equivalents at beginning of year, discontinued operations		**3,671**	2,849
Cash and cash equivalents at end of year, continuing operations	*2.2(e)*	**595,285**	429,505
Cash and cash equivalents at end of year, discontinued operations	*3*	**1,824**	3,671

The accompanying notes are an integral part of the consolidated financial statements

CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

For the years ended December 31, 2023 and 2022

(in thousands of U.S. dollars, except for number of shares)

		December 31, 2023		December 31, 2022	
		Number	**Amount**	Number	Amount
	Notes				
Share Capital					
Authorized					
Unlimited common and preference shares with no par value					
Issued					
Fully paid common shares with one vote per share					
Balance at beginning of year		**190,000,202**	**583,027**	191,441,200	585,050
Shares issued on exercise of stock options		**1,171,399**	**3,732**	1,060,102	3,377
Share repurchases	*25(b)*	**(9,738,063)**	**(29,549)**	(2,501,100)	(7,551)
Transferred from contributed surplus on exercise of stock options			**1,849**		2,151
Balance at end of year		**181,433,538**	**559,059**	190,000,202	583,027
Contributed surplus					
Balance at beginning of year			**6,436**		8,629
Share-based compensation expense			**944**		1,116
Transferred to share capital on exercise of stock options			**(1,849)**		(2,151)
Other changes in contributed surplus			**773**		(1,158)
Balance at end of year			**6,304**		6,436
Retained earnings					
Balance at beginning of year			**411,786**		412,394
Net earnings			**192,939**		35,923
Transferred from accumulated other comprehensive income (loss) on derecognition of investment in Sabina	*7(a)*		**17,717**		-
Dividend distributions	*25(a)*		**(29,624)**		(30,463)
Share repurchases	*25(b)*		**(36,041)**		(6,068)
Balance at end of year			**556,777**		411,786
Accumulated other comprehensive loss					
Balance at beginning of year			**(8,155)**		(1,660)
Other comprehensive income (loss)			**6,565**		(6,495)
Balance at end of year			**(1,590)**		(8,155)
Total equity at end of year			**1,120,550**		993,094

The accompanying notes are an integral part of the consolidated financial statements

1. CORPORATE INFORMATION

Dundee Precious Metals Inc. ("DPM") is a Canadian based international gold mining company engaged in the acquisition of mineral properties, exploration, development, mining and processing of precious metals. DPM is a publicly listed company incorporated under the federal laws of Canada. DPM has common shares traded on the Toronto Stock Exchange ("TSX"). The address of DPM's registered office is 150 King Street West, Suite 902, P.O. Box 30, Toronto, Ontario M5H 1J9.

As at December 31, 2023, DPM's consolidated financial statements included DPM and its subsidiary companies (collectively, the "Company").

Continuing operations:

DPM's principal subsidiaries included:

- 100% of Dundee Precious Metals Chelopech EAD ("Chelopech"), which owns and operates a gold, copper and silver mine located east of Sofia, Bulgaria; and
- 100% of Dundee Precious Metals Krumovgrad EAD ("Ada Tepe"), which owns and operates a gold mine located in south eastern Bulgaria, near the town of Krumovgrad.

DPM held interests in a number of exploration and development properties located in Serbia and Ecuador through its subsidiaries, including:

- 100% of Crni Vrh Resources d.o.o. and DPM Avala d.o.o., which hold the Čoka Rakita project and the Timok gold project, respectively, in Serbia; and
- 100% of DPM Ecuador S.A. ("DPM Ecuador"), which is focused on the exploration and development of the Loma Larga gold project and the Tierras Coloradas exploration property in Ecuador.

Discontinued operations *(note 3)***:**

DPM also owns:

- 92% of Dundee Precious Metals Tsumeb (Proprietary) Limited ("Tsumeb"), which owns and operates a custom smelter located in Tsumeb, Namibia. On January 31, 2024, DPM reacquired the 8% ownership interest from Greyhorse Mining (Proprietary) Limited ("GHM") and resumed its 100% ownership interest in Tsumeb.

2.1 BASIS OF PREPARATION

The Company's consolidated financial statements have been prepared in accordance with IFRS Accounting Standards ("IFRS"). These consolidated financial statements were approved by the Board of Directors on February 14, 2024.

2.2 MATERIAL ACCOUNTING POLICY INFORMATION

These consolidated financial statements have been prepared on a historical cost basis except for publicly traded securities and derivative assets and liabilities *(note 7)* that are measured at fair value.

The Company's material accounting policies are set out below. The Company has consistently applied these accounting policies to all periods presented in these consolidated financial statements.

(a) Basis of consolidation

Subsidiaries are all entities over which the Company has control. The Company controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

The Company uses the acquisition method of accounting for business combinations. The fair value of the acquisition of a subsidiary is based on the fair value of the assets acquired and liabilities assumed, and the fair value of the consideration. The fair value of the assets acquired and liabilities assumed includes any contingent consideration arrangement. Acquisition related costs are expensed as incurred. At the date of acquisition, identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values. The Company also recognizes any non-controlling interest in the acquiree at fair value.

The excess, if any, of the consideration paid and the amount of any non-controlling interest recognized over the fair value of the identifiable net assets acquired is recorded as goodwill. In the case of a bargain purchase, where the total consideration paid and the non-controlling interest recognized are less than the fair value of the net assets of the subsidiary acquired, the difference is recognized directly in the consolidated statements of earnings (loss).

Subsidiaries are fully consolidated from the date on which control is acquired by the Company and they are deconsolidated from the date that control ceases. The financial statements of the subsidiaries are prepared for the same reporting period as the parent company using consistent accounting policies. All inter-company balances, revenues and expenses and earnings and losses resulting from inter-company transactions are eliminated on consolidation.

Non-controlling interests in the net assets of consolidated subsidiaries are a separate component of the Company's equity. Non-controlling interests consist of the non-controlling interests on the date of the original business combination plus the non-controlling interests' share of changes in equity since the date of acquisition.

(b) Critical accounting estimates and judgments

The preparation of the Company's consolidated financial statements in accordance with IFRS requires management to make judgments, estimates and assumptions that affect the amounts of assets, liabilities and contingent liabilities on the date of the consolidated financial statements and the amounts of revenues and expenses during the period reported. Estimates and assumptions are 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. However, actual outcomes can differ from these estimates.

The significant areas of estimation and/or judgment considered by management in preparing the consolidated financial statements include, but are not limited to:

- Mineral Resource and Mineral Reserve estimates *(note 2.2(l))*;
- impairment of non-financial assets *(note 2.2(p))*;
- rehabilitation provisions and contingencies *(note 2.2(q))*;
- revenue recognition related to toll smelting arrangements *(note 2.2(t))*; and
- deferred income tax assets and liabilities *(note 2.2(w))*.

(c) Presentation and functional currency

The Company's presentation currency is the U.S. dollar and the functional currency of DPM and its consolidated subsidiaries is the U.S. dollar as it was assessed by management as being the primary currency of the economic environment in which the Company operates.

(d) Foreign currency

Foreign currency transactions

Monetary assets and liabilities denominated in foreign currencies are translated into U.S. dollars at exchange rates on the reporting date. Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are translated at the exchange rates on the dates that their fair values are determined. Non-monetary assets and liabilities denominated in foreign currencies that are measured at historical cost are translated at the exchange rates on the dates of the transactions. Income and expense items are translated at the exchange rate on the dates of the transactions. Exchange gains or losses resulting from the translation of these amounts are included in net earnings (loss), except those arising on the translation of equity instruments that are fair valued through other comprehensive income (loss).

Foreign operations

Foreign operations are comprised of subsidiaries of the Company that have a functional currency other than the U.S. dollar. The assets and liabilities of foreign operations, including fair value adjustments arising on acquisition, are translated into U.S. dollars at exchange rates on the reporting date. The income and expenses of foreign operations are translated into U.S. dollars at exchange rates on the dates of the transactions. Foreign currency differences are recognized as currency translation adjustments in other comprehensive income (loss). Accumulated currency translation adjustments are reclassified to net earnings (loss) upon the disposal of the associated foreign operation when the gain or loss on disposal is recognized.

(e) Cash and cash equivalents

Cash and cash equivalents comprise cash deposits, guaranteed investment certificates ("GICs") and/or other highly rated and liquid securities with an original maturity of less than three months. As at December 31, 2023, cash and cash equivalents comprised of cash at banks of $490.3 million (December 31, 2022 – $383.4 million) and GICs of $105.0 million (December 31, 2022 – $49.8 million) in the consolidated statements of financial position.

(f) Inventories

Inventories of ore and concentrate are measured and valued at the lower of average production cost and net realizable value. Net realizable value is the estimated selling price of the concentrate in the ordinary course of business based on the prevailing metal prices on the reporting date, less estimated costs to complete production and to bring the concentrate to sale. Production costs that are inventoried include the costs directly related to bringing the inventory to its current condition and location, such as materials, labour, other direct costs (including external services and depreciation, depletion and amortization), production related overheads and royalties.

Inventories of sulphuric acid, arsenic calcines, spare parts, supplies and other materials are valued at the lower of average cost and net realizable value. Obsolete, redundant and slow moving inventories are identified at each reporting date and written down to their net realizable values. Arsenic calcines not expected to be processed in the next 12 months are classified as long-term inventory and included in other long-term assets.

(g) Financial assets and liabilities excluding derivative instruments related to hedging activities

Financial assets

Initial recognition and measurement

Non-derivative financial assets are classified and measured as "financial assets at fair value", as either through profit or loss ("FVPL") or through other comprehensive income ("FVOCI"), and "financial assets at amortized cost", as appropriate. The Company determines the classification of financial assets at the time of initial recognition based on the Company's business model and the contractual terms of the cash flows.

All financial assets are recognized initially at fair value plus, in the case of financial assets not at FVPL, directly attributable transaction costs on the trade date at which the Company becomes a party to the contractual provisions of the instrument.

Financial assets with embedded derivatives are considered in their entirety when determining their classification at FVPL or at amortized cost. The Company has classified accounts receivable on provisionally priced sales as financial assets measured at FVPL. Other accounts receivable held for collection of contractual cash flows are measured at amortized cost.

Subsequent measurement – Financial assets at FVPL

Financial assets measured at FVPL include financial assets management intends to sell in the short term and any derivative financial instrument that is not designated as a hedging instrument in a hedge relationship. Financial assets measured at FVPL are carried at fair value in the consolidated statements of financial position with changes in fair value recognized in other income and expense in the consolidated statements of earnings (loss). The Company's investment in warrants, embedded derivatives, accounts receivable on provisionally priced sales and foreign exchange forward contracts not related to hedging activities are classified as financial assets at FVPL.

Subsequent measurement – Financial assets at FVOCI

Financial assets measured at FVOCI are non-derivative financial assets that are not held for trading and the Company has made an irrevocable election at the time of initial recognition to measure the assets at FVOCI. The Company's investments in publicly traded equity securities are classified as financial assets at FVOCI.

After initial measurement, investments measured at FVOCI are subsequently measured at fair value with unrealized gains or losses recognized in other comprehensive income (loss) in the consolidated statements of comprehensive income (loss).

Subsequent measurement – Financial assets at amortized cost

Financial assets measured at amortized cost are non-derivative financial assets that are held for collection of contractual cash flows, where those cash flows represent repayments of principal and interest. The Company's other accounts receivable is classified as financial assets at amortized cost.

Dividends from all financial assets are recognized in other income and expense in the consolidated statements of earnings (loss) when the right to receive the dividend is established.

Derecognition

A financial asset is derecognized when the contractual rights to the cash flows from the asset expire or are transferred, or the Company no longer retains substantially all the risks and rewards of ownership.

On derecognition of a financial asset, the difference between the carrying amount measured at the date of derecognition and the consideration received is recognized in other income and expense in the consolidated statements of earnings (loss) except for financial assets at FVOCI, for which the cumulative gain or loss remains in accumulated other comprehensive income (loss) or is transferred to retained earnings and is not reclassified to profit or loss.

Impairment of financial assets

The Company's only financial assets subject to impairment are other accounts receivable, which are measured at amortized cost. The Company has elected to apply the simplified approach to impairment as permitted by IFRS 9, *Financial Instruments*, which requires the expected lifetime loss to be recognized at the time of initial recognition of the receivable. To measure estimated credit losses, accounts receivable have been grouped based on shared credit risk characteristics, including the number of days past due. An impairment loss is reversed in subsequent periods if the amount of the expected loss decreases and the decrease can be objectively related to an event occurring after the initial impairment was recognized.

Financial liabilities

Recognition and measurement

Financial liabilities are measured at amortized cost, unless they are required to be measured at FVPL as is the case for held for trading or derivative instruments, or the Company has opted to measure the financial liability at FVPL. The Company's financial liabilities include accounts payable and accrued liabilities, which are initially recognized at fair value and subsequently measured at amortized cost.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged, cancelled or expires with any associated gain or loss recognized in other income and expense in the consolidated statements of earnings (loss).

(h) Derivative financial instruments and hedging activities

Derivatives are initially recognized at fair value on the dates they are entered into and are subsequently re-measured at their fair value at the end of each reporting period. The method of recognizing the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

For a derivative instrument to qualify for hedge accounting, the Company documents at the inception of the transaction the relationship between a hedging instrument and hedged item, as well as its risk management objectives and strategy for undertaking the hedging transaction. The Company also documents its assessment, both at inception and on an ongoing basis, of whether the derivative used to hedge an underlying exposure is highly effective in offsetting changes in the cash flows of the hedged item.

The full fair value of a hedging derivative is classified as a non-current asset or liability when the remaining maturity is more than 12 months.

Foreign exchange option contracts designated as cash flow hedges

The Company designates the intrinsic value of foreign exchange option contracts entered to hedge a portion of its projected operating expenses and capital expenditures denominated in foreign currencies as cash flow hedges.

The effective portion of changes in fair value of the intrinsic value of the options are initially recognized in other comprehensive income (loss) in the consolidated statements of comprehensive income (loss). For hedges of operating expenses, the accumulated fair value change initially recognized in other comprehensive income (loss) in the consolidated statements of comprehensive income (loss) is subsequently recognized in cost of sales in the consolidated statements of earnings (loss) in the period when the underlying hedged operating expenses occur. For hedges of capital expenditures, the accumulated fair value change initially recognized in other comprehensive income (loss) in the consolidated statements of comprehensive income (loss) is subsequently included in the carrying value of the underlying assets hedged in the period the underlying hedged capital expenditures occur.

The time value, which forms a component of these foreign exchange option contracts, is treated as a separate cost of hedging. As a result, any unrealized fair value change in the time value component of the outstanding foreign exchange option contracts is initially recognized as a deferred cost of hedging in other comprehensive income (loss) in the consolidated statements of comprehensive income (loss). The accumulated cost of hedging is subsequently recognized in cost of sales or included in the carrying value of the underlying assets hedged in the period the underlying hedged operating expenses or capital expenditures occur.

Commodity swap contracts designated as fair value hedges

The Company designates the spot component of commodity swap contracts to hedge the metal price exposure associated with the time lag between the provisional and final determination of concentrate sales ("QP Hedges") as a fair value hedge.

The effective portion of changes in fair value of the spot component of these commodity swap contracts are recognized in revenue in the consolidated statements of earnings (loss), together with any changes in the fair value of the hedged accounts receivable on the provisionally priced sales.

The forward point component of these commodity swap contracts is accounted for separately as a cost of hedging. As a result, any change in the fair value of the forward point component is recognized in revenue in the consolidated statements of earnings (loss).

When a hedging instrument expires, or is sold or terminated, or when a hedge no longer meets the criteria for cash flow hedge accounting, the accumulated deferred gains or losses remain in other comprehensive income (loss) until the period the underlying transaction that was hedged occurs at which point they are reclassified and recognized in revenue in the consolidated statements of earnings (loss). If the underlying hedged transaction is no longer expected to occur, the accumulated gains or losses that were initially recognized in other comprehensive income (loss) are immediately reclassified to other income and expense in the consolidated statements of earnings (loss).

