OSISKO MINING INC.

ANNUAL INFORMATION FORM
FOR THE FINANCIAL YEAR ENDED DECEMBER 31, 2018

March 6, 2019

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INTRODUCTORY NOTES

Cautionary Statement Regarding Forward-Looking Information

This annual information form (this "**AIF**") of Osisko Mining Inc. (the "**Corporation**" or "**Osisko**") contains or incorporates by reference forward-looking statements and forward-looking information within the meaning of applicable Canadian securities laws, which are based on expectations, estimates and projections as of the date hereof. This forward-looking information includes, or may be based upon, without limitation, estimates, forecasts and statements as to management's expectations with respect to, among other things, the exploration activities of the Corporation; the timing and amount of funding required to execute the Corporation's exploration, development and business plans; capital and exploration expenditures; significance of drill results to accurately predict mineralization; the type of drilling included in the Corporation's drill program; the timing and ability (if at all) of Osisko to prepare a feasibility study for the Windfall Lake Project (as defined herein); expansions of previously known mineralized zones and the discovery of new mineralized zones; advancement of the exploration ramp; the timing and ability (if at all) of Osisko to complete additional property acquisitions; the timing and ability (if at all) of Osisko to prepare an initial resource estimate in respect of the Osborne-Bell deposit; proposed exploration work at the Urban Barry block; the Corporation's ability to sustain and enhance shareholder value; Osisko's ability (if at all) to develop into a mining camp; the potential of Lebel-sur-Quévillon, Québec as a potential site for the construction of a mill complex; the potential of the Site (as defined herein) in Lebel-sur-Quévillon, Québec in the Corporation's preparation of a feasibility study for the Windfall Lake Project (if at all); potential mineralization; the ability to realize upon any mineralization in a manner that is economic; the ability to complete any proposed exploration activities and the results of such activities; the effect on the Corporation of any changes to existing legislation or policy; government regulation of exploration, development and mining operations; the results of the mineral resource estimates for the Windfall Lake Project as defined herein); the length of time required to obtain permits, certifications and approvals; the success of exploration, development and mining activities; the plans and expectations for dewatering the ramp; the geology of the Corporation's properties; environmental risks; the availability of labour; the focus of the Corporation in the future; the future payment by the Corporation of dividends; demand and market outlook for precious metals and the prices thereof; progress in development of mineral properties; the Corporation's ability to raise funding privately or on a public market in the future; the Corporation's future growth; results of operations and performance; the completion of the Barrick Earn-In (as defined herein); and business prospects and opportunities. Wherever possible, words such as "anticipate", "believe", "expect", "intend", "may", "plan" and similar expressions have been used to identify such forward-looking information. Forward-looking information is based on the opinions and estimates of management at the date the information is given, and on information available to management at such time. Forward-looking information involves significant risks, uncertainties, assumptions and other factors that could cause actual results, performance or achievements to differ materially from the results discussed or implied in the forward-looking information. These factors, including, but not limited to, those factors discussed herein under "*Risk Factors*", include: the ability of exploration activities to accurately predict mineralization; errors in management's geological modelling; the ability to capitalize on mineralization in a manner that is economic; lack of adequate drill density; Osisko's timing and ability (if at all) to complete further exploration activities, including drilling; property interests in the Windfall Lake gold project and Osborne-Bell gold deposit; the results of exploration activities;

risks relating to mining activities; the global economic climate; metal prices; dilution; environmental risks; community and non-governmental actions; fluctuations in currency markets; fluctuations in commodity prices; the ability of the Corporation to access sufficient capital on favourable terms or at all; changes in national and local government legislation; taxation, controls and regulations; political or economic developments in Canada or in other countries in which the Corporation does business or may carry on business in the future; operating or technical difficulties in connection with exploration or development activities; employee relations; information systems security threats; the speculative nature of mineral exploration and development; obtaining necessary licenses and permits; diminishing quantities and grades of mineral reserves (if any); contests over title to properties, especially title to undeveloped properties; the inherent risks involved in the exploration and development of mineral properties; the uncertainties involved in interpreting drill results and other geological data; environmental hazards; industrial accidents; unusual or unexpected formations, pressures, cave-ins and flooding; limitations of insurance coverage and the possibility of project cost overruns or unanticipated costs and expenses; and should be considered carefully. Many of these uncertainties and contingencies can affect the Corporation's actual results and could cause actual results to differ materially from those expressed or implied in any forward-looking statements made by, or on behalf of, the Corporation. Prospective investors should not place undue reliance on any forward-looking information. Although the forward-looking information contained in this AIF is based upon what management believes, or believed at the time, to be reasonable assumptions, there can be no assurance that actual results will be consistent with such forward-looking information, as there may be other factors that cause results not to be as anticipated, estimated or intended. Neither the Corporation nor any other person assumes responsibility for the accuracy and completeness of any such forward-looking information. The Corporation does not undertake, and assumes no obligation, to update or revise any such forward-looking statements or forward-looking information contained herein to reflect new events or circumstances, except as may be required by securities laws.

Currency and Exchange Rate Information

In this AIF, unless otherwise indicated, all references to "$" or "dollars" refer to Canadian dollars, all references to "US$" refer to United States dollars.

The following table sets forth: (i) the rates of exchange for U.S. dollars expressed in Canadian dollars in effect at the end of the periods indicated; (ii) the average exchange rates in effect during such periods; (iii) the high rate of exchange in effect during such periods; and (iv) the low rate of exchange in effect during such periods, such rates, in each case, based on the noon or daily average exchange rate, as applicable, for conversion of one U.S. dollar to Canadian dollars as reported by the Bank of Canada.

	Year Ended December 31, 2018[(1)]	**Year Ended December 31, 2017[(1)]**	**Year Ended December 31, 2016[(2)]**
Period End	1.3642	1.2545	1.3427
Average	1.2957	1.2986	1.3248
High	1.3642	1.3743	1.4589
Low	1.2288	1.2128	1.2544

Notes:

(1) Exchange rate based on the daily average rate of exchange as reported by the Bank of Canada.

(2) Exchange rate based on the noon rate of exchange as reported by the Bank of Canada.

As at March 6, 2019 the Bank of Canada closing exchange rate was US$1.00 = $1.3420.

Technical Abbreviations

Unless the context otherwise requires, technical terms or abbreviations not otherwise defined in this AIF shall have the following meanings:

Abbreviation	Definition
Ag	Silver
As	Arsenic
Au	Gold
Bi	Bismuth
CIM	Canadian Institute of Mining, Metallurgy and Petroleum
Cu	Copper
º	Degree(s)
DEM	Digital Elevation Model
GPS	Global Positioning System
g	Gram(s)
g/t	Gram(s) per tonne
> , <	Greater than, less than
ha	Hectare(s)
63.5 mm	HQ – diameter of drill core
ISO	International Organization for Standardization
K	Potassium
kg	Kilogram(s)
km	Kilometre(s)
m	Metre(s)
Ma	Million Years
masl	Metre(s) above sea level
mm	Millimetre(s)
' , "	Minutes, seconds
Mo	Molybdenum
Mt	Million tonnes
NSR	Net smelter return
Oreas	Ore assay standards
oz	Ounce(s)
Pb	Lead
ppb	Parts per billion
ppm	Parts per million
%	Percent(age)
QA/QC	Quality Assurance / Quality Control
UTM	Universal Transverse Mercator
WGS-84 Datum	Coordinate System
Zn	Zinc

CORPORATE STRUCTURE

The Corporation

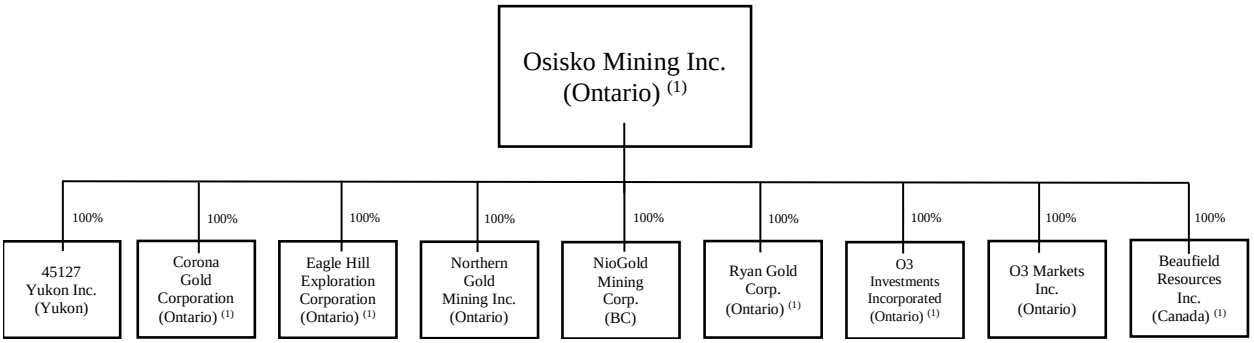
The Corporation was registered and incorporated under the *Business Corporations Act* (Ontario) on February 26, 2010 under the name "Braeval Mining Corporation". Pursuant to articles of amendment dated June 9, 2011, the Corporation increased the minimum number of directors from one to three, removed restrictions on the transfer of its common shares ("**Common Shares**"), and removed the limit on the number of shareholders. On April 14, 2014, in connection with the arrangement with Oban Exploration Limited and 2407574 Ontario Inc. (a wholly-owned subsidiary of the Corporation) (the "**2014 Arrangement**"), the Corporation filed articles of amendment to consolidate the Common Shares on the basis of one post-consolidation Common Share for each 3.14 pre-consolidation Common Shares and filed articles of amendment to change the name of the Corporation to "Oban Mining Corporation". On August 25, 2015, the Corporation completed the acquisition by the Corporation of all of the common shares of each of Eagle Hill, Ryan Gold Corp and Corona Gold Corporation by way of a court approved plan of arrangement (the "**2015 Arrangement**") along with a concurrent private placement by Osisko Gold Royalties Ltd. ("**Osisko Royalties**"). On completion of the 2015 Arrangement, the Corporation entered into an investment agreement with Osisko Royalties (the "**Osisko Royalties Investment Agreement**"), pursuant to which the Corporation granted Osisko Royalties, subject to certain conditions, a participation right, board nomination rights, rights of first financing, a grant of a royalty option, royalty and streaming rights, and a royalty repayment right. Following the completion of the 2015 Arrangement, the Corporation filed articles of amendment to consolidate the Common Shares on the basis of one post-consolidation Common Share for every 20 pre-consolidation Common Shares. On June 14, 2016, the Corporation filed articles of amendment to change the name of the Corporation to "Osisko Mining Inc." (see *"Description of the Business – Three Year History – 2016"*). The Corporation, Beaufield Resources Inc., Corona Gold Corporation, Eagle Hill Exploration Corporation, O3 Investments Incorporated and Ryan Gold Corp. amalgamated effective January 1, 2019, and continued as Osisko.

On December 20, 2012, the Corporation completed the initial public offering of the Common Shares. The Common Shares are listed for trading on the Toronto Stock Exchange (the "**TSX**") under the symbol "OSK". See *"Market for Securities"* and *"Description of the Business – Three Year History"*.

The Corporation's registered and head office is located at 155 University Avenue, Suite 1440, Toronto, Ontario M5H 3B7.

Intercorporate Relationships

Set out below is the corporate structure of the Corporation and its subsidiaries, including the jurisdiction in which each subsidiary was formed and the percentage of shares of each of the subsidiaries owned, controlled or directed by its parent company as at December 31, 2018.



Notes:

(1) Pursuant to articles of amalgamation filed January 1, 2019, the following entities have amalgamated and are carrying on business under Osisko.

At December 31, 2018, the Corporation's interest in the Windfall Lake Project was held through its wholly-owned subsidiary, Eagle Hill Exploration Corporation ("**Eagle Hill**"), which the Corporation acquired under the 2015 Arrangement.

DESCRIPTION OF THE BUSINESS

Introduction

The Corporation is a mineral exploration company focused on the acquisition, exploration and development of precious metals resource properties in Canada. The Corporation's flagship project is its 100% interest in the high-grade Windfall Lake gold deposit located between Val-d'Or and Chibougamau in Québec and a 100% undivided interest in a large area of claims in the surrounding Urban Barry and Lebel-sur-Quévillon area (361,661 hectares) (collectively referred to as either the "**Windfall Lake Project**", "**Windfall Lake gold deposit**", or individually as "**Windfall Lake**", "**Urban Barry**" or "**Quévillon**" as the context may require)

In addition to the Corporation's flagship project, the Corporation also holds a 100% interest in Marban Block property located in the heart of Québec's prolific Abitibi gold mining district between Val-d'Or and Malartic in Québec; properties in the Larder Lake Mining Division in northeast Ontario, including the Jonpol and Garrcon deposits on the Garrison property; the Buffonta past producing mine; the Gold Pike mine property; as well as interests and options in a number of additional properties in northern Ontario.

Three Year History

The Corporation was incorporated on February 26, 2010, and its primary focus has been to acquire, explore, and if appropriate, develop precious metals properties in the Americas, and since 2015, with a focus in Canada. The following is a summary of the Corporation's development over the three most recently completed financial years.

Events Subsequent to 2018

On January 7, 2019, Osisko provided an update on the progress of exploration at its 100% owned Windfall Lake Project. Osisko has been conducting new exploration and definition drilling on the Windfall Lake Project, since late October 2015. As of February 18, 2019, Osisko has completed 704,954] metres of the planned 800,000 metres to complement the pre-existing 180,000 metres drilled at the Windfall Lake Project by previous operators.

On February 19, 2019, Osisko provided a mineral resource estimate for its 100% owned Garrison gold deposit, located along the Destor Porcupine Fault Zone in the Abitibi Greenstone Belt, Garrison Township, Ontario. This mineral estimate is the result of 1,115 drill holes (342,874 metres) in the resource area completed by previous operators on the project since 1985 and includes 197 new drill holes (87,251 metres) completed by Osisko between 2016 to July 2018.

On February 20, 2019, Osisko and Chantrell Ventures Corp. ("**Chantrell**") announced that they entered into a binding letter agreement outlining the proposed terms and conditions upon which Osisko will effect a business combination that will result in a reverse takeover of Chantrell by the Corporation, where Osisko will transfer certain non-core assets with an approximate value of $99.9 million to Chantrell in exchange for shares of Chantrell. In addition, the shares of Chantrell will be consolidated on a 40:1 basis, subject to adjustment. The Osisko assets to be transferred include the Marban deposit, Garrison deposit, exploration properties and a portfolio of selected securities. Chantrell intends to undertake an equity financing transaction in conjunction with the proposed transaction, which will consist of up to $10 million by way of a private placement of securities at a price of $3.88 per unit, each unit, consisting of one common share in the capital of the resulting issuer and one warrant exercisable for $4.46 to acquire a common share in the capital of the resulting issuer. In connection with the proposed transaction, Chantrell will be required to, among other things: (i) change its name to "O3 Mining Corporation" or such other name as may be acceptable to applicable regulatory authorities; (ii) replace all directors and officers on closing of the proposed transaction; (iii) receive conditional listing approval for the resulting issuer on the TSX Venture Exchange; (iv) consolidate its common shares on a 40:1 basis, subject to adjustment; (v) cooperate in the offering of subscription receipts. Chantrell may, from time to time, acquire further assets in exchange for shares or cash in connection with the proposed transaction; and (vi) seek a waiver or exemption from the TSX Venture Exchange's sponsorship requirements.

Osisko's 2019 exploration budget for the Windfall Lake Project areas totals approximately $91.3 million. This budget includes resource estimation work, resource-oriented drilling, exploration ramp and underground bulk sampling of known mineralized zones, metallurgical work, permitting, feasibility studies, exploration drilling proximal to Windfall, and exploration drilling on the greater Urban Barry and Quévillon properties.

2018

On January 10, 2018, Osisko filed an early warning report in respect of its holdings in Beaufield Resources Inc. ("**Beaufield**"). Osisko, through its wholly-owned subsidiary O3 Investments Incorporated, acquired beneficial ownership of, or control and direction over, 16,923,500 Beaufield shares by way of a share purchase agreement transaction, representing approximately 8.2% of the Beaufield shares then issued and outstanding, at a price of $0.14 per Beaufield shares,

for total consideration of $2,369,000. After giving effect to this purchase, Osisko, through its wholly-owned subsidiary O3 Investments Incorporated, held beneficial ownership of, or control and direction over, 56,181,300 Beaufield shares, representing approximately 26.3% of the Beaufield shares then issued and outstanding.

On February 8, 2018, Osisko provided an update on the progress of exploration at its 100% owned Windfall Lake Project located in the Abitibi greenstone belt, Eeyou Istchee James Bay, Québec.

On February 26, 2018, Osisko purchased from Globex Mining Enterprises Inc. ("**Globex**") the Certac property at Le Tac township, Québec for $250,000 and a gross metal royalty ("**GMR**") payable to Globex on all metal production from the Certac property. The GMR payable will be 2.5% at a gold price below $1,000 per ounce or a 3% gold metal royalty at a gold price equal to or greater than $1,000 per ounce. Osisko retains the first right of refusal should Globex decide to sell its GMR as well as an exclusive right to buy back a 1.5% GMR for $1.5 million.

On March 15, 2018, Osisko announced a mineral resource estimate for its 100% owned Quévillon Osborne-Bell Gold Deposit, located 15 kilometres northwest of the town of Lebel-sur-Quévillon, Québec. This estimate is the result of 927 drill holes (279,925 metres of drilling) completed by previous operators of the project since 1994, including 50 drill holes that were completed after their last resource estimate was published in 2012, and four new drill holes that were completed by Osisko in December 2017. The related technical report (being the "**Osborne-Bell Resource Estimate**") was filed on April 23, 2018.

On March 28, 2018, Osisko signed an option agreement with Osisko Metals Inc. ("**Osisko Metals**") pursuant to which Osisko Metals can earn a 50% interest in the Urban-Barry base metals project by funding an aggregate of $5 million in exploration expenditures over four years. Osisko would retain a 100% interest in all precious metals on the claims covered in the agreement.

On May 14, 2018, Osisko announced a mineral resource estimate for its 100% owned Windfall gold deposit, located in the Abitibi greenstone belt, Urban Township, Eeyou Istchee James Bay, Québec. The related technical report (being the "**Windfall Resource Estimate**") was filed on June 12, 2018.

On July 11, 2018, Osisko announced the discovery of "Triple 8" zone, a new wide zone of high-grade gold mineralization at depth at Windfall Lake Project.

On July 17, 2018, Osisko announced positive results of a preliminary economic assessment ("**PEA**") prepared in accordance with NI 43-101 at its 100% owned Windfall Lake project located in the Abitibi greenstone belt, Urban Township, Eeyou Istchee James Bay, Québec, and its 100% owned Quévillon Osborne-Bell project, located 17 kilometres northwest of the town of Lebel-sur-Quévillon, Québec. The related technical report (being the Windfall PEA (as defined herein)) was filed on August 1, 2018.

On August 14, 2018, Osisko and Beaufield entered into an arrangement agreement (the "**Beaufield Arrangement Agreement**") pursuant to which Osisko agreed to acquire all of the issued and outstanding Beaufield shares which it did not already own. The Beaufield Arrangement Arrangement was completed by way of an approved statutory plan of arrangement under the *Canada Business Corporations Act* on October 19, 2018.

On September 18, 2018, Osisko completed a "bought deal" brokered private placement of (i) an aggregate of 27,046,031 common shares of the Corporation that will qualify as "flow-through shares" (within the meaning of subsection 66(15) of the *Income Tax Act* (Canada) and, where applicable, section 359.1 of the *Taxation Act* (Québec)) for aggregate gross proceeds of approximately $69.9 million, and (ii) an aggregate of 3,823,000 Common Shares at an issue price of $1.70 per Common Share for aggregate gross proceeds of approximately $6.5 million, including the exercise in full of the underwriters' option (the "**September 2018 Offering**"). The flow-through shares were issued in two tranches, whereby the first tranche consisted of 14,035,088 flow-through shares at an issue price of $2.85 per "tranche one" flow-through share and the second tranche consisted of 13,010,943 "tranche two" flow-through shares at an issue price of $2.30 per flow-through share. The total proceeds of the September 2018 Offering were approximately $76.4 million. The private placement was led by Canaccord Genuity Corp. on behalf of a syndicate of underwriters that included Haywood Securities Inc., Macquarie Capital Markets Canada Ltd. and National Bank Financial Inc. The gross proceeds from the sale of flow-through shares will be used by the Corporation to incur eligible "Canadian exploration expenses" that will qualify as "flow-through mining expenditures" (within the meaning of *Income Tax Act* (Canada)) related to Osisko's projects in Québec on or prior to December 31, 2019 for renunciation to subscribers of flow-through shares effective December 31, 2018. The net proceeds from the sale of Common Shares will be used to fund exploration activities and for general corporate purposes.

On October 10, 2018, Osisko announced that together with Osisko Royalties and Osisko Metals the creation of Osisko Field Education Fund in collaboration with the Earth Sciences Department at the University of New Brunswick. Together the three companies have committed to donate a total of $250,000 to the program over the next five years.

On October 11, 2018, Osisko announced that the Windfall exploration ramp achieved access to Zone 27, wireframe 115, the area selected for the initial 5,000 tonne bulk sample of the Windfall Lake Project.

On October 30, 2018, Osisko announced that it had entered into an agreement with la Caisse de dépôt et placement du Québec ("**la Caisse**") pursuant to which la Caisse will acquire, by private placement 9,259,260 Common Shares of the Corporation at a price of $2.70 per Common Share.

On November 13, 2018, Osisko receive a writing noticed where Barrick has elected to terminate the Earn-in Right and that Barrick has elected not to proceed with further exploration expendidures and therefore terminated the agreement on the Kan Project.

On November 27, 2018, Osisko announced a mineral resource estimate update for the Lynx zone within its 100% owned Windfall gold deposit, located in the Abitibi greenstone belt, Urban Township, Eeyou Istchee James Bay, Québec. A complete Windfall mineral resource estimate update is scheduled for release in 2019.

On December 18, 2018, Osisko announced preliminary results from the Zone 27 bulk sampling. The average head grade from the sample was 39% higher than indicated in the resource block model for this area of Zone 27. Reconciled results from the complete bulk sample are expected to be available by March 2019.

On December 28, 2018, Osisko announced the renewal of the normal course issuer bid program of the Corporation to purchase for cancellation, from time to time over a 12-month period, Common Shares listed on the TSX in an aggregate amount of up to 10% of the "public float" of the Corporation (the "**2018 NCIB Program**"), being 14,251,609 Common Shares. Repurchases under the 2018 NCIB Program may commence on January 2, 2019 and will terminate on January 1, 2020 or on such earlier date as the 2018 NCIB Program is complete. Daily purchases will be limited to 208,038 Common Shares, other than block purchase exemptions, representing 25% of the average daily trading volume of the Common Shares on the TSX for the six month period ending November 30, 2018, being 832,152 Common Shares. The price that the Corporation may pay for any Common Shares purchased under the 2018 NCIB Program will be the prevailing market price at the time of purchase and any Common Shares purchased by the Corporation will be cancelled. The actual number of Common Shares repurchased under the 2018 NCIB Program and the timing of such repurchases will be at Osisko's discretion and shall be subject to the limitations set out in the TSX Company Manual. Osisko has appointed BMO Nesbitt Burns Inc. to make any purchases under the 2018 NCIB Program on its behalf. During the 2017 NCIB Program (as defined herein, see "*Description of the Business – Three Year History – 2017*") of the Corporation, which commenced on December 29, 2017 and terminated on December 28, 2018, Osisko had approval to acquire up to 15,204,587 Common Shares, but nil Common Shares were acquired.

2017

On January 10, 2017, the Corporation announced that it had entered into a binding agreement with Barrick Gold Corporation ("**Barrick**"), setting forth the terms of an exploration earn-in (the "**Barrick Earn-In**") on the Kan property located in northern Québec (the "**Kan Property**"). Under the Barrick Earn-In, Barrick must commit $15,000,000 in work expenditures over a four-year period to earn a 70% interest on the Kan Property, subject to certain annual work expenditure thresholds, including a guaranteed expenditure threshold of $6,000,000 in the first two years. Following the completion of the Barrick Earn-In, the Kan Property will be transferred to a new joint venture entity to be owned 30% by the Corporation and 70% by Barrick. The Corporation and Barrick will then enter into a joint venture agreement in respect of the Kan Property. In addition, Barrick may earn a further 5% interest in the joint venture entity (for a total interest of 75%) by electing to fund an additional $5,000,000 of project level expenditures (such as a preliminary economic assessment or pre-feasibility study). On March 27, 2017 the Corporation announced that it had entered into and commenced an earn-in agreement with Barrick on the Kan Property providing for the Barrick Earn-In.

On February 6, 2017, Osisko announced that it had entered into an agreement with a syndicate of underwriters led by BMO Capital Markets, Canaccord Genuity Corp. and Dundee Capital Partners, whereby the underwriters agreed to purchase, on a "bought deal" private placement basis, 5,450,000 flow-through common shares of the Corporation at a price of $5.52 per flow-through share (representing a 55% premium to the closing price of the Common Shares on the TSX on February 3, 2017), for aggregate gross proceeds of $30,084,000 (the "**February 2017 FT Offering**"). The Corporation concurrently announced a "bought deal" private placement of 8,830,000 units of the Corporation at a price of $3.40 per unit for aggregate gross proceeds of $30,022,000, with each unit comprised of one Common Share and one whole common share purchase warrant of the Corporation (the "**February 2017 Unit Offering**"). Shortly after the

announcement the Corporation increased the size of the February 2017 Unit Offering to 15,327,000 units at a price of $3.40 per unit for aggregate gross proceeds to the Corporation of $52,111,800. Both the February 2017 FT Offering and the February 2017 Unit Offering were completed on February 28, 2017.

On February 21, 2017 Osisko filed an early warning report in respect of its holdings in Beaufield announcing the acquisition, through a wholly-owned subsidiary, of 31,700,000 common shares of Beaufield at $0.10 per common share, representing 16.4% of the issued and outstanding share capital of Beaufield.

On March 6, 2017, Osisko announced that it had acquired though staking a significant land position in the Lebel-sur Quévillon area of the Abibiti Greenstone Belt of Québec, located approximately 110 kilometres west of the Windfall Lake Project. Map staking of 2,942 claims was completed and resulted in the acquisition of a large land package covering 157,000 hectares.

On March 15, 2017, Osisko announced that it had entered into a binding letter of intent with Deloitte Restructuring Inc., acting as trustee in bankruptcy for the Maudore Minerals Ltd., to acquire ownership over an additional property package in the Lebel-sur Quévillon area in consideration of a cash payment of $1,000,000 and issuance of 100,000 Common Shares. The purchase added 1,205 claims to the acquisition announced on March 6, 2017 through staking in the same area, giving Osisko a total of 4,147 claims covering a 216,000-hectare land package.

On March 27, 2017, Osisko announced that it had received confirmation from the Québec Ministere du Developpement durable, de l'Environment et de la Lutte contre les changements climatiques ("**MDDELCC**") of the transfer of the existing certificate of authorization from a previous operator to Osisko for the purpose of extracting a bulk sample. Pending approval of the water treatment system from MDDELCC, Osisko announced dewatering of the ramp would begin in the second quarter of 2017.

On March 28, 2017, the Corporation announced the resignation of Ned Goodman from the board of directors of the Corporation (the "**Board**"). Mr. Goodman accepted the position of Chairman Emeritus. In addition, Osisko announced the appointment of Amy Satov to the Board.

On April 5, 2017, Osisko announced that it had acquired in a series of trades on the open market, through a wholly-owned subsidiary, an additional 3,974,800 common shares of Beaufield, at an approximate aggregate purchase price of $0.18 per common share. Immediately following this transaction, the Corporation owned or controlled approximately 18.1% of the issued and outstanding common shares of Beaufield.

On April 12, 2017, Osisko announced that it has identified a site ("**Site**") covering approximately four square kilometres for the potential construction of a mill complex that would process mineralized material from the Windfall Lake deposit, located near an existing industrial property in Lebel-sur-Quévillon, Québec. The Corporation announced its intention to evaluate the Site location through the environmental assessment process and in the preparation of a feasibility study for the Windfall Lake Project. Osisko further announced that, as part of the ongoing evaluation of the Windfall Lake deposit, the Corporation plans to file the Project Description with the federal

government (Canadian Environmental Assessment Agency) and the Project Notice with the Québec government (MDDELCC) imminently.

On April 27, 2017 Osisko announced, further to its announcement on March 15, 2017, that it has acquired an additional land package in the area of Lebel-sur-Quévillon, Québec (the "**Additional Quévillon Claims**") from Deloitte Restructuring Inc., acting as trustee in bankruptcy for the assets, undertakings and properties of Maudore Minerals Ltd. With the acquisition of the Additional Quévillon Claims, Osisko reported that it holds a total of 4,150 claims covering a 216,000 hectare (2,160 square kilometres) land package.

On April 27, 2017 Osisko announced, further to its announcement on April 18, 2017, that the Corporation had completed a private placement financing of common shares of the Corporation that will qualify as "flow-through shares" (within the meaning of subsection 66(15) of the *Income Tax Act* (Canada)) (**Flow-Through Shares**"). The Corporation issued 700,000 Flow-Through Shares at a price of $7.15 per Flow-Through Share, for aggregate gross proceeds of $5,005,000, underwritten by Canaccord Genuity Corp. and Eight Capital, as co-lead underwriters.

On May 19, 2017 Osisko announced that, through a wholly-owned subsidiary, it had acquired beneficial ownership of, or control and direction over, 5,324,908 units of Barkerville Gold Mines Ltd. ("**Barkerville**") by way of a non-brokered private placement. Each unit comprised of one common share of Barkerville and one-half of one common share purchase warrant of Barkerville, with each common share purchase warrant entitling the Corporation to purchase one additional common share of Barkerville at a price of $1.30 per share for a period of 18 months following the closing date of the private placement. Immediately following this transaction, the Corporation, through a wholly-owned subsidiary, had beneficial ownership of, or control and direction over approximately 16.4% of the outstanding common shares of Barkerville on a partially diluted basis.

On June 6, 2017, the Corporation announced that it had filed the Project Description with the federal government (Canadian Environmental Assessment Agency) and the Preliminary Project Information with the MDDELCC for the Windfall Lake Project. Osisko also received approval from the MDDELCC for the mine water treatment system. This certificate of authorization allowed Osisko to begin dewatering the previously existing ramp in order to conduct advanced exploration, through extending the ramp that was commenced by previous operators.

On July 14, 2017, Osisko announced that it became a participating sponsor in the search for and recovery of nine Avro Arrow free flight models launched over Lake Ontario in series of tests during 1954 - 1957. The models are one-eighth scale replicas of the famed flying jet, and were part of the final flight design test work done prior to the production of the CF-105 Arrow. The goal of the search is to discover the resting place of the nine models, recover and ultimately house them at the Canada Aviation and Space Museum in Ottawa and the National Air Force Museum of Canada in Trenton, Ontario.

On September 28, 2017, the Corporation announced that, through its wholly-owned subsidiary, it had acquired beneficial ownership of, or control and direction over, 7,500,000 common shares of Barkerville, comprised of (i) 1,944,000 common shares of Barkerville by way of a brokered private placement, and (ii) 5,556,000 common shares of Barkerville by way of a private agreement, for aggregate consideration of $6,000,000, representing a purchase price of $0.80 per share.