The gains or losses relating to the ineffective portion of all cash flow or fair value hedges, if any, are recognized immediately in other income and expense in the consolidated statements of earnings (loss).

(i) Offsetting of financial instruments

Financial assets and financial liabilities are offset if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or realize the assets and settle the liabilities simultaneously.

(j) Fair value of financial instruments

The fair value of financial instruments that are traded in active markets at each reporting date is determined by reference to quoted market prices or dealer price quotations (bid price for long positions and ask price for short positions), without any deduction for transaction costs.

For instruments not traded in an active market, the fair value is determined using appropriate valuation techniques. Such techniques may include using recent arm's length transactions; reference to the current fair value of another instrument that is substantially the same; discounted cash flow analysis or other valuation models. These valuation models require the use of assumptions, including future stock price volatility and probability of exercise.

Changes in the underlying assumptions could materially impact the Company's investments at FVPL. Further details on measurement of the fair values of financial instruments are provided in *note 7*.

(k) Mineral exploration and evaluation expenditures

Exploration and evaluation activities involve the search for Mineral Resources and Mineral Reserves, the assessment of technical and operational feasibility and the determination of an identified Mineral Resource or Mineral Reserve's commercial viability. Once the legal right to explore has been acquired, exploration and evaluation expenditures are expensed as incurred until economic production is probable. Exploration expenditures in areas where there is a reasonable expectation to convert existing estimated Mineral Resources to estimated Mineral Reserves or to add additional Mineral Resources with additional drilling and evaluations in areas near existing Mineral Resources or Mineral Reserves and existing or planned production facilities, are capitalized.

Exploration properties that contain Proven and Probable Mineral Reserves, but for which a development decision has not yet been made, are subject to periodic review for impairment when events or changes in circumstances indicate the project's carrying value may not be recoverable.

Exploration and evaluation assets are reclassified to "Mine Properties – Mines under construction" when the technical feasibility and commercial viability of extracting the Mineral Resources or Mineral Reserves are demonstrable and construction has commenced or a decision to construct has been made. Exploration and evaluation assets are assessed for impairment before reclassification to "Mines under construction", and the impairment charge, if any, is recognized through net earnings (loss).

The application of the Company's accounting policy for exploration and evaluation expenditures requires judgment in determining whether it is probable that future economic benefits will be generated from the exploitation of an exploration and evaluation asset when activities have not yet reached a stage where a reasonable assessment of the existence of Mineral Reserves can be determined. The estimation of Mineral Resources is a complex process and requires significant assumptions and estimates regarding economic and geological data and these assumptions and estimates impact the decision to either expense or capitalize exploration and evaluation expenditures. Management is required to make certain estimates and assumptions about future events and circumstances in order to determine if an economically viable extraction operation can be established. Any revision to any of these assumptions and estimates could result in the impairment of the capitalized exploration and evaluation costs. If new information becomes available after expenditures have been capitalized that the recovery of these expenditures is no longer probable, the expenditures capitalized are written down to the recoverable amount and charged to net earnings (loss) in the period the new information becomes available.

(l) Mine properties

Mine Properties – Mines under construction

All expenditures undertaken in the development, construction, installation and/or completion of mine production facilities are capitalized and initially classified as “Mines under construction”. All expenditures related to the construction of mine declines and ore body access, including mine shafts and ventilation raises, are considered to be capital development and are capitalized. Expenses incurred after reaching the ore body are regarded as operating development costs and are included in the cost of ore hoisted.

Upon the commencement of commercial production, all related assets included in “Mines under construction” are reclassified to “Mine Properties – Producing mines” or “Property, plant and equipment”. Determination of commencement of commercial production is a complex process and requires significant assumptions and estimates. The commencement of commercial production is defined as the date when the mine is capable of operating in the manner intended by management. The Company considers primarily the following factors, among others, when determining the commencement of commercial production:

- All major capital expenditures to achieve a consistent level of production and desired capacity have been incurred;
- A reasonable period of testing of the mine plant and equipment has been completed;
- A predetermined percentage of design capacity of the mine and mill has been reached; and
- Required production levels, grades and recoveries have been achieved.

Mine Properties – Producing mines

All assets reclassified from “Mines under construction” to “Producing mines” are stated at cost less accumulated depletion and accumulated impairment charges. Costs incurred for the acquisition of land are stated at cost.

The initial cost of a producing mine comprises its purchase price or construction cost, any costs directly attributable to bringing it to a working condition for its intended use, the initial estimate of the rehabilitation costs, and for qualifying assets, applicable borrowing costs during construction. The purchase price or construction cost is the aggregate amount of cash consideration paid and the fair value of any other consideration given to acquire the asset.

When a mine construction project moves into production, the capitalization of certain mine construction costs ceases, and from that point on, costs are either regarded as inventory costs or expensed as cost of sales, except for costs related to mine additions or improvements, open pit stripping activities that provide a future benefit, and underground mine development or mineable reserve development, which qualify for capitalization.

Depletion

The depletion of a producing mine asset is based on the unit-of-production method over the estimated economic life of the related deposit.

(in thousands of U.S. dollars, unless otherwise indicated)

Mineral Resource and Mineral Reserve estimates

The estimation of Mineral Resources and Mineral Reserves, as defined under National Instrument 43-101, *Standards of Disclosure for Mine Projects* ("NI 43-101"), is a complex process and requires significant assumptions and estimates. The Company prepares its Mineral Resource and Mineral Reserve estimates based on information related to the geological data on the size, depth and shape of the ore body which is compiled by appropriately qualified persons. Mineral Resource and Mineral Reserve estimates are based upon factors such as metal prices, capital requirements, production costs, foreign exchange rates, geotechnical and geological assumptions and judgments made in estimating the size and grade of the ore body. Mineral Resource and Mineral Reserve estimates, together with forecast production, determine the life of mine estimates and therefore changes in the Mineral Resource or Mineral Reserve estimates may impact the carrying value of exploration and evaluation assets *(note 2.2(k))*, mine properties, property, plant and equipment *(note 2.2(m)),* depletion and depreciation charges *(note 2.2(m)),* rehabilitation provisions *(note 2.2(q)),* and deferred income tax assets *(note 2.2(w)).*

(m) Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment charges.

The initial cost of property, plant and equipment comprises its purchase price or construction cost, any costs directly attributable to bringing it to a working condition for its intended use, the initial estimate of the rehabilitation costs, and for qualifying assets, applicable borrowing costs during construction. The purchase price or construction cost is the aggregate amount of cash consideration paid and the fair value of any other consideration given to acquire the asset. Where an item of property, plant and equipment is comprised of significant components with different useful lives, the components are accounted for as separate items of property, plant and equipment. Right-of-use assets relating to leases are also included in property, plant and equipment *(note 2.2(r))*.

Depreciation

The depreciation of property, plant and equipment related to a mine is based on the unit-of-production method over the estimated economic life of the related deposit, except in the case of an asset whose estimated useful life is less than the life of the deposit, in which case the asset is depreciated over its estimated useful life based on the straight-line method. For all other property, plant and equipment, depreciation is based on the estimated useful life of the asset on a straight-line basis. Depreciation of property, plant and equipment used in a capitalized exploration or development project is capitalized to the project.

Depreciation of property, plant and equipment, which are depreciated on a straight-line basis over their estimated useful lives, is as follows:

Asset Category	Estimated useful life (Years)
Buildings	10 - 20
Machinery and Equipment	3 - 20
Vehicles	5
Computer Hardware	2 - 4
Office Equipment	3 - 10

Construction work-in-progress includes property, plant and equipment in the course of construction and is carried at cost less any recognized impairment charge. These assets are reclassified to the appropriate category of property, plant and equipment and depreciation of these assets commences when they are completed and ready for their intended use.

An item of property, plant and equipment, including any significant part initially recognized, is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset, calculated as the difference between the net disposal proceeds and the carrying amount of the asset, is recognized in profit or loss when the asset is derecognized.

The residual values, useful lives and methods of depreciation of all assets are reviewed at each financial year end and are adjusted prospectively, if appropriate. Significant judgment is involved in the determination of estimated residual values and useful lives. The actual residual values and useful lives may differ from current estimates.

Depreciation of mine specific assets is based on the unit-of-production method. The life of these assets is assessed annually with regard to both their anticipated useful life and the present assessments of the economically recoverable reserves and resources of the mine property where these assets are located. These calculations require the use of estimates and assumptions, including the amount of recoverable reserves and resources. Any changes to these calculations based on new information are accounted for prospectively.

Rates of depreciation and, in turn, the annual depreciation expense could therefore be materially affected by changes in underlying estimates. Changes in estimates can be the result of differences in actual production or changes in forecast future production, changes in Mineral Resources or Mineral Reserves through exploration activities, differences between estimated and actual costs of mining and differences in metal prices used in the estimation of Mineral Reserves.

Major maintenance and repairs

Expenditures on major maintenance include the cost of replacing part of an asset and overhaul costs. When part of an asset is being replaced and it is probable that future economic benefits associated with the replacement or overhauled item will flow to the Company through an extended life, the expenditure is capitalized as a separate asset and the carrying amount of the replaced part is written off.

(n) Intangible assets

Intangible assets include software, exploration and software licences and long-term customer contracts.

Intangible assets acquired are measured upon initial recognition at cost, which comprises the purchase price plus any costs directly attributable to the preparation of the asset for its intended use. Identifiable intangible assets acquired through business combinations are initially recognized at fair value as at the date of acquisition.

Research expenditures are recognized as an expense as incurred. Development costs that are directly attributable to the design and testing of an identifiable software product are capitalized and recognized as an intangible asset.

Intangible assets are carried at cost less accumulated amortization and any accumulated impairment charges and are amortized on a straight-line basis over their estimated useful lives.

The amortization periods applicable to intangible assets over their estimated useful lives are as follows:

Asset Category	Estimated useful life (Years)
Computer Software	3 - 5
Exploration and Software Licences	3 - 5

Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the intangible assets require the use of estimates and assumptions and are accounted for by changing the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense attributable to an intangible asset is recognized in the consolidated statements of earnings (loss) in the applicable expense category to which the intangible asset relates.

The gain or loss arising from the derecognition of an intangible asset is measured as the difference between the net disposal proceeds and the carrying amount of the asset and is recognized in profit or loss when the asset is derecognized.

(o) Assets and liabilities held for sale and discontinued operations

Non-current assets or assets in a disposal group that are expected to be recovered primarily through sale rather than through continuing use are classified as assets held for sale. For this to be the case, the asset or a disposal group must be available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such assets or disposal groups and its sale must be highly probable.

A disposal group is a group of assets which the Company intends to dispose of in a single transaction. These assets are measured at the lower of their carrying amount and fair value less cost to sell. Impairment charges on initial classification as held for sale and subsequent gains or losses on re-measurement are recognized in net earnings (loss) from discontinued operations. The reversal of any previously recognized impairment charge cannot exceed the carrying amount that would have been determined had no impairment charge been recognized for the asset held for sale.

Assets and liabilities in a disposal group are classified as held for sale and are presented separately in the consolidated statements of financial position.

The measurement of assets held for sale requires the use of estimates and assumptions related to the carrying value and its recoverability through sale. Actual sale proceeds may differ materially from the carrying value.

A discontinued operation is a component of the Company that has been disposed of or is classified as held for sale and represents a separate line of business or geographical area of operations. The operating results and cash flows of discontinued operations are presented separately in the consolidated statements of earnings (loss) and cash flows.

(p) Impairment of non-financial assets

At each reporting date, the carrying values of mine properties, intangible assets and property, plant and equipment are assessed for impairment if indicators of potential impairment exist. If any indication of potential impairment exists, an estimate of the asset's recoverable amount is calculated. The recoverable amount is determined as the higher of the fair value less costs of disposal ("FVLCD") and its value in use based on discounted cash flows. This is determined on an asset-by-asset basis, unless the asset does not generate cash flows that are largely independent of those from other assets or groups of assets. If this is the case, individual assets are grouped together into a Cash Generating Unit ("CGU") for impairment purposes. Such CGUs represent the lowest level for which there are separately identifiable cash inflows that are largely independent of the cash flows from other assets or groups of assets. Management has assessed the Company's CGUs as being an individual operating site.

If the carrying amount of an asset or CGU exceeds its recoverable amount, the carrying amount of the asset or CGU is reduced to its recoverable amount with the corresponding impairment being charged to earnings (loss) in the period of impairment. Impairment charge is recognized in the consolidated statements of earnings (loss) in those expense categories consistent with the function of the impaired asset.

An assessment is also made at each reporting date as to whether there is any change in events or circumstances relating to a previously recognized impairment. If a change has occurred, the Company makes an estimate of the recoverable amount for the previously impaired asset or CGU. A previously recognized impairment charge is reversed only if there has been a change in the estimates used to determine the asset or CGU's recoverable amount since the last impairment charge was recognized. If this is the case, the carrying amount of the asset or CGU is increased to its newly determined recoverable amount. The increased amount cannot exceed the carrying amount that would have been determined, net of depreciation and amortization, had no impairment charge been recognized for the asset or CGU in prior years.

The assessment of impairment is based on a number of external and internal factors, some of which are outside of the Company's control, and requires the use of estimates and assumptions related to these factors for each CGU. External factors include market considerations ranging from overall economic activity and the supply of and demand for the materials used in and products produced by the Company to changes in commodity prices, toll rates, discount rates, foreign exchange rates and regulatory requirements. Internal factors include considerations such as production volume, ability to convert resources into reserves, capital and operating expenditures, and future development and expansion plans.

These significant estimates and assumptions, some of which may be subjective, require that management make decisions based on the best available information at each reporting period. It is possible that the actual recoverable amount could be significantly different than those estimates. A significant decline in the asset's market value, reductions in metal price forecasts, increases in estimated future costs of production, increases in estimated future capital costs, reductions in the amount of recoverable reserves, resources and exploration potential, and/or adverse market conditions can result in a write-down of the carrying amounts of the Company's assets. Judgment is also required when considering whether significant changes in any of these items indicate a previous impairment may have reversed.

(q) Provisions and contingencies

General

Provisions are recognized when: a) the Company has a present obligation (legal or constructive) as a result of a past event; and b) it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made for the amount of the obligation. Where some or all of the expenditure required to settle a provision is expected to be reimbursed by another party, the reimbursement shall be recognized when it is virtually certain that reimbursement will be received if the Company settles the obligation. The reimbursement shall be treated as a separate asset. If the effect of the time value of money is material, provisions are discounted using a current pre-tax discount rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision as a result of the passage of time is recognized in finance cost in the consolidated statements of earnings (loss).

A contingent liability is not recognized in the case where no reliable estimate can be made; however, disclosure is required unless the possibility of an outflow of resources embodying economic benefits is remote. By its nature, a contingent liability will only be resolved when one or more future events occur or fail to occur. The assessment of a contingent liability inherently involves the exercise of significant judgment and estimates of the outcome of future events.

Rehabilitation provisions

Mining, processing, development and exploration activities are subject to various laws and regulations governing the protection of the environment. The Company recognizes a liability for its rehabilitation obligations in the period when a legal and/or constructive obligation is identified. The liability is measured at the present value of the estimated costs required to rehabilitate operating locations based on the risk free nominal discount rates that are specific to the countries in which the operations are located. A corresponding increase to the carrying amount of the related asset is recorded and depreciated in the same manner as the related asset.

The nature of these restoration and rehabilitation activities includes: i) dismantling and removing structures; ii) rehabilitating mines and tailing dams; iii) dismantling operating facilities; iv) closure of plant and waste sites; and v) restoration, reclamation and re-vegetation of affected areas. Other environmental costs incurred at the operating sites, such as environmental monitoring, water management and waste management costs, are charged to profit or loss when incurred.

The liability is accreted over time to its expected future settlement value. The accretion expense is recognized in finance costs in the consolidated statements of earnings (loss).

The Company assesses its rehabilitation provisions at each reporting date. The rehabilitation liability and related assets are adjusted at each reporting date for changes in the discount rates and in the estimated amount, timing and cost of the work to be carried out. Any reduction in the rehabilitation liability and therefore any deduction in the related rehabilitation asset may not exceed the carrying amount of that asset. If it does, any excess over the carrying value is immediately credited to profit or loss.

Significant estimates and assumptions are made by management in determining the nature and costs associated with the rehabilitation liability. The estimates and assumptions required include estimates of the timing, extent and costs of rehabilitation activities, technology changes, regulatory changes, and changes in the discount and inflation rates. These uncertainties may result in future expenditures being different from the amounts currently provided.

(r) Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the agreement on the inception date.

As a lessee, the Company recognizes a lease obligation and a right-of-use asset in the consolidated statements of financial position on a present-value basis at the date when the leased asset is available for use. Each lease payment is apportioned between a finance charge and a reduction of the lease obligation. Finance charges are recognized in finance costs in the consolidated statements of earnings (loss). The right-of-use asset is included in property, plant and equipment and is depreciated over the shorter of its estimated useful life and the lease term on a straight-line basis.

Lease obligations are initially measured at the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable;
- variable lease payments that are based on an index or a rate;
- amounts expected to be payable under residual value guarantees;
- the exercise price of a purchase option if the Company is reasonably certain to exercise that option; and
- payments of penalties for terminating the lease, if the lease term reflects the Company exercising that option.

Lease payments are discounted using the interest rate implicit in the lease, or if this rate cannot be determined, the Company's incremental borrowing rate.

Right-of-use assets are initially measured at cost comprising the following:

- the amount of the initial measurement of the lease obligation;
- any lease payments made at or before the commencement date less any lease incentives received;
- any initial direct costs; and
- rehabilitation costs.

Payments associated with short-term leases and leases of low-value assets are recognized on a straight-line basis as an expense in the consolidated statements of earnings (loss). Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise primarily small equipment.

(s) Share capital

Common shares issued by DPM are classified as equity. Costs directly attributable to the issuance of new shares are recognized in equity as a deduction from the share proceeds. Costs to repurchase and cancel the Company's shares are recognized as a reduction in share capital to the extent of its book value. The excess of the purchase price over the book value is recognized as a reduction in contributed surplus to the extent of available surplus and any further excess is recognized as a reduction in retained earnings in the consolidated statements of changes in shareholders' equity.

(t) Revenue recognition

Revenue from the sale of concentrate containing gold, copper and silver is recognized when control has been transferred, which is considered to occur when products have been delivered and the significant risks of loss have been transferred to the buyer. Revenue is measured based on the consideration specified in the contract.

Revenue from the sale of concentrate is initially recorded based on a provisional value which is a function of prevailing market prices, estimated weights and grades less smelter and other commercial deductions. Under the terms of the concentrate sales contracts, the final metal price for the payable metal is based on a predetermined quotational period of London Metal Exchange and London Bullion Market daily prices. The price of the concentrate is the sum of the metal payments less the sum of specified deductions, including treatment and refining charges, penalties for deleterious elements, and freight. The terms of these contracts result in embedded derivatives because of the timing difference between the prevailing metal prices for provisional payments and the actual contractual metal prices used for final settlement. These embedded derivatives are adjusted to fair value at the end of each reporting period through to the date of final price determination with any adjustments recognized in revenue.

Any adjustments to the amount receivable for each shipment on the settlement date, caused by final assay results, are adjusted through revenue at the time of determination.

Revenue from processing concentrate is recognized when the concentrate has been smelted and is based on the toll rate specified in the toll agreement, which can vary based on the composition of the concentrate processed and prevailing market conditions at the time the agreement was entered. Under each toll agreement, Tsumeb incurs a carrying charge in respect of the concentrate it processes until blister copper is delivered. This carrying charge is recorded as a reduction of revenue.

Revenue from processing concentrate is also adjusted for any over or under recoveries of metals delivered relative to contracted rates under the tolling agreement between Tsumeb and IXM S.A. ("IXM"). These adjustments represent metal exposure and are calculated by comparing (i) the copper, gold and silver content in the concentrate received and processed by Tsumeb multiplied by the percentage accountable in the IXM contract to (ii) the accountable copper, gold and silver in the blister delivered to IXM and in the in-circuit material still being processed by Tsumeb. Many aspects of the metal exposure are subject to estimation, including the amount of metal contained in concentrate received, in-circuit material and blister delivered where final assays have not been completed. These significant estimates are based on the Company's process knowledge, joint surveys with IXM and multiple assay results, the final results of which could differ from initial estimates.

Revenue from the sale of sulphuric acid, a by-product from processing concentrate at the Tsumeb smelter, is measured at the price specified in the sales contract and is recognized when the control has been transferred, which is considered to occur when the products have been delivered to the location specified in the sales contract and the risk of loss has been transferred to the buyer.

(u) Borrowing costs

Borrowing costs directly related to the acquisition and the construction of a qualifying capital asset are capitalized and added to the cost of the asset until such time as the asset is considered substantially ready for its intended use. Where funds are borrowed specifically to finance a project, the amount capitalized represents the actual borrowing costs incurred. Where funds used to finance a project form part of general borrowings, the amount capitalized is calculated using the weighted average cost applicable to relevant general borrowings of the Company during the period. All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

(v) Share-based compensation transactions

Equity-settled transactions

Stock options are granted to directors and selected employees to buy common shares of the Company. Stock options vest equally over a three-year period and expire five years from the date of grant. Grants of stock options are based on the five-day volume weighted average price ("Market Price") of DPM's common shares on the TSX the day before the effective grant date and reflect the Company's estimate of the number of awards that will ultimately vest. Stock options are measured on the date of grant by reference to the fair value determined using a Black-Scholes valuation model, further details of which are given in *note 17.* The value is recognized as a general and administrative expense in the consolidated statements of earnings (loss) and an increase to contributed surplus in the consolidated statements of changes in shareholders' equity over the period in which the performance and/or service conditions are fulfilled.

The dilutive effect of outstanding stock options is reflected as additional share dilution in the computation of diluted earnings per share.

Cash-settled transactions

A Deferred Share Unit ("DSU") Plan was established for directors in lieu of cash compensation. The DSUs are paid in cash following separation of a director from the Company based on the closing price of DPM's common shares on the applicable redemption date as elected by the director. The cost of the DSUs is measured initially at fair value based on the closing price of DPM's common shares preceding the day the DSUs are granted. The cost of the DSUs is recognized as a liability under share-based compensation liabilities in the consolidated statements of financial position and as a general and administrative expense in the consolidated statements of earnings (loss). The liability is remeasured to fair value based on the Market Price of DPM's common shares at each reporting date up to and including the settlement date, with changes in fair value recognized in general and administrative expenses in the consolidated statements of earnings (loss).

A Share Unit ("SU") Plan was established for directors, certain employees and eligible contractors ("Participant") of DPM and its wholly-owned subsidiaries in consideration of past services to the Company.

Under this plan, the Board of Directors may, at its sole discretion, (i) grant non-performance based SUs, referred to as restricted share units ("RSUs") and SUs with a performance-based component, referred to as performance share units ("PSUs"), subject to performance conditions to be achieved by the Company; and (ii) determine the entitlement date or dates of such RSUs and PSUs. Non-performance based RSUs vest equally over a three-year period and are paid in cash based on the Market Price of DPM's publicly traded common shares on the entitlement date or dates. PSUs vest after three years from the grant date and are paid in cash based on the Market Price of DPM's common shares, subject to performance criteria established by the Board of Directors on the entitlement date or dates.

The cost of the RSUs and PSUs is measured initially at fair value on the grant date based on the Market Price of DPM's common shares preceding the effective grant date. The cost of RSUs and PSUs is recognized as a liability under share-based compensation liabilities, with the current portion recognized in accounts payable and accrued liabilities, in the consolidated statements of financial position and as an expense in the consolidated statements of earnings (loss) over the vesting period. The liability is remeasured to fair value based on the Market Price of DPM's common shares and, in the case of PSUs, subject to performance criteria, at each reporting date up to and including the settlement date, with changes in fair value recognized in the consolidated statements of earnings (loss).

(w) Income taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities on the taxable loss or income for the period. The tax rates and tax laws used to compute the amount are those enacted or substantively enacted by the end of the reporting period.

Current income tax assets and current income tax liabilities are only offset if a legally enforceable right exists to offset the amounts and the Company intends to settle on a net basis or to realize the asset and settle the liability simultaneously.

Deferred income tax

Deferred income tax is provided using the balance sheet method on temporary differences on the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred income tax liabilities are recognized for all taxable temporary differences. Deferred income tax assets are recognized for all deductible temporary differences, and the carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable income will be generated in future periods to utilize these deductible temporary differences.

The following temporary differences do not result in deferred income tax assets or liabilities:

- The initial recognition of assets or liabilities, not arising from a business combination, that does not affect accounting or taxable profit;
- Initial recognition of goodwill, if any; and
- Investments in subsidiaries, associates and jointly controlled entities where the timing of the reversal of temporary differences can be controlled and reversal in the foreseeable future is not probable.

The carrying amount of deferred income tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient future taxable income will be generated to allow all or part of the deferred income tax asset to be utilized. Unrecognized deferred income tax assets are reassessed at the end of each reporting period and are recognized to the extent that it has become probable that future taxable income will be generated to allow the deferred income tax asset to be recovered.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to be in effect in the period when the asset is expected to be realized or the liability is expected to be settled, based on tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred income tax assets and liabilities are offset if a legally enforceable right exists to offset current income tax assets against current income tax liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

Current and deferred income taxes related to items recognized directly in equity are recognized in equity and not in profit or loss. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Judgment is required in determining whether deferred income tax assets are recognized on the consolidated statements of financial position. Deferred income tax assets, including those arising from unutilized tax losses, require management to assess the likelihood that the Company will generate future taxable income in order to utilize the deferred income tax assets. Estimates of future taxable income are based on forecasted cash flows from operations or other activities and the application of existing tax laws in each jurisdiction. To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the Company to realize the net deferred income tax assets recorded on the reporting date could be impacted.

Additionally, future changes in tax laws in the jurisdictions in which the Company operates could impact tax deductions in future periods and the value of its deferred income tax assets and liabilities.

(x) Earnings per share

Basic earnings per share is computed by dividing the net earnings available to common shareholders by the weighted average number of shares outstanding during the reporting period.

(in thousands of U.S. dollars, unless otherwise indicated)

Diluted earnings per share reflects the potential dilution that could occur if additional common shares are assumed to be issued under securities that entitle their holders to obtain common shares in the future. The number of additional shares for inclusion in diluted earnings per share is determined using the treasury stock method, whereby stock options and warrants, whose exercise price is less than the average market price of the Company's common shares, are assumed to be exercised at the beginning of the period with proceeds based on the average market price for the period. The incremental number of common shares issued under stock options and warrants is included in the calculation of diluted earnings per share.

3. ASSETS AND LIABILITIES HELD FOR SALE AND DISCONTINUED OPERATIONS

On January 31, 2024, DPM reacquired the 8% ownership interest from GHM and resumed its 100% ownership interest in Tsumeb.

In 2023, the Company decided to undertake a strategic review of its Tsumeb operation, including a potential sale, given that the smelter is no longer expected to process any Chelopech concentrate commencing in 2024 and as a result, it is no longer seen as strategic to DPM's asset portfolio.

As at December 31, 2023, the Company determined that Tsumeb has met the accounting criteria for assets held for sale *(note 2.2(o))* and as a result, the assets and liabilities of Tsumeb have been presented as held for sale in the consolidated statement of financial position as at December 31, 2023 and the operating results and cash flows of Tsumeb have been presented as discontinued operations in the consolidated statements of earnings (loss) and cash flows for the years ended December 31, 2023 and 2022. As a consequence, certain comparative figures in the consolidated statements of earnings (loss) and cash flows have been reclassified to conform with current year presentation.

The following table summarizes the assets and liabilities of Tsumeb which have been aggregated and presented as held for sale as at December 31, 2023:

	As at December 31, 2023
Cash	**1,824**
Inventories	**10,790**
Accounts receivable	**36,889**
Other current assets	**819**
Restricted cash	**1,209**
Mine properties	**945**
Property, plant, & equipment	**28,507**
Intangible assets	**1,258**
Other long-term assets	**576**
Total assets held for sale	**82,817**
Accounts payable and accrued liabilities	**11,125**
Current portion of long-term liabilities	**3,977**
Rehabilitation provisions	**21,578**
Share-based compensation liabilities	**532**
Other long-term liabilities	**162**
Total liabilities held for sale	**37,374**

(in thousands of U.S. dollars, unless otherwise indicated)

The following table summarizes the operating results of Tsumeb which have been aggregated and presented as discontinued operations for the years ended December 31, 2023 and 2022:

	2023	2022
Revenue	**114,309**	136,305
Costs and expenses		
Cost of sales	**99,047**	120,779
General and administrative expenses	**118**	257
Impairment charges	**-**	85,000
Finance cost	**3,089**	2,985
Other expense *(a)*	**1,092**	7,945
	103,346	216,966
Earnings (loss) before income taxes from discontinued operations	**10,963**	(80,661)
Income taxes	**-**	-
Net earnings (loss) from discontinued operations	**10,963**	(80,661)

(a) Other expense for the year ended December 31, 2022 included Tsumeb restructuring costs which were related to severance payment and other employee benefits related to a comprehensive cost saving initiative at Tsumeb.

During the year ended December 31, 2022, the Company performed an impairment testing of Tsumeb and as a result, the carrying value of Tsumeb exceeded its estimated recoverable amount resulting in an impairment charge of $85.0 million being recognized in net earnings (loss) from discontinued operations, of which $84.3 million related to property, plant, and equipment and $0.7 million related to intangible assets.

The following table summarizes Tsumeb's minimum contractual commitments as at December 31, 2023:

	up to 1 year	**1 - 5 years**	**Total**
Capital commitments	2,140	-	**2,140**
Purchase commitments	8,013	3,569	**11,582**
Total commitments	**10,153**	**3,569**	**13,722**

Tsumeb secondary materials

As at December 31, 2023, Tsumeb had approximately $45.9 million of recoverable third party in-process secondary materials, which it is obligated to process and return, generally in the form of blister, to IXM pursuant to a tolling agreement.

In April 2021, the Company and IXM agreed to amend the existing tolling agreement to provide for, among other things: i) targeted declining excess secondary material balances, above which excess secondary material would be required to be purchased by the Company; ii) the elimination of all excess secondary material by April 30, 2023; iii) an increase in the defined level of normal secondary material; and iv) an extension of the tolling agreement by three years to December 31, 2026.

As at December 31, 2023, the value of excess secondary materials, as defined in the tolling agreement, was approximately $9.8 million. Given the fact that the Company had a receivable from IXM of $17.2 million related to the estimated metal exposure at Tsumeb as at December 31, 2023, IXM has agreed to waive the requirement to purchase secondary material above the agreed normal levels.

(in thousands of U.S. dollars, unless otherwise indicated)

4. AGREEMENT TO ACQUIRE OSINO RESOURCES CORP. ("OSINO")

On December 18, 2023, the Company announced that it had entered into a definitive agreement whereby DPM will acquire all of the issued and outstanding shares of Osino (the "Osino Shares") for consideration consisting of Cdn$0.775 in cash per Osino Share and 0.0801 of a DPM common share per Osino Share. The principal assets of Osino are comprised of the Twin Hills open pit gold project, as well as an extensive exploration portfolio, in Namibia. The acquisition of Osino is subject to the approval of Osino's securityholders as well as applicable regulatory approvals, including approval under the Namibia Competition Act. In addition, each of DPM and Osino has the right to terminate the transaction in certain circumstances. Provided that all approvals are obtained and neither party exercises its right to terminate, the transaction is expected to close in the first half of 2024.