Immediately following this transaction, the Corporation, through its wholly-owned subsidiary, had beneficial ownership of, or control and direction over approximately 17.0% of the common shares of Barkerville on a partially diluted basis.

On October 5, 2017, Osisko announced, further to its announcements on August 29, 2017, that it had completed a "bought deal" brokered private placement of (i) an aggregate of 8,487,800 Flow-Through Shares for aggregate gross proceeds of approximately $57.4 million, and (ii) an aggregate of 8,334,450 Common Shares at an issue price of $4.20 per Common Share for aggregate gross proceeds of approximately $35.0 million (the "**October 2017 Offering**"). The Flow-Through Shares were issued in two tranches, whereby the first tranche consisted of 6,638,950 Flow-Through Shares at an issue price of $6.93 per "tranche one" Flow-Through Share and the second tranche consisted of 1,848,850 "tranche two" Flow-Through Shares at an issue price of $6.14 per Flow-Through Share. The October 2017 Offering was led by Canaccord Genuity Corp. on behalf of a syndicate of underwriters that included BMO Nesbitt Burns Inc., National Bank Financial Inc., Macquarie Capital Markets Canada Ltd., RBC Dominion Securities Inc., Scotia Capital Inc., Eight Capital, Beacon Securities Limited, Cormark Securities Inc., Desjardins Securities Inc., Echelon Wealth Partners Inc., Haywood Securities Inc. and Industrial Alliance Securities Inc.

On October 27, 2017 the Corporation announced that it had completed its first underground blast on schedule at the exploration ramp at its 100% owned Windfall Lake Project located in Urban Township, Abitibi, Québec.

In October 2017 the Corporation, through its wholly-owned subsidiary, purchased pursuant to a private placement offering of subscription receipts, 2,941,177 subscription receipts of Integra Resources Corp. for an aggregate purchase price of $2.5 million.

On November 22, 2017 the Corporation transferred to Canadian Gold Miner Corp. ("**CGM**"). 100% of its interest in all property, assets and rights relating to its ownership interests in two exploration-stage properties, Catharine Fault – Ogima Project and DeSantis Project, located in the Porcupine Mining Division, Ogden Township, Ontario in consideration for $500,000 and 2,500,000 common shares of CGM. Following completion of this transaction, Osisko owns approximately 19.9% of CGM.

On December 12, 2017, the Corporation announced that it had completed a bought deal brokered private placement of an aggregate of 479,550 Flow-Through Shares for aggregate gross proceeds of $2.3 million. Canaccord Genuity Corp. acted as sole underwriter and sole bookrunner in connection with this offering.

On December 14, 2017, Osisko announced that it had commenced drilling with two drill rigs on its 100% owned Osborne-Bell gold deposit located in the Abitibi greenstone belt, Quévillon Township, Eeyou Istchee James Bay Region, Québec. Located 17 kilometres northwest of the town of Lebel-sur-Quévillon and 112 kilometres west of the Windfall Lake Project, Osborne-Bell is part of Osisko's Quévillon Project, which consists of a 2160 square kilometre land package hosting approximately thirty known gold showings.

On December 21, 2017, the Corporation announced that the TSX had approved Osisko's notice of intention to implement a normal course issuer bid, whereby the Corporation may acquire up to

15,207,587 of its Common Shares from time to time in accordance with the normal course issuer bid procedures of the TSX (the "**2017 NCIB Program**"). Under the terms of the 2017 NCIB Program, Osisko may acquire up to 15,204,587 of its Common Shares from time to time in accordance with the normal course issuer bid procedures of the TSX. Any repurchases under the 2017 NCIB Program will be made in Canada through the facilities of the TSX. Repurchases under the 2017 NCIB Program may commence on December 29, 2017 and will terminate on December 28, 2018 or on such earlier date as the 2017 NCIB Program is complete. Daily purchases will be limited to 162,895 Common Shares, other than block purchase exemptions, representing 25% of the average daily trading volume of the Common Shares on the TSX for the six month period ending November 30, 2017, being 651,581 Common Shares.

On December 21, 2017, Osisko disposed of 100% of its interest in the Swayze property, a land package consisting of 56 claims and covering approximately 120 km^2 located 40 kilometres from Borden, Ontario, in exchange for 1,110,494 common shares of GFG Resources Inc.

On December 28, 2017, Osisko entered into a purchase and sale agreement with Haywood Securities Inc., as agent, to acquire through its wholly-owned subsidiary, beneficial ownership of, or control and direction over, an additional 1,700,000 common shares of Barkerville for an aggregate cost of $1,173,000.

2016

On January 11, 2016, the Corporation entered into an arrangement agreement with NioGold (the "**NioGold Arrangement Agreement**"), setting forth the terms and conditions for the acquisition by the Corporation of all of the common shares of NioGold ("**NioGold Shares**") by way of a plan of arrangement (the "**NioGold Arrangement**"). Under the terms of the NioGold Arrangement, former shareholders of NioGold (other than any the Corporation and any dissenting NioGold shareholders) received 0.4167 of a Common Share in exchange for each NioGold Share held. All of the outstanding options and warrants to acquire NioGold Shares that were not exercised into NioGold Shares prior to the NioGold Arrangement were exchanged for replacement options or warrants, as the case may be, to acquire 0.4167 of a Common Share multiplied by the number of NioGold Shares the holder would otherwise have been entitled to acquire. Concurrently with the entering into of the NioGold Arrangement Agreement, the Corporation also entered into an agreement with Dundee Securities Ltd. with respect to a private placement of 2016 Subscription Receipts (as defined below). The NioGold Arrangement was completed on March 11, 2016 and the Corporation filed a business acquisition report dated April 8, 2016 in respect of the NioGold Arrangement.

On February 1, 2016, the Corporation announced the completion of an acquisition, pursuant to which the Corporation acquired ownership of an aggregate of 18,300,000 common shares in the capital of IDM Mining in exchange for consideration of $1,000,000 in cash and 100% of the Corporation's Yukon properties (being the property acquired by the Corporation on August 25, 2015 as a result of the acquisition of Ryan Gold Corp.) (the "**IDM Transaction**"). In addition, pursuant to the IDM Transaction, the Corporation was granted a 1% NSR royalty over the Yukon properties transferred to IDM Mining. Pursuant to the IDM Transaction, the Corporation was also granted certain other rights for as long as the Corporation holds common shares in the capital of IDM Mining ("**IDM Shares**") equal to at least 10% of the issued and outstanding IDM Shares on

a non-diluted basis, including that the Corporation will (i) have the right to participate in future equity financings by IDM Mining on a pro rata basis, (ii) be entitled to nominate one director to be put forward on the management slate of directors at any meeting of shareholders of IDM Mining, and (iii) have a thirty (30) day right of first refusal over any sale of any royalty, royalty buy-back, stream, forward, off-take, gold loan or other agreement involving the sale of a similar interest in products that IDM Mining proposes to enter into from time to time.

On February 3, 2016, the Corporation completed the issuance and sale of 10,521,700 subscription receipts ("**2016 Subscription Receipts**") at a subscription price of $1.20 per 2016 Subscription Receipt for gross proceeds of $12,626,040 (the "**2016 Subscription Receipt Offering**"). The 2016 Subscription Receipt Offering was completed on a private placement basis through a syndicate of agents led by Dundee Securities Ltd., and including Beacon Securities Limited, Medalist Capital Ltd., Cormark Securities Inc., Haywood Securities Inc. and M Partners Inc. pursuant to the terms and conditions of an agency agreement dated February 3, 2016 between the Corporation and each of the agents.

Each 2016 Subscription Receipt purchased under the 2016 Subscription Receipt Offering entitled the holder thereof to receive, for no additional consideration and without further action on the part of the holder thereof, on or about the date that the escrow release conditions (being the completion of the NioGold Arrangement and the receipt of the requisite shareholder approvals) are satisfied, a unit comprised of (i) one Common Share and (ii) one common share purchase warrant of the Corporation (each a "**2016 Unit Warrant**"). Each 2016 Unit Warrant is exercisable into one Common Share for a period of thirty-six (36) months from the closing date of the 2016 Subscription Receipt Offering at an exercise price of $1.44, subject to early expiry in certain circumstances. The 2016 Unit Warrants are governed by a warrant indenture dated February 3, 2016 between the Corporation and Equity Financial Trust Company (the "**2016 Warrant Indenture**"). Following the completion of the NioGold Arrangement on March 11, 2016, each 2016 Subscription Receipt was deemed to have automatically converted into a unit comprised of one Common Share and one 2016 Unit Warrant and the net proceeds of the 2016 Subscription Receipt Offering were released to the Corporation, all in accordance with the terms of the subscription receipt agreement dated February 3, 2016 between the Corporation, Dundee Securities Ltd. and Equity Financial Trust Company.

On March 10, 2016, the Corporation completed the acquisition of 100% of the Black Dog property (formerly known as the Souart property), located in the Urban Barry greenstone belt, in Souart and Barry Townships, Québec (the "**Black Dog Acquisition**") from Multi-Ressources Boréal ("**M-R Boréal**") pursuant to the terms of a property purchase agreement dated February 11, 2016. Under the terms of the Black Dog Acquisition, M-R Boréal received consideration of 500,000 Common Shares and a cash payment of $200,000 in exchange for 100% ownership of the 33 claims that comprise the Black Dog property. M-R Boréal maintains a 2% NSR royalty over the Black Dog property, which can be redeemed by the Corporation, at any time, for $2,000,000.

On April 8, 2016, the Corporation completed the first tranche of the acquisition of 100% of the DeSantis Property held by Excellon Resources Inc. in the Porcupine Mining Division, Ogden Township, Ontario (the "**DeSantis Acquisition**"), acquiring the mining claims comprising part of the DeSantis Property in exchange for 620,400 Common Shares. On June 3, 2016, the Corporation

completed the second tranche of the DeSantis Acquisition, acquiring the mining leases comprising part of the DeSantis Property in exchange for 229,600 Common Shares.

On June 14, 2016, the Corporation changed its name from "Oban Mining Corporation" to "Osisko Mining Inc.". Such change was made to re-brand the Corporation in order to reflect its evolution since the beginning of 2015 as a result of its consolidation activities in Ontario and Québec. The original Osisko Mining Corporation earned international recognition with the successes of its exploration and development team – a team that included several current members of the Corporation's Board and senior management – crowned by the discovery, development and operation of the Canadian Malartic mine in the Abitibi region of northwestern Québec, until the joint acquisition of Osisko Mining Corporation in June 2014 by Agnico Eagle Mines Limited and Yamana Gold Inc. The Corporation reintroduced the Osisko Mining name to better reflect the then recent additions to the Corporation's management, Board and technical teams that were responsible for much of the success of the original Osisko Mining Corporation, and the highly prospective mineral project portfolio in Québec and Ontario. Following the name change, the Common Shares and previously issued and outstanding Warrants began trading under the symbols, "OSK" and "OSK.WT".

On June 22, 2016, the Corporation announced the addition of Mr. John Hayes as Senior Vice President, Corporate Development. The Corporation also announced that Mr. Jose Vizquerra Benavides, formerly the Senior Vice President of Corporate Development and Chief Operating Officer of the Corporation, would move into the role of Executive Vice President of Strategic Development.

On July 27, 2016, the Corporation completed a "bought deal" private placement financing of 7,570,000 flow-through shares at an average price of approximately $3.33 per flow-through share for total gross proceeds of $25,010,800 pursuant to the terms of an underwriting agreement dated July 27, 2016 between the Corporation and a syndicate of underwriters co-led by Canaccord Genuity Corp. and Dundee Securities Ltd., and including Beacon Securities Limited, Cormark Securities Inc., Haywood Securities Inc. and M Partners Inc.

On July 6, 2016, the Corporation announced the initiation of exploration work at the Corporation's 100% owned Black Dog property.

On July 13, 2016, the Corporation announced that it had commenced a 20,000 metre drill program on its 100% owned Garrison property situated 100 kilometres east of Timmins, Ontario.

On August 8, 2016, the Corporation announced that it had entered into a binding purchase agreement with 2176423 Ontario Ltd., a company controlled by Mr. Eric Sprott, whereby the Corporation agreed to acquire ownership from 2176423 Ontario Ltd. of an aggregate of 50,000,000 common shares (the "**Barkerville Shares**") in the capital of Barkerville, representing 17% of the then outstanding Barkerville Shares (the "**Barkerville Acquisition**"). The aggregate purchase price payable by the Corporation to 2176423 Ontario Ltd. in consideration for 25,000,000 of the Barkerville Shares was $20,000,000, payable in cash. The aggregate purchase price for the remaining 25,000,000 Barkerville Shares was payable by way of the issue to 2176423 Ontario Ltd. of 8,097,166 Common Shares at $2.47 per Common Share. The Barkerville Acquisition was completed on August 15, 2016.

On September 27, 2016, the Corporation completed a "bought deal" private placement financing of 11,750,000 Common Shares at a price of $2.75 per Common Share for total gross proceeds of $32,312,500 (the "**September 2016 Offering**"), including the issuance by the Corporation of 1,750,000 Common Shares pursuant to the exercise in full of the option granted to the underwriters. The September 2016 Offering was carried out pursuant to the terms of an underwriting agreement dated September 27, 2016 between the Corporation and a syndicate of underwriters led by BMO Capital Markets and including Canaccord Genuity Corp., Dundee Securities Ltd., RBC Dominion Securities Inc., Scotia Capital Inc., Beacon Securities Limited, Cormark Securities Inc. and Haywood Securities Inc.

On September 29, 2016, the Corporation announced the commencement of drilling at the Corporation's 100% owned Black Dog property.

On October 5, 2016, the Corporation and Osisko Royalties completed an earn-in transaction (the "**James Bay Earn-In Transaction**"). Under the terms of the earn-in agreement, the Corporation may earn a 100% interest in Osisko Royalties' interest in 28 exploration properties located in the James Bay area, Québec and the Labrador Trough area (the "**James Bay Properties**") upon incurring exploration expenditures totaling $32,000,000 over the 7-year term of the earn-in agreement and, prior to such time, the Corporation can earn a 50% interest in the James Bay Properties upon completing expenditures totaling $19,200,000. Osisko Royalties will retain an escalating NSR royalty ranging from 1.5% to a maximum of 3.5% on precious metals and a 2% NSR royalty on other metals and minerals produced from the James Bay Properties. Additionally, any new properties acquired by the Corporation in the designated area during the 7-year term of the earn-in agreement may also be subject to a royalty agreement in favour of Osisko Royalties with similar terms and subject to certain conditions. In connection with the James Bay Earn-In Transaction, Osisko Royalties covenanted not to participate in any exploration activities and not to compete with the Corporation in the areas covered by the earn-in agreement; provided, however, that Osisko Royalties may continue its existing activities in respect of the Coulon copper-zinc project held by Osisko Royalties and other Québec institutional shareholders and on four other exploration properties.

As part of the James Bay Earn-In Transaction, the Corporation agreed to hire all of the existing Québec-based exploration team of Osisko Royalties (being the former employees of Virginia Mines Inc.).

This transaction constituted a "related party transaction" under Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* ("**MI 61-101**") and the Corporation relied on the exemptions from the formal valuation requirement and minority approval requirement of MI 61-101 contained in sections 5.5(a) and 5.7(a) of MI 61-101, respectively, because the fair market value of the subject matter of, and the consideration for, the transaction, did not exceed 25% of the market capitalization of the Corporation.

In connection with the James Bay Earn-In Transaction, Osisko Royalties also exercised its option to acquire a 1% NSR royalty on the Windfall Lake Project and the Corporation's Urban Barry properties for $5 million.

On October 5, 2016, the Corporation announced the appointments of three new executive officers: Mr. Robert Wares was appointed Executive Vice President of Exploration and Resource Development; Mr. Mathieu Savard was appointed Vice President of Exploration for Québec; and Ms. Alexandra Drapack was appointed Vice President of Environment Services and Sustainable Development.

On December 13, 2016, the Corporation completed a private placement financing of 4,431,136 flow-through Common Shares at a price of $3.15 per flow-through share for total gross proceeds of $13,958,078, and Dundee Securities Ltd. acted as sole agent in connection with this transaction.

On December 19, 2016, the Corporation announced that it is increasing the scale of the ongoing drill program at the Windfall Lake Project by 250,000 metres to further explore and define the known mineralization within the main deposit area and the NE extension area. Between late October 2015 and such date, the Corporation had drilled approximately 115,000 metres as part of its originally announced 50,000 metre program (expanded twice to the then current 150,000 metre drilling campaign) on the Windfall Lake Project and surrounding exploration targets in Urban and Barry Townships.

MINERAL PROJECTS

The Corporation's flagship project is the Windfall Lake Project. Further details relating to this project are provided below.

Windfall Lake Project

Information relating to Windfall Lake Project is supported by the Windfall Lake Preliminary Economic Assessment ("**Windfall PEA**") titled *"Preliminary Economic Assessment of the Windfall Lake Project, Lebel-sur-Quévillon, Québec, Canada"* and dated August 1, 2018 (effective date of July 12, 2018), prepared for Osisko by BBA Inc. (Colin Hardie, P.Eng. (ON), Jorge Torrealba, P.Eng. (NB), Pierre-Luc Richard, P.Geo.), InnovExplo (Stéphane Faure, P.Geo., Ph.D., Judith St-Laurent, P.Geo., Patrick Frenette, P.Eng.), Golder Associates Ltd. (Michael Bratty, P.Eng. (BC), Anne-Marie Dagenais, P.Eng., Ph.D., Paul Palmer, P.Eng. (ON)), WSP Canada Inc. (Simon Latulippe, P.Eng., Éric Poirier, P.Eng.) and SNC-Lavalin Stavibel Inc. (Luc Gaulin, P.Eng., MBA).

The Windfall PEA is subject to certain assumptions, qualifications and procedures described therein. Reference should be made to the full text of the Windfall PEA, which has been filed with Canadian securities regulatory authorities pursuant to National Instrument 43-101 – *Standards of Disclosure for Mineral Projects* ("**NI 43-101**"), which is available on SEDAR (www.sedar.com) under Osisko's issuer profile. The Windfall PEA is not and shall not be deemed to be incorporated by reference into this AIF.

Information relating to the updated mineral resource estimate for Lynx is supported by the press release titled "Osisko releases Mineral Resource Update for Lynx" dated of November 27, 2018. The updated mineral resource estimate on the Lynx zone, with an effective date of November 27, 2018, was (i) prepared by Judith St-Laurent, P.Geo (OGQ #1023)., B.Sc.,of Osisko Mining and (ii) reviewed and approved by Charley Murahwi, M.Sc, P.Geo., FAusIMM, each of whom is a "qualified person" within the meaning of NI 43-101. Mr. Murahwi is an employee of Micon

International Limited and is considered to be "independent" of Osisko for purposes of section 1.5 of NI 43-101. The interim update used the same methodology (key assumptions, parameters and methods) as the Windfall Resource Estimate, being *Technical Report and Mineral Resource Estimate – Windfall Lake Project, Windfall Lake and Urban-Barry Properties*, which is available on SEDAR (www.sedar.com) under Osisko's issuer profile.

Where appropriate, certain information contained in this AIF updates information derived from the Windfall PEA. Any updates to the scientific or technical information derived from the Windfall PEA and any other scientific or technical information in respect of the Windfall Lake Project contained in this AIF were prepared by or under the supervision of Mr. Mathieu Savard, P. Geo., Vice President, Exploration (Québec) of Osisko. Mr. Savard is a "qualified person" within the meaning of NI 43-101.

Introduction

In September 2014, Eagle Hill (which, on August 25, 2015, became a wholly-owned subsidiary of the Corporation, retained TetraTech to complete an initial Preliminary Economic Assessment for the Windfall Lake Project. In July 2018, Osisko retained BBA to complete the Windfall PEA. The purpose of the Windfall PEA was to complete a review and compilation of the resources, mining designs and preliminary economics for the Windfall Lake Project.

The following are excerpts and/or a summary of certain portions of the Windfall PEA and are qualified by and should be read together with the Windfall PEA in full for a complete set of references and authorities for the statements made in this AIF. The Windfall PEA contains tables and data that are not included in this summary.

The effective date of (i) the Windfall PEA is July 12, 2018, (ii) the resource estimate for the Windfall Lake deposit included in the Windfall Resource Estimate is May 14, 2018, and (iii) the resource estimate for the Osborne-Bell deposit included in the Osborne-Bell Resource Estimate is March 2, 2018. All dollar figures presented and set out herein are stated in Canadian dollars, unless otherwise specified.

The Windfall PEA does not include information from the updated mineral resource estimate on the Lynx zone, with an effective date of November 27 performed on Windfall Lake Project.

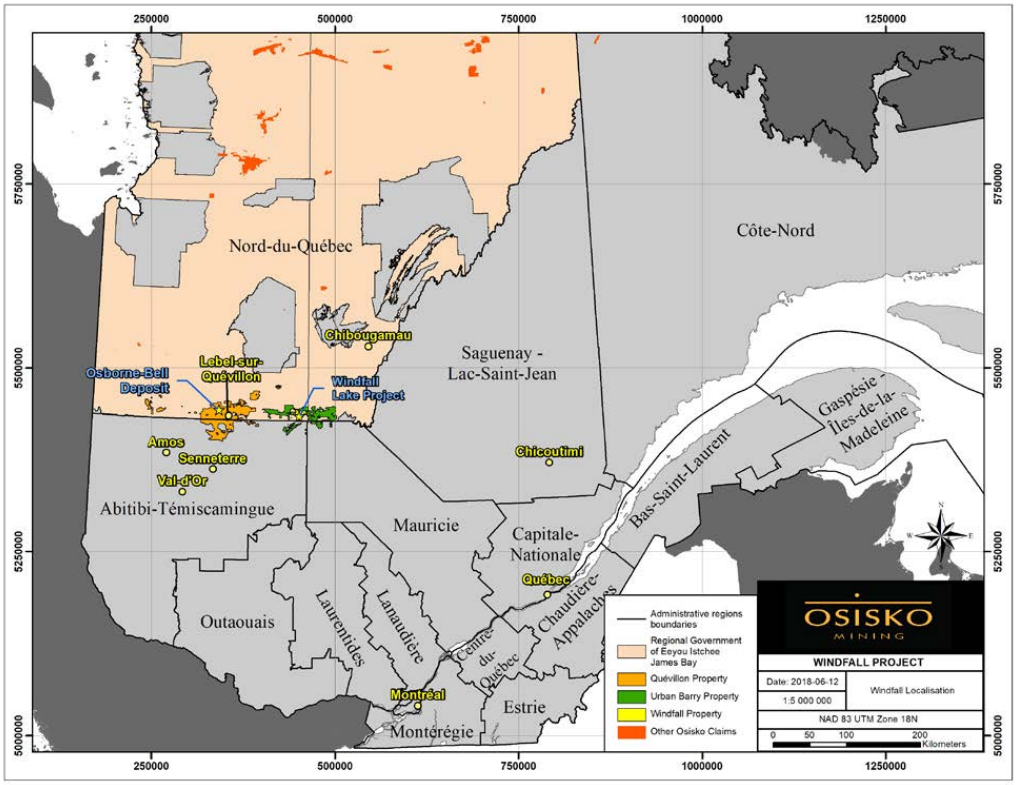
Property Description, Location and Access

The Windfall Lake Project consists of the following three properties: Windfall Lake, Urban Barry and Quévillon Osbourne-Bell. The Windfall PEA is based on mining resources from the Windfall Lake and Quévillon properties. The process plant and TMF are planned to be located on a property near the town of Lebel-sur-Quévillon. As of the effective date of the Windfall PEA, Osisko had not completed the transaction to purchase the required property for the process plant and TMF, however, a binding letter of intent has been signed.

The Windfall Lake, Urban-Barry and Quévillon properties are located in the province of Québec, Canada. The land package covering the properties is located in the vicinity of the town of Lebel-sur-Quévillon, approximately 620 km north-northwest of Montréal and 155 km northeast of Val-d'Or. The Urban Barry property lies approximately 115 km east of the town of Lebel-sur-Quévillon

and surrounds the Windfall Lake property (Figure 1). The Quévillon property surrounds the town of Lebel-sur-Quévillon and the centre of the Osborne-Bell project is located 15km west of the town of Lebel-sur-Quévillon.

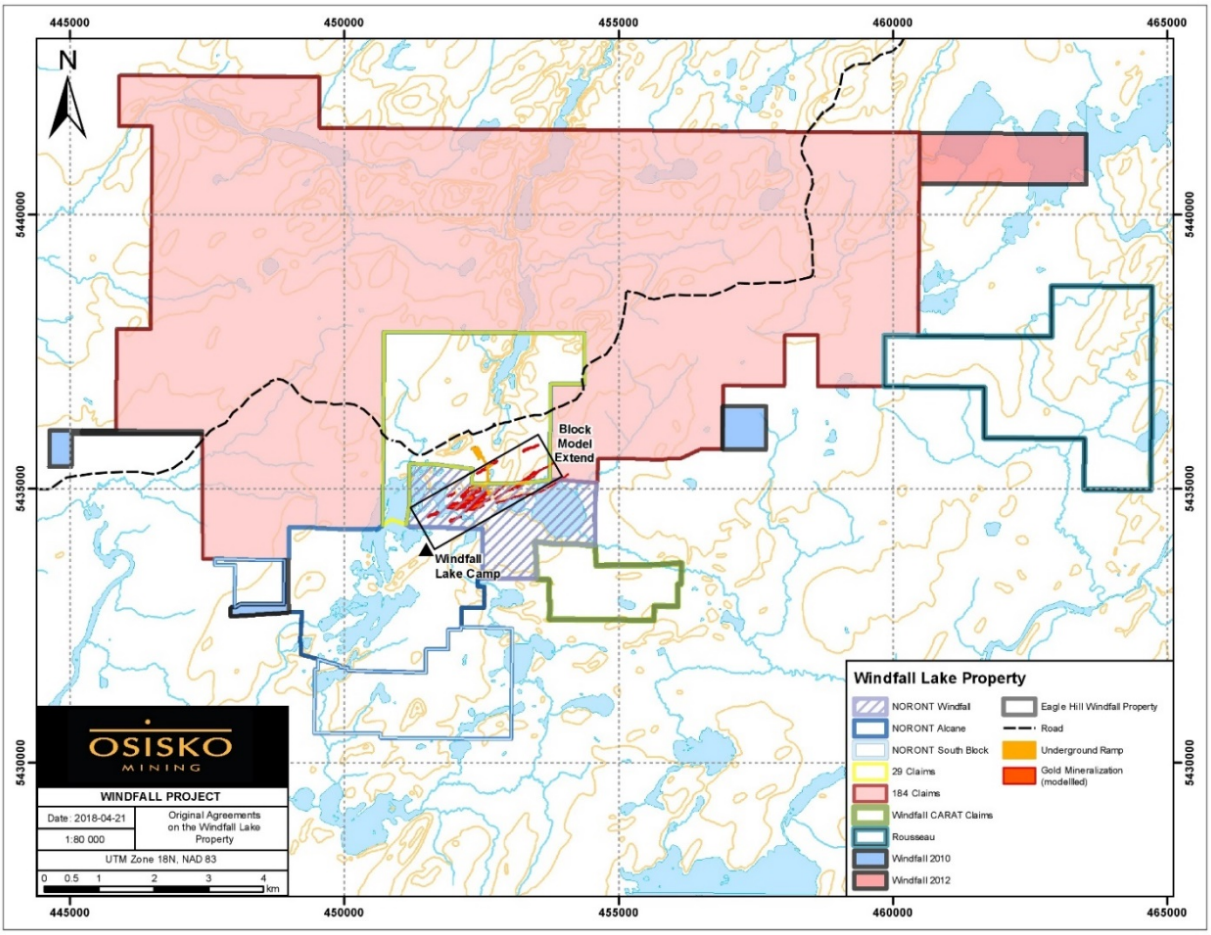
Figure 1: Location of the Windfall Lake Project and the Osisko claims in the province of Québec, Canada, with provincial administrative divisions.



Windfall Lake Property

The Windfall Lake property is 100% owned by Eagle Hill, now amalgamated into Osisko, as of January 1, 2019. The property is mainly located in the NTS map sheet 32G04 and on the Urban township. On April 9, 2018, the property consisted of 285 individual claims covering an aggregate area of 12,467 ha. The actual property was consolidated from several agreements concluded with previous owners and presented in Figure 2.

Figure 2: Land tenure plan showing the various original agreements on the Windfall Lake property.



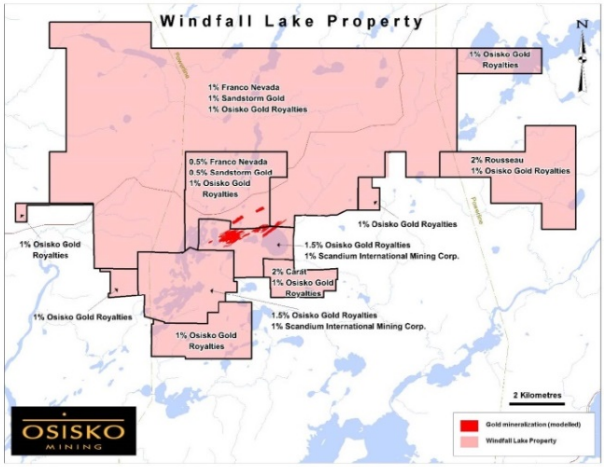
A summary of the tenure information as extracted from the Québec government GESTIM (*Gestion des titres miniers*) website (as of July 12, 2018) is presented in Table 1. All claims are in good standing, with expiry dates varying between March 5, 2019 and December 10, 2020. Eagle Hill has sufficient work credit to renew all the claims and maintain them in good standing.

Table 1: Mineral Tenure Summary of the Windfall Lake Property

Option/Joint Venture	Registered Owner	No. of Claims	Area (ha)	Expiry Date (d-m-y)	Mineral Resource	Percentage Held by Eagle Hill
Windfall Lake-Noront Option	Eagle Hill	6	76.48	22-Jan-20	Yes	100%
		50	1,794.54	25-Sep-20		
The 29 Claims Expansion	Eagle Hill	2	112.74	10-Jun-19		
		9	405.50	5-Mar-19	Yes	100%
		13	429.64	10-Mar-19		
184 Claims Expansion Includes the Carat Claims	Eagle Hill	27	1,521.29	10-Jun-19	-	100%
		13	732.76	24-Sep-19	-	
		15	578.85	4-Dec-20	-	
		6	338.13	5-Dec-20	-	
		40	2,253.41	10-Dec-20	-	
		43	2,222.26	5-Mar-19		
		16	282.82	10-Mar-19	-	
		9	274.06	20-Mar-19	-	
Rousseau	Eagle Hill	11	620.11	2-May-20	-	100%
		7	394.61	3-May-20	-	
Windfall 2010	Eagle Hill	13	148.15	2-Aug-20	-	100%
Windfall 2012	Eagle Hill	5	281.65	14-Aug-20	-	100%
Total		285	12,467	-	-	-

The active underlying royalties affecting the different portions of the property is presented in Figure 3. The boundaries of the claims have not been surveyed legally.