Concurrently with the transaction, DPM agreed to purchase an aggregate of Cdn$10 million Osino Shares, in two equal tranches at a price of Cdn$1.13 per share pursuant to a private placement. The first tranche of the private placement was completed on December 22, 2023, whereby DPM acquired 4,424,779 Osino Shares at a cost of $3.8 million (Cdn$5.0 million), and the second and final tranche was completed on January 30, 2024, whereby DPM acquired an additional 4,424,778 Osino Shares at a cost of $3.7 million (Cdn$5.0 million).

As at December 31, 2023, DPM held a total of 8,235,379 Osino Shares with a fair value of $8.2 million, which was included in investment at fair value in the consolidated statements of financial position.

5. ACCOUNTS RECEIVABLE

	December 31, 2023	December 31, 2022
Accounts receivable	**91,303**	113,951
Supplier advances and other prepaids	**4,607**	9,599
Value added tax receivable	**3,320**	2,887
	99,230	126,437

6. INVENTORIES

	December 31, 2023	December 31, 2022
Ore and concentrate	**14,054**	12,787
Spare parts, supplies and other	**24,437**	33,026
	38,491	45,813

For the year ended December 31, 2023, the cost of inventories recognized as an expense and included in cost of sales from continuing operations was $205.8 million (2022 – $202.0 million), including a provision for slow moving inventories of $0.4 million (2022 – $0.4 million).

(in thousands of U.S. dollars, unless otherwise indicated)

7. FINANCIAL INSTRUMENTS

Set out below is a comparison, by category, of the carrying amounts of the Company's financial instruments that are recognized in the consolidated statements of financial position:

		Carrying Amount	
	Financial instrument classification	**December 31, 2023**	December 31, 2022
Financial assets			
Cash and cash equivalents	Amortized cost	**595,285**	433,176
Accounts receivable on provisionally priced sales	Fair value through profit or loss	**75,602**	75,707
Other accounts receivable	Amortized cost	**23,628**	50,730
Restricted cash	Amortized cost	**602**	5,641
Derivatives	Fair value through profit or loss	**1,048**	219
Publicly traded securities *(a)*	Fair value through other comprehensive income	**10,852**	40,554
Commodity swap contracts *(b)*	Derivatives for fair value hedges	**-**	149
Foreign exchange option contracts *(c)*	Derivatives for cash flow hedges	**819**	-
Foreign exchange forward contracts	Fair value through profit or loss	**-**	531
Financial liabilities			
Accounts payable and accrued liabilities	Amortized cost	**77,460**	81,165
Commodity swap contracts *(b)*	Derivatives for fair value hedges	**1,179**	3,259
Foreign exchange option contracts *(c)*	Derivatives for cash flow hedges	**-**	1,787
Foreign exchange forward contracts	Fair value through profit or loss	**-**	318

The carrying values of all the financial assets and liabilities measured at amortized cost approximate their fair values as at December 31, 2023 and 2022.

(a) Publicly traded securities

Publicly traded securities include a portfolio of equity investments in publicly traded mining and exploration companies, including the Company's investment in Osino.

For the year ended December 31, 2023, the Company recognized unrealized gains on these publicly traded securities of $21.9 million (2022 – unrealized losses of $5.3 million) in other comprehensive income (loss) that will not be reclassified subsequently to profit or loss.

On April 19, 2023, B2Gold Corp. ("B2Gold") successfully completed its previously announced acquisition of Sabina Gold and Silver Corp. ("Sabina") through the issuance of 0.3867 of a common share of B2Gold for each Sabina common share, representing a consideration of Cdn$2.11 per Sabina share on a fully-diluted basis based on the closing price of B2Gold on the TSX as at the closing date. As a result, DPM exchanged its ownership interest in Sabina for 13,940,753 common shares of B2Gold, valued at $56.8 million (Cdn$76.1 million) at the date of the transaction. The Company subsequently disposed of all B2Gold common shares held for cash proceeds of $56.5 million and transferred the accumulated fair value gains of $17.7 million on the derecognition of Sabina common shares from accumulated other comprehensive income (loss) to retained earnings during the year ended December 31, 2023.

(in thousands of U.S. dollars, unless otherwise indicated)

(b) Commodity swap contracts

The Company enters into cash settled commodity swap contracts from time to time to swap future contracted monthly average metal prices for fixed metal prices to eliminate or substantially reduce the metal price exposure associated with the time lag between the provisional and final determination of concentrate sales (“QP Hedges”).

As at December 31, 2023, the Company’s outstanding QP Hedges, all of which mature within five months from the reporting date, are summarized in the table below:

Commodity hedged	Volume hedged	Weighted average fixed price of QP Hedges
Payable gold	20,120 ounces	$2,044.99 /ounce
Payable copper	7,220,131 pounds	$3.77 /pound

The Company designates the spot component of commodity swap contracts in respect of QP Hedges as fair value hedges.

The fair value gain or loss on commodity swap contracts is calculated based on the corresponding London Metal Exchange forward copper prices and New York Commodity Exchange forward gold prices, as applicable. As at December 31, 2023, the net fair value loss on all outstanding QP Hedges was $1.2 million (December 31, 2022 – $3.2 million), of which $nil (December 31, 2022 – $0.1 million) was included in other current assets and $1.2 million (December 31, 2022 – $3.3 million) in accounts payable and accrued liabilities.

For the year ended December 31, 2023, the Company recognized, in revenue, net losses of $10.0 million (2022 – net gains $6.8 million) on QP Hedges.

(c) Foreign exchange option contracts related to discontinued operations

The Company enters into foreign exchange option contracts from time to time to reduce the foreign exchange exposure associated with projected operating expenses and capital expenditures denominated in foreign currencies. Foreign exchange option contracts are entered into to provide price protection below a specified “floor” rate and participation up to a specified “ceiling” rate. The option contracts entered into are comprised of a series of call options and put options (which when combined create a price “collar”) that are structured so as to provide for a zero upfront cash cost.

As at December 31, 2023, the Company had outstanding foreign exchange option contracts in respect of a portion of its projected Namibian dollar ("NAD") operating expenses which are linked to the South African Rand (“ZAR”) as summarized in the table below:

Year of projected operating expenses	Amount hedged in ZAR[(i)]	Call options sold Weighted average ceiling rate US$/ZAR	Put options purchased Weighted average floor rate US$/ZAR
2024	964,081,956	20.24	17.94

(i) *The NAD is pegged to the ZAR on a 1:1 basis.*

The Company designates the intrinsic value of foreign exchange option contracts as cash flow hedges. The time value component of foreign exchange option contracts is treated as a separate cost of hedging.

The fair value gain or loss on these outstanding contracts was calculated based on foreign exchange forward rates quoted in the market. As at December 31, 2023, the net fair value gain on all outstanding foreign exchange option contracts was $0.8 million, which was included in assets held for sale. As at December 31, 2022, the net fair value loss of $1.8 million was included in accounts payable and accrued liabilities.

The Company recognized realized losses of $3.8 million (2022 – $1.1 million) for the year ended December 31, 2023 in net earnings (loss) from discontinued operations on the spot component of settled contracts.

For the year ended December 31, 2023, the Company recognized unrealized losses of $3.3 million (2022 – $1.5 million) in other comprehensive income (loss) on the spot component of the outstanding foreign exchange option contracts. The Company also recognized unrealized gains of $2.0 million (2022 – $0.1 million) on the time value component of the outstanding foreign exchange option contracts in other comprehensive income (loss) as a deferred cost of hedging.

Effects of hedge accounting

Hedge effectiveness is determined at the inception of the hedge relationship, and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged items (the Company's accounts receivable on provisionally priced sales, projected payable metal production, and projected operating expenses and capital expenditures denominated in foreign currencies) and the hedging instruments (commodity swap contracts and foreign exchange forward and option contracts). The hedges are effective when the critical terms of the hedging instrument match with the critical terms of the hedged item.

Hedge ineffectiveness can arise from:

- Differences in the timing and/or amount of the cash flows of the hedged item and the hedging instrument; and
- Fair value movements related to counterparty credit risk, which impact the hedging instrument and the hedged item differently.

The Company's hedging relationships are such that the ratio between the underlying hedged item and the hedging instrument is 1:1. To measure for potential hedge ineffectiveness, the Company compares change in the fair value of the hedging instrument to change in the fair value of the underlying hedged item.

(in thousands of U.S. dollars, unless otherwise indicated)

Set out below is a summary of effects of hedge accounting on the Company's consolidated statements of financial position by risk category for its fair value and cash flow hedges:

	2023	2022
Commodity swap contracts designated as fair value hedges ***(a)***		
Carrying amount		
Assets included in other current assets	**-**	149
Liabilities included in accounts payable and accrued liabilities	**(1,179)**	(3,259)
	(1,179)	(3,110)
Notional amount	**68,347**	91,380
Changes in fair value used for measuring ineffectiveness		
Hedging instruments	**(1,193)**	(3,224)
Hedged items	**1,181**	3,369
Foreign exchange option contracts designated as cash flow hedges from discontinued operations		
Carrying amount		
Assets included in assets held for sale	**819**	-
Liabilities included in accounts payable and accrued liabilities	**-**	(1,787)
Notional amount ZAR (in 000's)	**964,082**	1,378,176
Changes in fair value used for measuring ineffectiveness		
Hedging instruments	**173**	(403)
Hedged items	**(173)**	403

(a) As at December 31, 2023, the carrying value of the hedged item, comprised of accounts receivable on provisionally priced sales, was $75.6 million (December 31, 2022 – $75.7 million).

See *note 25(c)* for the effects of hedge accounting on the consolidated statements of earnings (loss) and the consolidated statements of comprehensive income (loss).

Fair value hierarchy

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

- Level 1: based on quoted (unadjusted) prices in active markets for identical assets or liabilities;
- Level 2: based on inputs which have a significant effect on fair value that are observable, either directly or indirectly from market data; and
- Level 3: based on inputs which have a significant effect on fair value that are not observable from market data.

(in thousands of U.S. dollars, unless otherwise indicated)

The following table illustrates the classification of the Company's financial instruments within the fair value hierarchy as at December 31, 2023 and 2022:

				As at December 31, 2023
	Level 1	**Level 2**	**Level 3**	**Total**
Financial assets				
Accounts receivable on provisionally priced sales	**-**	**75,602**	**-**	**75,602**
Derivatives	**-**	**-**	**1,048**	**1,048**
Publicly traded securities	**10,852**	**-**	**-**	**10,852**
Foreign exchange option contracts	**-**	**819**	**-**	**819**
Financial liabilities				
Commodity swap contracts	**-**	**1,179**	**-**	**1,179**

				As at December 31, 2022
	Level 1	Level 2	Level 3	Total
Financial assets				
Accounts receivable on provisionally priced sales	-	75,707	-	75,707
Derivatives	-	-	219	219
Publicly traded securities	40,554	-	-	40,554
Commodity swap contracts	-	149	-	149
Foreign exchange forward contracts	-	531	-	531
Financial liabilities				
Commodity swap contracts	-	3,259	-	3,259
Foreign exchange option contracts	-	1,787	-	1,787
Foreign exchange forward contracts	-	318	-	318

During the years ended December 31, 2023 and 2022, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfers into or out of Level 3 fair value measurements.

8. EXPLORATION AND EVALUATION ASSETS

	December 31, 2023	December 31, 2022
Balance at beginning of year	**126,231**	98,925
Additions	**20,502**	26,649
Capitalized depreciation	**698**	657
Balance at end of year	**147,431**	126,231

Additions to the exploration and evaluation assets for the year ended December 31, 2023 included $20.0 million (2022 – $19.2 million) related to the Loma Larga gold project in Ecuador.

Exploration and evaluation expenditures expensed directly to net earnings from continuing operations amounted to $46.6 million (2022 – $24.2 million) for the year ended December 31, 2023.

(in thousands of U.S. dollars, unless otherwise indicated)

9. MINE PROPERTIES

	December 31, 2023	December 31, 2022
Cost:		
Balance at beginning of year	**336,959**	330,262
Additions	**6,569**	8,567
Capitalized depreciation	**565**	620
Change in rehabilitation provisions *(note 14)*	**503**	(2,268)
Disposals	**-**	(222)
Reclassified as assets held for sale *(note 3)*	**(944)**	-
Balance at end of year	**343,652**	336,959
Accumulated depletion:		
Balance at beginning of year	**223,439**	192,225
Depletion	**30,710**	31,436
Disposals	**-**	(222)
Balance at end of year	**254,149**	223,439
Net book value:		
At beginning of year	113,520	138,037
At end of year	**89,503**	113,520

The costs comprising mine properties related to producing mines. Of the total depletion expense from continuing operations, $30.7 million (2022 – $33.1 million) was charged to cost of sales for the year ended December 31, 2023.

(in thousands of U.S. dollars, unless otherwise indicated)

10. PROPERTY, PLANT AND EQUIPMENT

	Buildings	Machinery and Equipment	Construction Work-in-Progress	Total
Cost:				
Balance as at January 1, 2022	80,928	595,038	23,483	699,449
Additions	6,634	19,238	26,984	52,856
Capitalized depreciation	-	-	744	744
Disposals	(1,419)	(15,960)	(104)	(17,483)
Impairment charge *(note 3)*	(12,406)	(111,468)	(12,158)	(136,032)
Change in rehabilitation provisions *(note 14)*	(1,074)	227	-	(847)
Transfers	(359)	17,865	(17,506)	-
Balance as at December 31, 2022	72,304	504,940	21,443	598,687
Additions	**1,858**	**2,528**	**39,071**	**43,457**
Capitalized depreciation	**-**	**-**	**501**	**501**
Disposals	**(159)**	**(9,524)**	**-**	**(9,683)**
Change in rehabilitation provisions *(note 14)*	**(806)**	**(2,147)**	**-**	**(2,953)**
Transfers	**10**	**42,927**	**(42,937)**	**-**
Reclassified as assets held for sale *(note 3)*	**(801)**	**(47,554)**	**(8,398)**	**(56,753)**
Balance as at December 31, 2023	**72,406**	**491,170**	**9,680**	**573,256**
Accumulated depreciation and impairment:				
Balance as at January 1, 2022	36,950	327,194	-	364,144
Depreciation expense	6,151	58,282	-	64,433
Capitalized depreciation	571	1,419	-	1,990
Depreciation relating to disposals	(1,407)	(15,874)	-	(17,281)
Impairment charge *(note 3)*	(4,384)	(47,318)	-	(51,702)
Balance as at December 31, 2022	37,881	323,703	-	361,584
Depreciation expense	**7,305**	**48,092**	**-**	**55,397**
Capitalized depreciation	**636**	**1,124**	**-**	**1,760**
Depreciation relating to disposals	**(68)**	**(9,346)**	**-**	**(9,414)**
Reclassified as assets held for sale *(note 3)*	**(199)**	**(28,047)**	**-**	**(28,246)**
Balance as at December 31, 2023	**45,555**	**335,526**	**-**	**381,081**
Net book value:				
As at December 31, 2022	34,423	181,237	21,443	237,103
As at December 31, 2023	**26,851**	**155,644**	**9,680**	**192,175**

Of the total depreciation expense from continuing operations, $49.7 million (2022 – $47.4 million) was charged to cost of sales and $1.1 million (2022 – $0.9 million) was charged to general and administrative expenses for the year ended December 31, 2023.

See *note 16* for the carrying value of right-of-use assets under leases recognized in property, plant and equipment as at December 31, 2023 and 2022 and other lease related information for the years ended December 31, 2023 and 2022.