Figure 3: Net smelter royalty agreements for the Windfall Lake property.



Eagle Hill rights to the property arise from a series of option agreements executed with third parties during 2009, 2010, 2013 and 2014 as described in the Windfall PEA technical report available on SEDAR under company's profile:

Urban-Barry Property

The Urban-Barry property is 100% owned by Osisko. On April 9, 2018, the property comprises 1,760 individual claims covering an aggregate area of approximately 97,963 ha. The actual property is mostly constituted by claims that were acquired through designation from GESTIM at different period from 2015 to 2018. Claims acquired from agreement from Mutli-Ressources Boréal and from Terrence Coyle were consolidated within the Urban-Barry party. Quévillon Property

The Osborne-Bell deposit is located in the Quévillon property. On February 20, 2018, the Quévillon property consisted of 4,211 non-contiguous mining titles registered under Osisko. The land package consists in 4,209 claims covering 224,258 hectares (2,242 km^2).

History

The Urban-Barry greenstone belt, where the Windfall Lake Project is located, has a long history of exploration. Multiple agencies and companies have explored the area in the last eight decades. During a reconnaissance geological survey, Milner (1943), Fairbairn (1946), and Graham (1947) of the MRN mapped the area, and in 1958, the MRN completed a survey of the area. In the last half of the 1970s and through the 1980s, several companies, notably Shell Canada, carried out sporadic exploration activity in the Urban-Barry greenstone belt.

The Windfall Lake Project was subject to several grassroots exploration programs undertaken by various companies from 1943 to 2016. Table 2 lists the historical work and sources in the Urban-Barry area. There has been no historical resource estimate, nor has there been any production from the Windfall Lake Project.

Table 2: Historical exploration work in the Urban-Barry area

Year	Company or Individual	Work Completed	Source
1943	Ministère des Ressources Naturelles du Québec	Geological mapping	Milner (1943)
1946	Ministère des Ressources Naturelles du Québec	Geological mapping	Fairbaim (1946)
1947	Ministère des Ressources Naturelles du Québec	Geological mapping	Graham (1947)
1975 to 1977	Shell Canada	Airborne electromagnetic, prospecting, geological mapping, drilling	Côté (1977)
1983	Ministère des Ressources naturelles du Québec	Airborne electromagnetic	Relevés Géophysique Inc. (1983)
1986	Kerr-Addison	Airborne electromagnetic	Frazer (1986)
1987 to1988	DeMontigny	Line cutting, ground electromagnetic, geological mapping, drilling	Gaudreault (1987); Gaudrealt (1988)
1988 to 1990	Shiva Ventures	Geophysical surveys and drilling (no significant results)	Lambert (1988)
1994	Murgor	Discovery of gold showing in Barry Township	Gaudreault (1995)
1996 to 1998	Murgor / Freewest Resources / Fury	Line cutting, ground mag, induced polarization, prospecting, trenching, drilling, discovery of debris showing (72 g/t Au over 1.0m)	Coyle (1996); Lapointe (1999)

Year	Company or Individual	Work Completed	Source
1997	Ressources Orient	Drilling (no significant results)	Chainey (1997)
1996 to 1998	Alto Exploration / Noront	Line cutting, ground mag, geological mapping, induced polarization, prospecting, MaxMin II, discovery of Alto Exploration showing (9.3 g/t Au over 1.7m)	Farrel (1998); Tremblay (1999a); Tremblay (1999b); Tremblay (1999c); White (1998)
1998 to 1999	Inmet Mining	Line cutting, deep electromagnetic survey, geological mapping, diamond drilling (27.5 g/t Au over 4.3m)	Bernard (1999a); Bernard (1999b)
1999	Provenor	Drilling	Cloutier (1999)
2002	Ministère des Ressources Naturelles du Québec	Geological Mapping, sampling, geochronology	Bandyayera et al. (2002)
2003 to 2004	Fury Exploration	Compilation, line cutting, diamond drilling (85.9 g/t Au over 5.4 m)	Coyle (2004); Thorsen (2004); Tremblay and Bottomer (2002); Tremblay (2003).
2004 to 2006	Murgor	Induced polarization, transient electromagnetic surveys, core drilling and trenching. Discovery of the F-17, F-51, and F-11 gold zones (17.8 g/t Au over 6.8m)	Coyle (2005); Gagnon (2005); Gagnon (2006); Lanthier (2004 and 2005)
2005 to 2009	Noront	Trenching, mapping, diamond drilling, underground exploration ramp and drifts (140.8 g/t Au over 12.0 m)	Armstrong (2006); Armstrong (2007); Chance (2009a)
2009	Eagle Hill	Sampling historical core, trenching, channel sampling, BHPEM, IP survey	Chance (2009b)
2010	Eagle Hill	BHPEM, TDEM, IP survey, diamond drilling	Turcotte (2011)
2011	Eagle Hill	SRK resource November, IP survey	SRK (2011); Armstrong (2011); G&T Metallurgical Services Ltd. (2011)
2012	Eagle Hill	IP survey, Till survey, SRK resource update March 2012, diamond drilling	SRK (2012); Lambert (2012)
2013	Eagle Hill	Diamond drilling, down-hole IP & resistivity, ground magnetometer survey, surface IP survey	Cheman (2013); Lambert (2014)
2014	Eagle Hill	Diamond drilling, IP survey	Simard (2014); Brown and Cheman (2014); Desrochers and Blouin (2015)
2015	Osisko	Diamond drilling, Till survey	Gaumond and Trepanier (2016);
2016	Osisko	Diamond drilling, till sampling, airborne magnetic survey, airborne electromagnetic survey	Gaumond et al. (2016); SkyTEM (2016); Geotech Ltd. (2017)
2017	Osisko	Diamond drilling, IP survey	Clearview Geophysics Inc. (2017)
2018	Osisko	Diamond drilling	

A description of the historical exploration work in the Quévillon area is summarized in the Osborne-Bell Resource Estimate, which is available under Osisko's issuer profile on SEDAR at www.sedar.com.

Geological Setting, Mineralization, and Deposit Types

Regional Geology

The Windfall Lake, Urban-Barry and Quévillon properties are located within the Abitibi sub province of the Archean Superior Province. The Abitibi greenstone belt, divided into the SVZ and the NVZ, represents a collage of two arcs, delineated by the Destor-Porcupine-Manneville Fault zone (Figure 4). The SVZ is separated from the Pontiac sedimentary rocks, an accretionary prism to the south, by the Cadillac-Larder Lake Fault zone (Daigneault et al. 2004). The 2735-2705 Ma NVZ is ten times larger than the 2715-2697 Ma SVZ and both granitoid bodies and layered complexes are abundant in the former.

The Windfall Lake and Urban-Barry properties occur within the Urban-Barry greenstone belt in the eastern part of the Abitibi geological sub province. The Urban-Barry greenstone belt has an eastwest extent of 135 km and is 4 km to 20 km wide. The greenstone belt is part of the NVZ of the Archean Abitibi sub province (Figure 4). It is bounded to the north by the Father plutonic suite, to the east by the Proterozoic Grenville province, to the south by granitoid and paragneiss rocks of the Barry Complex, and to the west by syn- to late-tectonic granitoid rocks of the Corriveau and Souart Plutons (Figure 5).

The Quévillon property occurs in a greenstone belt formed by volcanic rocks of the Vanier-Dalet and Quévillon Groups in proximity of the Level-sur-Quévillon area, 115 km west of Windfall Lake (Figure 4). Several major structures are present within this greenstone belt. The greenstone belt is comprised between the Marest Batholith, to the north, and the Bernetz Intrusion and Josselin Batholits, to the south.

Figure 4: Generalized geology of the Archean Abitibi sub province with the location of the Urban-Barry and Quévillon properties and the Windfall Lake and Osborne-Bell deposits.
Modified from Daigneault et al. (2004).

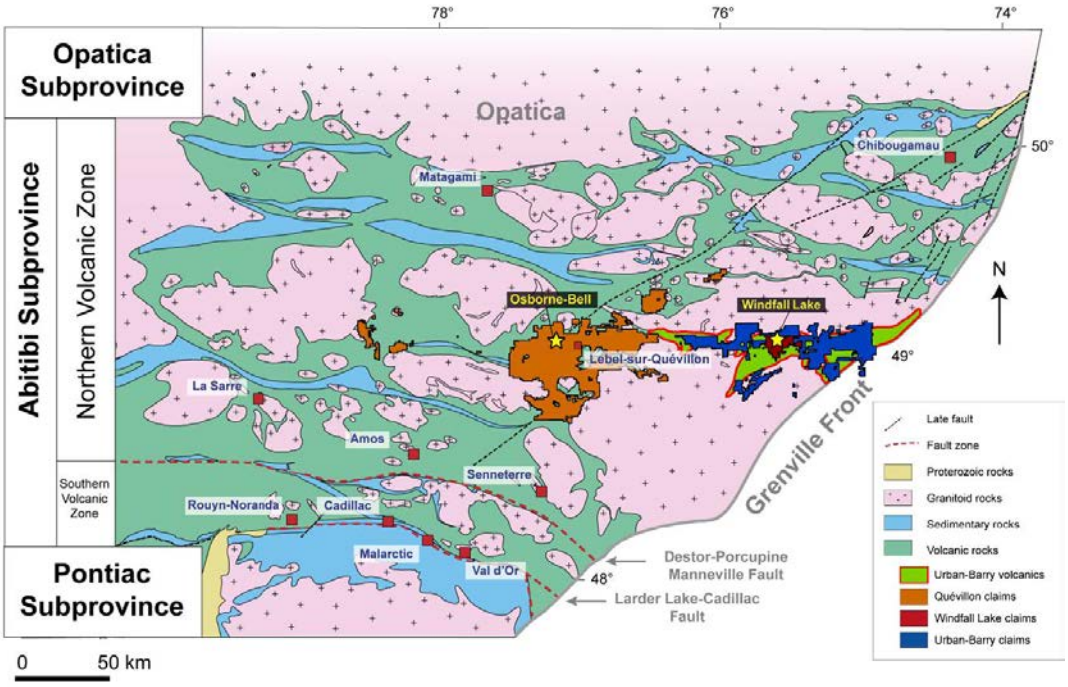
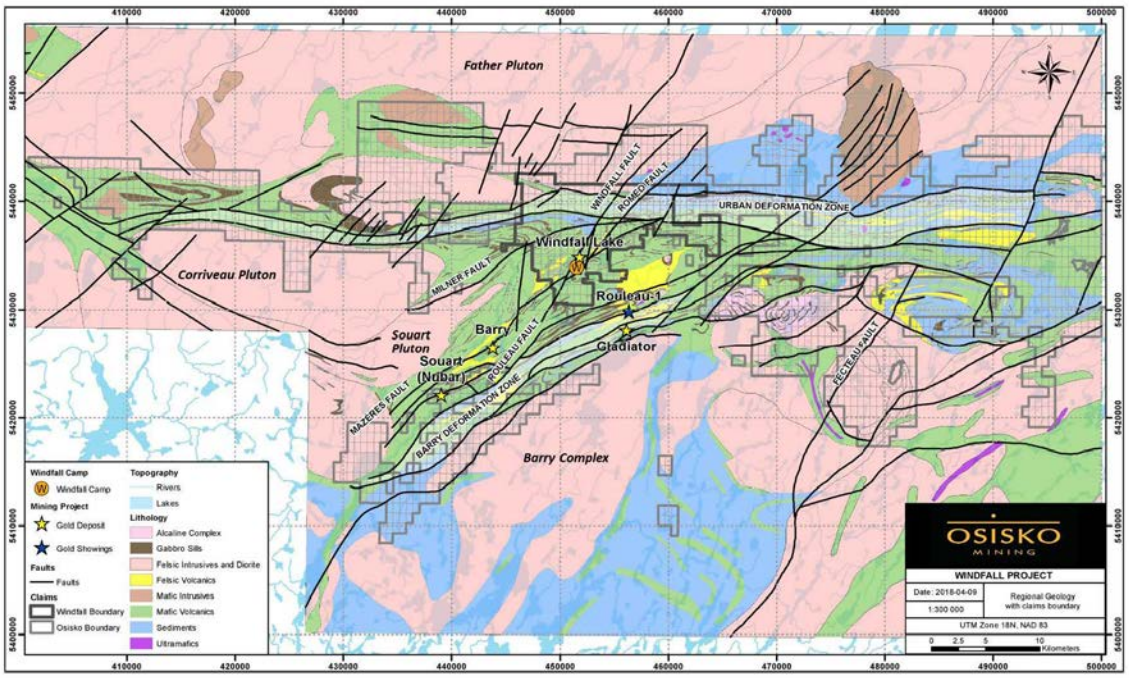


Figure 5: Regional geologic setting of the Urban-Barry greenstone belt and the location of the Windfall Lake claim boundary (light grey). Modified after Bandyayera (2002).



Windfall Lake and Urban-Barry Properties

The Urban-Barry greenstone belt contains mafic to felsic volcanic rock units and is cross-cut by several east-trending and east-northeast trending shear zones that delineate three major structural domains. The first domain is the Urban Deformation zone, a major sub-vertical, east-west-trending and dextral ductile shear zone extending along the northern margin of the greenstone belt (Bandyayera et al. 2002). The second domain is located in the central portion of the Urban-Barry belt and consists of a moderate strain fault-related folds style. The main foliation in this domain is oriented eastnortheast and contains the Urban Syncline. The central portion of the belt is transected by the east-northeast-trending Milner and Masères ductile shear zones. The latter is a thrust fault that strikes N60E dipping 60°E and is interpreted to cross-cut the Windfall Lake deposit. The Masères fault at Windfall Lake is also named the Bank Fault. The Milner and Masères shear zones are truncated to the north by the Urban Deformation zone. The third domain is in the southern portion of the belt and is named the Barry Deformation zone. A set of north-northeast-trending brittle-ductile faults associated with slickenlines and stretching lineations that are moderately plunging to the northeast (Joly 1990) cross-cut all other structures and include the Thubière, Croft, Picquet, Father, Roméo, and Windfall faults.

Rocks of the Urban-Barry greenstone belt were deformed during the Kenoran orogeny (Card 1990; Hoffman 1991; Jackson and Cruden 1995). The age of the ductile deformation in the NVZ is bracketed between 2701 and 2692 Ma (Daigneault et al. 2004). Volcanics south of the Urban Deformation zone feature a Z-shape regional fold where the short limb is the site of a second order northeast-trending fault system (including the Milner, Mazère, Windfall, and Macho faults). Regional kinematic indicators point to a dextral transpressional setting. While approaching the Grenville Front, major Proterozoic discontinuities extending northeast become more prominent. The regional foliation generally strikes northeast to east-northeast with a variable dip from 30 to 85 degrees to the southeast (Hocq 1989; Joly 1990). The regional foliation is associated with a stretching lineation that plunges steeply to moderately to the east (Bandyayera et al. 2002). Associated regional folds are generally isoclinal with steeply plunging axes (Chown et al. 1992), although Bandyayera et al. (2002) interpreted a shallowly-plunging regional-scale syncline south of the Windfall Member (named Urban Syncline). The axial trace of the Urban Syncline is trending to the east-northeast and is interpreted to pass between Lac Rouleau and Windfall Members.

Rocks of the Urban-Barry greenstone belt are generally metamorphosed to greenschist facies, although near intrusions, conditions locally reached amphibolite assemblages (Joly 1990). The regional metamorphic temperature-pressure gradient generally increases eastward towards the Grenville Front (Joly 1990).

The Urban-Barry greenstone belt is divided in four informal rock formations that are aged between 2,791 and 2,707 Ma (Rhéaume and Bandyayera 2006): 1) The oldest Fecteau Formation (2,791 Ma) is located in the southeast limit of the belt. It mainly consists of mafic to felsic volcanics including graphitic sedimentary units (Bandyayera et al. 2004). 2) The Chanceux Formation (2,727 Ma) mainly consists of tholeiitic basalt, thin beds of rhyodacitic or rhyolitic tuffs interlayered with greywackes and graphitic argillite (Bandyayera et al. 2004). Its geometry and extent are poorly constrained. 3) The Macho Formation (2,718 Ma) located in the central part of the belt, mainly consists of basalt, andesite and basaltic andesite with comagmatic gabbroic sills (Bandyayera et al. 2002, 2004). The Macho Formation includes the Windfall and Rouleau members. Uranium-

lead age dating of a felsic volcanic unit of the Windfall Member collected on the Windfall Lake property indicates an age of 2,716.9 ±2 Ma (Bandyayera et al. 2002). 4) The Urban Formation (2,707 to 2,714 Ma) is the largest formation and consists of glomeroporphyritic tholeiitic basalt with minor synvolcanic gabbro inferred to be coeval with the Obatogamau Formation in Chibougamau. It equally includes felsic volcanics and sediments (Bandyayera et al. 2002). Finally, a series of quartz and/or feldspar porphyry dikes cut across volcanic rocks of the Macho Formation, including rocks of the Windfall Member. The dikes have been dated at 2,697 ±0.6 Ma at the Barry gold deposit (Kitney et al. 2011) and at 2,697 ±0.9 Ma at the Windfall Lake deposit (Davis 2016, unpublished), which is located approximately 10 km southwest of the Windfall Lake deposit.

Windfall Lake Property Geology

The Windfall Lake property is located in the central part of the Urban-Barry greenstone belt. The Windfall Lake deposit is hosted within the Windfall Member of the Macho Formation, which primarily consists of felsic and intermediate volcanic rocks including tuff and lava units. In the Windfall Lake deposit area, the stratigraphy trends northeast and dips moderately towards the southeast. Volcanic rocks are intruded by a series of younger quartz-feldspar porphyry dikes, commonly referred to quartz-feldspar porphyry dikes, including early quartz-phyric felsic to intermediate dikes with fragments comprising quartz phenocrysts ranging from 1 mm to 2 mm and quartz-phyric felsic to intermediate dikes containing quartz phenocrysts up to 7 mm in size.

All dikes and volcanic rocks are affected by the regional foliation. The intensity of the foliation and the overall strain vary greatly within individual rock units and the alteration and mineralization can locally be overprinted by foliation.

Osborne-Bell Property Geology

The geology of the Osborne-Bell area is dominated by undifferentiated mafic and intermediate volcanic rocks of basaltic to andesitic compositions belonging to the Vanier-Dalet-Poirier Group (Dupré, 2010). Felsic volcanic and volcaniclastic rocks of dacitic to rhyolitic compositions (Dupré, 2010), and local interlayers of various sedimentary rocks (argillites, graphitic shales and iron formations) have also been documented. The rocks are mainly metamorphosed to greenschist facies, locally reaching amphibolite facies along the fringes or margins of late intrusive stocks.

The Osborne-Bell units mainly strike WNW-ESE, changing to NNE-SSW in the northeastern part of the property and to NE-SW in the western part of the property. These changes in orientation may be related to the presence of numerous intrusions and regional deformation. The most important intrusions in the vicinity of the Osborne-Bell deposit are the Marest Stock and the Franquet Stock. Inside the property itself, notable multi-kilometre intrusions are the Comtois Stock, Beehler Stock and an as yet unnamed mass that straddles the northern boundary and is interpreted as a late stock based on geophysical data.

Mineralized Zones

Windfall Lake

At Windfall Lake, the main gold event is temporally and spatially constrained by the emplacement of quartz porphyry dikes (i.e., I1P family). The best gold mineralization is

contained in narrow high-grade gold bands and stockworks at the dikes contacts with host volcanic rocks. Mineralization consists of pyrite-rich and silica > sericite-carbonate-tourmaline (and some base metals) mineral association that is zoned outward into erratic to low gold grade sericite > silicacarbonate-tourmaline halos, which in turn pass into an outer barren chlorite > sericite-rutile zone.

The mineralization is currently known for a vertical extent of approximately 1,200 m, separated in three sectors, the Main zone (Zone 27, Caribou, and Mallard), the Underdog zone, and the Lynx zone. All zones trend east-northeast and plunge roughly 35°. The Main and Underdog zones are separated by the thick, low-angle post-mineral quartz monzonitic sill "Red Dog". The Main zone is located in the hanging wall, above the Red Dog quartz monzonitic sill, and is constrained along east-northeast oriented contacts of narrow sub-vertical granodioritic dikes (I1P) within tilted volcanic rocks. The Underdog mineralized zone is located in the footwall, beneath the Red Dog sill. The understanding of the Underdog mineralized zone is progressing with the results of the ongoing exploration drilling program. The top of this deeper mineral zone starts at around 600 m depth and continues to a depth of roughly 1,200 m where it is still open towards vertical depth and plunge. The Lynx mineralized zone (discovered in 2016) is located approximately 3 km to 6 km northeast of the Main zone and is also located in the hanging wall of the Red Dog intrusion. The mineralized zone between the Caribou and Lynx zones has been recently recognized as the Bobcat zone (Additional gold mineralization is also present in the peripheral F-11, F-17, and F-51 zones).

Significant gold mineralization defined to date on the Windfall Lake property occurs in the Main zone, located in the central-south portion of the property, and the Lynx zone, located to the NE of the Main zone. The Lynx zone is associated with shallow, high-grade gold mineralization. The gold mineralization is controlled by the geometry of the dikes, specifically for Zone 27 and the Caribou corridor, which are spatially associated with 2 m to 30 m thick sub-vertical northeasttrending quartz-feldspar porphyry dikes. Gold mineralization is typically associated with sulphide replacement, generally pyrite, occurring as disseminations, stockworks and breccias. The gold mineralization in the Lynx zone is localized at the contacts between the I1P syn-mineral dikes and the wall-rock lithologies and is interpreted to be localized in pinch-and-swell areas between different rock units. Gold mineralization in the Lynx zone is also observed in the fragmental facies of the magmatic-hydrothermal breccia unit.

Osborne-Bell

Gold-bearing mineralization is characterized by disseminated sulphides, concentration of sulphides in millimetre- to centimetre-scale lenses and by millimetre-scale stringers and veinlets of fine-grained sulphides. Higher-grade stringers and veinlets display two main orientations: one parallel or subparallel to schistosity, and the other perpendicular to it. Sulphide minerals are typically pyrite with some pyrrhotite, chalcopyrite and sphalerite. Higher gold grades are generally associated with the presence of 5% to 10% sulphides mainly occurring as sulphide stringers and veinlets with minor chlorite. Mineralization is mostly hosted within altered felsic volcanic rock.

Free gold is not commonly observed in the Osborne-Bell deposit but has been documented. Gold grains are spatially associated with pyrite, some coating pyrite grains and some occurring as inclusions in anhedral pyrite (Koziol and Faber, 1996). Koziol and Faber (1996) noted in thin sections that gold appears to predate fractures in pyrite and thus concluded it was emplaced prior to regional deformation.

Exploration

Several exploration program were realized on the project since Osisko acquired the Windfall Project in 2015. A description of the exploration work in the Windfall area is summarized in the Windfall Resource Estimate, which is available under Osisko's issuer profile on SEDAR at www.sedar.com.

Osborne-Bell Deposit, Quévillon Property

A description of the exploration work in the Quévillon area is summarized in the Osborne-Bell Resource Estimate, which is available under Osisko's issuer profile on SEDAR at www.sedar.com.

Drilling

This section of the report briefly summarizes Osisko's drilling program from October 20, 2015 to December 31, 2018 on the Windfall Lake deposit. Drilling was carried out by Rouillier Drilling, Orbit Garant-Myuka Drilling, and Major Drilling. The number of rigs has varied from 1 to 24. Most diamond drilling recovered NQ size (47.6 mm) drill core, with down hole orientation surveys performed by drilling companies using a Reflex tool (Reflex EZ-SHOT^{TM}) that simultaneously measures azimuth, inclination, total magnetic field and magnetic dip. Osisko used the "CorientR" tool or "Reflex Act III RD" system to orient the core and to measure structural features.

Exploration drilling in 2017 aimed to better define the mineralized zones, with high priority of expanding the Lynx deposit and better defining the Underdog mineral zone towards the end of the year and the beginning of 2018.

Since 2015, a total of 680,074 m of surface exploration drilling has been completed by Osisko (which was "Oban Mining Corporation" before its name change to "Osisko Mining Inc." in June 2016) (Figure 6). Details of the various drilling programs are summarized in Table 3. Moreover, a total of 40,513 m were performed in the surroundings of the deposit as well as on Urban Barry property.

In the Quevillon, 40,314 m was performed so far on the project since Osisko acquired it. The majority of the drilling (26,736 m) was performed on the Osborne-Bell deposit as infill drilling that was not included in the mineral resource estimation. A description of the historical exploration (including drilling) work in the Quévillon area is summarized in the Osborne-Bell Resource Estimate, which is available under Osisko's issuer profile on SEDAR at www.sedar.com.

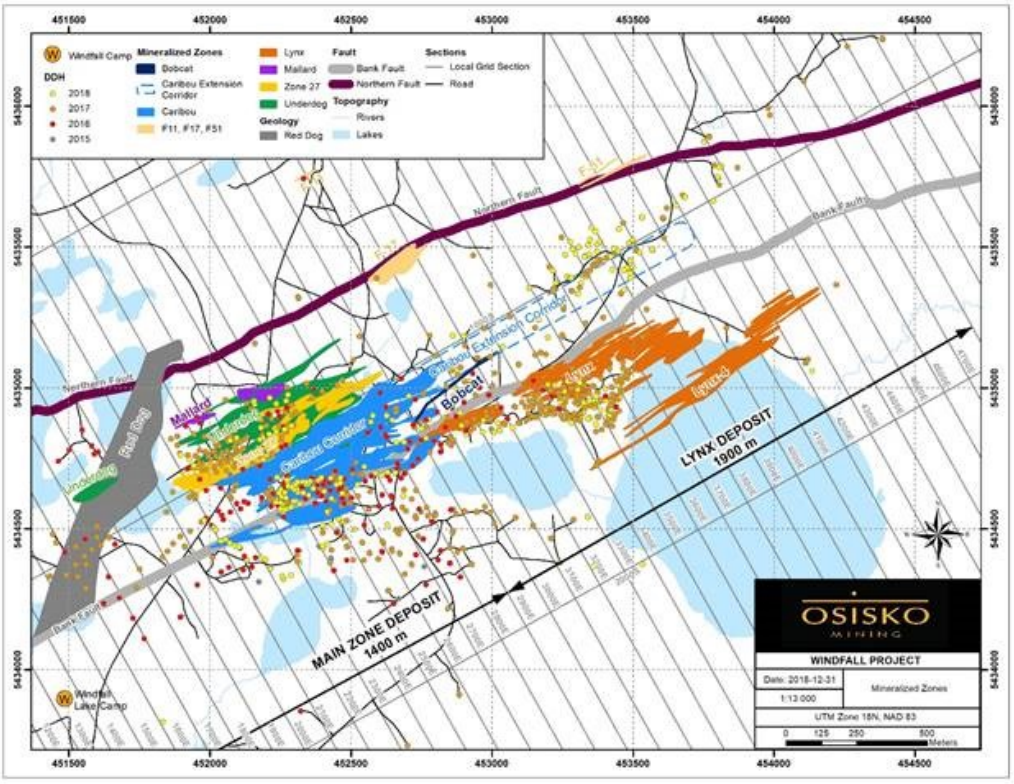
Table 3: Drill hole summary delivered from 2015 to December, 2018

Company	Year	Type	DDH Count	Length (m)
Osisko	2015	DDH	17	9,476
		Extension	1	189
		Total	**18**	**9,665**
Osisko	2016	DDH	138	43,396
		Extension	2	730
		Wedge	1	627
Osisko	2016	DDH	67	48,096
		Extension	3	12,202
		Wedge	18	1,015
		Total	**229**	**106,065**
Osisko	2017	DDH	678	323,934
		Extension	32	10,980
		Wedge	34	49,896
		Total	**804**	**384,809**
Osisko	2018[1,2]	DDH	411	138,486
		Extension	27	11,055
		Underground	42	5,165
		Wedge	61	25,124
		Total	**541**	**179,830**
		Total (2015-2018)	**1,592**	**680,369**

Note 1: Windfall Mineral Resource Estimation supporting in Windfall PEA included drillholes performed in Windfall until March 5th,2018.

Note 2: Mineral Resource Estimation Update for Lynx include drillholes performed on Windfall's Lynx zone until October 27, 2018

Figure 6: Windfall Lake property map showing drill holes completed from 2015 to 2018 by Osisko (which was "Oban Mining Corporation" before its name change to "Osisko Mining Inc." in June 2016)



Sample Preparation, Analyses, Security and Data Verifications

Windfall Lake and Urban-Barry Properties

The following sections describe Osisko's sample preparation, analysis, and security procedures for the diamond drilling programs at the Windfall Lake Project. InnovExplo did not conduct any drilling or sampling on the Windfall Lake property. Data pertaining to sampling, analytical, security, and QA/QC protocols were supplied by the issuer. The information included in this chapter relates to samples taken from drilling campaigns for which the assay certificates were received after the 2014 MRE database close-out date of July 28, 2014 and were still carried out as of December 31, 2018.

Historical Sampling

The drill hole sampling preparation, analyses and security procedures utilized by Kerr Addison, DeMontigny, Alto, and Inmet between 1986 and 1999 are unknown. InnovExplo assumes that the exploration activities conducted by these companies were in accordance with prevailing industry standards at the time.

The drill hole sampling preparation, analyses, and security procedures from 2003 to 2014 are presented in the Tetra Tech MRE 2015 (M. McLaughlin et al., 2015).

Osisko Core Handling, Sampling, and Security

Routine sampling of the diamond drill core for gold analysis was accomplished by adhering to previously established sampling guidelines. This procedure ensures the quality and accurate representation of the material sampled and the remaining split core archived for future reference.

Preparation of designated drill core intervals sampling method is described in the Windfall PEA technical report available on SEDAR under company's profile. Laboratories Accreditation and Certification

Osisko used ALS Minerals in Val-d'Or, Québec, Canada as their primary sample preparation and analytical (assay) laboratory. ALS Minerals is independent of Osisko. The laboratory is currently accredited by the Standards Council of Canada (accredited laboratory number 689) to ISO 17025 for the analysis of gold by lead collection fire assay with atomic absorption spectrometry as well as the determination of gold by lead collection fire assay with gravimetric finish. The management system of the ALS Minerals' laboratories is accredited ISO 9001:2008 by QMI Management Systems.

As a secondary laboratory, Osisko sends shipments to the Bureau Veritas Commodities Canada Ltd. in Timmins, Ontario, Canada where samples are processed and analyzed. Bureau Veritas Commodities Canada Ltd. is independent of Osisko. The laboratory is registered under the corporate ISO 9001 registration. The Timmins lab is in process of seeking ISO 17025 accreditation for fire assay procedures but is listed on the Vancouver lab's ISO 17025 scope of accreditation (accredited laboratory number 720) as a qualified sample preparation facility. Off-site sample preparation and analytical procedures at Timmins follow those of Vancouver and are monitored regularly for quality assurance-quality control ("**QA/QC**") practices. The management systems of all sites of Bureau Veritas Commodities Canada Ltd. are registered with the ISO 9001 Model for Quality Assurance and compliant with ISO/IEC 17025 General Requirements for the Competence of Testing and Calibration Laboratories.