(in thousands of U.S. dollars, unless otherwise indicated)

11. INTANGIBLE ASSETS

	December 31, 2023	December 31, 2022
Cost:		
Balance at beginning of year	**36,036**	36,026
Additions	**3,991**	2,554
Disposals	**-**	(406)
Impairment charge *(note 3)*	**-**	(2,138)
Reclassified as assets held for sale *(note 3)*	**(8,359)**	-
Balance at end of year	**31,668**	36,036
Accumulated amortization and impairment:		
Balance at beginning of year	**20,535**	18,667
Amortization	**3,385**	3,733
Capitalized amortization	**-**	10
Amortization relating to disposals	**-**	(406)
Impairment charge *(note 3)*	**-**	(1,469)
Reclassified as assets held for sale *(note 3)*	**(7,101)**	-
Balance at end of year	**16,819**	20,535
Net book value:		
At beginning of year	15,501	17,359
At end of year	**14,849**	15,501

Of the total intangible asset amortization expense from continuing operations, $1.6 million (2022 – $1.6 million) was charged to cost of sales and $1.3 million (2022 – $1.2 million) was charged to general and administrative expenses for the year ended December 31, 2023.

12. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	December 31, 2023	December 31, 2022
Accounts payable	**12,340**	22,025
Accrued liabilities	**47,350**	40,824
Commodity swap contracts *(note 7(b))*	**1,179**	3,259
Foreign exchange option contracts *(note 7(c))*	**-**	1,787
Foreign exchange forward contracts	**-**	318
Share-based compensation liabilities - current portion *(note 17)*	**6,589**	7,943
Dividend payable *(note 25(a))*	**7,279**	7,600
Value added tax payable	**3,902**	2,773
	78,639	86,529

13. DEBT

(a) DPM Revolving Credit Facility

DPM has a committed revolving credit facility (the "RCF") with a consortium of four banks that matures in July 2026, and is secured by pledges of DPM's investments in Ada Tepe, Chelopech and the Loma Larga gold project and by guarantees from each of the subsidiaries that hold these assets. Initially, DPM is permitted to borrow up to an aggregate principal amount of $150.0 million, which can be increased pursuant to an accordion feature that permits, subject to certain conditions, the facility to be increased to $250.0 million. The cost of borrowing is based on the Secured Overnight Financing Rate ("SOFR"), plus a spread, which is currently 2.25%, and can range between 2.25% and 3.50% depending upon DPM's leverage. The RCF contains financial covenants that require DPM to maintain: (i) a Debt Leverage Ratio below 3.75:1, and (ii) a minimum net worth equal to $600 million plus (minus) 50% of ongoing net earnings (loss) plus 50% of all equity raised by DPM, in each case, after March 31, 2022, and as defined under the RCF.

As at December 31, 2023 and 2022, DPM was in compliance with all financial covenants and $nil was drawn under the RCF.

(b) Other credit agreements and guarantees

Chelopech and Ada Tepe have a $21.0 million multi-purpose credit facility that matures on November 30, 2024 and is guaranteed by DPM. As at December 31, 2023, $18.6 million (December 31, 2022 – $17.3 million) had been utilized in the form of letters of credit and letters of guarantee, primarily in respect of concession contracts with the Bulgarian Ministry of Energy.

Chelopech and Ada Tepe also have a Euro 21.0 million ($23.2 million) credit facility to support mine closure and rehabilitation obligations in respect of concession contracts with the Bulgarian Ministry of Energy. This credit facility matures on November 30, 2024 and is guaranteed by DPM. As at December 31, 2023, $23.2 million (December 31, 2022 – $22.5 million) had been utilized in the form of letters of guarantee.

Ada Tepe also has a $10.3 million multi-purpose credit facility that matures on November 30, 2024 and is guaranteed by DPM. As at December 31, 2023, $1.6 million (December 31, 2022 – $0.2 million) had been utilized in the form of letters of credit and letters of guarantee, primarily in respect of exploration contracts with the Bulgarian Ministry of Energy.

Advances under these facilities bear interest at a rate equal to the one month SOFR plus 2.5%. The letters of credit and guarantee bear a fee of 0.6% based on the amounts issued.

(in thousands of U.S. dollars, unless otherwise indicated)

14. REHABILITATION PROVISIONS

The rehabilitation provisions represent the present value of rehabilitation costs relating to the Chelopech, Tsumeb and Ada Tepe sites, which are expected to be incurred between 2024 and 2049.

Key assumptions used in determining the rehabilitation provisions were as follows:

	December 31, 2023	December 31, 2022
Discount period		
Chelopech	**2024 - 2043**	2023 - 2043
Ada Tepe	**2024 - 2038**	2023 - 2038
Tsumeb	**2024 - 2049**	2023 - 2049
Local discount rate		
Chelopech/Ada Tepe	**3.9 %**	4.2 %
Tsumeb	**12.7 %**	12.1 %
Local long-term inflation rate		
Chelopech/Ada Tepe	**1.9 %**	2.6 %
Tsumeb	**4.9 %**	4.5 %

Changes to rehabilitation provisions were as follows:

	Chelopech	**Ada Tepe**	**Tsumeb**	**Total**
Balance as at January 1, 2022	22,658	10,156	18,812	51,626
Change in cost estimate	675	-	5,482	6,157
Remeasurement of provisions *(b)*	(4,134)	(2,254)	(2,950)	(9,338)
Expenditures incurred	-	(255)	(99)	(354)
Accretion expense *(note 19)*	413	214	2,232	2,859
Balance as at December 31, 2022	19,612	7,861	23,477	50,950
Change in cost estimate *(a)*	**(1,535)**	**1,545**	**-**	**10**
Remeasurement of provisions *(b)*	**224**	**(748)**	**(2,079)**	**(2,603)**
Expenditures incurred	**(675)**	**(70)**	**(1,055)**	**(1,800)**
Accretion expense *(note 19)*	**825**	**338**	**2,599**	**3,762**
Reclassified as liabilities held for sale *(note 3)*	**-**	**-**	**(22,942)**	**(22,942)**
Balance as at December 31, 2023	**18,451**	**8,926**	**-**	**27,377**

(a) During the year ended December 31, 2023, Chelopech and Ada Tepe updated their estimated rehabilitation costs based on the current activities, updated closure plans and existing closure obligations.

(b) Remeasurement of provisions resulted from changes in discount rates, inflation rates and foreign exchange rates at each site.

The current portion of rehabilitation provisions of $2.0 million (December 31, 2022 – $5.1 million) is presented as current portion of long-term liabilities on the consolidated statements of financial position *(note 15)*.

(in thousands of U.S. dollars, unless otherwise indicated)

15. OTHER LONG-TERM LIABILITIES

	December 31, 2023	December 31, 2022
Leases *(note 16)*	**12,534**	14,584
Pension obligations	**3,010**	2,731
Other liabilities	**2,543**	6,288
	18,087	23,603
Less: Current portion	**(5,639)**	(10,273)
	12,448	13,330

16. LEASES

The Company leases various property, equipment and vehicles with lease terms ranging between one to 15 years. Extension and termination options are included in a number of property and equipment leases across the Company. These terms are used to maximize operational flexibility in terms of managing contracts, the majority of which are exercisable jointly by both the Company and the respective lessor. Lease terms are negotiated on an individual basis and contain a wide range of terms and conditions. Some of the Company's leased assets are pledged as security for the related lease obligations.

Right-of-use assets recognized in property, plant and equipment *(note 10)* as at December 31, 2023 and 2022 were as follows:

	December 31, 2023	December 31, 2022
Buildings	**5,977**	6,077
Machinery and Equipment	**1,661**	3,502
	7,638	9,579

Additions to the right-of-use assets during the year ended December 31, 2023 were $1.1 million (2022 – $3.9 million).

Lease obligations related to right-of-use assets recognized in the current portion of long-term liabilities and other long-term liabilities *(note 15)* as at December 31, 2023 and 2022 were as follows:

	December 31, 2023	December 31, 2022
Current portion of long-term liabilities	**3,096**	4,543
Other long-term liabilities	**9,438**	10,041
	12,534	14,584

(in thousands of U.S. dollars, unless otherwise indicated)

Expenses related to leases recognized in net earnings from continuing operations in the consolidated statements of earnings (loss) for the years ended December 31, 2023 and 2022 were as follows:

	2023	2022
Depreciation charge of right-of-use assets		
Buildings	**1,148**	1,112
Machinery and Equipment	**1,720**	1,881
	2,868	2,993
Finance charges *(note 19)*	**332**	272
Expense relating to short-term leases	**731**	795
Expense relating to leases of low-value assets that are not short-term leases	**46**	30
Expense relating to variable lease payments not included in lease obligations	**1,537**	1,530

Total cash outflows for leases from continuing operations for the year ended December 31, 2023 were $3.4 million (2022 – $2.9 million).

17. SHARE-BASED COMPENSATION PLANS

SU plan

DPM has a SU Plan for directors, certain employees and eligible contractors of DPM and its wholly-owned subsidiaries in consideration of past services to the Company. The Board of Directors administers this plan and determines the grants.

(a) RSUs

These RSUs vest equally over a three-year period and are paid in cash based on the Market Price of DPM's publicly traded common shares on the entitlement date or dates, which should not be later than December 31 of the year that is three years after the year of service for which the RSUs are granted, as determined by the Board of Directors in its sole discretion.

The following is a summary of the RSUs granted for the years indicated:

	Number of RSUs	**Amount**
Balance as at January 1, 2022	1,724,571	6,286
RSUs granted	840,499	4,262
RSUs redeemed	(903,171)	(5,411)
RSUs forfeited	(146,739)	(366)
Mark-to-market adjustments		(328)
Balance as at December 31, 2022	1,515,160	4,443
RSUs granted	**715,688**	**4,356**
RSUs redeemed	**(782,505)**	**(5,745)**
RSUs forfeited	**(46,440)**	**(69)**
Mark-to-market adjustments		**2,552**
Reclassified to liabilities held for sale *(note 3)*	**(317,643)**	**(1,345)**
Balance as at December 31, 2023	**1,084,260**	**4,192**

(in thousands of U.S. dollars, unless otherwise indicated)

The current portion of RSUs of $2.8 million (December 31, 2022 – $3.1 million) was included in accounts payable and accrued liabilities on the consolidated statements of financial position (*note 12)*.

As at December 31, 2023, there was $3.0 million (December 31, 2022 – $2.6 million) of expenses relating to unvested RSUs remaining to be charged to net earnings in future periods relating to the RSU plan.

(b) PSUs

Under the SU Plan, the Board of Directors may, at its sole discretion, (i) grant SUs with a performance-based component, referred to as PSUs, subject to performance conditions to be achieved by the Company, and (ii) determine the entitlement date or dates of such PSUs. These PSUs vest after three years and are paid in cash based on the Market Price of DPM's publicly traded common shares, subject to established performance criteria, on the entitlement date or dates, which shall not be later than December 31 of the year that is three years after the year of service for which the PSUs were granted, as determined by the Board of Directors in its sole discretion.

The following is a summary of the PSUs granted for the years indicated:

	Number of PSUs	Amount
Balance as at January 1, 2022	981,702	3,487
PSUs granted	278,829	1,438
PSUs redeemed	(411,850)	(2,956)
PSUs forfeited	(17,948)	(33)
Mark-to-market adjustments		488
Balance as at December 31, 2022	830,733	2,424
PSUs granted	**312,371**	**1,478**
PSUs redeemed	**(352,410)**	**(3,002)**
Mark-to-market adjustments		**2,581**
Reclassified to liabilities held for sale *(note 3)*	**(25,681)**	**(103)**
Balance as at December 31, 2023	**765,013**	**3,378**

The current portion of PSUs of $2.0 million (December 31, 2022 – $1.5 million) was included in accounts payable and accrued liabilities on the consolidated statements of financial position (*note 12)*.

As at December 31, 2023, there was $2.4 million (December 31, 2022 – $1.7 million) of expenses remaining to be charged to net earnings from continuing operations in future periods relating to unvested PSUs.

DSU plan

DPM has a DSU Plan for directors, whereby directors receive a portion of their annual compensation in the form of DSUs. The DSUs are redeemable in cash equal to the closing price of DPM's common shares on the applicable redemption date as elected by the director.

(in thousands of U.S. dollars, unless otherwise indicated)

The following is a continuity of the DSUs for the years indicated:

	Number of DSUs	Amount
Balance as at January 1, 2022	1,752,134	10,617
DSUs granted	235,372	1,189
DSUs redeemed	(145,802)	(949)
Mark-to-market adjustments		(1,706)
Balance as at December 31, 2022	1,841,704	9,151
DSUs granted	**187,520**	**1,241**
DSUs redeemed	**(674,503)**	**(4,831)**
Mark-to-market adjustments		**3,391**
Balance as at December 31, 2023	**1,354,721**	**8,952**

The current portion of DSUs of $1.8 million (December 31, 2022 – $3.3 million) was included in accounts payable and accrued liabilities on the consolidated statements of financial position (*note 12)*.

DPM stock option plan

The Company has established an incentive stock option plan for the directors, selected employees and consultants. Pursuant to the plan, the exercise price of the stock option cannot be less than the Market Price of DPM's common shares on the trading date preceding the effective date of the stock option grant. The aggregate number of shares that can be issued from treasury under this plan is 12,500,000. Stock options granted vest equally over a three-year period and expire five years from the date of grant.

During the year ended December 31, 2023, the Company granted 264,250 (2022 – 649,468) stock options with a fair value of $0.7 million (2022 – $1.1 million). The estimated value of the stock options granted will be recognized as an expense in the consolidated statements of earnings (loss) and an addition to contributed surplus in the consolidated statements of changes in shareholders' equity over the vesting period. The Company recorded stock option expenses of $0.9 million (2022 – $1.1 million) for the year ended December 31, 2023 under this stock option plan.

As at December 31, 2023, there was $0.6 million (December 31, 2022 – $0.8 million) of expenses remaining to be charged to net earnings in future periods relating to unvested stock options.

The fair value of options granted was estimated using the Black-Scholes option pricing model. The expected volatility is estimated based on the historic average share price volatility. The inputs used in the measurement of the fair values at the time the options were granted were as follows:

	2023	2022
Five year risk free interest rate	**3.1%**	2.4% - 3.3%
Expected life in years	**5.00**	4.75
Expected volatility	**47.32%**	45.7% - 46.78%
Dividends per share	**0.16**	0.16

(in thousands of U.S. dollars, unless otherwise indicated)

The following is a stock option continuity for the years indicated:

	Number of options	Weighted average exercise price per share (Cdn$)
Balance as at January 1, 2022	3,395,345	5.17
Options granted	649,468	7.37
Options exercised	(1,060,102)	4.04
Options expired	(301,028)	10.66
Options forfeited	(18,900)	6.80
Balance as at December 31, 2022	2,664,783	5.53
Options granted	**264,250**	**9.97**
Options exercised	**(1,171,399)**	**4.33**
Balance as at December 31, 2023	**1,757,634**	**6.99**

The following lists the options outstanding and exercisable as at December 31, 2023:

	Options outstanding			Options exercisable	
Range of exercise prices per share (Cdn$)	Number of options outstanding	Weighted average remaining years	Weighted average exercise price per share (Cdn$)	Number of options exercisable	Weighted average exercise price per share (Cdn$)
3.74 - 5.17	501,365	0.93	4.43	501,365	4.43
5.18 - 7.51	594,342	3.15	7.36	174,484	7.34
7.52 - 9.97	661,927	3.00	8.60	238,492	7.70
3.74 - 9.97	**1,757,634**	**2.46**	**6.99**	**914,341**	**5.84**

The following table summarizes total share-based compensation expenses recognized by the Company in net earnings from continuing operations in the consolidated statements of earnings (loss) for the years ended December 31, 2023 and 2022:

	2023	2022
Share-based compensation expenses recognized in:		
Cost of sales	**1,829**	1,177
General and administrative expenses	**11,753**	4,787
Exploration and evaluation expenses	**293**	-
Total	**13,875**	**5,964**

(in thousands of U.S. dollars, unless otherwise indicated)

18. EXPENSES BY NATURE

Cost of sales, general and administrative expenses, and exploration and evaluation expenses, as reported in net earning from continuing operations in the consolidated statements of earnings (loss), have been regrouped by the nature of the expenses as follows:

	2023	2022
Raw materials, consumables and spare parts	**73,197**	77,709
Staff costs	**54,111**	45,545
Service costs	**39,770**	35,345
Share-based compensation expense	**13,875**	5,964
Royalties *(a)*	**18,869**	15,648
Drilling, assaying and other exploration and evaluation expenses	**32,618**	16,413
Insurance	**3,643**	4,088
Depletion of mine properties *(note 9)*	**30,680**	33,119
Depreciation of property, plant and equipment *(note 10)*	**50,796**	48,299
Amortization of intangible assets *(note 11)*	**2,932**	2,811
Other costs	**6,799**	4,500
	327,290	289,441

(a) Chelopech pays royalties at a fixed rate of 1.5% annually based on the gross value of the gold, silver and copper contained in the ore mined. Ada Tepe pays royalties at a variable royalty rate on a sliding scale between 1.44% and 4% applied to the gross value of the gold and silver contained in the ore mined based on a range of pre-tax profit to sales ratios. For the years ended December 31, 2023 and 2022, the royalty rate was 1.5% for Chelopech and 4.0% for Ada Tepe.