A description of the historical sampling and procedure in the Quévillon area is summarized in the Osborne-Bell Resource Estimate, which is available under Osisko's issuer profile on SEDAR at www.sedar.com.

Metallurgical Testing

Windfall Lake Deposit

The metallurgical test program for the Windfall PEA started in June 2017 under the supervision of BBA in collaboration with Osisko. The metallurgical test plan included composite samples from three zones: 27, Caribou and Lynx. The test plan aimed to determine an optimal flowsheet and generate engineering data for average mineralized material feed grades.

The following test were performed

- Sample and composite preparation and characterization;
- Mineralogical study

- Comminution testing:
    - SAG Mill Comminution (SMC);
    - Bond ball mill work index (BWi);
    - Abrasion index (Ai);
    - Regrind signature plot;
- Gravity testwork; Including extended gravity recoverable gold;
- Flotation testwork;
- Leaching testwork (whole rock leach (or 'WRL') with and without carbon, leaching of reground flotation concentrate, leaching of flotation tails);
- Fine regrind test
- Thickening testwork.

For more information concerning the testwork, please refer to Windfall PEA which is available under Osisko's issuer profile on SEDAR at www.sedar.com.

Osborne Bell Deposit

The Osborne-Bell testwork program conducted in 2011-2012 at SGS Lakefield included:

- Sample and composite preparation and characterization (head assay and mineralogy);
- Comminution testing:
    - SAG Mill Comminution (SMC);
    - Bond rod mill and ball mill work indices (RWi and BWi);
    - Abrasion index (Ai);
- Gravity testwork;
- Leaching of gravity tailings.

The test plan aimed to determine an optimal flowsheet and generate engineering data for average mineralized material feed grades.

For more information concerning the Osborne-Bell testwork, please refer to Windfall PEA which is available under Osisko's issuer profile on SEDAR at www.sedar.com. No information regarding Osborne Bell was found during the review of historical testwork results.

Overall Gold Recovery – Combined Windfall Lake and Osborne-Bell

The LOM overall gold recovery calculated for a gravity/CIL flowsheet treating both Windfall Lake and Osborne-Bell materials is presented in Table 4.

Table 4: Overall Gold Recovery With Gravity and CIL

Plant Feed	Gravity		Gravity tails leach		Overall Au Recovery (%)
	Au Distribution (%)	ILR Au Recovery (%)	Au Distribution (%)	Au Recovery (%)	
Windfall Lake + Osborne-Bell	19.8	99.0	80.2	91.2	92.7

Mineral Resource Estimates (Windfall Lake Deposit and Osborne-Bell Deposit)

Windfall Lake Deposit

The Windfall Resource Estimate with effective date of May 14, 2018 was prepared by Judith St Laurent, P Geo. (OGQ #1023), using all available information.

The main objective of the mandate assigned by Osisko was to prepare a NI 43 101 compliant mineral resource estimate for the Windfall Lake gold deposit, including the Zone 27, Caribou, Lynx, Underdog, Mallard and F Zones mineralization corridors.

The 2018 resource area measures 3.0 km on strike and 1.5 km wide, and is 1.4 km deep.

The mineral resources herein are not mineral reserves as they do not have demonstrated economic viability. The Windfall Resource Estimate includes Indicated and Inferred resources and is based on the assumption that the deposit will be potentially developed and mined using underground methods. Methodology

The Windfall Resource Estimate detailed herein were prepared using Leapfrog GEO ("**Leapfrog**") v. 4.1 and GEOVIA GEMS ("**GEMS**") v. 6.8 software. Leapfrog v. 4.1 was used for modelling purposes, including the construction of 124 mineralized corridors in Zone 27, Caribou, Underdog, Lynx, Mallard and F Zones areas. GEMS was used for the grade estimation and block modelling. Statistical studies were done using Snowden Supervisor v.8.8 and Microsoft Excel software.

The main steps in the methodology were as follows:

- Database compilation and validation for the diamond drill holes used in the mineral resource estimate;
- Modelling of mineralized zones based on metal content, lithological and alteration information;
- Generation of drill hole intercepts for each mineralized zone;
- Grade compositing;

- Capping study on composite data;
- Spatial statistics;
- Grade interpolations;
- Validation of grade interpolations.

Four block models were created including the mineralization corridors of: (i) Main (group of Zone 27, Caribou and Mallard); (ii) Lynx; (iii) Underdog; and (iv) F Zones. These four block models were established in four GEMS projects.

Drill Hole Database

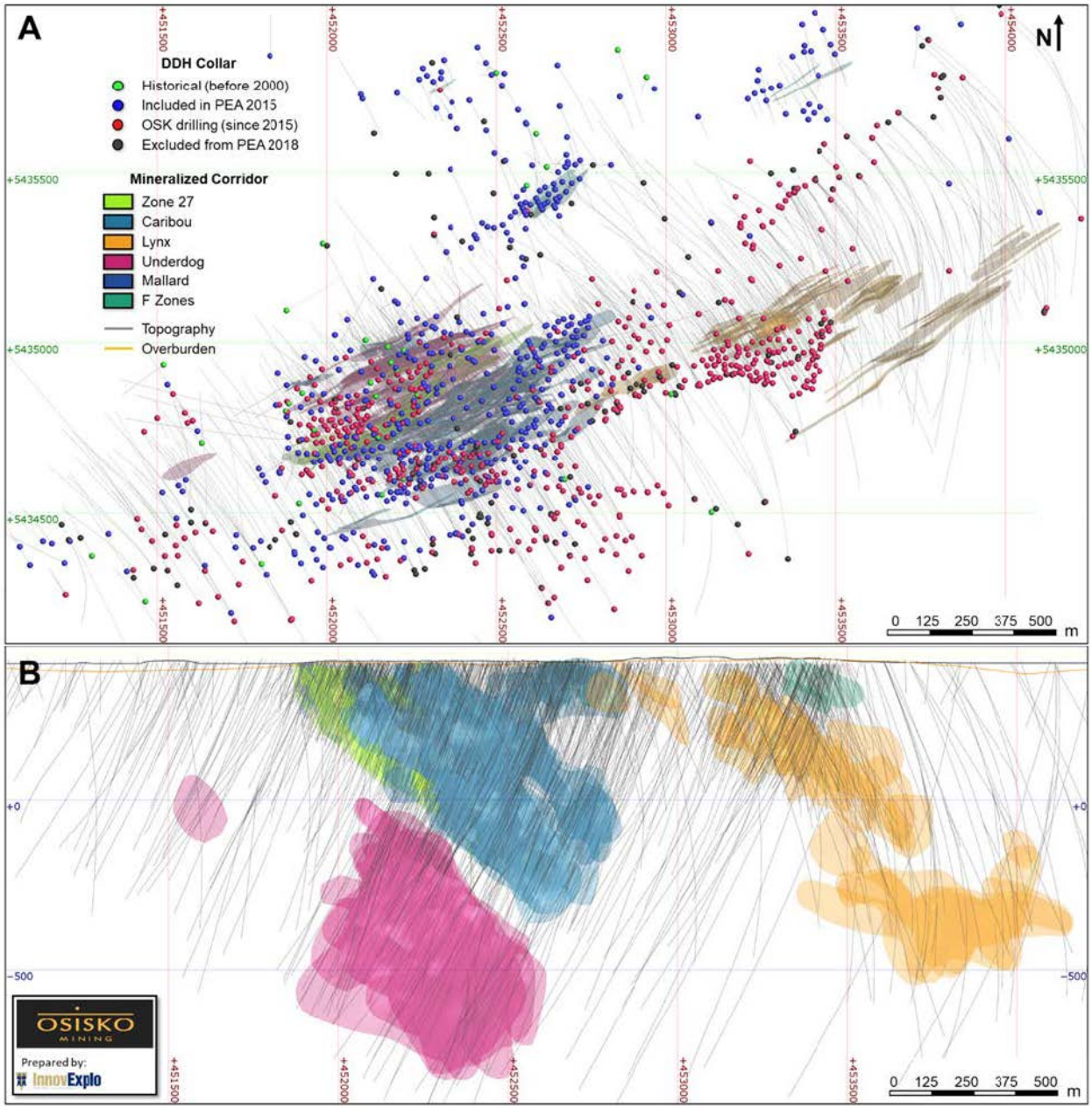
The DDH database contains 1,718 surface drill holes in the resource area including 490,397 assays, which corresponds to the holes completed on the resource area of the Windfall Lake Project as of March 5, 2018. The GEMS databases do not retain every hole drilled on the property because many holes are too far from the deposit to be of use for the estimation. Figure 7 shows the selection of 1,453 drill holes (in blue, magenta and green) that were used for the resource estimate, including 812 drill holes (in magenta) drilled by Osisko since the database close-out date of the 2015 PEA. A total of 265 drill holes were excluded from the Windfall Resource Estimate (shown in Figure 7 in black) because they were cancelled, not assayed or included pending assays.

The drill holes cover the strike length of the resource area at a drill spacing ranging from 15 m to 100 m and were drilled at variable orientations. The 1,453 resource drill holes contain a total of 470,258 sampled intervals representing 469,042 m of drill core.

As part of the current mandate, the database was validated before starting the estimation.

In addition to the basic tables of raw data, the GEMS databases contain tables of grade intercepts and the calculated grade composites required for statistical analysis and grade block modelling.

Figure 7: DDH in the Windfall Lake database used for the resource estimate.
A) Plan view; and B) Longitudinal view looking north.



Geological Model

The geological model was developed by the Windfall Lake geologists. The main lithological units of the deposit presented in the model include a series of felsic to mafic dikes cross-cutting volcanic rocks. The geological model, dated March 2018, constitutes the basis for the mineralization interpretation and was included in the GEMS block models to help document densities to the blocks. The Red Dog (I2F) and the I13 post-mineralization dikes were also included in the GEMS block models and were treated as barren units during the grade interpolation.

Interpretation of Mineralized Zones

In order to conduct accurate resource modelling of the deposit, InnovExplo and Osisko based the mineralization wireframe model on the drill hole information and the geological model developed at Windfall. InnovExplo and Windfall Lake geologists created 124 distinct mineralized solids including 18 in Zone 27, 39 in Caribou, 36 in Lynx, 20 in Underdog, four in Mallard, and seven in the F Zones corridor (F3, F17 and F51).

The mineralization modelling was based on lithologies, mineralized shears and the observation that most mineralized domains (>2.0 g/t Au) occur at the contact of productive porphyry dikes and/or silica alteration and volcanic host rocks. Interpretation was initially made from crosssections at 50 m intervals, and then completed in Leapfrog software where selections of mineralization intervals on cross-sections and plan views were combined to generate 3D wireframes. The wireframes are snapped to drill holes intercepts. A minimum true thickness of 2.0 m was used for the creation of the domains to produce valid solids. The wireframes are approximately 5.0 m apart from each other when parallel to subparallel.

Domains are subvertical, striking NE-SW and plunging approximately 30 degrees towards the northeast.

The mineralized zones were defined afterwards in longitudinal view to delineate a high-grade core based on composite grades greater than 2.0 g/t Au. The lateral extensions of the high-grade domains were limited by the shortest distance between 50 m from the last composite or half distance of the surrounding drill hole. A wireframe must be based on at least three drill holes.

The high-grade mineralized domains were clipped onto the overburden surface.

Some isolated gold intercepts exist outside the interpreted mineralized envelopes. Those isolated values are not attributed to any zone given the lack of continuity.

Compositing and High-grade Capping

The following steps were conducted on each mineralization corridors (Main, Lynx, Underdog, F Zones) separately.

For drill hole assay intervals intersecting mineralized domains, rock codes were automatically attributed based on the name of the 3D solids, and these coded intercepts were used to generate basic statistics on sample lengths, gold grades of raw assays and composites.

Basic univariate statistics, probability plots and histograms on composites datasets for each mineralized domain were generated and reviewed. The results are available in the Mineral Resource Estimate – Windfall Lake Project, Windfall Lake and Urban-Barry Properties, which is available on SEDAR (www.sedar.com) under Osisko's issuer profile.

Mineral Resource Estimate

Given the density of the processed data, the search ellipse criteria, the drilling density and the specific interpolation parameters, InnovExplo is of the opinion that the current mineral resource

estimate can be classified as Indicated and Inferred resources. InnovExplo considers the Windfall Resource Estimate to be reliable and based on quality data, reasonable hypotheses and parameters that follow CIM Definition Standards.

Table 5 displays the results of the In Situ 2018 Mineral Resource Estimate for Windfall Lake gold deposit at the 3.0 g/t Au cut-off grade. Table 6 displays the in situ resource and sensitivity at other cut-off grade scenarios for all areas. The reader should be cautioned that the figures provided in Table 6 should not be interpreted as a mineral resource statement. The reported quantities and grade estimates at different cut-off grades are presented with the sole purpose of demonstrating the sensitivity of the resource model to the selection of a reporting cut-off grade.

Table 5: Windfall Lake Gold deposit Indicated and Inferred Mineral Resources by Area (3.0 g/t Au cut-off grade)

Mineralization Corridor	Windfall Lake (Cut-Off Grade 3.0 g/t Au)					
	Indicated Resources			Inferred Resources		
	Tonnes (000 t)	Grade (g/t Au)	Ounces Au (000 oz)	Tonnes (000 t)	Grade (g/t Au)	Ounces Au (000 oz)
Lynx	1,254	7.51	303	2,257	7.48	543
Zone 27	628	8.69	175	852	7.28	199
Caribou	318	7.12	73	2,767	5.80	516
Underdog	147	9.00	43	4,380	6.77	953
Mallard	-	-	-	145	7.13	33
F Zones	34	6.58	7	204	5.82	38
Total	**2,382**	**7.85**	**601**	**10,605**	**6.70**	**2,284**

Notes:

(1) The independent QP of the Windfall Resource Estimate, as defined by NI 43 101, is Judith St-Laurent, P. Geo, of InnovExplo. The effective date of the estimate is May 14, 2018.

(2) The Windfall Lake mineral resource estimate is compliant with CIM standards and guidelines for reporting mineral resources and reserves.

(3) Resources are presented undiluted and in situ and are considered to have reasonable prospects for eventual economic extraction.

(4) The mineral resource estimate encompasses a total of 124 tabular, subvertical gold-bearing domains each defined by individual wireframes with a minimum true thickness of 2.0 m.

(5) Samples were composited within the mineralization domains into 2.0 m length composites. A value of zero grade was applied in cases of core not assayed.

(6) High grade capping was done on composite data, and established using a statistical analysis on a per-zone basis for gold. Capping varied from 15 g/t Au to 75 g/t Au and was applied using a four-step capping strategy where capping values decreased as interpolation distances increased.

(7) Density values were applied on the following lithological basis (t/m3): mafic volcanic host rocks varied from 2.78 to 2.86; felsic volcanic host rocks varied from 2.76 to 2.77; porphyries varied from 2.70 to 2.83.

(8) Ordinary Kriging (OK) based interpolation was used for the estimation of all zones of the Windfall Lake gold deposit except for the Underdog zone where an Inverse Distance Squared (ID2) interpolation was preferred due to the larger drill spacing and smaller density of drill holes informing the mineralization wireframes. All estimates are based on a block dimension of 5 m NE, 2 m NW and 5 m height and estimation parameters determined by variography.

(9) Estimates use metric units (metres, tonnes and g/t). Metal contents are presented in troy ounces (metric tonne x grade / 31.10348).

(10) InnovExplo is not aware of any known environmental, permitting, legal, title-related, taxation, socio-political or marketing issues, or any other relevant issue not reported in the technical report, that could materially affect the mineral resource estimate.

(11) These mineral resources are not mineral reserves as they do not have demonstrated economic viability. The quantity and grade of reported Inferred resources in this mineral resource estimate are uncertain in nature and there has been insufficient exploration to define these Inferred resources as Indicated or Measured, and it is uncertain if further exploration will result in upgrading them to these categories.

(12) The number of metric tonnes and ounces was rounded to the nearest unit. Any discrepancies in the totals are due to rounding effects; rounding followed the recommendations in Form 43 101F1.

Table6: Windfall Lake Project Indicated and Inferred Mineral Resource Sensitivity Table

Cut-Off Grade (g/t Au)	Indicated Resources			Inferred Resources		
	Tonnes (000 t)	Grade (g/t Au)	Ounces Au (000 oz)	Tonnes (000 t)	Grade (g/t Au)	Ounces Au (000 oz)
5.00	1,476	10.28	487	5,764	9.06	1,679
4.00	1,858	9.08	543	7,749	7.88	1,964
3.50	2,093	8.48	571	9,091	7.27	2,126
3.00	**2,382**	**7.85**	**601**	**10,605**	**6.70**	**2,284**
2.50	2,741	7.18	633	12,434	6.12	2,445

Mineral Resource Estimates

Resource Estimate

Osborne-Bell

The Osborne-Bell Resource Estimate was prepared by Pierre-Luc Richard, P.Geo using all available information with an effective date of March 2, 2018.

The Osborne-Bell Mineral Resource Estimate presented herein was first published in April 2018. The main objective in April 2018 was to update the previous 43-101 mineral resource estimate for the Osborne-Bell deposit prepared by InnovExplo and published in a technical report entitled *"43-101 Technical Report and Mineral Resources Estimate – Osborne-Bell deposit, Comtois property"*, dated November 30, 2012 (Carrier et al., 2012) (the "**Prior Osborne-Bell Mineral Resource Estimate**").

The Osborne-Bell Mineral Resource Estimate uses additional diamond drilling data that was not available at the effective date of the Prior Osborne-Bell Mineral Resource Estimate. The Osborne-Bell Mineral Resource Estimate drill hole database contains the 877 holes used for the Prior Osborne-Bell Mineral Resource Estimate, supplemented by 54 additional holes, for a total of 931.

Many changes were made to the approaches and assumptions used in 2012, most notably to the mineralized domain interpretation, the capping assumptions, the grade interpolation strategies, and the approach to creating a late barren dike dilution model. In addition, the gold price, project costs and exchange rate assumptions were revised to reflect 2018 market conditions.

The result of this study is a broad lower-grade gold-mineralized domain (LG 610) containing 17 higher-grade subzones, and a single mineral resource estimate for the nine higher-grade zones with sufficient geological confidence, tonnage and grade. The distribution of the following features guided the delineation: volcanic rocks (system centered on felsic volcanics), mineralization (disseminated sulphides and veinlets), gold values, metal associations (Cu and Zn), alteration (high

VMS alteration index (IALT) and aluminosilicate alteration trend) and main local lineation trend. Overall, the grade model honours the attitude of the volcanic rocks and the spatial distribution of the mineralization and alteration. The dike model is based on the delineation of corridors containing >50% and >75% late barren dikes when compared to the total lithological volume, supplemented by an envelope containing narrow and erratic occurrences of such dikes.

The final grade resource model corresponds to the grade model (interpolated gold values in mineralized volcanic material) diluted by the late barren dike model (dilution at 0 g/t Au per the weighted percentage of late barren dike). This process allows better control of the two main geological features that affect grade distribution in the Osborne-Bell deposit.

The mineral resources in the Osborne-Bell Mineral Resource Estimate are not mineral reserves as they do not have demonstrated economic viability. The estimate is categorized as Inferred Resources for an underground scenario.

Grade Model Methodology

The Osborne-Bell Mineral Resource Estimate was prepared using GEOVIA GEMS software v. 6.8. GEMS was used for block model and grade estimation (OK interpolation method). Leapfrog software was used for modelling purposes. Sensitivities to different interpolation methods were also performed in GEMS. The variography study and the statistical validation for the grade block model were performed using Snowden Supervisor v. 8.8.1.0. Capping and several validations were done in Microsoft Access 2016. Basic and spatial statistics were established using a combination of GEMS, Snowden Supervisor, Microsoft Excel, and Access. The main steps in the methodology were as follows:

- Drill hole database compilation and validation for the DDH and additional DDH in the Prior Osborne-Bell Mineral Resource Estimate;
- Modelling of mineralized zones based on metal content, lithological information and alteration footprint;
- Generation of drill hole intercepts for the grade model;
- Grade compositing;
- Capping study on composite data;
- Interpolation using new parameters.

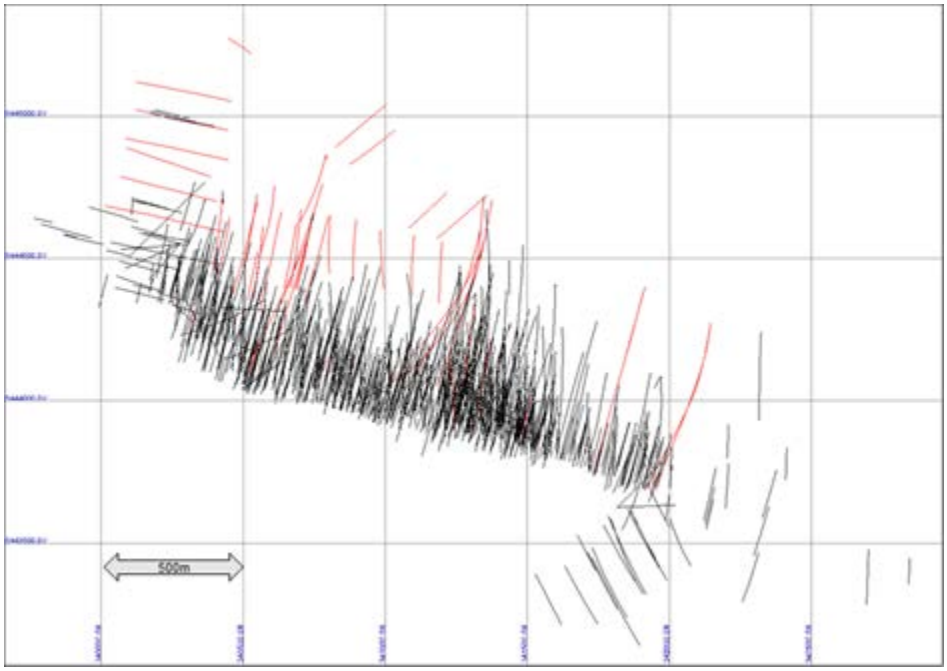
Grade Model – Drill Hole Database

The Osborne-Bell Mineral Resource Estimate drill hole database contains the 877 DDH used in the Prior Osborne-Bell Mineral Resource Estimate, supplemented by 54 additional DDH. Information for the latter was transferred into GEMS from the Geotic/MS Access database containing all drill holes from the property. The GEMS database does not retain every hole drilled on the property because many holes were too far from the deposit to be of use for the estimation.

The 931 drill holes extend over the 1.8-km strike-length of the mineralized system at a drill spacing ranging from 12.5 m to 200.0 m (Figure 8). Of the 54 additional holes, 10 DDH improve the level of knowledge for the deepest portion of the deposit, from 700 m to 1,350 m below surface, whereas another 24 DDH improve the level of knowledge for the intermediate portion, from 200 m to 700 m below surface, and four DDH were drilled on the uppermost portion of the deposit, from surface to 100 m below surface. Outside the deposit itself, nine DDH were drilled to test the potential of the Mafic North area 200 m to the north and seven DDH were drilled in the area previously known as the Western Extension.

In addition to the basic tables of raw data, the GEMS database contains tables of grade intercepts and the calculated grade composites required for statistical analysis and grade block modelling.

Figure 8: Plan view showing the 931 drill holes used for the Osborne-Bell Mineral Resource Estimate (2018). Black traces represent DDH included in the Prior Osborne-Bell Mineral Resource Estimate (2012) (n = 877); red traces represent the new DDH in the Osborne-Bell Mineral Resource Estimate (2018) (n=54).



The author was also provided with an additional database consisting of 52 new drill holes totalling 14,000.2 m (OSK-OB-18-005 to OSK-OB-18-019 and OSK-OB-18-021 to OSK-OB-18-057) that were drilled after the Osborne-Bell Mineral Resource Estimate cut-off date. This database contains 7,261 samples. The author imported these new holes in the GEMS project in order to assess if they would have a material impact on the resource if a MRE update including these holes were to be produced. A visual check was made in cross-sections and some basic intercept calculations were produced in order to provide a comprehensive opinion. This review allows the author to state that the Osborne-Bell Mineral Resource Estimate can be considered as current and that the 52 additional holes confirm the current model. Although new holes could improve resource classification, it is not believed that they would have a material impact on the amount of tonnes and ounces if they were to be included in a MRE update.

Grade Model – Interpretation of Mineralized Zones

In order to better constrain the resource estimation for the Osborne-Bell deposit, InnovExplo constructed wireframes based on geological criteria (volcanic rocks, alteration and gold mineralization). Martin Barette, Senior Technician for InnovExplo, was involved in the 3D geological interpretation of the mineralized zones (the lower-grade domain and higher-grade subzones) under the supervision of Pierre-Luc Richard and Alain Carrier.

The lower-grade mineralized volcanic rock envelope (LG 610 – Osborne-Bell) consists of a broad domain characterized by occurrences of disseminated sulphides and veinlets straddling strongly altered volcanic rocks. It was delineated using an approximate grade of 0.2 g/t Au (or lower). This broader domain can be traced over a strike length of 1,800 m, a width of 400 m and a depth of 1,400 m below surface. This domain is centred on the felsic volcanic rocks but extends into the surrounding mafic rocks on both sides. The interpretation of the mineralized envelope starts on its northern side with a significant increase in sulphide content (mostly finely disseminated pyrite) in the volcanic rocks, supplemented by strong VMS alteration (IALT) and/or aluminosilicate-rich alteration in the central portion. The southern limit is established by the contact of the Beehler Stock (a younger intrusion), which cuts across the mineralized system and post-dates it. InnovExplo generated a 3D geological model of the Beehler intrusion for the entire area covered by the block model and resource estimate. The mineralized envelope was interpreted along a steeply dipping, roughly WNW-ESE trend. The mineralized envelope interpreted in 2018 merges the two mineralized zones interpreted in 2012 (Osborne and Bell), supported by the additional drilling data.

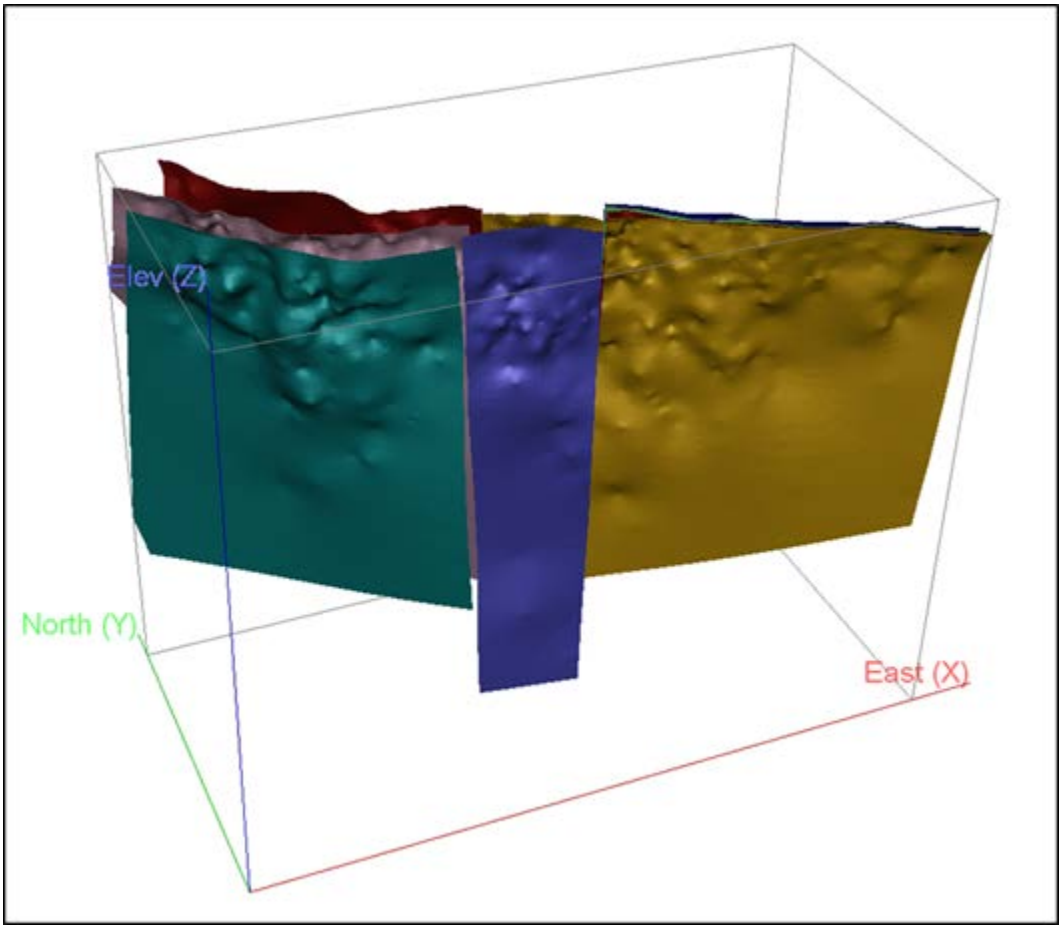
The 17 higher-grade zones interpreted within the LG 610 envelope include nine with sufficient geological confidence, tonnage and grade to be included in the Osborne-Bell Mineral Resource Estimate (Figure 9).

All 17 mineralized zones throughout the deposit include lower-grade material to maintain geological continuity. A minimum true width of 2 m was applied during interpretation. The mineralized zones were interpreted by ignoring occurrences of late barren dikes. The barren synvolcanic dike (the Zebra felsic unit), which cuts across the mineralized envelope and several higher-grade zones, has been reinterpreted in light of the new drilling data. The volume of the Zebra felsic unit was removed from any gold interpolation during the resource estimation process.

The wireframe solid of the mineralized envelope was created by digitizing an interpretation onto plan views and sections spaced 25 m apart. The wireframe solids of the higher-grade zones were created using Leapfrog software based on geological and grade criteria.

Some isolated gold intercepts exist outside the interpreted mineralized envelope. Those isolated values are not attributed to any zone given the lack of continuity.

Figure 9: 3D view of the mineralized model for the Osborne-Bell deposit, looking northeast.



Grade Model – Compositing

Late barren dikes were not considered during the interpretation of the mineralized volcanic rock zones. Sample intervals that fall within late barren dikes were excluded from the composited gold values.

Drill hole assays were composited to minimize any bias introduced by the variable sample lengths.

For geological and statistical reasons, a 1.5-m composite with an allowable spread of 0.75 m to 2.25 m was selected as the logical option for the Osborne-Bell deposit.

The total number of composites used in the DDH dataset is 130,862. A grade of 0.00 g/t Au was assigned to missing sample intervals. Table 7 shows the basic statistics by grouped zone. **Table 7: Summary statistics for composites before capping**

Dataset	Block Code	Metal	# of Composites	Max (g/t)	Mean (g/t)	Standard Deviation	Coefficient of Variation
1550	1550	Au (g/t)	709	193.55	1.21	8.60	7.09
1651	1651	Au (g/t)	998	116.82	1.17	5.08	4.36
1653	1653	Au (g/t)	363	236.78	2.07	13.70	6.62
2650	2650	Au (g/t)	455	153.50	2.72	11.24	4.13

Dataset	Block Code	Metal	# of Composites	Max (g/t)	Mean (g/t)	Standard Deviation	Coefficient of Variation
2652	2652	Au (g/t)	423	33.05	1.61	4.07	2.53
3551	3551	Au (g/t)	1,161	68.80	1.85	4.76	2.57
3552	3552	Au (g/t)	765	56.17	1.02	3.68	3.62
3652	3652	Au (g/t)	751	542.46	2.41	21.49	8.90
3653	3653	Au (g/t)	1,125	186.32	1.87	9.22	4.93
Dilution Envelope	610	Au (g/t)	61,440	47.83	0.13	0.45	3.45

Grade Model – High Grade Capping

In the Osborne-Bell Mineral Resource Estimate, the treatment of extreme high-grade values was based on the statistical features and distribution of composites. In the database, the composites were automatically coded by zone directly from the 3D mineralized zone solids and were then used to generate basic univariate statistics.