19. FINANCE COSTS

	2023	2022
Borrowing costs	**2,004**	2,441
Accretion expense related to rehabilitation provisions *(note 14)*	**1,163**	627
Finance charges under leases *(note 16)*	**332**	272
	3,499	3,340

(in thousands of U.S. dollars, unless otherwise indicated)

20. OTHER INCOME AND EXPENSE

	2023	2022
Realized (gains) losses on foreign exchange forward contracts	**4,516**	(3,029)
Net gains on derivatives	**(2,004)**	-
Net losses on Sabina special warrants	**-**	2,369
Net foreign exchange (gains) losses	**(2,064)**	1,677
Interest income	**(23,250)**	(6,494)
Other, net	**1,454**	543
	(21,348)	(4,934)

21. INCOME TAXES

The major components of income tax expense recognized in net earnings (loss) from continuing operations are as follows:

	2023	2022
Current income tax expense on earnings	**29,824**	21,199
Deferred income tax expense (recovery) related to origination and reversal of temporary differences	**(6,098)**	1,620
Income tax expense	**23,726**	22,819

The reconciliation of the combined Canadian federal and provincial government statutory income tax rates to the effective tax rate is as follows:

	2023	2022
Earnings before income taxes from continuing operations	**205,702**	139,403
Combined Canadian federal and provincial statutory income tax rates	**26.5%**	26.5%
Expected income tax expense	**54,511**	36,942
Lower rates on foreign earnings	**(37,400)**	(26,593)
Changes in unrecognized tax benefits	**7,741**	9,492
Non-taxable portion of capital (gains) losses	**(1,102)**	2,223
Non-deductible share-based compensation expense	**260**	296
Other, net	**(284)**	459
Income tax expense	**23,726**	22,819

(in thousands of U.S. dollars, unless otherwise indicated)

The significant components of the Company's deferred income taxes as at December 31, 2023 and 2022 are as follows:

	December 31, 2023	December 31, 2022
Deferred income tax assets		
Non-capital losses	**75,791**	79,453
Capital losses	**5,944**	7,110
Cumulative Canadian exploration and evaluation expenses	**2,220**	2,220
Depreciable property, plant and equipment	**12,672**	8,497
Financing costs	**4,853**	5,477
Share-based compensation expense	**2,569**	2,042
Rehabilitation provisions	**2,223**	2,251
Investments	**642**	2,258
Other	**1,314**	373
Gross deferred income tax assets	**108,228**	109,681
Unrecognized tax benefits	**(94,929)**	(101,882)
Total deferred income tax assets	**13,299**	7,799
Deferred income tax liabilities		
Depreciable property, plant and equipment	**-**	1,035
Other	**284**	174
Total deferred income tax liabilities	**284**	1,209
Net deferred income tax assets	**13,015**	6,590

As at December 31, 2023, the Company had $13.0 million (December 31, 2022 – $6.6 million) of net deferred income tax assets after offsetting deferred income tax assets and liabilities incurred by the same legal entities in the same jurisdictions in its consolidated statements of financial position.

Of the total deferred income tax assets recognized in 2023, $11.4 million (2022 – $7.7 million) is expected to be recovered after more than 12 months. Of the total deferred income tax liabilities recognized in 2023, $nil (2022 – $1.0 million) is expected to be payable after more than 12 months.

As at December 31, 2023, the Company had Canadian non-capital losses of $256.9 million (December 31, 2022 – $280.4 million) expiring between 2025 and 2043 and Serbian non-capital losses of $51.4 million (December 31, 2022 – $34.4 million) expiring between 2024 and 2028 for which no deferred income tax assets had been recognized.

The Company is subject to assessments by various taxation authorities which may interpret tax legislation and tax filing positions differently than the Company. Such differences are provided for when it is probable that the Company's filing position will not be upheld and the amount of the tax exposure can be reasonably estimated. As at December 31, 2023 and 2022, no provisions have been made in the consolidated financial statements for potential tax liabilities relating to such assessments and interpretations.

(in thousands of U.S. dollars, unless otherwise indicated)

22. EARNINGS PER SHARE

	2023	2022
Net earnings (loss)		
From continuing operations	**181,976**	116,584
From discontinued operations	**10,963**	(80,661)
Basic weighted average number of common shares	**184,987,439**	190,518,584
Effect of stock options	**430,371**	639,008
Diluted weighted average number of common shares	**185,417,810**	191,157,592
Basic earnings (loss) per share		
From continuing operations	**0.98**	0.61
From discontinued operations	**0.06**	(0.42)
Diluted earnings (loss) per share		
From continuing operations	**0.98**	0.61
From discontinued operations	**0.06**	(0.42)

23. RELATED PARTY TRANSACTIONS

Key management remuneration

The Company's related parties include its key management. Key management includes directors, the Chief Executive Officer ("CEO"), the Executive Vice Presidents and the Senior Vice Presidents reporting directly to the CEO.

The remuneration of the key management of the Company recognized in the consolidated statements of earnings for the years ended December 31, 2023 and 2022 was as follows:

	2023	2022
Salaries, management bonuses and director fees	**3,908**	5,040
Other benefits	**293**	274
Share-based compensation	**9,100**	2,559
Total remuneration	**13,301**	7,873

(in thousands of U.S. dollars, unless otherwise indicated)

24. SUPPLEMENTARY CASH FLOW INFORMATION

(a) Changes in working capital

	2023	2022
(Increase) decrease in accounts receivable and other assets	**(6,083)**	14,339
(Increase) decrease in inventories	**(3,743)**	642
Increase in accounts payable and accrued liabilities	**2,849**	5,104
Increase (decrease) in other liabilities	**6,078**	(1,367)
	(899)	18,718

(b) Other items not affecting cash

	2023	2022
Share-based compensation expense	**944**	1,116
Realized (gains) losses on commodity swap contracts	**11,950**	(7,917)
Realized (gains) losses on foreign exchange forward contracts	**4,516**	(3,029)
Net gains on derivatives	**(2,004)**	-
Net losses on Sabina special warrants	**-**	2,369
Net finance income	**(19,752)**	(3,154)
Other, net	**(1,290)**	(13,257)
	(5,636)	(23,872)

25. SUPPLEMENTARY SHAREHOLDERS' EQUITY INFORMATION

(a) Dividend

During the year ended December 31, 2023, the Company declared a quarterly dividend of $0.04 (2022 – $0.04) per common share to its shareholders of record resulting in dividend distributions of $29.6 million (2022 – $30.5 million) recognized against its retained earnings in the consolidated statements of changes in shareholders' equity. The Company paid an aggregate of $30.2 million (2022 – $28.6 million) of dividends which were included in cash used in financing activities in the consolidated statements of cash flows for the year ended December 31, 2023 and recognized a dividend payable of $7.3 million (December 31, 2022 –-$7.6 million) in accounts payable and accrued liabilities in the consolidated statements of financial position as at December 31, 2023.

On February 14, 2024, the Company declared a dividend of $0.04 per common share payable on April 15, 2024 to shareholders of record on March 31, 2024.

(b) Share repurchases under the Normal Course Issuer Bid ("NCIB")

The Company renewed its NCIB on March 1, 2023 with an expiry date of February 28, 2024. The maximum number of shares that can be repurchased during this period is 16,500,000 shares. The NCIB also allows the Company to implement an automatic share repurchase plan with its designated broker in order to facilitate the purchase of its shares.

(in thousands of U.S. dollars, unless otherwise indicated)

During the year ended December 31, 2023, the Company purchased a total of 9,738,063 (2022 – 2,471,500) shares, all of which were cancelled as at December 31, 2023. The total cost of these purchases was $65.6 million (2022 – $13.6 million) at an average price per share of $6.74 (Cdn$9.10) (2022 – $5.51 (Cdn$7.14)), of which $29.6 million (2022 – $7.5 million) was recognized as a reduction in share capital, and $36.0 million (2022 – $6.1 million) as a reduction in retained earnings in the consolidated statements of changes in shareholders' equity. Cash payments of $65.6 million (2022 – $13.6 million) were included in cash used in financing activities in the consolidated statements of cash flows for the year ended December 31, 2023.

(c) Changes in accumulated other comprehensive loss

	2023	2022
Cash flow hedge reserves		
Foreign exchange option contracts from discontinued operations		
Balance at beginning of year	**(410)**	(6)
Unrealized losses, net of income taxes	**(3,263)**	(1,544)
Realized losses transferred to cost of sales, net of income taxes	**3,803**	1,140
Balance at end of year	**130**	(410)
Deferred cost of hedging reserves		
Foreign exchange option contracts from discontinued operations		
Balance at beginning of year	**(1,340)**	(1,444)
Deferred cost of hedging, net of income taxes	**2,029**	104
Balance at end of year	**689**	(1,340)
Unrealized gains (losses) on publicly traded securities		
Balance at beginning of year	**(3,056)**	2,236
Unrealized gains (losses), net of income taxes	**21,890**	(5,292)
Transferred to retaining earnings on derecognition of investment in Sabina *(note 7)*	**(17,717)**	-
Balance at end of year	**1,117**	(3,056)
Pension obligations		
Balance at beginning of year	**(903)**	-
Remeasurements of pension obligations, net of income taxes	**(177)**	(903)
Balance at end of year	**(1,080)**	(903)
Accumulated currency translation adjustments		
Balance at beginning and end of year	**(2,446)**	(2,446)
Accumulated other comprehensive loss	**(1,590)**	(8,155)

(in thousands of U.S. dollars, unless otherwise indicated)

26. COMMITMENTS AND OTHER CONTINGENCIES

(a) Commitments

The Company had the following minimum contractual commitments from continuing operations as at December 31, 2023:

	up to 1 year	1 - 5 years	Total
Capital commitments	6,431	-	**6,431**
Purchase commitments	12,315	4	**12,319**
Total commitments	**18,746**	**4**	**18,750**

(b) Contingencies

The Company is involved in legal proceedings, from time to time, arising in the ordinary course of its business. It is not expected that any material liability will arise from current legal proceedings or have a material adverse effect on the Company's future business, operations or financial condition.

27. FINANCIAL RISK MANAGEMENT

The Company's principal financial liabilities comprise accounts payable and accrued liabilities and long-term debt. The main purpose of these financial instruments is to assist with the management of the Company's short term and long term cash flow requirements. The Company has various financial assets, such as cash and accounts receivable, which arise directly from its operations.

The main risks that could adversely affect the Company's financial assets, liabilities or future cash flows are market risk (which includes commodity price risk, interest rate risk and foreign currency risk), liquidity risk and credit risk. Management reviews each of these risks and establishes policies for managing them as summarized below.

The following discussion also includes a sensitivity analysis that is intended to illustrate the sensitivity to changes in market variables on the Company's financial instruments and the impact on net earnings (loss) and shareholders' equity, where applicable. Financial instruments affected by market risk include cash, accounts receivable, investments at fair value, commodity swap contracts, foreign exchange option contracts, long-term debt, accounts payable and accrued liabilities. The sensitivity has been prepared using financial assets and liabilities held as at the reporting dates.

The Company has established financial risk management policies to identify and analyze the risks of the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Financial risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees involved in financial risk management activities understand their roles and obligations.

Market risk

Market risk is the risk that the future cash flows or the fair value of a financial instrument will fluctuate because of changes in market prices. Market risk is comprised of three types of risks: commodity price risk, interest rate risk and foreign currency risk. The impact of each of these components is discussed below.

(in thousands of U.S. dollars, unless otherwise indicated)

Commodity price risk

The Company is subject to price risk associated with fluctuations in the market prices for metals. The Company sells its products at prices that are effectively determined by reference to the traded prices on the London Metal Exchange and London Bullion Market. The prices of gold and copper are major factors influencing the Company's business, results of operations and financial condition. The Company regularly enters into commodity swap contracts to reduce the price exposure associated with the time lag between the provisional and final determination of its concentrate sales. In addition, the Company periodically enters into commodity swap contracts to reduce the price exposure associated with projected payable copper production.

The Company's risk management policy, which was approved by the Board of Directors, requires provisional concentrate sales to be fully hedged and permits hedging up to 90%, 85% and 80% of its projected payable copper production in the subsequent 1, 2, and 3 year reporting periods, respectively.

As at December 31, 2023, the impact of a 5% increase or decrease in metal prices impacting the Company's accounts receivable and outstanding commodity swap contracts, with all other variables held constant, would decrease or increase earnings before income taxes from continuing operations by $1.2 million (2022 – $0.6 million) and would decrease or increase equity by $1.1 million (2022 – $0.6 million).

The following table demonstrates the effect on 2023 and 2022 earnings before income taxes from continuing operations of a 5% increase in commodity prices on its sales, excluding the impact of any hedges and with all other variables held constant. The impact on equity is the same as the impact on net earnings from continuing operations.

Effect of a 5% increase in metal prices on earnings before income taxes from continuing operations

	2023	2022
Gold	**25,884**	21,911
Copper	**5,140**	5,487
Total increase	**31,024**	27,398

The effect of a 5% decrease in metal prices, excluding the impact of any hedges and with all other variables held constant, would decrease earnings before income taxes from continuing operations by an equivalent amount.

Interest rate risk

Interest rate risk is the risk that the future cash flows or fair value of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's cash and floating rate denominated debt and other financial liabilities. As at December 31, 2023, the Company had no debt or floating rate denominated financial liabilities. For the year ended December 31, 2023, a 100 basis point increase or decrease in interest rates across the yield curve, with all other variables held constant, would increase or decrease earnings before income taxes from continuing operations by $6.0 million (2022 – $4.3 million). The impact on equity is the same as the impact on net earnings from continuing operations.

(in thousands of U.S. dollars, unless otherwise indicated)

Foreign currency risk

The Company's foreign currency exposures arise primarily from a significant portion of its operating and capital costs being denominated in currencies other than the U.S. dollar, the Company's functional currency. The Company periodically undertakes to purchase, in advance, a portion of its foreign denominated cash flow requirements on a spot or forward basis to reduce this exposure. The Company also enters into foreign exchange option contracts in order to reduce the foreign exchange exposure associated with projected operating expenses and capital expenditures denominated in foreign currencies.

The Company's risk management policy, which was approved by the Board of Directors, permits up to 85%, 80% and 75% of its projected operating expenses denominated in foreign currency to be hedged in the subsequent 1, 2, and 3 year reporting periods, respectively. The policy also permits projected capital expenditures denominated in foreign currency to be fully hedged.