Basic univariate statistics, probability plots and histograms were generated on grade composite datasets grouped by zone using point area files containing raw gold assays. High grade capping was established on a per zone basis, and a total of 95 grade composites were capped.

Details relative to summary statistic for capping, capping criterias, grade model, variography, search ellipsoids and boundaries as well as bulk densities are described in the Osborne-Bell Resource Estimate, which is available on SEDAR (www.sedar.com) under Osisko's issuer profile.

For the Osborne-Bell Mineral Resource Estimate, a specific gravity value of 2.80 g/cm^3 was applied to the tonnage calculation for all blocks interpolated for grade.

Details relative to Osborne-Bell Grade model block model, grade interpolation and dike dilution model methodology are described in the Osborne-Bell Resource Estimate, which is available on SEDAR (www.sedar.com) under Osisko's issuer profile.

Final Consolidated Model

The final consolidated model (this section) is the last step of the Osborne-Bell Mineral Resource Estimate block modelling strategy. In this step, the grade model is diluted at 0 g/t Au by the percentage of late barren dike. The reader is reminded that late barren dikes were not considered when interpreting the mineralized zones. Intervals falling inside late barren dikes were not considered while compositing gold values. In order to assess such dikes in the mineral resource process, they were composited in a dike-percentage block model and used to dilute the interpolated gold values.

The final grade resource estimation corresponds to interpolated gold values diluted by the dike model percentage and weighted by the proportions of volcanic rock and late barren dike for specific gravities. Details of the calculation for gold grade, specific gravity and impact of dike dilution is described in the Osborne-Bell Resource Estimate, which is available on SEDAR (www.sedar.com) under Osisko's issuer profile.

Mineral resources were compiled using a minimum cut-off grade of 3.00 g/t Au for an underground scenario.

Other cut-off grade results were also compiled for comparative purposes. The cut-off grade must be re-evaluated in light of future prevailing market conditions and other factors, such as gold price, exchange rate, mining method, related costs, etc.

The UCoG estimation used a gold price of USD1,300 and the parameters presented in Table 8.

Table 8: Underground cut-off grade input parameters

Parameters	Unit	Value
Exchange rate	$	1.29
Selling cost	$/oz	5.00
Mining cost	$/t mined	80.00
G&A cost	$/t milled	10.00
Metallurgic recovery	%	93
Processing cost	$/t milled	40.00
Transport cost	$/t milled	18.00
Calculated cut-off grade	Au g/t	2.96

Notes:

(1) The gold price and exchange rate represent the 1-year trading averages on February 12, 2018.
(2) A selling cost of $5.00/t was considered, based on similar projects.
(3) The mining and G&A costs are based similar projects.
(4) The metallurgic recovery from the MRE 2012 was used.
(5) The processing cost reflects the average owner-operation cost at a third-party milling facility.
(6) The transport cost reflects mineralized material transport to a third-party milling facility.

Using the parameters above, a UCoG of 2.96 g/t Au was calculated as follows:

$$UCoG = \frac{(\text{Mining cost} + \text{Processing cost} + \text{Transport cost} + \text{G\&A cost}) * 31.1035}{(Gold\ price - selling\ cost) * \text{Exchange rate} * \text{Mill recovery \%}}$$

The Osborne-Bell Mineral Resource Estimate uses a rounded value of 3.00 g/t Au for the UCoG.

Osborne Bell Mineral Resource Estimate

Based on data density, search ellipse criteria, drill hole density and interpolation parameters, the 2018 Osborne-Bell deposit Mineral Resource Estimate is categorized as Inferred resources totalling 2,587,000 tonnes at an average grade of 6.13 g/t Au for 510,000 ounces of gold. The Osborne-Bell Mineral Resource Estimate follows CIM Definition Standards.

The Osborne-Bell Mineral Resource Estimate is presented undiluted and in situ for an underground scenario at a cut-off grade of 3.00 g/t Au.

Table 9 displays the results of the Osborne-Bell Mineral Resource Estimate at the official 3.00 g/t Au cut-off. Table 10 breaks down the estimate by zone. Table 11 displays the official in situ resource and sensitivity at other cut-off grades. The reader should be cautioned that the figures in Table 11 should not be misinterpreted as a mineral resource statement. Tonnage and grade estimates are reported at different cut-off grades only to demonstrate the sensitivity of the resource model to the selection of a reporting cut-off grade.

Figure 10 and Figure 11 show the grade distribution of the Osborne-Bell deposit above the selected 3.00 g/t Au cut-off in 3D and longitudinal views.

Table 9: 2018 Osborne-Bell deposit Inferred Resource Estimate

Cut-off Grade	Tonnage	Au g/t	Ounce
> 3.00 g/t	2,587,000	6.13	510,000

Osborne-Bell Mineral Resource Estimate notes:

(1) The independent and qualified person for the mineral resource estimate, as defined by NI 43 101, is Pierre-Luc Richard, P.Geo. (BBA), and the effective date of the estimate is March 2, 2018.
(2) These mineral resources are not mineral reserves as they do not have demonstrated economic viability. The quantity and grade of reported Inferred resources in this Mineral Resource Estimate are uncertain in nature and there has been insufficient exploration to define these Inferred resources as Indicated or Measured, and it is uncertain if further exploration will result in upgrading them to these categories.
(3) Resources are presented undiluted and in situ for an underground scenario and are considered to have reasonable prospects for eventual economic extraction.
(4) The estimate encompasses nine gold-bearing zones each defined by individual wireframes with a minimum true thickness of 2 m.
(5) High-grade capping was done on composite data and established on a per zone basis for gold. It varies from 25 g/t to 55 g/t.
(6) Density values were applied on the following lithological basis (g/cm3): volcanic rocks = 2.80; late barren dikes and Beehler stock = 2.78; Zebra felsic unit = 2.72.
(7) Grade model resource estimation was evaluated from drill hole data using an Ordinary Kriging interpolation method on a block model using a block size of 2.5 m x 2.5 m x 2.5 m.
(8) The estimate is reported at 3.00 g/t Au cut-off. The cut-off grade was calculated using the following parameters: mining cost = CAD80; processing cost = CAD40; G&A = CAD10; gold price = USD1,300/oz; CAD:USD exchange rate = 1.29 (1-year trailing average). The cut-off grade should be re-evaluated in light of future prevailing market conditions (metal prices, exchange rate, mining cost, etc.).
(9) The mineral resource estimate presented herein is categorized as inferred mineral resource. The inferred mineral resource category is only defined within the areas where drill spacing is less than 100 m and shows reasonable geological and grade continuity.
(9) The mineral resource estimate was prepared using GEOVIA GEMS 6.8. The estimate is based on 931 surface DDH. A minimum true thickness of 2.0 m was applied, using the grade of the adjacent material when assayed, or a value of zero when not assayed.
(10) Calculations used metric units (metre, tonne, gram per tonne). Metal contents are presented in troy ounce (tonne x grade / 31.10348).
(11) The number of metric tonnes was rounded to the nearest thousand. Any discrepancies in the totals are due to rounding errors.
(12) CIM definitions and guidelines for mineral resources have been followed.
(13) The author is not aware of any known environmental, permitting, legal, title-related, taxation, socio-political or marketing issues, or any other relevant issue not reported in this Technical Report, that could materially affect the mineral resource estimate.

Table 10: 2018 Osborne-Bell deposit mineral resource estimate by zone at 3.0 g/t cut-off grade

Zone	Tonnage	Au_Cut	Ounce
1550	176,000	5.26	30,000
1651	303,000	4.83	47,000
1653	268,000	8.00	69,000
2650	323,000	7.52	78,000
2652	359,000	5.18	60,000
3551	310,000	5.63	56,000
3552	159,000	5.95	30,000
3652	278,000	7.75	69,000
3653	411,000	5.30	70,000

Table 27: 2018 Osborne-Bell deposit mineral resource estimate cut-off sensitivity

Cut-off Grade	Tonnage	Au_Cut	Ounce
> 6.00 g/t	883,000	9.77	277,000
> 5.00 g/t	1,273,000	8.44	346,000
> 4.00 g/t	1,816,000	7.26	424,000
> 3.50 g/t	2,156,000	6.70	465,000
> 3.25 g/t	2,358,000	6.42	487,000
> 3.00 g/t	2,587,000	6.13	510,000
> 2.75 g/t	2,847,000	5.83	533,000
> 2.50 g/t	3,166,000	5.51	560,000

Figure 10: Longitudinal view showing grade distribution above the selected 3.00 g/t Au cut-off grade.

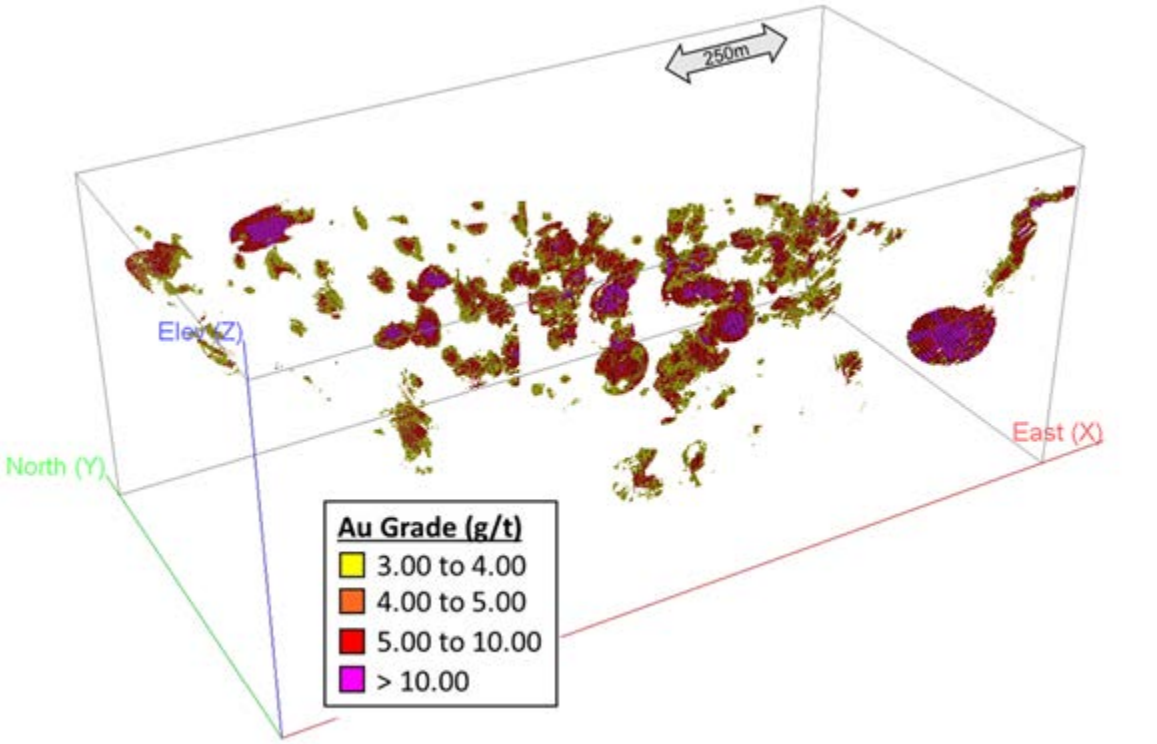
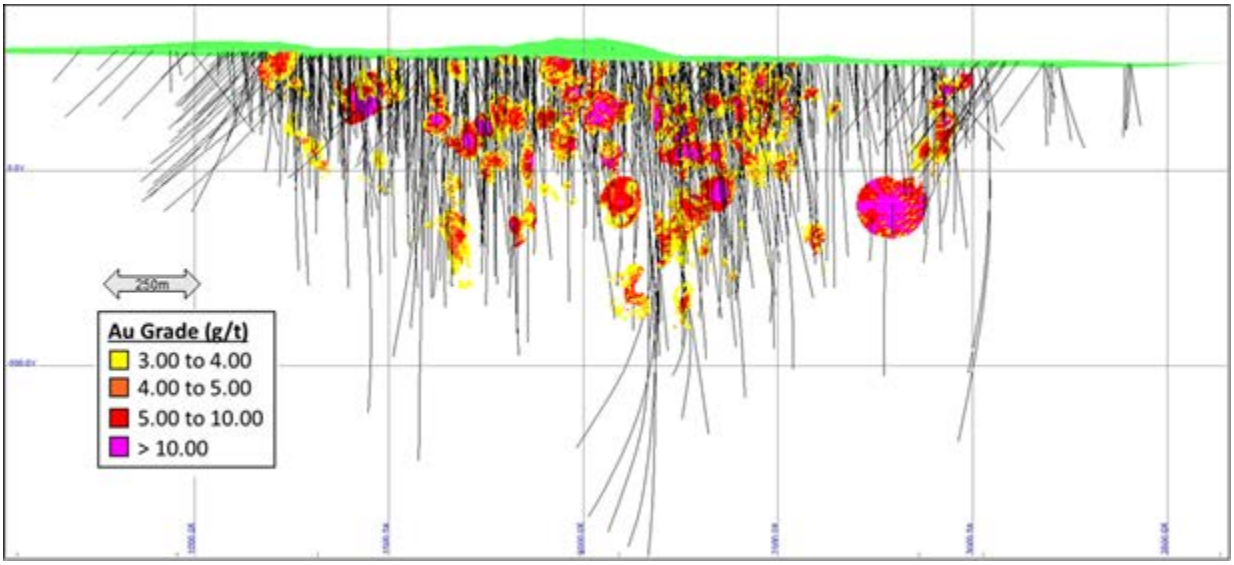


Figure 11: Longitudinal view showing grade distribution above the selected 3.00 g/t Au cut-off grade (with drill holes).



Lynx update Mineral Resource Estimate

The update on the Lynx zone mineral resource estimate provided on November 27, 2018 was not included in the Windfall PEA and not reported. On November 27, 2018, the Corporation announced an updated mineral resource estimate for the Lynx zone of the Windfall Lake Project which included results disclosed by Osisko between March 6, 2018 and October 28, 2018. Both the original Windfall Resource Estimate as well as the updated Lynx Zone Estimate are included in the table 12 below. The interim update used the same methodology (key assumptions, parameters and methods) as the *Technical Report and Mineral Resource Estimate – Windfall Lake Project, Windfall Lake and Urban-Barry Properties*, which is available on SEDAR (www.sedar.com) under Osisko's issuer profile.

Table 12: 2018 Osborne-Bell deposit Inferred Resource Estimate

Zone	Indicated			Inferred		
	Tonnes (000 t) (xii)	Grade (g/t)	Ounces Au(xii) (oz)	Tonnes (000 t) (xii)	Grade (g/t)	Ounces Au(xii) (oz)
Lynx(1)	1,746	8.13	456,000	2,005	9.70	625,000
Zone 27(2)	628	8.69	175,000	852	7.28	199,000
Caribou(2)	318	7.12	73,000	2,767	5.80	516,000
Underdog(2)	147	9.00	43,000	4,381	6.77	955,000
Other(2)	34	6.58	7,000	348	6.37	71,000
Total	**2,874**	**8.17**	**754,000**	**10,352**	**7.11**	**2,366,000**

(1) Lynx Update Mineral Resource Estimate notes:

(1) The independent QPs, as defined by NI 43 101, is Judith St-Laurent, P. Geo, of InnovExplo Inc and Charley Murahwi, P.Geo, M. Sc, FAusIMM of Micon International Limited. The effective date of the Windfall

Resource Estimate is May 14, 2018. The effective date of the updated Lynx Zone Estimate is November 27, 2018.

(2) The Windfall Resource Estimate and the updated Lynx Zone Estimate are compliant with CIM standards and guidelines for reporting mineral resources and reserves.

(3) Resources are presented undiluted and in situ and are considered to have reasonable prospects for eventual economic extraction.

(4) The mineral resource estimates encompass a total of 126 tabular, subvertical gold-bearing domains each defined by individual wireframes with a minimum true thickness of 2.0 m.

(5) Samples were composited within the mineralization domains into 2.0 m length composites. A value of zero grade was applied in cases of core not assayed.

(6) High grade capping was done on composite data, and established using a statistical analysis on a per-zone basis for gold. Capping varied from 15 g/t Au to 75 g/t Au and was applied using a four-step capping strategy where capping values decreased as interpolation distances increased.

(7) Density values were applied on the following lithological basis (t/m^3): mafic volcanic host rocks varied from 2.78 to 2.86; felsic volcanic host rocks varied from 2.76 to 2.77; porphyries varied from 2.70 to 2.83.

(8) Ordinary Kriging (OK) based interpolation was used for the estimation of all zones of the Windfall Lake gold deposit except for the Underdog zone where an Inverse Distance Squared (ID^2) interpolation was preferred due to the larger drill spacing and smaller density of drill holes informing the mineralization wireframes. All estimates are based on a block dimension of 5 m NE, 2 m NW and 5 m height and estimation parameters determined by variography.

(9) Estimates use metric units (metres, tonnes and g/t). Metal contents are presented in troy ounces (metric tonne x grade / 31.10348).

(10) Neither InnovExplo Inc. nor Micon International Limited are aware of any known environmental, permitting, legal, title-related, taxation, socio-political or marketing issues, or any other relevant issue not reported in the technical report that could materially affect the mineral resource estimate.

(11) These mineral resources are not mineral reserves as they do not have demonstrated economic viability. The quantity and grade of reported Inferred resources in this mineral resource estimate are uncertain in nature and there has been insufficient exploration to define these Inferred resources as Indicated or Measured, and it is uncertain if further exploration will result in upgrading them to these categories.

(12) The number of metric tonnes and ounces was rounded to the nearest thousand. Any discrepancies in the totals are due to rounding effects; rounding followed the recommendations in Form 43 101F1.

2- Windfall Lake Mineral Resource Estimate Note:

(1) The independent QP of the 2018 MRE, as defined by NI 43 101, is Judith St-Laurent, P. Geo, of InnovExplo Inc. The effective date of the estimate is May 14, 2018.

(2) The Windfall Lake mineral resource estimate is compliant with CIM standards and guidelines for reporting mineral resources and reserves.

(3) Resources are presented undiluted and in situ and are considered to have reasonable prospects for eventual economic extraction.

(4) The mineral resource estimate encompasses a total of 124 tabular, subvertical gold-bearing domains each defined by individual wireframes with a minimum true thickness of 2.0 m.

(5) Samples were composited within the mineralization domains into 2.0 m length composites. A value of zero grade was applied in cases of core not assayed.

(6) High grade capping was done on composite data, and established using a statistical analysis on a per-zone basis for gold. Capping varied from 15 g/t Au to 75 g/t Au and was applied using a four-step capping strategy where capping values decreased as interpolation distances increased.

(7) Density values were applied on the following lithological basis (t/m^3): mafic volcanic host rocks varied from 2.78 to 2.86; felsic volcanic host rocks varied from 2.76 to 2.77; porphyries varied from 2.70 to 2.83.

(8) Ordinary Kriging (OK) based interpolation was used for the estimation of all zones of the Windfall Lake gold deposit except for the Underdog zone where an Inverse Distance Squared (ID^2) interpolation was preferred due to the larger drill spacing and smaller density of drill holes informing the mineralization wireframes. All estimates are based on a block dimension of 5 m NE, 2 m NW and 5 m height and estimation parameters determined by variography.

(9) Estimates use metric units (metres, tonnes and g/t). Metal contents are presented in troy ounces (metric tonne x grade / 31.10348).

(10) InnovExplo is not aware of any known environmental, permitting, legal, title-related, taxation, socio-political or marketing issues, or any other relevant issue not reported in the technical report, that could materially affect the mineral resource estimate.

(11) These mineral resources are not mineral reserves as they do not have demonstrated economic viability. The quantity and grade of reported Inferred resources in this mineral resource estimate are uncertain in nature and there has been insufficient exploration to define these Inferred resources as Indicated or Measured, and it is uncertain if further exploration will result in upgrading them to these categories.

(12) The number of metric tonnes and ounces was rounded to the nearest thousand. Any discrepancies in the totals are due to rounding effects; rounding followed the recommendations in Form 43 101F1.

Mineral Reserve Estimates

The Windfall PEA is a preliminary economic assessment, and no mineral reserves have been estimated for the Windfall Lake Project in accordance with NI 43-101.

Mining Methods

The Windfall Lake Project will consist of the simultaneous exploitation of two separate projects, Windfall Lake and Osborne-Bell. The overall strategy is to have production from Osborne-Bell complement the production from Windfall Lake to achieve a total production rate of 3,200 tpd. The Windfall PEA is based on mineral resources published on May 14, 2018 for Windfall Lake and March 2, 2018 for Osborne-Bell.

The Windfall Lake mine is located 115 km east of Lebel-sur-Quévillon, in the James Bay region of Québec. The mineral resources used in the mine plan are contained in three different zones (Lynx, Main and Underdog) over a length of 2,300 m and span from surface down to a depth of approximately 1,200 m. Each zone is characterized by multiple veins, which mainly trend ENE and plunge vertically to sub-vertically. Only underground mining has been evaluated. The mining method selected is long-hole with longitudinal retreat. Mineralized material will be extracted using a fleet of 14 t LHDs and 50 t haul trucks using a ramp at a rate of 2,600 tpd.

The Osborne-Bell mine is located 17 km northwest of Lebel-sur-Quévillon, in the James Bay region of Québec. The mineral resources used in the mine plan are contained in three zones (East, Center and West) over a length of 1,300 m and span from surface down to a depth of approximately 520 m. Each zone is characterized by multiple veins, which mainly trend 15-25 degrees east to south and plunge vertically to sub-vertically. Only underground mining has been evaluated. The main mining method selected is long-hole with longitudinal retreat. Mineralized material will be extracted using a fleet of 7 t LHDs and 45 t haul trucks using a ramp at a rate of 600 tpd.

Development Schedule

The overall development schedule for Windfall Lake has been established using performances of 300 m of lateral development per month per crew when enough work places are available and 150 m per month per crew when only one face is available, such as for the main ramp development. It is assumed that crews from contractors will be used during pre-production with a changeover to mine crews in mid-2022. Up to four crews will be needed during the life of the Project, with one being dedicated to development in mineralized material in Lynx where smaller equipment will be used. Table 13 shows the development schedule for Windfall Lake.

Table 13: Development Schedule for Windfall Lake

Development Type	Unit	Pre-Production		Production									Total
		2021	2022	2022	2023	2024	2025	2026	2027	2028	2029	2030	
Lynx CAPEX	m	4,906	262	956	1,609	2,672	3,801	1,983	1,066	-	-	-	**17,256**
Lynx OPEX	m	100	1,963	1,973	3,754	2,643	1,554	3,403	1,818	-	-	-	**17,226**
Lynx Vertical	m	54	159	91	36	126	187	71	130	-	-	-	**855**
Main CAPEX	m	3,815	712	1,770	4,857	1,588	326	281	-	-	-	-	**13,350**
Main OPEX	m	2,360	1,945	2,640	3,953	7,548	2,233	191	-	-	-	-	**20,872**
Main Vertical	m	178	147	-	53	157	53	-	-	-	-	-	**589**
Underdog CAPEX	m	-	-	-	-	-	4,590	4,263	4,145	2,898	2,625	-	**18,521**
Underdog OPEX	m	-	-	-	-	-	1,779	4,029	7,730	5,691	2,437	-	**21,668**
Underdog Vertical	m	-	-	-	-	-	-	160	88	105	141	-	**494**
Total CAPEX	m	8,721	974	2,726	6,466	4,261	8,718	6,527	5,211	2,898	2,625	-	**49,126**
Total OPEX	m	2,460	3,918	4,623	7,707	10,191	5,566	7,623	9,548	5,691	2,437	-	**59,766**
Total Horizontal	m	11,181	4,892	7,348	14,173	14,451	14,284	14,151	14,760	8,589	5,062	-	**108,892**
Total Vertical	m	233	306	91	89	284	240	231	219	105	141	-	**1,938**
Crews	#	3	3	4	4	4	4	4	4	3	2	-	**3**

At the Osborne-Bell site, contractors will be used for all pre-production development as well as during production. The design criteria in Table 14 was used to guide the Osborne-Bell development schedule. Table 15 presents the annual development metres for each type of development. The number of development crews required will change over time depending on the number of faces available but will never exceed two. The Osborne-Bell site design will require 50 months of development.

Table 14: Development design parameters

Type	1 Team (m/month)	2 Teams (m/month)
Single face	150	-
Double face	250	300
Multi-face (3+)	300	450
Vertical development	69	-

Table 15: Annual development metres per type per year

Development type	Unit	2021	2022	2023	2024	2025	Total
Ramp	m	994	839	1,768	1,461	733	**5,794**
Drift – CAPEX	m	217	660	489	964	78	**2,408**
Drift – OPEX	m	120	342	349	363	125	**1,299**
Haulage – CAPEX	m	547	1,942	940	911	463	**4,803**
Ventilation access	m	180	-	40	40	-	**260**
Mineralized material	m	-	975	905	945	720	**3,545**
Vertical (raise bore)	m	140	40	80	-	-	**260**

Production Plan

The production plan is based on the calculated productivity from each centre of production with the mining sequence and mineralized material extracted from development. Mine development starts in early-2021 from where the exploration program is scheduled to be developed. It will take 18 months to complete the primary ventilation raise and gain access to enough mining domains to commence full production. Production starts in June 2022 and reaches an average total rate of 2,600 tpd after a 3-month ramp up. Approximately 200 tpd of production comes from development and 2,400 tpd from stopes. Material below the 3.5 g/t cutoff grade but above 2.5 g/t extracted during pre-production will be considered marginal and added to the mineralized material total to build a stockpile for the start-up of the mill. Once the mill has started, all material below the cut-off grade will be considered as waste material. Windfall Lake is projected to yield a total of 4.7 Mt of waste material, of which 4.46 Mt may be returned underground as backfill material. Some 1.27 Mt of mineralized material will be recovered through development and 6.64 Mt will be mined using the long-hole stoping method for a LOM total of 7.92 Mt at 6.66 g/t.

Table 16 shows the Windfall Lake production plan and gives the mineralized material resource category included in the mining plan per zone.

Table 16: Windfall Lake Production Plan

Mine production (mineralized material)	Unit	Pre-production		Production									Total
		2021	2022	2022	2023	2024	2025	2026	2027	2028	2029	2030	
Development	t mined	70,976	100,226	74,224	138,009	201,632	109,108	175,025	202,171	133,446	69,808	-	**1,274,624**
Au Grade	g/t	6.83	6.46	7.71	9.01	7.52	7.88	7.93	7.34	6.74	7.75	-	**7.56**
Long-hole	t mined	-	-	392,560	877,166	751,056	840,781	775,427	761,942	826,583	891,361	518,236	**6,635,113**
Au Grade	g/t	-	-	7.02	6.44	6.84	6.48	6.95	6.55	5.94	6.11	6.35	**6.48**
Total mined	t mined	70,976	100,226	466,784	1,015,175	952,688	949,889	950,453	964,112	960,030	961,169	518,236	**7,909,737**
Au Grade	g/t	6.83	6.46	7.13	6.79	6.98	6.64	7.13	6.71	6.05	6.23	6.35	**6.66**

The LOM production schedule was generated for the Osborne-Bell mine based on a two-team development rate of 450 m per month and 600 tpd of mineralized material throughout production. The details of the annual production plan can be seen in Table 17. Table 18 shows the mineralized material resource category included in the mining plan. The duration of pre-production will last 12 months in order to complete the primary ventilation raise and gain access to enough mining domains to commence full production. The LOM will last 5 years at an annual production rate of 219 kt including a 3-month ramp-up period at 60% of full production. The mine is projected to yield a total of 1,024,782 t of waste material from pre-production through to 2026, of which 519,584 t may be returned underground as backfill material. 158,816 t of mineralized material will be recovered through development and 845,496 t will be mined using the long-hole stoping method for a LOM total of 1,004,312 t at 6.9 g/t.

Table 17: Osborne-Bell production plan

Mine production (mineralized material)	Unit	Production									Total
		2022	2023	2024	2025	2026	2027	2028	2029	2030	
Development	t mined	-	43,680	40,544	42,336	32,256	-	-	-	-	**158,816**
Au Grade	g/t	-	7.96	6.78	6.24	6.72	-	-	-	-	**6.95**
Long-hole	t mined	-	105,696	182,936	173,170	195,054	188,640	-	-	-	**845,496**
Au Grade	g/t	-	8.28	7.65	7.37	5.92	5.92	-	-	-	**6.89**
Total mined	t mined	-	149,376	223,480	215,506	227,310	188,640	-	-	-	**1,004,312**
Au Grade	g/t	-	8.18	7.49	7.15	6.03	5.92	-	-	-	**6.90**

Table 18: Mineralized material resource category for Osborne-Bell mining plan

Zone	Category	Tonnes	Grade
ALL	Indicated	0	0
	Inferred	845,496	6.9
	Total	845,496	6.9
Development	Indicated	0	0
	Inferred	158,816	7.0
	Total	158,816	7.0
Total	Indicated	0	0
	Inferred	1,004,312	6.9
	Total	1,004,312	6.9

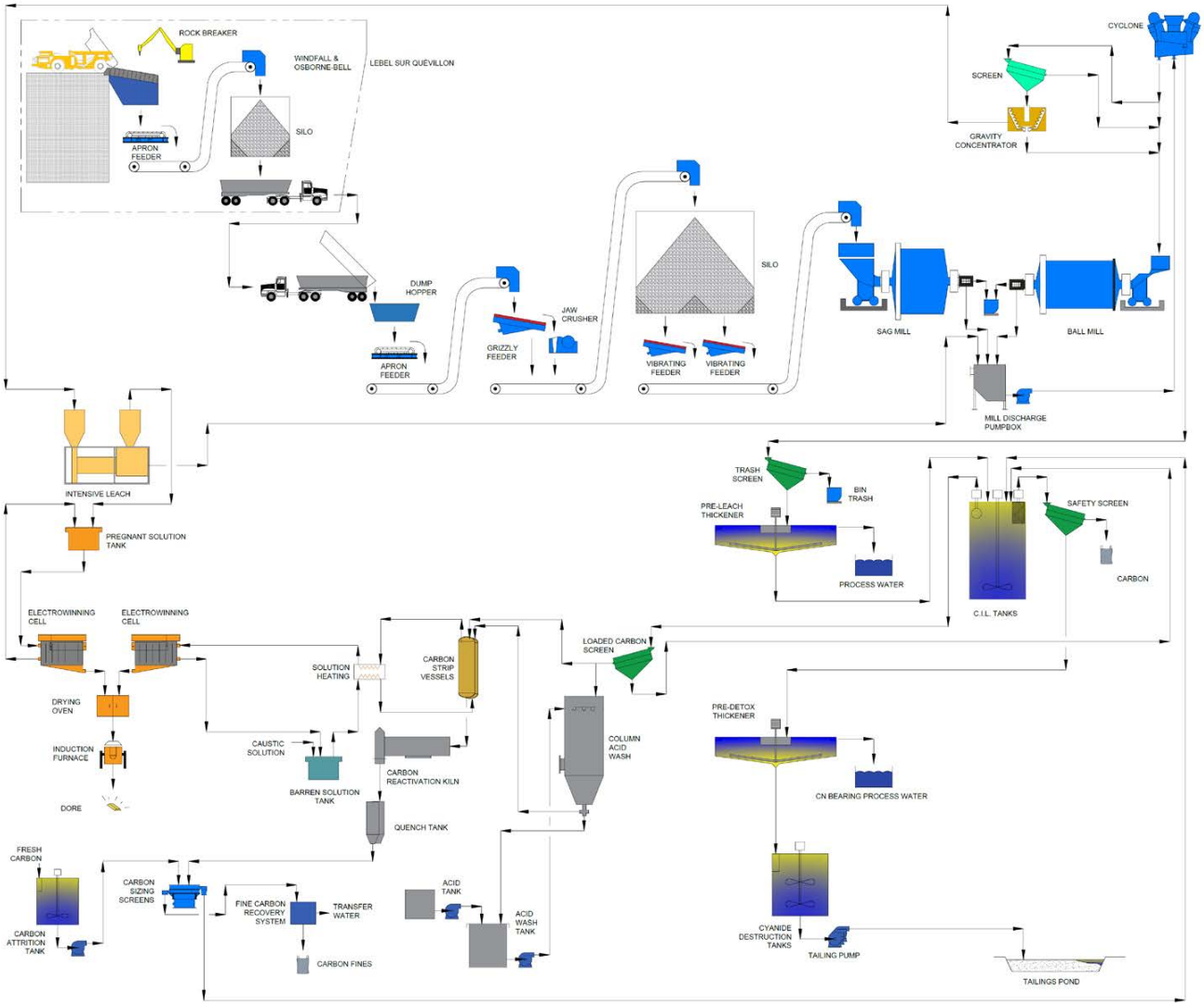
Recovery Methods

The process flowsheet for the Windfall Lake Project was established on the basis of laboratoryscale testwork performed at the SGS Québec laboratory and on historical testwork performed by SGS Lakefield for the Osborne Bell deposit. The metallurgical testwork programs were carried out using composites prepared from drill core intervals representing both deposits. The resulting flowsheet reflects the results of this initial testwork and forms the basis for the plant design and plant capital and operating costs development.