The following table demonstrates the effect on 2023 and 2022 earnings before income taxes from continuing operations and equity of a 5% appreciation of the U.S. dollar relative to the Company's key foreign currencies on the Company's outstanding financial assets and liabilities denominated in foreign currencies, excluding the impact of any hedges and with all other variables held constant.

	Effect of a 5% appreciation of the U.S. dollar on			
	Earnings before income taxes from continuing operations		**Equity**	
	2023	2022	**2023**	2022
Euro	**1,719**	2,091	**1,561**	1,822
Canadian Dollar	**(1,301)**	(1,082)	**(758)**	946
Total increase	**418**	1,009	**803**	2,768

The effect of a 5% depreciation of the U.S. dollar relative to these foreign currencies on the Company's outstanding foreign denominated financial assets and liabilities, excluding the impact of any hedges and with all other variables held constant, would be to decrease earnings before income taxes from continuing operations and equity by equivalent amounts.

Credit risk

The exposure to credit risk arises through the potential failure of a customer or another third party to meet its contractual obligations to the Company. During 2023, the Company had contracts with 12 customers in connection with its mining operations, one of whom accounted for approximately 50% (2022 – 39%) of the Company's revenue from continuing operations. Under the terms of the Company's concentrate sales contracts, the purchasers make an initial advance payment equal to 70% to 100% of the provisional value of each lot at the time title transfers. This serves to mitigate a portion of the Company's credit risk. In 2023, the Company also had contracts with four customers in connection with its smelting operations, one of whom accounted for approximately 86% (2022 – 83%) of the Company's revenue from discontinued operations.

With respect to credit risk arising from the other financial assets of the Company, which comprise cash, equity investments and derivative financial assets, the Company's maximum exposure is equal to the carrying amount of these instruments. The Company limits its counterparty credit risk on these assets by dealing with highly rated counterparties, issuers that are subject to minimum credit ratings, and/or maximum prescribed exposures.

(in thousands of U.S. dollars, unless otherwise indicated)

Liquidity risk

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

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

				As at December 31, 2023
	up to 1 year	**1 - 5 years**	**over 5 years**	**Total**
Accounts payable and accrued liabilities	**77,460**	**-**	**-**	**77,460**
Commodity swap contracts	**1,179**	**-**	**-**	**1,179**
Lease obligations	**3,761**	**8,841**	**1,147**	**13,749**
Other obligations	**1,793**	**1,061**	**676**	**3,530**
	84,193	**9,902**	**1,823**	**95,918**

				As at December 31, 2022
	up to 1 year	1 - 5 years	over 5 years	Total
Accounts payable and accrued liabilities	81,165	-	-	81,165
Commodity swap contracts	3,259	-	-	3,259
Foreign exchange option contracts	1,787	-	-	1,787
Foreign exchange forward contracts	318	-	-	318
Lease obligations	5,416	9,854	1,403	16,673
Other obligations	127	1,567	486	2,180
	92,072	11,421	1,889	105,382

Capital management

The Company's objective for capital management is to: (i) maintain sufficient levels of liquidity to fund and support its exploration, evaluation, development and operating activities; (ii) maintain a strong financial position to ensure it has ready access to debt and equity markets to supplement its existing cash balance and free cash flow being used to fund its growth activities; and (iii) comply with all financial covenants set out in its credit agreements and guarantees. See *note 13* for discussion on the Company's compliance with these requirements. The Company monitors its financial position and the potential impact of adverse market conditions on an ongoing basis. The Company manages its capital structure and makes adjustments to it based on prevailing market conditions and according to its business strategy. The Company's long term funding strategy is to maintain a capital structure comprised primarily of equity sourced from equity offerings and net earnings generated from its businesses and, as a result, the targeted level of debt making up the Company's capital base is relatively low. Given the long term nature of the assets being funded and the U.S. dollar denominated revenue stream generated therefrom, the Company's general strategy around any debt financing is to raise long-term U.S. dollar denominated debt to supplement these equity financings.

Overall financial leverage is monitored based upon a number of non-financial and financial factors, including a number of credit related ratios contained in DPM's loan agreements and net debt (defined as total debt less cash and cash equivalents) as a percentage of total capital (defined as total equity plus net debt). As of December 31, 2023, the Company was in compliance with all loan covenants and its net debt as a percentage of total capital was negative 113% (December 31, 2022 – negative 77%).

28. OPERATING SEGMENT INFORMATION

Operating segments are components of an entity whose operating results are regularly reviewed by the chief operating decision maker in deciding how to allocate resources and in assessing performance and for which separate financial information is available.

The Company has two reportable operating segments – Chelopech and Ada Tepe in Bulgaria. The nature of their operations, products and services are described in *note 1*, *Corporate Information*. These segments are organized predominantly by the products and services provided to customers and geography of the businesses. The Corporate and Other segment includes corporate, exploration and evaluation and other income and cost items that do not pertain directly to an operating segment. There are no significant inter-segment transactions that have not been eliminated on consolidation.

The operating results of Tsumeb have been presented as a discontinued operation and the assets and liabilities of Tsumeb have been presented as held for sale as a result of the Company's plan to sell the smelter *(note 3).*

The accounting policies of the segments are the same as those described in *note 2.2, Material Accounting Policy Information*. Segment performance is evaluated based on several operating and financial measures, including net earnings (loss), which is measured consistently with net earnings (loss) in the consolidated financial statements.

(in thousands of U.S. dollars, unless otherwise indicated)

The following table summarizes the relevant information by segment for the years ended December 31, 2023 and 2022:

	Year ended December 31, 2023			
	Chelopech	Ada Tepe	Corporate & Other	Total
Continuing operations				
Revenue *(a)*	268,790	251,301	-	520,091
Costs and expenses				
Cost of sales	139,550	104,657	-	244,207
General and administrative expenses	-	-	36,525	36,525
Corporate social responsibility expenses	-	-	4,948	4,948
Exploration and evaluation expenses	12,530	3,389	30,639	46,558
Finance costs	1,431	623	1,445	3,499
Other income and expense	(1,125)	(1,484)	(18,739)	(21,348)
	152,386	107,185	54,818	314,389
Earnings (loss) before income taxes from continuing operations	116,404	144,116	(54,818)	205,702
Income tax expense	11,279	12,135	312	23,726
Net earnings (loss) from continuing operations	105,125	131,981	(55,130)	181,976
Other disclosures				
Depreciation and amortization *(b)*	27,443	54,593	2,372	84,408
Share-based compensation expenses *(c)*	1,265	564	12,046	13,875
Capital expenditures *(d)*	22,359	10,394	27,740	60,493

(in thousands of U.S. dollars, unless otherwise indicated)

			Year ended December 31, 2022	
	Chelopech	Ada Tepe	Corporate & Other	Total
Continuing operations				
Revenue *(a)*	271,648	161,842	-	433,490
Costs and expenses				
Cost of sales	133,929	102,739	-	236,668
General and administrative expenses	-	-	28,543	28,543
Corporate social responsibility expenses	-	-	6,240	6,240
Exploration and evaluation expenses	12,876	2,769	8,585	24,230
Finance costs	833	502	2,005	3,340
Other income and expense	(216)	(648)	(4,070)	(4,934)
	147,422	105,362	41,303	294,087
Earnings (loss) before income taxes from continuing operations	124,226	56,480	(41,303)	139,403
Income tax expense	13,223	9,359	237	22,819
Net earnings (loss) from continuing operations	111,003	47,121	(41,540)	116,584
Other disclosures				
Depreciation and amortization *(b)*	26,132	55,984	2,113	84,229
Share-based compensation expenses *(c)*	807	370	4,787	5,964
Capital expenditures *(d)*	26,927	9,830	34,109	70,866

(a) Revenues from Chelopech and Ada Tepe were generated from the sale of concentrate. For the year ended December 31, 2023, $258.5 million or 50% (2022 – $169.3 million or 39%) of revenues from the sale of concentrate were derived from a single external customer. Revenues of $83.8 million or 16% (2022 – $112.2 million or 26%) from the sale of concentrate were also derived from another single external customer.

(b) Depreciation and amortization relating to operating segments were included in cost of sales. Depreciation and amortization relating to Corporate and Other were included in general and administrative expenses, as well as exploration and evaluation expenses.

(c) Share-based compensation expenses relating to operating segments were included in cost of sales and those relating to Corporate and Other were included in general and administrative expenses and exploration and evaluation expenses *(note 17)*.

(d) Capital expenditures represent cash outlays and non-cash accruals in respect of exploration and evaluation assets *(note 8)*, mine properties *(note 9)*, property, plant and equipment *(note 10)* and intangible assets *(note 11)*. Capital expenditures for the year ended December 31, 2023 for Corporate and Other included $21.0 million (2022 – $20.6 million) related to the Loma Larga gold project in Ecuador.

(in thousands of U.S. dollars, unless otherwise indicated)

The following table summarizes the Company's revenue recognized for the years ended December 31, 2023 and 2022:

	2023	2022
Revenue recognized at a point in time from:		
Sale of concentrate *(a)*	**519,965**	434,859
Revenue from contracts with customers	**519,965**	434,859
Mark-to-market price adjustments on provisionally priced sales	**10,145**	(8,101)
Net mark-to-market gains (losses) on QP Hedges	**(10,019)**	6,732
Total revenue	**520,091**	433,490

(a) For the year ended December 31, 2023, the Company's revenue from the sale of concentrate included an adjustment of $4.8 million (2022 – $5.8 million) in connection with the final determination and settlement of prior year provisional sales.

The following table summarizes total assets and total liabilities by segment as at December 31, 2023 and 2022:

					As at December 31, 2023
	Chelopech	**Ada Tepe**	**Tsumeb**	**Corporate & Other**	**Total**
Total current assets	**130,468**	**199,293**	**-**	**404,347**	**734,108**
Total non-current assets	**164,483**	**130,558**	**-**	**178,270**	**473,311**
Assets held for sale *(note 3)*	**-**	**-**	**82,817**	**-**	**82,817**
Total assets	**294,951**	**329,851**	**82,817**	**582,617**	**1,290,236**
Liabilities	**60,078**	**27,728**	**-**	**44,506**	**132,312**
Liabilities held for sale *(note 3)*	**-**	**-**	**37,374**	**-**	**37,374**
Total liabilities	**60,078**	**27,728**	**37,374**	**44,506**	**169,686**

					As at December 31, 2022
	Chelopech	Ada Tepe	Tsumeb	Corporate & Other	Total
Total current assets	103,463	97,589	45,356	364,513	610,921
Total non-current assets	169,655	169,244	26,564	180,870	546,333
Total assets	273,118	266,833	71,920	545,383	1,157,254
Total liabilities	57,196	24,379	42,038	40,547	164,160

DPM is domiciled in Canada. Revenues by geographic location are based on the location in which the revenues originate. Revenues of continuing operations for the years ended December 31, 2023 and 2022 all originated from Europe.

(in thousands of U.S. dollars, unless otherwise indicated)

Assets by geographic location as at December 31, 2023 and 2022 are summarized below:

					As at December 31, 2023
	Canada	**Europe**	**Africa**	**Ecuador**	**Total**
Total current assets	**398,393**	**334,968**	**-**	**747**	**734,108**
Financial assets	**11,900**	**-**	**-**	**-**	**11,900**
Deferred income tax assets	**-**	**13,015**	**-**	**-**	**13,015**
Other non-current assets	**12,252**	**300,023**	**-**	**136,121**	**448,396**
Assets held for sale *(note 3)*	**-**	**-**	**82,817**	**-**	**82,817**
Total assets	**422,545**	**648,006**	**82,817**	**136,868**	**1,290,236**

					As at December 31, 2022
	Canada	Europe	Africa	Ecuador	Total
Total current assets	359,108	205,356	45,381	1,076	610,921
Financial assets	40,773	-	1,301	-	42,074
Deferred income tax assets	-	6,590	-	-	6,590
Other non-current assets	9,175	349,490	25,262	113,742	497,669
Total assets	409,056	561,436	71,944	114,818	1,157,254

DPM's Report under the *Fighting Against Forced Labour and Child Labour in Supply Chains Act*

*This report has been prepared by Dundee Precious Metals Inc. (**DPM**) in response to reporting requirements for relevant Canadian companies under Canada's Fighting Against Forced Labour and Child Labour in Supply Chains Act (*the ***Act***) and has been organized to address each area specified under the Act's reporting requirements.*

PART 1: Statement of Commitment

The International Labour Organization (ILO) estimates that in 2021, there were approximately 28 million people around the world working in forced labour situations. That statistic is a grim reminder of the scope of modern slavery, its invasive presence in global supply chains, and the extent of its destructive impact on individual lives and communities.

Companies everywhere share a clear responsibility for reducing and mitigating the risks of forced labour and child labour in their own organizations and supply chains.

For DPM, that responsibility begins with our overarching commitment to human rights, embedded in our corporate values, our Corporate Responsibility Policy, our Code of Business Conduct & Ethics, and our Human Rights Standard, which establishes specific requirements aimed at preventing any form of human rights abuse at our operations or in our supply chain. Those commitments are in turn guided by the standards established in ILO Conventions, the United Nations Guiding Principles on Business and Human Rights and the United Nations Global Compact, and are consistent with (or exceed) the laws, regulations and standards in the countries where we operate.

In 2023, Canada joined other jurisdictions, including Australia, the UK, and the US, in introducing legislation to increase transparency of modern slavery in supply chains by requiring, among other measures, annual reporting.

The following is DPM's first report under the Act, which has been organized to address the information required by section 11 of the Act. It provides a comprehensive account of the policies, programs, and specific actions DPM implemented in the previous year to prevent and reduce the risk of forced labour and child labour in our operations and supply chains – including, among other measures, country and supplier risk assessments, supplier screening, employee training, and providing safe and secure channels for employees, stakeholders, communities, suppliers and their respective workers to report human rights concerns.

We remain committed to open and transparent annual reporting on our approach, progress, and challenges.

(signed) "*David Rae*"

David Rae
President and Chief Executive Officer

PART 2: DPM's Corporate Structure, Activities and Supply Chains

DPM is a Canadian-based international gold mining company that is listed on the Toronto Stock Exchange. Our operations and projects are located in Bulgaria, Namibia, Serbia and Ecuador. We operate the Chelopech underground gold-copper mine and the Ada Tepe open pit gold mine, both located in Bulgaria, as well as the Tsumeb specialty smelter located in Namibia.

DPM also owns the Loma Larga project in Ecuador and the Čoka Rakita project in Serbia; and holds interests in a number of other gold development and exploration properties in various locations in Serbia and Ecuador.

We have incorporated principles of responsible business conduct through the adoption of various policies and programs, including our Code of Business Conduct & Ethics, Corporate Responsibility Policy and Human Rights Standard described in further detail below.

In 2022, our global workforce encompassed over 2,000 full time employees and engaged approximately 1,600 contractors. Approximately 75% of our total employees were covered by a collective bargaining agreement.

We monitor the countries where we operate to identify developments that could lead to governance, environmental and social risks, including risks associated with forced labour or child labour.

The countries where we currently operate, Bulgaria and Namibia, along with the countries where we have exploration and/or development projects, Ecuador and Serbia respectively, have different exposures to and potential for forced labour and child labour (as detailed below). Our approach to identifying the parts of our business and supply chain that carry risk of forced labour and child labour, and steps taken to assess and manage that risk, is informed by our country-level and operational-level risk profile assessments. The purpose of these assessments is to identify areas of higher risk; we then use this information to prioritize our efforts in implementing and monitoring a targeted set of controls.

As described below, DPM developed an internal risk-rating of forced labour and child labour based upon a composite assessment of a number of international human rights and modern slavery indices. Based on this risk assessment, we have determined that our current operating assets have a low risk of forced labour and child labour.

However, we acknowledge that risks can also arise in our extended supply chain. As required by the Act, this report describes the measures taken in 2023 to identify, mitigate and eliminate the risks of forced labour and/or child labour at both our operations and within our supply chain.