The process plant consists of crushing, mineralized material reclaiming, primary and secondary grinding including a gravity circuit with intensive leach, a CIL circuit, followed by cyanide destruction and tailings disposal. An adsorption-desorption-recovery circuit and gold room recover the gold and produce doré. The plant also includes a reagent preparation area and two process water circuits (cyanide bearing and cyanide-free) to service the entire plant.

A schematic process flow diagram is presented in Figure 12.

Figure 12: Simplified Process Flow Diagram



Project Infrastructure

The Windfall Lake Project surface infrastructure and services are designed to support the planned 3,200 tpd production rate from the Windfall Lake and Osborne-Bell mines and include reuse and/or upgrades to existing buildings and the construction of new buildings.

The Windfall Lake Project comprises three different sites: the Osborne-Bell and Windfall Lake Mine sites and the Plant Site located in Lebel-sur-Quévillon. The Windfall Lake Mine and Osborne-Bell Mine sites are located 115 km northeast and 23 km north of the plant, respectively.

The locations of the Mines and Plant sites are shown on Figure 13.

Figure 13: Windfall Lake Project Site Locations

The Windfall Lake Project envisions construction or upgrade of the several key infrastructure on three different sites: Windfall Lake Mine Site (including camp complex), Processing Plant site located in Lebel-sur-Quévillon and Osborne-Bell Mine site. All the infrastructures envisioned per site are described in the Windfall PEA, which is available on SEDAR (www.sedar.com) under Osisko's issuer profile.

1. Environmental and Permitting

   Between 2007 and 2015, several environmental studies, analyses and reports have been completed at the Windfall Lake Mine Site. After Osisko acquired the Windfall Lake Project, additional baseline studies were carried out in 2015, 2016, 2017 and 2018 at the Windfall Lake Mine Site. All the collected data will be part of the EIA, which is currently underway. The environmental baseline studies will also support the permitting process and the future permit applications, once the decree is received.

   As indicated, the Windfall Lake Project will require a provincial decree and a federal EA Decision Statement with enforceable conditions, if necessary. As the Windfall Lake Project

is located on territory governed by the JBNQA, the proponent is obliged to follow the EIA and review process as described in the *Regulation respecting the environmental and social impact assessment and review procedure applicable to the territory of James Bay and Northern Québec* (Q-2, r.25). All mining projects located in this territory are subject to the EQA and the JBNQA. The Windfall Lake Project will also be subject to a federal impact assessment study, according to Section 16(c) of the *Regulations Designating Physical Activities* (S.C. 2012, c. 19, s. 52), since it involves the construction and operations (and, eventually, the decommissioning and closure) of a new gold mine, other than a placer mine, with a mineralized material production capacity of 600 tpd or more.

Once the EIA is submitted to the authorities, the questions or comments answered to obtain clarification on the Windfall Lake Project, and the public's comment period is completed, the provincial and federal will review the EIS and prepare their EA report for the Minister. This environmental process, once completed, will allow proceeding with the environmental permit applications required for the Project, which can then move forward.

The Project will require numerous approvals, permits and authorizations prior to start-up and throughout all stages of the Windfall Lake Project, following the release of the provincial and federal decree. The Windfall Lake Project must also comply with any other terms and conditions associated with the authorization issued by the provincial and federal regulations. A non-exhaustive list, based on information known so far, is available in Section 20.3.2 – Laws and Regulations of the Windfall PEA.

For the purposes of the Windfall PEA, a closure and rehabilitation plan for the three sites impacted by the Windfall Lake Project has been developed in accordance with the *Mining Act* of Québec. The overall project restoration cost is estimated to be $58.8M. This cost estimate is based on returning the site to a satisfactory state and includes eliminating all unacceptable risks to the health and the safety of persons. It includes the costs for: dismantling of the buildings and infrastructure erected for the operations of the mines and processing plant, the restoration of the TMF and waste rock stockpiles, and post-closure monitoring activities. In accordance with the regulations, Osisko intends to post a bond as a guarantee to cover the closure costs.

Social or Community Impact

Cree Community of Waswanipi

The Windfall Lake Project is located on the traditional lands of the Cree community of Waswanipi, specifically on the traplines W25Band W25A. The Cree village of Waswanipi is located about 75 km north-northwest of the Windfall Lake Project.

Information on exploration work is regularly shared with the Chief, the Deputy Chief, the Director of Natural Resources, the Mining Coordinator, the tallymen, the Cree Trappers' Association, the Cree Mineral Exploration Board, and the Cree Human Resources Development. The information is shared through meetings, presentations and information letters. Meetings are held on an on-going basis with the tallymen to explain the nature of the work and to understand how they use the territory. Osisko also presented the Windfall Lake Project to the entire community at the

Waswanipi Mining Exposition in February 2017, during the Cree Trapper's Association General Assembly on November 2, 2017, during the Open House events in Waswanipi on November 2, 2017 and February 28, 2018, and during the Waswanipi General Assembly on January 9, 2018. In addition, the bulk sampling projects have been discussed with the Cree community of Waswanipi.

Before Osisko acquired the Project, several information meetings had been held between Eagle Hill representatives and Waswanipi representatives, including former Chief Paul Gull. These meetings led to the signing in 2012 of an Advanced Exploration Agreement with the Cree First Nation of Waswanipi, the Grand Council of the Crees and the Cree Regional Authority. Osisko continues to honour the terms of the 2012 Exploration Agreement between Eagle Hill and Waswanipi.

The main concerns of the Waswanipi Community members are the following:

- Increased disturbances to the land and the cumulative effect of all activities, as well as the ways in which such activities may affect their own use of the land;
- Land protection, especially lands that hold intact forests;
- Potential effects of exploration activities on water quality and wildlife;
- Economic benefits for the community members (job and training opportunities);
- Avoiding cultural sites when planning work activities.

Roughly 60 people from First Nation communities (mainly Cree First Nation of Waswanipi) work at the Windfall Lake site.

Two other First Nation communities have been identified as having an interest in the Project: the Algonquin Anishinabeg Nation of Lac Simon and the Atikamekw d'Obedjiwan community. Up to now, these two communities were visited and the details of the Windfall Lake Project Description and the details of the bulk sampling projects were presented.

Capital and Operating Costs

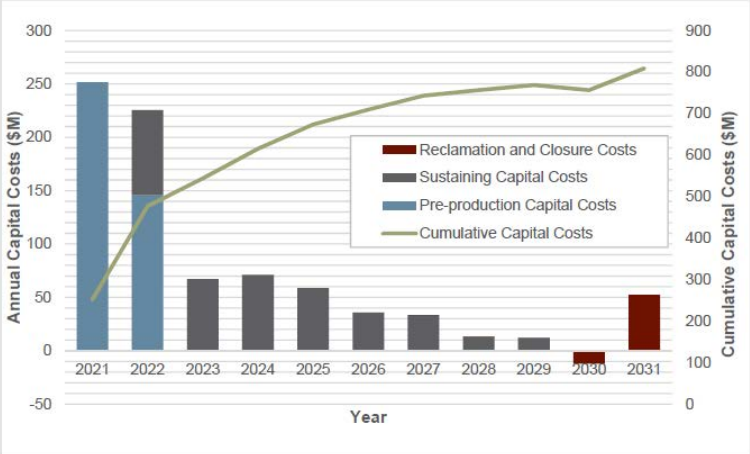
The capital and operating cost estimates presented in the Windfall PEA for the Windfall Lake Project are based on the construction of two underground mines at the Windfall Lake and Osborne-Bell sites, as well as a process plant and tailings management facility based at Lebel-sur-Quévillon. The process plant is designed to have a capacity of 3,200 tpd (1.17 Mtpy) over the LOM. All capital and operating cost estimates cited herein are referenced in Canadian dollars.

The total pre-production capital cost for the Windfall Lake Project is estimated to be $397M (including contingencies and indirect costs). The cumulative life of mine capital expenditure including costs for pre-production, sustaining, site reclamation and closure is estimated to be $809M. Table 19 provides an overview of the capital costs (pre-production and sustaining) on an annual and cumulative basis for the life of the Project.

Table 19: Project Pre-Production Capital Cost Summary

WBS	Cost Area	Pre-Production Capital Cost ($M)	Sustaining Capital Cost ($M)	Total Cost ($M)
000	General administration (Owner's costs)	27.6	-	27.6
200	Underground mine	72.7	309.0	381.6
300	Mine surface facilities	23.5	24.5	47.9
500	Plant Site infrastructure	19.2	2.1	21.3
600	Process plant	107.6	-	107.6
800	Tailings and water management	48.9	35.5	84.4
900	Indirects	46.0	-	46.0
999	Contingency	51.8	-	51.8
	Total	**397.3**	**371.1**	**768.4**
	Site reclamation and closure	-	58.8	58.8
	Salvage value	-	(18.3)	(18.3)
	Total - Forecast to Spend	**397.3**	**411.7**	**809.0**

Figure 14: Annual and Cumulative Project Capital Costs



Scope and Structure of Capital Cost Estimate

The overall capital cost estimate developed in the Preliminary Economic Assessment Study generally meets the AACE Class 4 requirements and has an accuracy range of between -30% and +30%. The capital cost estimate for this study forms the basis for the approval of further development of the Project by means of a feasibility study. Generally, engineering performed to date is between 1% to 15% of full project definition.

The capital cost estimate abides by the following criteria:

- Reflects general accepted practices in the cost engineering profession;
- Assumes contracts will be awarded to reputable contractors on a cost reimbursable basis;

- Labour costs are based on the current Québec Industrial construction collective bargaining agreement;

- Winter conditions are expected between the months of October and April. This is incorporated within the Project productivity factors;

- Pre-production capital costs are expressed in constant Q2 2018 Canadian dollars (CAD); with an exchange rate of 1.00 CAD for 0.78 US Dollar (USD).

The Project schedule, from the feasibility study, detail engineering to start-up, was also used in the estimate preparation. The decision to proceed with construction of the Project is expected to be made in Q3/Q4 2019. Any capital expenditures before this date are considered "Early Works" (work plan capital) and are not included in this capital cost estimate. The cost estimate was divided into the following elements:

- Pre-production Capital Costs:

    - Owner's costs (WBS 000 General Administration): costs associated with the Project specific personnel, management, support infrastructure, safety and environmental, community relations, administration and finance, human resources, training and others;

    - Direct costs (WBS 200 to 800): costs for productive works and permanent infrastructure. Includes productive infrastructure, services and equipment required for the extractive process;

    - Indirect costs (WBS 900): costs needed to support the construction of the facilities included in the direct costs. Includes EPCM services, EPCM temporary facilities (infrastructure) and construction management, capital spare parts, freight and logistics;

    - Contingency (WBS 999): includes variations in quantities, differences between estimated and actual equipment and material prices, labour costs and site-specific conditions. Also accounts for variation resulting from uncertainties that are clarified during detail engineering, when basic engineering designs and specifications are finalized.

- Sustaining Capital Costs:

    - Capital expenditures after the start of operations: include costs for continued development of the tailings management facility, surface tailings and reclaim water pipelines, underground mine extensions and associated infrastructure, production equipment replacement, and closure costs. These costs are included in the financial analysis in Chapter 22 of PEA in the year in which they are incurred. Capital costs after Q2 2022 are classified as sustaining capital.

2. Work Breakdown Structure ("**WBS**") and Estimate Responsibilities

The capital cost estimate was developed in accordance with Osisko's WBS with the estimate responsibilities summarized in Table 20:

Table 20: CAPEX Estimate Responsibilities by WBS

WBS Area	WBS Description	Responsible Entity
000	General administration (Owner's cost)	Osisko, BBA and InnovExplo
200	Underground mines (Windfall Lake and Osborne-Bell)	InnovExplo
300	Mine surface facilities (Windfall Lake and Osborne-Bell)	WSP
500	Plant site infrastructure (Quévillon)	SNC-Lavalin and BBA
600	Process plant	BBA
800	Tailings and water management	Golder
900	Indirects	Osisko
999	Contingency	Osisko
	Site closure and reclamation	WSP

Exclusions

The list of items that were excluded from the capital cost estimate are described in the Windfall PEA, which is available on SEDAR (www.sedar.com) under Osisko's issuer profile.

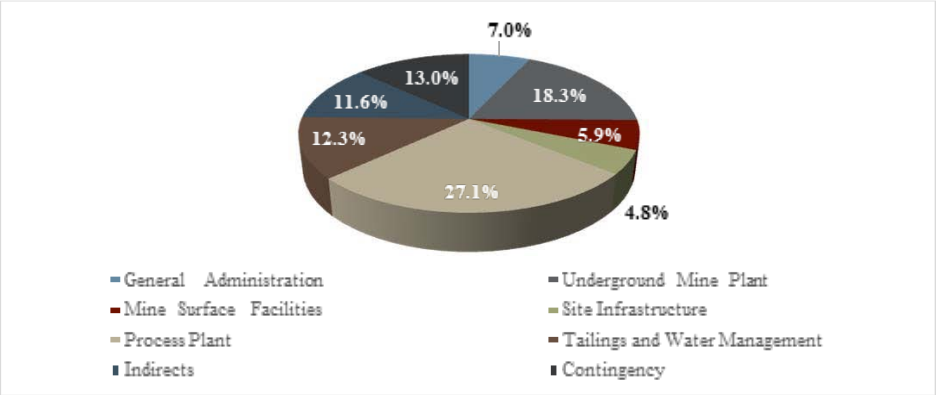
Pre-production Capital Costs

The Project pre-production capital cost summary is outlined in Table 21 and shown as a pie chart in Figure 15. The capital cost breakdown descriptions are outlined in the following sections.

Table 21: Project Pre-Production Capital Cost Summary

Area	Cost Area Description	Pre-Production Capital Cost ($M)	CAPEX (%)
000	General administration (Owner's costs)	27.6	7.0
200	Underground mine	72.7	18.3
300	Mine surface facilities	23.5	5.9
500	Plant site infrastructure	19.2	4.8
600	Process plant	107.6	27.1
800	Tailings and water management	48.9	12.3
900	Indirects	46.0	11.6
999	Contingency	51.8	13.0
	Total	**397.3**	**100.0**

Figure 23: Distribution of Pre-Production Capital Costs



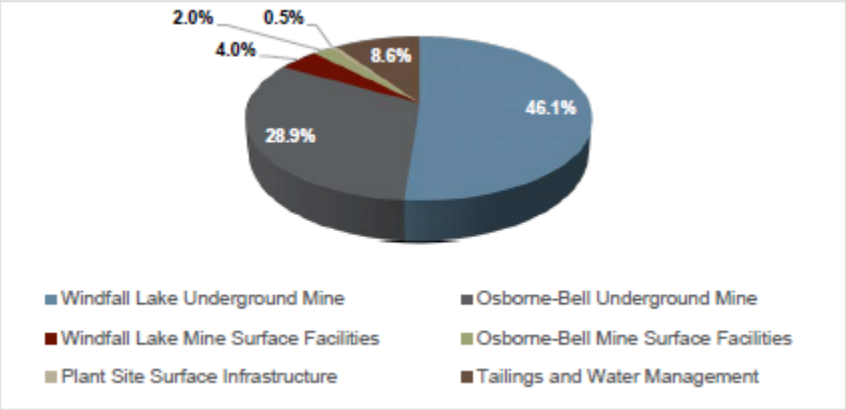
1. Sustaining Capital Costs

The sustaining capital costs incurred over the eight years of production (Q3 2022 to 2030) from both the Windfall Lake and Osborne-Bell mines are estimated to total $411.7M of project-related capital expenditures, including end-of-mine salvage value and site reclamation and closure costs. The breakdown of LOM sustaining capital expenditures by area is provided in Table 22 and Figure 16. The sustaining capital costs include a contingency of 15% except the underground mining costs for Windfall Lake and Osborne-Bell sites, which have no contingency allowance as these costs were estimated based on actual contracts currently in place.

Table 22: Project Sustaining Capital Cost Summary

Area	Description	Sustaining Capital Cost ($M)	CAPEX (%)
200	Windfall Lake underground mine	189.9	46.1
200	Osborne-Bell underground mine	119.1	28.9
300	Windfall Lake Mine surface facilities	16.4	4.0
350	Osborne-Bell Mine surface facilities	8.1	2.0
500	Plant Site surface infrastructure	2.1	0.5
800	Tailings and water management	35.5	8.6
	Total	**371.1**	**90.1**
	Site reclamation and closure	58.8	14.3
	Salvage value	**(18.3)**	**(4.4)**
	Total	**411.7**	**100.0**

Figure 16: Project Sustaining Capital Cost Summary



Operating Costs

The average operating cost over the 8-year mine life is estimated to be $126.47/t milled or $638/oz (CAD). Table 23, Table 24 and Table 25, below, provides the breakdown of the projected operating costs for the Windfall Lake Project.

Table 23: Windfall Lake Project Operating Cost Summary

Cost area	LOM ($M)	Annual average cost ($M)	Average LOM ($/tonne milled)	Average LOM ($/oz)	OPEX (%)
Underground mining	565.1	69.6	63.82	319.3	50.5
Mineralized material transport	126.2	15.5	14.26	71.3	11.3
Process plant	238.1	29.3	26.89	134.5	21.3
Tailings, water treatment and environment	31.8	3.9	3.59	17.9	2.8
General and administration	158.7	19.5	17.93	89.7	14.2
Total	**1,119.9**	**137.9**	**126.47**	**637.25**	**100.0**

Table 24: Windfall Lake Site Operating Cost Summary

Cost area	LOM ($M)	Annual average cost ($M)	Average LOM ($/tonne milled from the deposit)	Average LOM ($/oz)	OPEX (%)
Underground mining	494.7	60.9	63.02	316.5	44.2
Mineralized material transport	115.1	14.2	14.66	73.7	10.3
Process plant	212.1	26.1	27.02	135.7	18.9
Tailings, water treatment and environment	27.6	3.4	3.52	17.7	2.5
General and administration	141.3	17.4	18.01	90.4	12.6
Total	**990.9**	**122.0**	**126.22**	**639.2**	**100.0**

Table 25: Osborne-Bell Site Operating Cost Summary

Cost area	LOM ($M)	Annual average cost ($M)	Average LOM ($/tonne milled from the deposit)	Average LOM ($/oz)	OPEX (%)
Underground mining	70.4	8.7	70.05	340.4	6.3
Mineralized material transport	11.1	1.4	11.07	53.8	1.0
Process plant	26.0	3.2	25.87	125.7	2.3
Tailings, water treatment and environment	4.2	0.5	4.14	20.1	0.4
General and administration	17.4	2.1	17.32	84.2	1.6
Total	**129.0**	**15.9**	**128.45**	**624.5**	**100.0**

Basis of Operating Cost Estimate

The operating cost estimate was based on Q2 2018 assumptions. The estimate has an accuracy of ±25%. All operating cost estimates are in CAD. Mining, process and tailings management are generally itemized in detail, however, General and Administration ("**G&A**") items are calculated estimates, or have been included as an allowance. Many items of the operating cost estimate are based on budget quotations, allowances are based on in-house data and salaries are based on Osisko's projected salary chart.

The operating cost estimate is based on the mine schedule indicative tonnage per time period that was produced by InnovExplo on July 6, 2018 and inclusive of site costs to final LOM closeout, including waste management facilities. Costs up to and including C4 commissioning are excluded from operating costs and are included in the capital cost estimate.

The items that were assumed and excluded from operating cost estimate are described in the Windfall PEA, which is available on SEDAR (www.sedar.com) under Osisko's issuer profile.

Mining

InnovExplo provided estimates for all underground mine operating costs. The total underground mine operating cost is $494.7M for Windfall Lake and $70.4M for Osborne-Bell with an overall operating cost of $565.1M for the Project. The operating unit costs were calculated over the total mineralized material mined from development and from production, including the marginal tonnages during pre-production. The unit cost is $63.02/t for Windfall Lake and $70.05/t for Osborne-Bell with an overall operating unit cost of $63.82/t for the overall Project.

Table 26 summarizes the underground operating costs for Windfall Lake and provides a breakdown per item. Table 27 provides the same results for Osborne-Bell and Table 28 provides the operating costs for the overall Project.

Table 26: Underground Mining Operating Costs – Windfall Lake Site

Operating Costs – Windfall Lake Site		Total LOM Cost	Average LOM Cost	OPEX
Activity	**Sub-Activity**	**($M)**	**($/t)**	**(%)**
Grade control	Grade control - Definition drilling	33.6	4.28	6.8
Mine development	Mine development	106.7	13.59	21.6
Production	Production – Slot raise	18.6	2.37	3.8
	Production – Stope support/preparation	3.3	0.43	0.7
	Production – Extraction	23.9	3.05	4.8
	Production – Mucking/hauling	70.9	9.04	14.3
Services	Energy cost U/G	39.9	5.08	8.1
	UG services	58.2	7.42	11.8
	Mechanical services	68.9	8.78	13.9
	Electrical services	23.0	2.94	4.7
	Backfill	47.6	6.06	9.6
	Total operating costs – Windfall Lake Site	**494.7**	**63.02**	**100.0**

Table 27: Underground Mining Operating Costs – Osborne-Bell Site

Operating Costs – Osborne-Bell Site		Total LOM Cost	Average LOM Cost	OPEX
Activity	**Sub-Activity**	**($M)**	**($/t)**	**(%)**
Grade control	Grade control - Definition drilling	4.3	4.26	6.1
Mine development	Mine development	25.3	25.18	35.9
Production	Production – Slot raise/extraction/mucking	12.2	12.16	17.4
	Production – Stope support/preparation	0.0	-	0.0
	Production – Hauling	14.7	14.67	20.9
Services	Energy cost U/G	6.3	6.29	9.0
	Backfill	7.5	7.49	10.7
	Total operating costs – Osborne-Bell Site	**70.4**	**70.05**	**100.0**

Table 28: Underground Mining Operating Costs – Windfall Lake Project

Operating Costs – Windfall Lake Project		Total LOM Cost	Average LOM Cost	OPEX
Activity	**Sub-Activity**	**($M)**	**($/t)**	**(%)**
Grade control	Grade control - Definition drilling	37.9	4.27	6.7
Mine development	Mine development	132.0	14.90	23.4
Production	Production – Slot raise/extraction	54.7	6.18	9.7
	Production – Stope support/preparation	3.3	0.38	0.6
	Production – Mucking /hauling	85.7	9.68	15.2
Services	Energy cost U/G	46.2	5.22	8.2
	UG services	58.2	6.58	10.3
	Mechanical services	68.9	7.79	12.2
	Electrical services	23.0	2.60	4.1
	Backfill	55.1	6.22	9.8
	Total operating costs – Windfall Lake Project	**565.1**	**63.82**	**100.0**

Mineralized Material Transport

The cost to transport mineralized material from the Windfall Lake and Osborne-Bell mine sites to the process plant at Lebel-sur-Quévillon was estimated based on a preliminary transport study and the LOM mine plan. At steady state, it is forecast that a total of approximately 3,200 tpd of mineralized material will be transported from the Windfall Lake (2,600 tpd) and Osborne Bell (600 tpd) mines to the process plant over a distance of 115 km and 35 km respectively. For the PEA it was assumed that the mineralized material transport would be provided by a local bulk transport company using 75 t trucks on a contracted basis. In order to take into consideration the thawing period in spring, a load reduction factor of 18% for truck transportation capacity has been applied for a period of 30 days. A material moisture factor of 3% has also been applied. The annual operating costs for mineralized material transport (truck loading, transport, dumping and administration) was calculated to be $15.5M or $14.26 per tonne milled.

Table 29: Material Transport Operating Costs

Cost Area	LOM Cost ($M)	Annual Cost ($M)	Cost Per Tonne Milled ($/t)	OPEX (%)
Transport Windfall Lake to Lebel-sur-Quévillon (115 km)	115.1	14.2	13.00	91.22
Transport Osborne-Bell to Lebel-sur-Quévillon (35 km)	11.1	1.4	1.26	8.8
TOTAL	**126.2**	**15.5**	**14.26**	**100.0**

Process Plant

The average process plant operating costs were calculated over the LOM. The annual operating cost was estimated to be $29.3M or $26.89 per tonne milled.

The steady-state operating costs include reagents, equipment consumables and maintenance, grinding media, personnel (including contractors), electrical power, as well as external laboratory assays and an allowance for special projects. The process consumables include grinding media as well as mill and crusher liners. A breakdown of the steady-state process plant operating costs, without contingency, is presented in Table 30.

Table 30: Process Plant Operating Costs

COST AREA	AVERAGE ANNUAL COST ($M)	COST PER TONNE MILLED ($/T)	OPEX (%)
Reagents	11.7	10.72	39.9
Equipment consumables and maintenance	4.1	3.74	13.9
Grinding media	2.3	2.13	7.9
Personnel	7.3	6.71	25.0
Utilities	3.2	2.97	11.1
Miscellaneous	0.7	0.60	2.2
TOTAL	**29.3**	**26.89**	**100.0**

Tailings, Water Treatment and Environment

The water treatment and environmental operating costs for the three sites were based on PEA level estimates provided by Golder and Osisko. The annual steady-state operating costs were determined to be $3.9M per year or $3.59 per tonne milled, as described in the Windfall PEA, which is available on SEDAR (www.sedar.com) under Osisko's issuer profile.

A breakdown of the steady-state costs, without contingency, is presented in Table 31.

Table 31: Tailings, Water Treatment and Environment Operating Cost Summary

Cost Area	Annual Cost ($M)	Cost Per Tonne Milled ($/t)	OPEX (%)
Labour	1.37	1.25	35.0
Water treatment plant operations	1.26	1.15	32.2
Waste and water management	0.63	0.58	16.1
Environmental services fees	0.66	0.60	16.8
TOTAL	**3.91**	**3.59**	**100.0**

General and Administration

G&A costs are expenses not directly related to the production of goods and encompass items not included in the mining, processing, refining, and transportation costs of the Project. These costs were developed based on the Osisko's past project experience, similar sized operations, and BBA's in-house database. Details and inclusions for G&A are described in the Windfall PEA, which is available on SEDAR (www.sedar.com) under Osisko's issuer profile.

On an annual basis, the General and Administration costs are estimated to be $19.5M/year or approximately $158.7M over the mines planned 8 years of operations. The G&A cost on a per tonne milled basis is $17.93/tonne milled (LOM).

The major costs broken down by item within the General and Administration category are shown in Table 32. The greatest cost within the G&A category is labour, representing approximately 33%, while contract services (Cafeteria, Laundry, Janitor and Security) is the second greatest cost accounting for approximately 20%. Road maintenance and snow removal represent approximately 13% of the G&A costs.

Table 32: Average General and Administrative Costs

Item	Annual Cost ($M/Year)	Average LOM ($/tonne milled)	OPEX (%)
Labour	6.39	5.86	32.7
Association, fees and sponsorhips	0.15	0.14	0.8
Office furniture and supplies	0.06	0.06	0.3
IT/Communication supplies and service fees	1.34	1.23	6.8
Consultants	0.15	0.13	0.7
Employees transport	0.75	0.69	3.9
Insurance	0.92	0.85	4.7
Electricity and heating	0.82	0.75	4.2

Item	Annual Cost ($M/Year)	Average LOM ($/tonne milled)	OPEX (%)
Health and safety supplies and services	0.57	0.52	2.9
Other service and rental fees	0.49	0.45	2.5
Building maintenance	0.17	0.16	0.9
Cafeteria, laundry, janitorial and security services	3.82	3.50	19.5
Roads maintenance and snow removal	2.53	2.32	12.9
Taxes (municipal and school)	1.39	1.28	7.1
TOTAL	**19.54**	**17.93**	**100.0**

Economic Analysis

The economic/financial assessment of the Windfall Lake Project for Osisko was carried out using a discounted cash flow approach on a pre-tax and after-tax basis, based on consensus equity research long-term commodity price projections (as at June 6, 2018) in United States currency and cost estimates in Canadian currency. An exchange rate of 0.78 USD per 1.00 CAD was assumed to convert USD market price projections and particular components of the capital cost estimates into Canadian dollars. No provision was made for the effects of inflation. Current Canadian tax regulations were applied to assess the corporate tax liabilities, while the most recent provincial regulations were applied to assess the Québec mining tax liabilities.

The internal rate of return on total investment was calculated based on 100% equity financing, even though Osisko may decide in the future to finance part of the Project with debt financing. The NPV was calculated from the cash flow generated by the Project, based on a discount rate of 5%. The payback period, based on the undiscounted annual cash flow of the Project, is also indicated as a financial measure. Furthermore, a sensitivity analysis has been performed for the after-tax base case to assess the impact of variations in the Project capital costs, USD:CAD exchange rate, price of gold, and operating costs.