The mining industry's value chain spans a global complex network. DPM has a diverse global supply chain through which we procure a range of goods and services to support our exploration, mining, processing, transportation and corporate support activities. Our operations' supply chains are primarily locally and/or regionally based. Overall, the majority of the company's goods are procured from suppliers based in Bulgaria, Serbia and Canada respectively. The majority of our supplier spending can be generalized into the procurement of goods, construction, operational and technical services and support and administrative functions. Our risk assessment of forced labour and/or child labour in this supply chain is described in detail in Part 4 of this report.

PART 3: Policies and due diligence processes in relation to forced labor and child labour

Governance

The Sustainability Committee of DPM's Board of Directors provides ongoing oversight of the Company's overall sustainable development activities to ensure the management of the organization's environmental and social impacts. This includes human rights and, specifically, the risks of forced labour and child labour. A core component of the Sustainability Committee's mandate is to provide oversight of potential human rights impacts associated with our operations and in the communities in which we operate. Composed entirely of independent directors, the Sustainability Committee meets quarterly, including an in-camera session without management present at each meeting.

At the executive level, the Senior Vice President (SVP), Sustainable Business Development reports directly to the President and Chief Executive Officer (CEO) and is responsible for sustainability and human rights at the group level. The Director, Sustainability reports directly to the SVP, Sustainable Business Development and leads DPM's overall human rights management strategy, working across the Executive team and Sustainability Directors at each operational site to integrate human rights management throughout the Company's operational and functional areas.

The SVP, European Operations and the Vice President and Managing Director of our Namibian smelter, both of whom report directly to the CEO, have direct oversight and leadership of their site-level teams that manage human rights-related risks throughout their operations and respective supply chains. Similarly, the General Manager of the Company's activities in Ecuador and the General Manager of Exploration, overseeing our Serbian activities, both provide leadership and management of this issue throughout their teams as well.

Policies and due diligence

When we conduct business the right way, we build trust with one another and with all our external stakeholders. Our Code of Business Conduct and Ethics (Code) is established by the DPM Board of Directors as a statement of the principles and commitments intended to direct and guide the conduct of the Company. The Code sets the expectation that we conduct our business with respect for the human rights of all individuals affected by our business activities. It reflects our values, describes the Company's expectations, and serves as a resource to help guide our decisions. The Code applies to everyone who works for DPM, including employees and members of our Board of Directors, and to third parties, including suppliers working with us or on our behalf, who are contractually required by the Company to comply with the Code. The Code sets the expectation that all third parties (i.e., anyone who does business with DPM, including our suppliers) adhere to principles consistent with those set out in our Code and aligned with our core values. Additionally, our contracts with suppliers include provisions requiring the suppliers to comply with local laws and regulations and applicable professional standards.

Our Code explicitly refers to our Corporate Responsibility Policy which outlines our commitment to managing the Company's impacts across all areas of our business including, among others, conducting our business in a manner that respects human rights and striving to avoid contributing to adverse human rights impacts, including child and forced labour. The policy further elaborates that DPM, its employees and members of our Board of Directors are expected to understand the Company's impact and influence across the entire value chain and, wherever possible, apply responsible business practices to sourcing and materials stewardship.

To operationalize our policy commitments, we developed a Human Rights Standard that explicitly outlines the minimum requirements with which all our sites must comply, including requirements regarding forced and child labour. It is informed by the principles contained in the United Nations Guiding Principles on Business and Human Rights, which include guiding principles regarding forced labour and child labour and provide guidance on the following:

- identifying, preventing, mitigating and being accountable for our human rights impacts using a risk-based due diligence approach;
- preventing or mitigating adverse human rights impacts that directly or indirectly arise from our operations;
- processes for the remediation of adverse human rights impacts within our sphere of influence;
- ensuring employees, communities, stakeholders, security providers and third parties (including suppliers) are aware of our commitment to respect human rights and that the Company's business is conducted with respect for human rights; and
- in line with the Company's values and the principles set out in our Code, encourage individuals to report and 'speak-up' when they see something that could result in a violation of, or an adverse impact on, human rights, which encompasses child and forced labour.

Our Human Rights Standard applies to everyone who works for the Company, including all employees and our Board of Directors. It also directly applies to certain third-party suppliers who have contractually committed to complying with our policies and standards and sets the expectation that all third parties (i.e., anyone who does business with DPM, including our suppliers) adhere to principles consistent with those set out in the standard.

To further enable our workforce to live the principles and commitments espoused in our Code, Corporate Responsibility Policy and Human Rights Standard described above, we currently use a comprehensive risk-based third-party due diligence process (3PDD) that was developed to manage bribery, corruption, reputational and sanction compliance risks. In 2023, we modified our 3PDD to include human-rights related due diligence, including forced labour and child labour. The 3PDD process is used as an input to determine the measures we take to engage with our suppliers' compliance with the Code.

PART 4: The parts of DPM's business and supply chain that carry a risk of forced labor or child labour, and the steps taken to assess and mitigate that risk.

Human Rights risk assessment - DPM assets

Throughout 2023, we engaged in risk-based human rights risk assessments across our sites including our operations in Bulgaria and Namibia, development projects in Serbia and Ecuador and our corporate head office in Canada. The results of those assessments allowed us to begin implementing more immediate controls related to child and forced labour in the short-term (such as internal training), while also helping to identify areas of opportunities to further integrate human rights considerations into company processes like our supply chain procurement processes.

In addition to assessing the activities connected to our own operational boundaries, we also conducted a risk assessment of each country where our assets are located to better contextualize and understand the potential risk for human rights impacts and vulnerabilities for forced labour and child labour to occur. Our country-specific assessments also reviewed governance indicators such as the rule of law, political stability, level of corruption and conflict-affected areas, and environmental factors, including climate change and ecosystem health, which could potentially exacerbate human rights and labour rights issues.

As a result of these assessment activities, we believe the risk for forced labour and child labour within our operations is low.

Human Rights risk assessment -DPM Suppliers

2023 was our first year assessing the human rights risk of our supplier base supporting our operations. The process involved identifying and assessing over 1,900 Tier 1 suppliers, the products and services we procured, classified into 8 broader industry categories, and evaluating each supplier's country of origin risk, across 40 different countries.

As described above, as a result of our assessment of our Tier 1 suppliers we have begun incorporating human-rights related questions, with an emphasis on forced labour and child labour, as a consideration during supplier pre-qualification.

Sector Risk

After conducting a detailed desk-top evaluation of our supplier base[1] which involved referencing credible sources of information about the risks of forced labour and child labour and then subsequently evaluating where our operations and supply chain could be exposed to those risks, we believe that the following sector categories and their associated goods/services could potentially be at a higher risk for forced labour and/or child labour:

Sector and potential related risks for forced/child labour	Goods/Services commonly provided by that sector	Description relevant to DPM
Construction Services - Risk of workers to excessive recruitment fees and debt bondage - Dangerous working conditions with high levels of industrial accidents - Risks of workers being subject to late or non-payment of wages - Restrictions on movement - Restrictions on trade unions and freedom of association	Drilling, Procurement and Construction Management	Building, maintenance, demolition, renovation and repair of structures
Manufacturing - Hazardous/undesirable work - Vulnerable, easily replaced, and/or low-skilled workforce - Migrant workforce - Presence of labor contractors, recruiters, agents or other middlemen in labor supply chain - Long, complex, and/or non-transparent supply chains	Electronics, machinery, equipment, spare parts	Manufacturing involves the transformation of raw materials from agriculture, forestry, fishing, and mining or quarrying, as well as the transformation of other manufacturing products into new products.

[1] Based on a review of the United Nations Global Compact: Business and Human Rights Navigator, the International Labor Organization: Global Estimates of Modern Slavery Forced Labour and Forced Marriage 2022, the US Department of Labor: 2022 list of goods produced by child labor or forced labor, the Verité and the U.S. Department of State's Office to Monitor and Combat Trafficking in Persons Responsible Sourcing Tool, and the International Council on Mining and Metals' 2023 Guidance on Human Rights Due Diligence in Supply Chains

High Risk Services - Migrant workforce - Undesirable work - Presence of labor contractors, recruiters, agents or other middlemen in labor supply chain - Debt bondage - Exploitative working conditions - Restrictions on trade unions and freedom of association	Catering, cleaning, security, waste and recycling, maintenance services	Wide range of economic activities, including trade, hospitality, and non-market social and other services.
Transport - Exploitative working conditions - Health and safety issues - Restrictions on trade unions and freedom of association -Hazardous/undesirable work - Vulnerable, easily replaced, and/or low-skilled workforce - Migrant workforce - Presence of labor contractors, recruiters, agents or other middlemen in labor supply chain - Long, complex, and/or non-transparent supply chains	Road and freight services, third party warehousing	Includes transport service workers and warehousing services.
Raw Materials and Commodities supply chain - Exploitative working conditions - Discrimination in the supply chain - Health and safety issues - Restrictions on trade unions and freedom of association - Child labour	Bricks, gravel, cement, lime, steel balls, blasting agents, lubricants, tires, chemical agents	Materials and agents used in our mines production operations and smelter processing

Country of Origin Risk

In addition to evaluating the sector risks, we also assessed the countries of origin of our Tier 1 suppliers for their potential human rights impacts[2] (which includes but is broader than forced labour and child labour risks). This resulted in an internally developed risk-rating, based upon a composite assessment of a number of international human rights/modern slavery indices listed under footnote 2.

We found that over 70% of our Tier 1 suppliers are located in countries that present a lower inherent risk for human rights violations. Around 29% of our suppliers are located in countries with medium risk for violations and only about 1% of our suppliers are located in countries with a high-risk rating overall.

Country	Overall Human rights risk	% suppliers
Bulgaria	Low	53%
Serbia	Medium	16%
Canada	Low	9%

[2] A composite qualitative rating based on Global Slavery Index, the World Bank's Worldwide Governance Indicators, the International Labor Organization's database on Collective Bargaining Rates and Working hours and the Global Risk Profile's ESG Index.

Ecuador	Medium	5%
Namibia	Medium	3%
United States	Low	3%
United Kingdom	Low	3%
South Africa	Medium	2%
Australia	Low	2%
Germany	Low	1%
Netherlands	Low	1%
Others	-	4%

Further to a broader human rights impact evaluation, we also conducted a more focused assessment of the countries of origin of our Tier 1 suppliers for their specific risk for modern slavery based on the Global Slavery Index. We found that over 74% of our Tier 1 suppliers are located in countries that present a lower vulnerability to modern slavery. Around 25% of our suppliers are located in countries with medium vulnerability to modern slavery and only about 1% of our suppliers are located in countries with high vulnerability.

Country	**Vulnerability to modern slavery (0-least vulnerable, 100-most vulnerable)[3]**	**% suppliers**
Bulgaria	26	53%
Serbia	34	16%
Canada	11	9%
Ecuador	48	5%
Namibia	47	3%
United States	25	3%
United Kingdom	14	3%
South Africa	52	2%
Australia	7	2%
Germany	11	1%
Netherlands	6	1%
Others	-	4%

PART 5: <u>Measures taken to remediate instances of forced labor or child labor, including measures taken to compensate vulnerable families for any loss of income</u>.

[3] Source: Global Slavery Index

Access to Remedy

We have several outlets for employees, stakeholders, communities, suppliers and workers in the extended supply chain to report concerns and access remedies around human rights, including those around the risks of forced labour and child labour.

We have created a Speak Up process, including an EthicsPoint hotline operated by an independent third-party, which is a publicly available mechanism to report any unethical behaviour, including human rights violations. In addition, across our sites, we also have implemented grievance mechanisms accessible to our stakeholders and communities so that we may receive and address complaints or grievances in an expedited and transparent manner. These processes are available for workers in our extended supply chain to report on risks associated with forced labour and child labour and are publicly available on our website for everyone to utilize.

We have four reporting channels as part of the Speak-Up process, including the EthicsPoint hotline, which allows for anonymous reporting of misconduct and ethical concerns. Reports submitted through the hotline are referred to the Corporate Compliance Officer (except when the Corporate Compliance Officer is personally implicated or the reports implicate a member of the Executive team or a member of Board of Directors, in which case the report is appropriately escalated) and to the appropriate Board Committee Chair, depending on the nature of the report. The Board receives quarterly updates on Speak-Up reports received and the status of investigations, if any, and Committee Chairs discuss the reports at their respective meetings. The Code includes protection from retaliation for anyone who files a report, raises a concern, or participates in an investigation in good faith.

For performance reporting on our Speak-Up reports, please see more in our 2022 Sustainability Report.

At the site level, we have also provided a local grievance mechanism to receive human rights grievances with the intention of transparent and expeditious resolution and a commitment to non-retaliation against anyone who submits a complaint.

The Company did not receive any grievances related to forced labour or child labour and has not changed its business relationships as a result of our due diligence efforts relating to forced labour or child labour in 2023 and as such, has no measures to report with respect to remediation.

PART 6: Modern slavery awareness training compliance for employees

Our Human Rights Standard includes providing human rights training at all our sites. Although our employees receive training in good governance practices (such as anti-bribery, anti-corruption, and workplace harassment) that are associated with preventing and mitigating human rights risks, we recognize that we need to provide more updated training across our operations to specifically address the risks of forced labour and child labour in our supply chains.

Using our risk-based approach (as described above), in 2023, we identified the increased potential for human rights risks to occur at our development project in Ecuador. As such, we engaged an independent, internationally recognized third party to conduct in-person, participatory and comprehensive human rights training. A full day of training focused on the Voluntary Principles for Security and Human Rights for our security personnel followed by a second day of training focused on overall human rights identification and mitigation, with an emphasis on modern slavery and scenarios around the use of child labour and forced labour. This second day of training was provided to our management teams and key personnel in stakeholder relations, supply chain, human resources, sustainability and finance.

PART 7: <u>How DPM assesses its effectiveness in ensuring that forced and child labor are not being used across its business and supply chains</u>

<u>Effectiveness</u>

Our EthicsPoint hotline and grievance mechanisms provide a forum to receive issues related to actual and/or perceived human rights impacts amongst our employees, communities and supplier base. Beginning with our 2022 Sustainability Report, we have started to publish the number of and types of complaints we have received, which we will continue to report in our bi-annual sustainability reporting. This provides us with an avenue to track and communicate our performance on the risks of forced labour and child labour. Progress in this area will be publicly reported during our next report under the Act to be submitted in 2025, with further details to be provided in our bi-annual sustainability report, also to be published in 2025.

PART 8: <u>Board of Directors' Approval</u>

In accordance with the requirements of the Act, and in particular section 11 thereof, I attest that I have reviewed the information contained in the report for the entity or entities listed above. Based on my knowledge, and having exercised reasonable diligence, I attest that the information in the report is true, accurate and complete in all material respects for the purposes of the Act, for the reporting year listed above.

Peter Gillin, Chair, Board of Directors
February 14, 2024

(signed) *"Peter Gillin"* "I have the authority to bind Dundee Precious Metals, Inc."
Signature

CORPORATE INFORMATION

Directors

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Anthony P. Walsh[1,2]
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Officers

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President and Chief Executive Officer

Navin Dyal
Executive Vice President and
Chief Financial Officer

Michael Dorfman
Executive Vice President,
Corporate Development

Kelly Stark-Anderson
Executive Vice President, Corporate Affairs, General Counsel and Corporate Secretary

Iliya Garkov
Senior Vice President, European Operations

Nikolay Hristov
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Sylvia Chen
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Anna Ivanova
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Vice President and Managing Director, Tsumeb

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1 Audit Committee
2 Human Capital and Compensation Committee
3 Corporate Governance and Nominating Committee
4 Sustainability Committee
5 Board Chair

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Stock Listing and Symbol

The Toronto Stock Exchange
DPM – Common Shares

Copies of the Company's Quarterly and Annual Reports are available on written request from our registrar.

Registrar

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