The economic analysis presented in this section contains forward-looking information with regard to the mineral resource estimates, commodity prices, exchange rates, proposed mine production plan, projected recovery rates, operating costs, construction costs and project schedule. The results of the economic analysis are subject to a number of known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those presented here. The reader is cautioned that the Windfall PEA is preliminary in nature and includes the use of Inferred mineral resources that are considered too speculative geologically to have the economic considerations applied to them that would enable them to be categorized as mineral reserves and, as such, there is no certainty that the PEA economics will be realized.

This financial analysis was performed on both a pre-tax basis and after-tax basis with the assistance of an external tax consultant. The general assumptions used for this financial model, LOM plan tonnage and grade estimates are summarized in Table 33, and are outlined in Table 34.

Table 33: Financial Model Parameters

Description	Unit	Value
Long term gold price	USD/oz	1,300
Long term silver price	USD/oz	17.00
Exchange rate	USD:CAD	0.78
Discount rate	%	5
Mine life	year	8.1
Total mined and milled	Million tonnes	8.9
Gold grade	g/t	6.7
Silver grade(1)	g/t	2.8
Process plant gold recovery (Windfall Lake)	%	92.4
Process plant gold recovery (Osborne-Bell)	%	92.8
Process plant silver recovery (Windfall Lake)	%	69.2
Process plant silver recovery (Osborne-Bell)(2)	%	0
Underground mining operating cost	$/t milled	63.82
Processing operating cost	$/t milled	26.89
Tailings and water management operating cost	$/t milled	3.59
Mineralized material transportation operating cost	$/t milled	14.26
General and administration operating cost	$/t milled	17.93
Royalties (Windfall Lake only)	% NSR	2.5
Pre-production capital cost	$M	397.3
Sustaining capital cost	$M	371.1
Reclamation and closure cost	$M	58.8
Salvage value (credit)	$M	(18.3)

Notes:

(1) As not all silver assays were analyzed and considered in the block model, all the data missing silver has been assigned a zero value. The silver grade reflects the use of only the blocks in the block model with silver grades but averaged on the overall tonnage mined.

(2) It is assumed that the silver recovery is 0 due the assumption that Osborne-Bell has no silver bearing material.

Financial Analysis Summary

A 5% discount rate was applied to the cash flow to derive the NPV for the Project on a pre-tax and after-tax basis. Cash flows have been discounted to Q3 2021 under the assumption that the project construction decision will be made and major project financing would be carried out at this time. The summary of the financial evaluation for the base case of the Project is presented in Table 34.

Table 34: Financial Analysis Summary (Pre-Tax and After-Tax)

Description		Unit	Base case
Pre-tax	Net present value (0% disc)	$M	954.2
	Net present value (5% disc)	$M	625.4
	Internal rate of return	%	39.7%
	Simple payback period	Year	3.7
After-tax	Net present value (0% disc)	$M	613.4
	Net present value (5% disc)	$M	413.2

Description		Unit	Base case
	Internal rate of return	%	32.7%
	Simple payback period	Year	3.9

The pre-tax base case financial model resulted in an internal rate of return of 39.7% and a NPV of $625.4M with a discount rate of 5%. The simple pre-tax payback period is 3.7 years. On an after-tax basis, the base case financial model resulted in an internal rate of return of 32.7% and a NPV of $413.2M with a discount rate of 5%. The simple after-tax payback period is 3.9 years.

The summary of the Windfall Lake Project discounted cash flow financial model (pre-tax and after-tax) is presented in Table 35.

Table 35: Windfall Lake Project Financial Model Summary

Year	-2 2020	-1 2021	1 2022	2 2023	3 2024	4 2025	5 2026	6 2027	7 2028	8 2029	9 2030	10 2031	Total
Production Summary													
Total tonnes mined (kt)		71	567	1,165	1,176	1,165	1,178	1,153	960	961	518		**8,914**
Total tonnes milled (kt)			638	1,165	1,176	1,165	1,178	1,153	960	961	518		**8,914**
Mill head grade Au (g/t)			6.99	6.97	7.08	6.73	6.91	6.58	6.05	6.23	6.35		**6.68**
Mill head grade Ag (g/t)			7.76	5.52	3.31	2.53	0.76	1.57	1.43	1.66	2.42		**2.82**
Gold production (koz)			132.4	241.4	247.8	233.6	242.4	225.6	172.1	177.3	97.0		**1,769.5**
Silver production (koz)			110.1	143.0	86.5	65.6	20.0	40.3	30.6	35.6	27.9		**559.5**
Payable gold (koz)			132.3	241.3	247.7	233.5	242.3	225.5	172.0	177.2	96.9		**1,768.7**
Payable silver (koz)			109.6	142.2	86.1	65.3	19.9	40.1	30.4	35.4	27.7		**556.7**
Revenue													
Exchange rate (USD:CAD)	0.78	0.78	0.78	0.78	0.78	0.78	0.78	0.78	0.78	0.78	0.78		**0.78**
Gross revenue ($M)			223	405	415	391	404	377	287	296	162		**2,961**
Operating Expenditures													
Mining ($M)			29.0	71.8	80.3	74.9	77.5	76.7	60.1	56.1	38.7		**565.1**
Material transport ($M)			15.2	29.8	30.0	29.7	30.4	31.2	28.5	28.5	14.8		**238.1**
Processing ($M)			1.9	3.8	4.0	4.0	4.0	3.8	3.5	3.5	3.3		**31.8**
Environment & Tailings ($M)			8.5	16.7	16.3	16.2	16.4	16.2	14.1	14.1	7.7		**126.2**
General & Administration ($M)			10.3	19.9	20.1	19.6	19.6	19.4	17.5	17.4	14.9		**158.7**
Operating Costs ($M)			5.6	8.6	8.3	7.8	8.4	8.0	7.2	7.4	4.0		**65.1**
Royalty payments ($M)			29.0	71.8	80.3	74.9	77.5	76.7	60.1	56.1	38.7		**565.1**
Capital Expenditures													
Pre-production ($M)		251.5	145.9										**397.3**
Sustaining ($M)			79.6	67.1	71.0	58.7	35.9	33.5	13.3	12.1	0.0		**371.1**
Reclamation and closure ($M)				0.0	0.0	0.0	0.0	0.0	0.1	0.1	0.5	58.1	**58.8**
Salvage value ($M)											(12.7)	(5.6)	**(18.3)**
Total Capital Costs ($M)		251.5	225.5	67.1	71.0	58.7	35.9	33.5	13.4	12.2	(12.2)	52.5	**809.0**
Changes in working capital ($M)[(1)]		0.0	(3.3)	(2.0)	(0.4)	0.2	(0.1)	(0.2)	0.7	0.3	1.4	3.5	**0.0**
Pre-Tax Cash Flow													
Pre-tax cash flow ($M)		(251.5)	(70.5)	188.1	183.4	177.9	210.5	186.5	141.3	155.6	88.8	(56.0)	**954.2**

Year	-2 2020	-1 2021	1 2022	2 2023	3 2024	4 2025	5 2026	6 2027	7 2028	8 2029	9 2030	10 2031	Total
Production Summary													
Cumulative Pre-Tax Cash Flow ($M)		(251.5)	(322.0)	(133.9)	49.5	227.4	437.9	624.4	765.7	921.4	1,010.2	954.2	
Taxes and Duties[(2)]													
Federal corporate income tax ($M)		0.0	0.0	1.0	18.3	16.1	21.6	21.1	15.0	17.4	6.7	(7.9)	**109.2**
Provincial corporate income tax ($M)		0.0	0.0	0.0	7.4	14.5	18.1	16.1	12.6	14.2	5.8	(6.0)	**82.6**
Québec mining duties ($M)		(22.5)	(2.1)	17.2	22.8	21.3	30.2	29.0	19.1	23.0	11.0	0.0	**149.0**
Total Taxes and Duties ($M)		(22.5)	(2.1)	18.2	48.5	51.9	69.8	66.2	46.8	54.6	23.5	(13.9)	**340.8**
After-Tax Cash Flow													
After-Tax Cash flow ($M)		(229.0)	(65.0)	171.9	135.3	125.7	140.8	120.5	93.9	100.8	64.0	(45.6)	**613.4**
Cumulative After-Tax Cash Flow ($M)		(229.0)	(294.0)	(122.0)	13.3	139.0	279.9	400.4	494.2	595.0	659.0	613.4	

Recommendations

The Windfall PEA on the Windfall Lake Project was prepared by experienced and competent independent consultants using accepted engineering methodologies and standards. It provides a summary of the results and findings from each major area of investigation including exploration, geological modelling, mineral resource, mine design, metallurgy, process design, infrastructure, environmental management, tailings and water management, capital and operating costs and economic analysis. The level of investigation for each of these areas is considered to be consistent or surpassing with that normally expected with a PEA.

The mutual conclusion of the QPs is that the Windfall Lake Project as summarized in the Windfall PEA contains adequate detail and information to support the positive economic outcome shown. The results of this study indicate that the Windfall Lake Project is technically feasible and has financial merit at the base case assumptions considered.

In summary, the QPs recommend that the Project proceed to the feasibility study phase. It is also recommended that environmental and permitting continue as needed to support Osisko's development plans and project schedule.

An extensive work program including additional exploration drilling (2 phases) and the feasibility study has been developed based on QP recommendations. The work program is estimated to cost approximately $95M including a $12.2M contingency. A breakdown of this budget is summarized in Table 36.

Table 36: Work Program Budget

Work Program	Cost ($M)
Drilling and Geology - Phase 1	40.0
Drilling and Geology - Phase 2	32.3
Underground Mining	2.0
Metallurgical Testing and Process Plant	2.0
Tailings, Waste and Water Management	2.6
Plant Site Infrastructure	0.9
Environment and Permitting	2.4
Contingency	12.2
TOTAL	**94.6**

Analysis of the results and findings from each major area of investigation completed as part of the preliminary economic assessment suggests numerous recommendations for further investigations to mitigate risks and/or improve the base case designs.

RISK FACTORS

The Corporation's business, being the acquisition, exploration, and development of mineral properties in Canada, is speculative and involves a high degree of risk. The risk factors listed below could materially affect the Corporation's financial condition and/or future operating results, and could cause actual events to differ materially from those described in forward-looking statements made by or relating to the Corporation.

Nature of Mineral Exploration and Mining

The Corporation's future is dependent on its exploration and development programs. The exploration and development of mineral deposits involves significant financial risks over a prolonged period of time, which may not be eliminated even through a combination of careful evaluation, experience and knowledge. Few properties that are explored are ultimately developed into economically viable operating mines. Major expenditures on the Corporation's exploration properties may be required to construct mining and processing facilities at a site, and it is possible that even preliminary due diligence will show adverse results, leading to the abandonment of projects. It is impossible to ensure that preliminary or full feasibility studies on the Corporation's projects, or the current or proposed exploration programmes on any of the properties in which the Corporation has exploration rights, will result in any profitable commercial mining operations. The Corporation cannot give any assurance that its current and future exploration activities will result in a discovery of mineral deposits containing mineral reserves.

Estimates of mineral resources and any potential determination as to whether a mineral deposit will be commercially viable can also be affected by such factors as: the particular attributes of the deposit, such as its size and grade; unusual or unexpected geological formations and metallurgy; proximity to infrastructure; financing costs; precious metal prices, which are highly volatile; and governmental regulations, including those relating to prices, taxes, royalties, infrastructure, land use, importing and exporting of metal concentrates, exchange controls and environmental protection. The effect of these factors cannot be accurately predicted, but the combination of any or all of these factors may result in the Corporation not receiving an adequate return on its invested capital or suffering material adverse effects to its business and financial condition. Exploration and development projects also face significant operational risks including but not limited to an inability to obtain access rights to properties, accidents, equipment breakdowns, labour disputes (including work stoppages and strikes), and other unanticipated interruptions.

Exploration, Development and Operations

The long term profitability of the Corporation's operations will be in part directly related to the cost and success of its exploration programs, which may be affected by a number of factors, including the Corporation's ability to extend the permitted term of exploration granted by the underlying concession contracts. Substantial expenditures are required to establish reserves through drilling, to develop processes to extract the resources and, in the case of new properties, to develop the extraction and processing facilities and infrastructure at any site chosen for extraction. Although substantial benefits may be derived from the discovery of a major deposit, no assurance can be given that any such deposit will be commercially viable or that the funds required for development can be obtained on a timely basis.

Liquidity and Additional Financing

The Corporation's ability to continue its business operations is dependent on management's ability to secure additional financing. The Corporation's only source of liquidity is its cash and cash equivalent balances. Liquidity requirements are managed based upon forecasted cash flows to ensure that there is sufficient working capital to meet the Corporation's obligations.

The advancement, exploration and development of the Corporation's properties, including continuing exploration and development projects, and, if warranted, construction of mining facilities and the commencement of mining operations, will require substantial additional financing. As a result, the Corporation may be required to seek additional sources of equity financing in the near future. While the Corporation has been successful in raising such financing in the past, its ability to raise additional equity financing may be affected by numerous factors beyond its control including, but not limited to, adverse market conditions, commodity price changes and economic downturns. There can be no assurance that the Corporation will be successful in obtaining any additional financing required to continue its business operations and/or to maintain its property interests, or that such financing will be sufficient to meet the Corporation's objectives or obtained on terms favourable to the Corporation. Failure to obtain sufficient financing as and when required may result in the delay or indefinite postponement of exploration and/or development on any or all of the Corporation's properties, or even a loss of property interest, which would have a material adverse effect on the Corporation's business, financial condition and results of operations.

No Earnings and History of Losses

The business of developing and exploring resource properties involves a high degree of risk and, therefore, there is no assurance that current exploration programs will result in profitable operations. The Corporation has not determined whether any of its properties contains economically recoverable reserves of mineralized material and currently has not earned any revenue from its projects; therefore, the Corporation does not generate cash flow from its operations. There can be no assurance that significant additional losses will not occur in the future. The Corporation's operating expenses and capital expenditures may increase in future years with advancing exploration, development and/or production from the Corporation's properties. The Corporation does not expect to receive revenues from operations in the foreseeable future and expects to incur losses until such time as one or more of its properties enters into commercial production and generates sufficient revenue to fund continuing operations. There is no assurance that any of the Corporation's properties will eventually enter commercial operation. There is also no assurance that new capital will become available, and if it is not, the Corporation may be forced to substantially curtail or cease operations.

Market Price of the Common Shares

The Common Shares trade on the TSX under the symbol "OSK". The market price of securities of many companies, particularly exploration and development stage mining companies, experience wide fluctuations that are not necessarily related to the operating performance, underlying asset values or prospects of such companies. There can be no assurance that an active market for the Common Shares will be sustained, or that fluctuations in the price of the Common Shares will not

occur. The market price of the Common Shares at any given point in time may not accurately reflect the Corporation's long-term value. Securities class action litigation has often been brought against companies following periods of volatility in the market price of their securities. The Corporation may in the future be the target of similar litigation. Securities litigation could result in substantial costs and damages and divert management's attention and resources.

Volatility of Commodity Prices

The development of the Corporation's properties is dependent on the future prices of minerals and metals. As well, should any of the Corporation's properties eventually enter commercial production, the Corporation's profitability will be significantly affected by changes in the market prices of minerals and metals.

Precious metals prices are subject to volatile price movements, which can be material and occur over short periods of time and which are affected by numerous factors, all of which are beyond the Corporation's control. Such factors include, but are not limited to, interest and exchange rates, inflation or deflation, fluctuations in the value of the U.S. dollar and foreign currencies, global and regional supply and demand, speculative trading, the costs of and levels of precious metals production, and political and economic conditions. Such external economic factors are in turn influenced by changes in international investment patterns, monetary systems, the strength of and confidence in the U.S. dollar (the currency in which the prices of precious metals are generally quoted), and political developments.

The effect of these factors on the prices of precious metals, and therefore the economic viability of any of the Corporation's exploration projects, cannot be accurately determined. The prices of commodities have historically fluctuated widely, and future price declines could cause the development of (and any future commercial production from) the Corporation's properties to be impracticable or uneconomical. As such, the Corporation may determine that it is not economically feasible to commence commercial production at some or all of its properties, which could have a material adverse impact on the Corporation's financial performance and results of operations. In such a circumstance, the Corporation may also curtail or suspend some or all of its exploration activities.

Acquiring Title

The acquisition of title to mineral properties is a very detailed and time-consuming process. The Corporation may not be the registered holder of some or all of the claims and concessions comprising the Windfall Lake Project or any of the mineral projects of the Corporation. These claims or concessions may currently be registered in the names of other individuals or entities, which may make it difficult for the Corporation to enforce its rights with respect to such claims or concessions. There can be no assurance that proposed or pending transfers will be effected as contemplated. Failure to acquire title to any of the claims or concessions at one or more of the Corporation's projects may have a material adverse impact on the financial condition and results of operation of the Corporation.

Title Matters

Once acquired, title to, and the area of, mineral properties may be disputed. There is no guarantee that title to one or more claims or concessions at the Corporation's projects will not be challenged or impugned. There may be challenges to any of the Corporation's titles which, if successful, could result in the loss or reduction of the Corporation's interest in such titles. The Corporation's properties may be subject to prior unregistered liens, agreements, transfers or claims, and title may be affected by, among other things, undetected defects. In addition, the Corporation may be unable to operate its properties as permitted or to enforce its rights with respect to its properties. The failure to comply with all applicable laws and regulations, including a failure to pay taxes or to carry out and file assessment work, can lead to the unilateral termination of concessions by mining authorities or other governmental entities.

Uncertainty and Inherent Sample Variability

Although the Corporation believes that the estimated mineral resources and mineral reserves at the Windfall Lake Project have been delineated with appropriately spaced drilling, there exists inherent variability between duplicate samples taken adjacent to each other and between sampling points that cannot be reasonably eliminated. There also may be unknown geologic details that have not been identified or correctly appreciated at the current level of delineation. This results in uncertainties that cannot be reasonably eliminated from the estimation process. Some of the resulting variances can have a positive effect and others can have a negative effect on mining and processing operations.

Reliability of Mineral Resources Estimates

Mineral resources are estimates only, 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. Mineral resource estimates may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing and other relevant issues. There are numerous uncertainties inherent in estimating mineral resources, including many factors beyond the Corporation's control. Such estimation is a subjective process, and the accuracy of any mineral resource estimate is a function of the quantity and quality of available data, the nature of the mineralized body and of the assumptions made and judgments used in engineering and geological interpretation. These estimates may require adjustments or downward revisions based upon further exploration or development work or actual production experience.

Fluctuations in gold or silver prices, results of drilling, metallurgical testing and production, the evaluation of mine plans after the date of any estimate, permitting requirements or unforeseen technical or operational difficulties, may require revision of mineral resource estimates. Should reductions in mineral resources occur, the Corporation may be required to take a material write-down of its investment in mining properties, reduce the carrying value of one or more of its assets or delay or discontinue production or the development of new projects, resulting in increased net losses and reduced cash flow. Mineral resources should not be interpreted as assurances of mine life or of the profitability of current or future operations. Any material reductions in estimates of mineral resources could have a material adverse effect on the Corporation's results of operations and financial condition.

Mineral resources are not mineral reserves and have a greater degree of uncertainty as to their existence and feasibility. There is no assurance that mineral resources will be upgraded to proven or probable mineral reserves.

Uncertainty Relating to Inferred Mineral Resources

Inferred mineral resources are not mineral reserves and do not have demonstrated economic viability. Due to the uncertainty which may attach to inferred mineral resources, there is no assurance that inferred mineral resources will be upgraded to proven and probable mineral reserves as a result of continued exploration.

Term and Extension of Concession Contracts

Non-compliance with concession contracts may lead to their early termination by the relevant mining authorities or other governmental entities. A company whose concession contracts were subject to termination could be prevented from being issued new concessions or from keeping the concessions that it already held. The Corporation is not aware of any cause for termination or any investigation or procedure aimed at the termination of any of its concession contracts.

Governmental Regulation

The mineral exploration and development activities of the Corporation are subject to various laws governing prospecting, development, production, taxes, labour standards and occupational health, mine safety, toxic substances, land use, water use, land claims of local people and other matters in local areas of operation. Although the Corporation's exploration and development activities are currently carried out in accordance with all applicable rules and regulations, no assurance can be given that new rules and regulations will not be enacted or that existing rules and regulations will not be applied in a manner which could limit or curtail exploration, development or production. Amendments to current laws and regulations governing the Corporation's operations, or more stringent implementation thereof, could have an adverse impact on the Corporation's business and financial condition.

The Corporation's operations may be subject to environmental regulations promulgated by government agencies from time to time. Environmental legislation provides for restrictions and prohibitions on spills, releases or emissions of various substances produced in association with certain mining operations, such as seepage from tailings disposal areas, which would result in environmental pollution. A breach of such legislation may result in the imposition of fines and penalties. In addition, certain types of operations require the submission and approval of environmental impact assessments. Environmental legislation is evolving in a manner that means standards are stricter, and enforcement, fines and penalties for non-compliance are more stringent. Environmental assessments of proposed projects carry a heightened degree of responsibility for companies and their directors, officers and employees. The cost of compliance with changes in governmental regulations has the potential to reduce the profitability of the Corporation's future operations.

Failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions, including orders issued by regulatory or judicial authorities that could cause operations to cease or be curtailed. Other enforcement actions may include corrective measures

requiring capital expenditures, the installation of additional equipment or remedial actions. Parties engaged in mining operations may be required to compensate those suffering loss or damage by reason of such mining activities and may have civil or criminal fines or penalties imposed upon them for violations of applicable laws or regulations.

Permitting

The operations of the Corporation require licenses and permits from various governmental authorities. The Corporation will use its best efforts to obtain all necessary licenses and permits to carry on the activities which it intends to conduct, and it intends to comply in all material respects with the terms of such licenses and permits. However, there can be no guarantee that the Corporation will be able to obtain and maintain, at all times, all necessary licenses and permits required to undertake its proposed exploration and development, or to place its properties into commercial production and to operate mining facilities thereon. In the event of commercial production, the cost of compliance with changes in governmental regulations has the potential to reduce the profitability of operations or preclude the economic development of the Corporation's properties.

With respect to environmental permitting, the development, construction, exploitation and operation of mines at the Corporation's projects may require the granting of environmental licenses and other environmental permits or concessions by the competent environmental authorities. Required environmental permits, licenses or concessions may take time and/or be difficult to obtain, and may not be issued on the terms required by the Corporation. Operating without the required environmental permits may result in the imposition of fines or penalties as well as criminal charges against the Corporation for violations of applicable laws or regulations.

Surface Rights

The Corporation does not own all of the surface rights at its properties and there is no assurance that surface rights owned by the government or third parties will be granted, nor that they will be on reasonable terms if granted. Failure to acquire surface rights may impact the Corporation's ability to access its properties, as well as its ability to commence and/or complete construction or production, any of which would have a material adverse effect on the profitability of the Corporation's future operations.

Dependence on Key Personnel

The Corporation's future growth and its ability to develop depend, to a significant extent, on its ability to attract and retain highly qualified personnel. The Corporation relies on a limited number of key employees, consultants and members of senior management, and there is no assurance that the Corporation will be able to retain such personnel. The loss of one or more key employees, consultants or members of senior management, if such persons are not replaced, could have a material adverse effect on the Corporation's business, financial condition and prospects. The Corporation currently does not have key person insurance on these individuals.

To operate successfully and manage its potential future growth, the Corporation must attract and retain highly qualified engineering, managerial and financial personnel. The Corporation faces intense competition for qualified personnel in these areas, and there can be no certainty that the

Corporation will be able to attract and retain qualified personnel. If the Corporation is unable to hire and retain additional qualified personnel in the future to develop its properties, its business, financial condition and operating results could be adversely affected.

Uninsurable Risks

Mining operations generally involve a high degree of risk. Exploration, development and production operations on mineral properties involve numerous risks, including but not limited to unexpected or unusual geological operating conditions, seismic activity, rock bursts, cave-ins, fires, floods, landslides, earthquakes and other environmental occurrences, risks relating to the shipment of precious metal concentrates or ore bars, and political and social instability, any of which could result in damage to, or destruction of, the mine and other producing facilities, damage to life or property, environmental damage and possible legal liability. Although the Corporation believes that appropriate precautions to mitigate these risks are being taken, operations are subject to hazards such as equipment failure or failure of structures, which may result in environmental pollution and consequent liability. It is not always possible to obtain insurance against all such risks and the Corporation may decide not to insure against certain risks because of high premiums or other reasons. Should such liabilities arise, they could reduce or eliminate the Corporation's future profitability and result in increasing costs and a decline in the value of the Common Shares. The Corporation does not maintain insurance against title, political or environmental risks.

While the Corporation may obtain insurance against certain risks in such amounts as it considers adequate, the nature of these risks is such that liabilities could exceed policy limits or be excluded from coverage. The potential costs that could be associated with any liabilities not covered by insurance or in excess of insurance coverage may cause substantial delays and require significant capital outlays, thereby adversely affecting the Corporation's business and financial condition.

Global Financial Conditions

Current global financial conditions have been subject to increased volatility, and access to public financing, particularly for junior resource companies, has been negatively impacted. These factors may impact the ability of the Corporation to obtain equity or debt financing in the future and, if obtained, such financing may not be on terms favourable to the Corporation. If increased levels of volatility and market turmoil continue, the Corporation's operations could be adversely impacted and the value and price of the Common Shares could be adversely affected.

Information Systems Security Threats

The Corporation's operations depend upon information technology systems which may be subject to disruption, damage or failure from different sources, including, without limitation, installation of malicious software, computer viruses, security breaches, cyber-attacks and defects in design.

Although to date the Corporation has not experienced any material losses relating to cyber attacks or other information security breaches, there can be no assurance that the Corporation will not incur such losses in the future. The Corporation's risk and exposure to these matters cannot be fully mitigated because of, among other things, the evolving nature of these threats. As a result, cyber security and the continued development and enhancement of controls, processes and practices designed to protect systems, computers, software, data and networks from attack, damage or

unauthorized access remain a priority. As cyber threats continue to evolve, the Corporation may be required to expend additional resources to continue to modify or enhance protective measures or to investigate and remediate any security vulnerabilities.

Competition

The mineral exploration and mining business is competitive in all of its phases. In the search for and acquisition of attractive mineral properties, the Corporation competes with numerous other companies and individuals, including competitors with greater financial, technical and other resources. The Corporation's ability to acquire properties in the future will depend on its ability to select and acquire suitable producing properties or prospects for mineral exploration. There is no assurance that the Corporation will continue to be able to compete successfully with its competitors in acquiring such properties or prospects, nor that it will be able to develop any market for the raw materials that may be produced from its properties. Any such inability could have a material adverse effect on the Corporation's business and financial condition.

Option and Joint Venture Agreements

The Corporation has and may continue to enter into option agreements and/or joint ventures as a means of gaining property interests and raising funds. Any failure of any partner to meet its obligations to the Corporation or other third parties, or any disputes with respect to third parties' respective rights and obligations, could have a negative impact on the Corporation. Pursuant to the terms of certain of the Corporation's existing option agreements, the Corporation is required to comply with exploration and community relations obligations, among others, any of which may adversely affect the Corporation's business, financial results and condition.

Under the terms of such option agreements the Corporation may be required to comply with applicable laws, which may require the payment of maintenance fees and corresponding royalties in the event of exploitation/production. The costs of complying with option agreements are difficult to predict with any degree of certainty; however, were the Corporation forced to suspend operations on any of its concessions or pay any material fees, royalties or taxes, it could result in a material adverse effect to the Corporation's business, financial results and condition.

The Corporation may be unable to exert direct influence over strategic decisions made in respect of properties that are subject to the terms of these agreements, and the result may be a materially adverse impact on the strategic value of the underlying concessions.

Mergers and Amalgamations

The ability to realize the benefits of any merger or amalgamation completed by the Corporation will depend in part on successfully consolidating functions and integrating operations, procedures and personnel in a timely and efficient manner. This integration will require the dedication of substantial management effort, time and resources which may divert management's focus and resources from other strategic opportunities of the Corporation following completion of any such arrangement, and from operational matters during such a process.

Community Relationships

The Corporation's relationships with the communities in which it operates are critical to ensure the future success of its existing operations and the construction and development of its projects.

The Windfall Lake Project is located in the region of Eeyou Istchee (James Bay) on Category III lands and aboriginals have shown an interest in the territory. The Windfall Project site falls within the Traditional Territory of the Waswanipi Cree First Nation. The Corporation has an advanced exploration agreement in place with the Cree First Nation of Waswanipi, the Grand Council of the Crees Eeyou Istchee, and the Cree Regional Authority. In addition, informal and formal discussions have been held with some stakeholders. As the Windfall Lake Project progresses Osisko will engage both the aboriginal and non-aboriginal stakeholders to inform and consult the First Nations and the public on the Windfall Lake Project activities, to address their concerns and to collect their comments. Other agreements may have to be negotiated with the First Nations involved as the Windfall Project progresses.

While the Corporation is committed to operating in a socially responsible manner and working towards entering into agreements in satisfaction of such requirements, there is no guarantee that its efforts will be successful, in which case interventions by third parties could have a material adverse effect on the Corporation's business, financial position and operations.

Conflicts of Interest

Certain directors and officers of the Corporation also serve as directors and/or officers of other companies involved in natural resource exploration, development and mining operations. Consequently, there exists the possibility for such directors and officers to be in a position of conflict. The directors of the Corporation are required by law to act honestly and in good faith with a view to the best interests of the Corporation, and to disclose any interest they may have in any project or opportunity of the Corporation. In addition, each of the directors is required by law to declare his or her interest in and refrain from voting on any matter in which he or she may have a conflict of interest, in accordance with applicable laws.

Infrastructure

Mining, processing, development and exploration activities depend, to one degree or another, on adequate infrastructure. Reliable roads, bridges, power sources and water supplies, as well as the location of population centres and pools of labour, are important determinants which affect capital and operating costs. Unusual or infrequent weather phenomena, sabotage, government or other interference in the maintenance or provision of such infrastructure could impact the Corporation's ability to explore its properties, thereby adversely affecting its business and financial condition.

The Outstanding Common Shares Could be Subject to Dilution

The exercise of stock options and warrants already issued by the Corporation and the issuance of additional equity securities in the future could result in dilution in the equity interests of holders of Common Shares.

No Dividends Policy

The Corporation has not declared a dividend since incorporation and does not anticipate doing so in the foreseeable future. Any future determination as to the payment of dividends will be at the discretion of the Board and will depend on the availability of profit, operating results, the financial position of the Corporation, future capital requirements and general business and other factors considered relevant by the directors of the Corporation. No assurances in relation to the payment of dividends can be given. See *"Dividends or Distributions"*.

DIVIDENDS OR DISTRIBUTIONS

There are no restrictions in the Corporation's articles or by-laws or pursuant to any agreement or understanding which could prevent the Corporation from paying dividends. The Corporation has never declared or paid any dividends on any class of securities. The Corporation currently intends to retain future earnings, if any, to fund the development and growth of its business, and does not intend to pay any cash dividends on the Common Shares for the foreseeable future. Any decision to pay dividends on the Common Shares in the future will be made by the Board on the basis of earnings, financial requirements and other conditions existing at the time.

DESCRIPTION OF CAPITAL STRUCTURE

Common Shares

The Corporation's authorized capital stock consists of an unlimited number of Common Shares, of which 260,916,588 Common Shares are issued and outstanding as of March 5, 2019.

All Common Shares rank equally as to dividends, voting powers and participation in the distribution of assets. All holders of Common Shares are entitled to receive notice of any meetings of shareholders of the Corporation, and to attend and cast one vote per Common Share at all such meetings. Holders of Common Shares do not have cumulative voting rights with respect to the election of directors. Holders of Common Shares are entitled to receive on a pro rata basis such dividends, if any, as and when declared by the Board at its discretion from funds legally available therefor, and upon the liquidation, dissolution or winding up of the Corporation are entitled to receive on a pro rata basis the net assets of the Corporation after payment of liabilities, in each case subject to the rights, privileges, restrictions and conditions attaching to any other series or class of shares ranking senior in priority to or on a pro rata basis with the holders of Common Shares with respect to dividends or liquidation. The Common Shares do not carry any pre-emptive, subscription, redemption or conversion rights, nor do they contain any sinking or purchase fund provisions.

The Corporation's share option plan permits the Corporation's Board to grant to directors, officers, consultants and employees of the Corporation share options to purchase from the Corporation a designated number of authorized but unissued Common Shares up to but not exceeding 10% of the issued and outstanding Common Shares, less any Common Shares reserved for issuance under share options granted under share compensation arrangements other than the share option plan, at any point in time. As at March [•], 2019, there were [•] options to acquire Common Shares outstanding.

Warrants

As at March 5, 2019, there were 360,724 warrants to acquire Common Shares outstanding.

MARKET FOR SECURITIES

Trading Price and Volume

Common Shares

The Common Shares trade on the TSX under the symbol "OSK". The following table sets out the high and low trading prices, as well as the trading volume, for the Common Shares on the TSX for each month of the fiscal year ended December 31, 2018.

	Price Range ($)		
Month	**High**	**Low**	**Total Volume**
January 2018	3.77	3.14	8,570,984
February 2018	3.65	2.68	17,551,285
March 2018	2.85	2.39	11,204,230
April 2018	2.97	2.34	9,745,011
May 2018	2.87	2.01	19,492,941
June 2018	2.34	1.61	14,637,396
July 2018	2.33	1.79	12,023,311
August 2018	2.28	1.60	31,602,551
September 2018	2.69	1.98	15,453,394
October 2018	3.44	2.28	22,235,824
November 2018	2.87	2.19	9,730,834
December 2018	3.10	2.42	9,713,470

Prior Sales of Unlisted Securities

During the financial year ended December 31, 2018, other than issuances of Common Shares, the Corporation issued options to acquire Common Shares ("**Options**"), Restricted Share Units ("**RSUs**") and Deferred Share Units ("**DSUs**").

Options

During the financial year ended December 31, 2018, the Corporation issued the following Options.

Date of Issuance	**Number of Options Issued**	**Exercise Price per Common Share ($)**	**Expiry Date**
January 11, 2018	3,740,000	3.46	January 11, 2023
July 27, 2018	700,000	2.23	July 27, 2023
October 15, 2018	200,000	2.56	October 15, 2023
November 9, 2018	30,000	2.73	November 9, 2023

RSUs

During the financial year ended December 31, 2018, the Corporation issued the following RSUs which, pursuant to the RSU Plan, upon vesting, may be settled by the Corporation (i) in Common Shares issued from treasury equal in number to the vested RSUs in a participants account on the settlement date, (ii) a lump sum payment in cash equal to the number of vested RSUs recorded in a participant's account multiplied by the market value of a Common Share on settlement, or (iii) any combination thereof. Market value of Common Shares on settlement is the volume weighted average price of Common Shares traded on the Toronto Stock Exchange for the five consecutive trading days prior to such date.

Date of Issuance	Number of RSUs Issued	Vesting Date
June 22, 2018	25,000	June 22, 2021
October 15, 2018	425,000	October 15, 2021

DSUs

During the financial year ended December 31, 2018, the Corporation issued an aggregate of 250,000 DSUs, which, pursuant to the DSU Plan, may be settled by the Corporation (i) in Common Shares issued from treasury equal in number to one Common Share for each DSU credited to a participants account on the settlement date, (ii) pay the participant a lump sum cash payment equal to the market value of one Common Share for each DSU credited to a participants account on settlement, or (iii) a combination thereof. Market value of Common Shares on settlement is the volume weighted average price of Common Shares traded on the Toronto Stock Exchange for the five consecutive trading days prior to such date. A participant is entitled to settlement of DSUs upon the termination of the mandate of the participant as a member of the Board of Directors of the Corporation for any reason, including death.

EMPLOYEES

As at December 31, 2018, the Corporation had 147 full-time employees.

DIRECTORS AND OFFICERS

The following table sets forth the name and residence of each director and executive officer of the Corporation, as well as such individual's position with the Corporation, period of service as a director (if applicable), and principal occupation(s) within the five preceding years. Each of the directors of the Corporation will hold office until the close of the next annual meeting of shareholders or until the director's successor is elected or appointed.

Name, Province and Country of Residence	Position(s) with Corporation	Date of Appointment as Director	Principal Occupation(s) for Five Preceding Years
John Burzynski(1) Ontario, Canada	President and Chief Executive Officer ("**CEO**") and Director	February 2010	President and CEO of the Corporation since August 2015, previously Chairman and President of the Corporation.
Blair Zaritsky Ontario, Canada	Chief Financial Officer ("**CFO**")	--	CFO of the Corporation since June 2011.
Jose Vizquerra Ontario, Canada	Executive Vice President, Strategic Development	December 2011	Executive Vice President, Strategic Development of the Corporation since June 2016; formerly Senior Vice President and Chief Operating Officer of the Corporation and, prior to that, President and Chief Executive Officer of the Corporation
Robert Wares Québec, Canada	Executive Vice President, Exploration and Resource Development	--	Executive Vice President of Exploration and Resource Development of the Corporation since October 2016; formerly Chief Geologist, Osisko Gold Royalties Ltd. up to August 2016; up to January 2016 President and CEO, NioGold Mining Corporation
Sean Roosen(3) Québec, Canada	Chairman	August 2015	Chair and CEO, Osisko Gold Royalties Ltd. since June 2014; formerly, President and CEO, Osisko Mining Corporation.
Patrick F.N. Anderson(4) Ontario, Canada	Director	August 2012	CEO, Dalradian Resources Inc.; formerly, President and CEO, Aurelian Resources Inc.
Keith McKay(1)(2)(3)(4) Ontario, Canada	Director	August 2012	Chief Financial Officer, Dalradian Resources Inc. since June 2010.
Bernardo Alvarez Calderon(2)(3) Lima, Peru	Director	April 2014	President and Chief Executive Officer, Analytica Mineral Services since January 2005.
Amy Satov(2)(3)(4) Québec, Canada	Director	March 2017	Since November 2018, CEO and director of BL Solutions Inc. From 2012 to 2018, President and Chief Executive Officer, Litron Distributors Ltd.

Notes:

(1) Member of the Sustainable Development Committee. Mr. Vizquerra is the Chair.
(2) Member of the Compensation Committee. Mr. Calderon is the Chair. Ms. Satov became a member of the Compensation Committee effective June 8, 2017 replacing Sean Roosen.
(3) Member of the Audit Committee. Mr. McKay is the Chair. Ms. Satov became a member of the Audit Committee effective October 1, 2017.
(4) Member of the Corporate Governance and Nominating Committee. Ms. Satov is the Chair since June 8, 2017.

Based on the disclosure available on the System for Electronic Disclosure by Insiders ("**SEDI**"), as of the date of this AIF, the directors and executive officers of the Corporation (as listed in this AIF), as a group, beneficially owned, or controlled or directed, directly or indirectly, a total of 10,764,183 Common Shares, representing approximately 4.13% of the total number of Common Shares outstanding.

Set forth below is a brief description of the background of the directors and executive officers of the Corporation, including a description of each individual's principal occupation(s) within the past five years.

John Burzynski, President, Chief Executive Officer and Director

Mr. Burzynski currently serves as the President and CEO since August 2015 and has been a director of the Corporation since incorporation in February 2010. Mr. Burzynski is currently a director of Osisko Royalties, and up until 2014, he was also Senior Vice President, New Business Development at Osisko Royalties. Mr. Burzynski holds a Bachelor of Science (Honours) degree in geology from Mount Allison University, and a Master of Science in exploration and mineral economics from Queen's University. He is a registered P.Geo. in the province of Québec, and has over 25 years of experience as a professional geologist on international mining and development projects.

Blair Zaritsky, Chief Financial Officer

Mr. Zaritsky currently serves as the CFO of the Corporation since June 2011. Prior to the 2014 Arrangement, he was also the CFO of OEL. Mr. Zaritsky possesses over ten years of Canadian public practice experience with exposure to various types of engagements and clients, gained through managing audit engagements of publicly listed companies traded on the TSX, TSX Venture Exchange and Canadian National Stock Exchange. He obtained his Chartered Professional Accountant designation in 2003 and holds dual Bachelor of Arts degrees in accounting and economics from Brock University and Western University, respectively.

Jose Vizquerra, Executive Vice President, Strategic Development and Director

Mr. Vizquerra currently serves as Executive Vice President, Strategic Development of the Corporation since October 2016. From August 2011 until the completion of the 2015 Arrangement, Mr. Vizquerra served as President and CEO of the Corporation. Mr. Vizquerra has a Bachelor's degree in Civil Engineering from the Universidad Peruana de Ciencias Aplicadas, a Master's of Science in mineral exploration from Queen's University, and a Diploma in Finance from Universidad del Pacifico. He currently also serves as a director of Discovery Metals Inc, Alio Gold and Sierra Metals Inc. In March 2019. Mr Vizquerra is currently finishing the General Management Program (GMP) at the Wharton School of Business. Mr. Vizquerra received the Peter Munk Award for Young Mining Professionals.

Robert Wares, Executive Vice President, Exploration and Resource Development

Mr. Wares currently serves as Executive Vice President, Exploration and Resource Development since October 2016 and was a director of the Corporation until June 2018. Prior to the NioGold Arrangement, Mr. Wares was President, CEO and director of NioGold Mining Corporation. Mr. Wares is a professional geologist with over 35 years of experience in mineral exploration and development. Mr. Wares has a BSc. and an Honorary Doctorate in Earth Sciences from McGill University.

Sean Roosen, Chairman

Mr. Roosen currently serves as Chairman of the Corporation. He is also the Chair of the Board of Directors and Chief Executive Officer of Osisko Royalties since June 2014. Prior to this, Mr. Roosen was the President and Chief Executive Officer of Osisko Mining Corporation. Mr. Roosen has over 30 years of progressive experience in the mining industry. Mr. Roosen is a graduate of the Haileybury School of Mines and has had various progressive positions in the mining industry both domestically and internationally.

Patrick F.N. Anderson, Lead Director

Patrick Anderson is currently the CEO of Dalradian Resources Inc and sits on the board of Strongbow Exploration Inc. Mr. Anderson is an exploration geologist, entrepreneur and business executive with over 25 years of experience working in the resource sector in South America, North America and Europe. Mr. Anderson was a director, President, Chief Executive Officer and co-founder of Aurelian Resources Inc. ("**Aurelian**") which discovered a 13.7 million ounce gold deposit in 2006 and was acquired by Kinross Gold in 2008. He was named Mining Man of the Year by The Northern Miner in 2009 and received the Prospectors and Developers Association of Canada's ("**PDAC**") Thayer Lindsley award for an international mineral discovery in 2008. Mr. Anderson received a degree in geology from the University of Toronto.

Keith McKay, Director

Mr. McKay currently serves as a director of the Corporation since August 2012. His current principal occupation is Chief Financial Officer of Dalradian Resources Inc. since June 2010. Mr. McKay is a Chartered Professional Accountant with extensive experience in the mining industry, including public company reporting requirements, financing, and merger and acquisition transactions. Mr. McKay received his C.A. designation in 1981 with Coopers & Lybrand (now PricewaterhouseCoopers LLP) and holds a Bachelor of Arts Degree from the University of Western Ontario.

Bernardo Alvarez Calderon, Director

Mr. Calderon was appointed as a director of the Corporation on April 14, 2014. His current principal occupation is Chief Executive Officer of Analytica Mineral Services since January 2005. Mr. Alvarez Calderon has taken the Owners/President Management Program at the Harvard Business School and holds a Bachelor of Science in geological engineering from the Colorado School of Mines.

Amy Satov, Director

Amy Satov, B.A., LL.B., M.B.A. is the Chief Executive Officer of BL Solutions Inc., a national lighting distributor. Ms. Satov is also currently a director and chair of the compensation committee of Osisko Metals and is a director and chair of the audit committee of Cannara Biotech Inc. (formerly Dunbar Capital Corp.). Up to 2012, Ms. Satov was the Executive Vice President of Legal, Compliance and Distribution and Corporate Secretary of DundeeWealth, a wealth management company with $80 billion of assets under management that was acquired by The Bank of Nova Scotia in 2011. Ms. Satov was in charge of all legal and compliance matters, was

actively involved in DundeeWealth's expansion into Europe and the U.S. and sat on various subsidiary boards. Ms. Satov advised on all M&A activities as well as securities, regulatory and other corporate commercial matters. In 2010, Ms. Satov was recognized by Strathmore's "Who's Who" for excellence and achievement in her profession.

Cease Trade Orders, Bankruptcies, Penalties or Sanctions

Other than as set out below, no individual set forth in the above table is, as at the date hereof, or was, within 10 years before the date hereof, a director, chief executive officer or chief financial officer of any company (including the Corporation) that:

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

(b) was subject to a cease trade order, an order similar to a cease trade order or an order that denied the relevant company access to any exemption under securities legislation, that was in effect for a period of more than 30 consecutive days, that was issued after such individual ceased to be a director, chief executive officer or chief financial officer, and which resulted from an event that occurred while such individual was acting in the capacity as director, chief executive officer or chief financial officer.

Other than as set out below, no individual set forth in the above table or shareholder holding a sufficient number of securities of the Corporation to affect materially the control of the Corporation, nor any personal holding company of any such individual:

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

(b) has, within the 10 years before the date hereof, become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, become subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets of such individual; or

(c) has been subject to (i) any penalties or sanctions imposed by a court relating to securities legislation or by a securities regulatory authority, or has entered into a settlement agreement with a securities regulatory authority; or (ii) any other penalties or sanctions imposed by a court or regulatory body that would likely be considered important to a reasonable investor in making an investment decision.

Up to November 2018, Amy Satov was the Chief Executive Officer and a director of Litron Distributors Ltd., which filed a Notice of Intention under the *Bankruptcy Act* on September 14, 2018 to stay its creditors, and a Receiver was appointed.

Conflicts of Interest

Sean Roosen, Chairman of the Board of the Corporation and John Burzynski, President and CEO of the Corporation are also directors and/or officers of Osisko Royalties, a company which owns more than 10% of the Corporation and has certain rights in respect of Osisko pursuant to the Osisko Royalties Investment Agreement. Certain of the officers and directors of the Corporation also serve as directors and/or officers of other companies involved in the mineral exploration and development business, and consequently there exists the possibility for such officers or directors to be in a position of conflict. Any decision made by any such officers or directors involving the Corporation will be made in accordance with their duties and obligations under the laws of the Province of Ontario and Canada.

LEGAL PROCEEDINGS AND REGULATORY ACTIONS

The Corporation is not and was not a party to, and none of its property is or was the subject of, any legal proceedings during the Corporation's most recently completed financial year, nor does the Corporation contemplate any such legal proceedings.

No penalties or sanctions have been imposed against the Corporation (i) by a court relating to securities legislation or (ii) by a securities regulatory authority, nor has the Corporation entered into any settlement agreements (a) before a court relating to securities legislation or (b) with a securities regulatory authority, during the Corporation's most recently completed financial year, nor has a court or regulatory body imposed any other penalties or sanctions against the Corporation.

INTERESTS OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

Except as disclosed elsewhere in this AIF, no (a) director or executive officer, (b) person or company that beneficially owns, controls or directs, directly or indirectly, more than 10% of the Common Shares, nor (c) associate or affiliate of any of the persons or companies referred to in (a) or (b) has, or has had within the three most recently completed financial years before the date hereof, any material interest, direct or indirect, in any transaction that has materially affected or is reasonably expected to materially affect the Corporation or any of its subsidiaries.

TRANSFER AGENT AND REGISTRAR

The transfer agent and registrar of the Corporation is TSX Trust Company, and the register of Common Shares and registers of transfers are maintained at its Toronto office.

MATERIAL CONTRACTS

The only material contracts that the Corporation has entered into (i) since the beginning of its most recently completed financial year or (ii) before the beginning of its most recently completed financial year and that are still in effect, other than contracts entered into in the ordinary course of

business, are as follows (copies of which are available on SEDAR (www.sedar.com) under Osisko's issuer profile):

(a) Osisko Royalties Investment Agreement (see *"Corporate Structure – The Corporation"*); and

(b) the underwriting agreement dated September 18, 2018 between the Corporation and Canaccord Genuity Corp., Haywood Securities Inc. relating to the September 2018 Offering (see *"Description of the Business – Three Year History – 2018"*).

AUDIT COMMITTEE

The Audit Committee's Charter

The Board has adopted a Charter for the Audit Committee, which sets out the Audit Committee's mandate, organization, powers and responsibilities. The full text of the Audit Committee Charter is attached hereto as Schedule "A".

Composition of the Audit Committee

The members of the Audit Committee are Keith McKay (Chair), Sean Roosen, Bernardo Alvarez Calderon and Amy Satov. All of the members of the Audit Committee are 'independent' and all of the members of the Audit Committee are considered 'financially literate' (as such terms are defined in National Instrument 52-110).

Name of Member	Independent[(1)]	Financially Literate[(2)]
Keith McKay (Chair)	Yes	Yes
Sean Roosen	Yes	Yes
Bernardo Alvarez Calderon	Yes	Yes
Amy Satov	Yes	Yes

Notes:

(1) To be considered independent, a member of the Audit Committee must not have any direct or indirect "material relationship" with the Corporation. A "material relationship" is a relationship which could, in the view of the Board, be reasonably expected to interfere with the exercise of a member's independent judgment.

(2) To be considered financially literate, a member of the Audit Committee must have the ability to read and understand a set of financial statements that present a breadth and level of complexity of accounting issues that are generally comparable to the breadth and complexity of issues that can reasonably be expected to be raised by the Corporation's financial statements.

Relevant Education and Experience

Keith McKay (Chair): Mr. McKay brings approximately 30 years of financial management and risk assessment experience to the Audit Committee. Mr. McKay is currently the CFO of Dalradian Resources Inc., and has also been CFO of the following other companies: Continental Gold Limited, Andina Minerals Inc. and Aurelian Resources Inc. Mr. McKay is currently a director of the Corporation, and has also been a director of Noront Resources Ltd. He also previously served in a variety of other financial roles across the mining, engineering, and banking industries. Mr. McKay obtained his Chartered Professional Accountant designation at Coopers & Lybrand (now

PricewaterhouseCoopers LLP) and, as a Chartered Professional Accountant, he has experience in preparing, auditing, analyzing and evaluating financial statements; understanding internal controls and procedures for financial reporting; and evaluating the accounting principles used by the Corporation to prepare its financial statements.

Sean Roosen: Mr. Roosen is Chairman and CEO of Osisko Gold Royalties Ltd and was formerly President and CEO of Osisko Mining Corporation, which he co-founded. He led the transition of Osisko Mining Corporation from a junior exploration company to a leading intermediate gold producer. He was responsible for leading the strategic development of Osisko Mining Corporation and was instrumental in securing the necessary financing to fund the development of the $1 billion Canadian Malartic Mine, Osisko's flagship asset. Mr. Roosen is a founding member and supervisory board member of Eurasia Holdings A.G., a European based venture capital fund. He is also a supervisory board member of Eurasia Resource Holdings A.G. Mr. Roosen also sits on the board of directors of the following publicly listed companies:Barkerville Gold Mines Ltd., Victoria Gold Corp., Falco Resources Ltd. and Condor Petroleum Inc. Mr. Roosen is a graduate of the Haileybury School of Mines and has had various progressive positions in the mining industry both domestically and internationally. Mr. Roosen, through his education and experiences, has developed a broad understanding of accounting principles used by the Corporation to prepare its financial statements

Bernardo Alvarez Calderon: Mr. Calderon has served as CEO of Analytica Mineral Services since January 2005. Mr. Alvarez Calderon has also taken the Owners/President Management Program at the Harvard Business School and holds a Bachelor of Science in geological engineering from the Colorado School of Mines. Through his education and experience he has a broad based understanding of the accounting principles used by the Corporation to prepare its financial statements. He is well-versed in mining and community issues as well as business risks.

Amy Satov, B.A., LL.B., M.B.A. is the Chief Executive Officer of BL Solutions Inc., a national lighting distributor. Ms. Satov is also currently a director and chair of the compensation committee of Osisko Metals and is a director and chair of the audit committee of Cannara Biotech Inc. (formerly Dunbar Capital Corp.). Up to 2012, Ms. Satov was the Executive Vice President of Legal, Compliance and Distribution and Corporate Secretary of DundeeWealth, a wealth management company with $80 billion of assets under management that was acquired by The Bank of Nova Scotia in 2011. Ms. Satov was in charge of all legal and compliance matters, was actively involved in DundeeWealth's expansion into Europe and the U.S. and sat on various subsidiary boards. Ms. Satov advised on all M&A activities as well as securities, regulatory and other corporate commercial matters. In 2010, Ms. Satov was recognized by Strathmore's "Who's Who" for excellence and achievement in her profession.

For more information see "*Directors and Officers*".

Pre-Approval Policies and Procedures

In the event that the Corporation wishes to retain the services of the Corporation's external auditors for tax compliance, tax advice or tax planning, the Chief Financial Officer of the Corporation shall consult with the Chair of the Audit Committee, who shall have the authority to approve or

disapprove such non-audit services on behalf of the Audit Committee. All other non-audit services shall be approved or disapproved by the Audit Committee as a whole.

The CFO of the Corporation shall maintain a record of non-audit services approved by the Chair of the Audit Committee or the Audit Committee for each financial year, and shall provide a report to the Audit Committee no less frequently than on a quarterly basis.

External Auditor Service Fees

The following table discloses the fees charged to the Corporation by its external auditor during the last two financial years:

Financial Year Ending	Audit Fees[(1)]	Audit-Related Fees[(2)]	Tax Fees[(3)]	All Other Fees
December 31, 2018	$150,000	Nil	Nil	Nil
December 31, 2017	$118,873	Nil	$8,400	Nil

Notes:

(1) The aggregate fees charged for professional services rendered by the auditor for the audit of the Corporation's annual financial statements and interim reviews of the Corporation's quarterly financial statements.

(2) The aggregate fees charged for assurance and related services that are reasonably related to the performance of the audit or review of the Corporation's financial statements and that are not disclosed in the "Audit Fees" column, including fees billed for due diligence.

(3) The aggregate fees charged for tax compliance, tax advice, and tax planning services.

INTERESTS OF EXPERTS

The independent authors of the Windfall PEA, prepared by BBA Inc. (Colin Hardie, P.Eng. (ON), Jorge Torrealba, P.Eng. (NB), Pierre-Luc Richard, P.Geo.), InnovExplo (Stéphane Faure, P.Geo., Ph.D., Judith St-Laurent, P.Geo., Patrick Frenette, P.Eng.), Golder Associates Ltd. (Michael Bratty, P.Eng. (BC), Anne-Marie Dagenais, P.Eng., Ph.D., Paul Palmer, P.Eng. (ON)), WSP Canada Inc. (Simon Latulippe, P.Eng., Éric Poirier, P.Eng.) and SNC-Lavalin Stavibel Inc. (Luc Gaulin, P.Eng., MBA).

To the knowledge of the Corporation, each of these experts holds less than 1% of the outstanding securities of the Corporation or of any associate or affiliate thereof as of the date hereof. None of the aforementioned firms or persons received, or will receive, any direct or indirect interest in any securities of the Corporation or of any associate or affiliate thereof in connection with the preparation of the report prepared by such person. None of the aforementioned firms or persons, nor any directors, officers or employees of such firms, are currently, or are expected to be elected, appointed or employed as, a director, officer or employee of the Corporation, or of any associate or affiliate of the Corporation.

Certain technical and scientific information contained in this AIF, including in respect of the Windfall Lake Project, was reviewed and approved in accordance with NI 43-101 by Mathieu Savard, Vice President Exploration Québec of the Corporation and a "Qualified Person" as defined in NI 43-101. Mr. Savard is an executive officer of the Corporation and, as at the date hereof, beneficially owns 16,000 Common Shares, 450,000 options to acquire Common Shares and 150,000 RSUs.

PricewaterhouseCoopers LLP, the auditors of the Corporation, prepared an auditors' report to the shareholders of the Corporation on the statement of financial position of the Corporation for the year ended December 31, 2018, and the statements of loss and comprehensive loss, cash flows and changes in shareholders' equity for the year ended December 31, 2018. PricewaterhouseCoopers LLP has advised that it is independent with respect to the Corporation within the meaning of the rules of Professional Conduct of Chartered Professional Accountants of Ontario.

ADDITIONAL INFORMATION

Additional information, including directors' and officers' remuneration and indebtedness, principal holders of the Corporation's securities and securities authorized for issuance under equity compensation plans, as applicable, is contained in the Corporation's management information circular dated May 8, 2018, which is available on SEDAR (www.sedar.com) under Osisko's issuer profile. Additional financial information is provided in the Corporation's financial statements and management's discussion and analysis for the Corporation's most recently completed financial year. Additional information relating to the Corporation may also be found on SEDAR (www.sedar.com) under Osisko's issuer profile.

SCHEDULE "A"

AUDIT COMMITTEE CHARTER

MANDATE

The Audit Committee ("**Committee**") is a committee of the Board of Directors ("**the Board**"). Its primary function shall be to assist the Board in fulfilling its oversight responsibilities with respect to financial reporting and disclosure requirements, the overall maintenance of the systems of internal controls that management has established and the overall responsibility for the Corporation's external and internal audit processes. The Committee's primary duties and responsibilities are to:

(a) conduct such reviews and discussions with management and the external auditors relating to the audit and financial reporting as are deemed appropriate by the Committee;

(b) assess the integrity of internal controls and financial reporting procedures of the Corporation and ensure implementation of such controls and procedures;

(c) review the quarterly and annual financial statements and management's discussion and analysis of the Corporation's financial position and operating results and in the case of the annual financial statements and related management's discussion and analysis, report thereon to the Board for approval of same;

(d) select and monitor the independence and performance of the Corporation's external auditors, including attending at private meetings with the external auditors and reviewing and approving all renewals or dismissals of the external auditors and their remuneration; and

(e) provide oversight of all disclosure relating to, and information derived from, financial statements, management's discussion and analysis and information.

The Committee shall have the power to conduct or authorize investigations appropriate to its responsibilities, and it may request the external auditors, as well as any officer or employee of the Corporation, its external legal counsel or external auditor to attend a meeting of the Committee or to meet with any member(s) or advisors of the Committee.

The Committee shall have unrestricted access to the books and records of the Corporation and has the authority to retain, at the expense of the Corporation, special legal, accounting, or other consultants or experts to assist in the performance of the Committee's duties.

The Committee shall be accountable to the Board. In the course of fulfilling its specific responsibilities hereunder, the Committee shall maintain an open communication between the Corporation's outside auditor and the Board. The responsibilities of a member of the Committee shall be in addition to such member's duties as a member of the Board.

The Committee has the duty to determine whether the Corporation's financial disclosures are complete, accurate, are in accordance with international financial reporting standards ("**IFRS**") and fairly present the financial position and risks of the organization. The Committee should, where it deems appropriate, resolve disagreements, if any, between management and the external auditor, and review compliance with laws and regulations and the Corporation's own policies.

The Committee will provide the Board with such recommendations and reports with respect to the financial disclosures of the Corporation, as it deems advisable.

The Committee shall review and assess the adequacy of this Charter annually and submit any proposed revisions to the Board for approval.

In fulfilling its responsibilities, the Committee will carry out the specific duties set out in this Charter.

AUTHORITY OF THE AUDIT COMMITTEE

The Committee shall have the authority to:

(a) engage independent counsel and other advisors as it determines necessary to carry out its duties;

(b) set and pay the compensation for advisors employed by the Committee; and

(c) communicate directly with the internal and external auditors.

MEMBERSHIP AND COMPOSITION

The Committee and its membership shall meet all applicable legal, regulatory and listing requirements, including, without limitation, those of the Ontario Securities Commission ("**OSC**"), the Toronto Stock Exchange, the *Business Corporations Act* (Ontario) and all applicable securities regulatory authorities.

(a) The Committee shall be composed of three or more directors as shall be designated by the Board from time to time. Unless a Chair is elected by the Board, the members of the Committee shall designate from amongst themselves by majority vote of the full Committee a member who shall serve as Chair. The position description and responsibilities of the Chair are set out in Schedule "[1-A]" attached hereto.

(b) Each member of the Committee shall be "independent" and "financially literate", concept as otherwise permitted under the limited exceptions under National Instrument 52-110 – Audit Committees. An "independent" director is a director who has no direct or indirect material relationship with the Corporation. A "material relationship" is a relationship which, in the view of the Board, could be reasonably expected to interfere with the exercise of the director's independent judgement or a relationship deemed to be a material relationship pursuant to Sections 1.4 and 1.5 of National Instrument 52-110 — Audit Committees, as set out in Schedule "[1-B]" hereto. A "financially literate" director is a director who has the ability to read and

understand a set of financial statements that present a breadth and level of complexity of accounting issues that are generally comparable to the breadth and complexity of the accounting issues that can be reasonably expected to be raised in the Corporation's financial statements.

(c) Each member of the Committee shall sit at the pleasure of the Board, and in any event, only so long as he or she shall be independent. The Committee shall report to the Board.

(d) The Committee shall meet at least quarterly, at the discretion of the Chair or a majority of its members, as circumstances dictate or as may be required by applicable legal or listing requirements. At least 50% of the members of the Committee present, either in person or by telephone, shall constitute a quorum.

(e) If within one hour of the time appointed for a meeting of the Committee, a quorum is not present, the meeting shall stand adjourned to the same hour on the next business day following the date of such meeting at the same place. If at the adjourned meeting a quorum as hereinbefore specified is not present within one hour of the time appointed for such adjourned meeting, such meeting shall stand adjourned to the same hour on the second business day following the date of such meeting at the same place. If at the second adjourned meeting a quorum as hereinbefore specified is not present, the quorum for the adjourned meeting shall consist of the members then present (a "Reduced Quorum").

(f) If, and whenever a vacancy shall exist, the remaining members of the Committee may exercise all of its powers and responsibilities so long as a quorum remains in office or, if applicable, a Reduced Quorum is present in respect of a specific Committee meeting.

(g) The time and place at which meetings of the Committee shall be held, and procedures at such meetings, shall be determined from time to time by the Committee. A meeting of the Committee may be called by letter, telephone, facsimile, email or other communication equipment, by giving at least 48 hours' notice, provided that no notice of a meeting shall be necessary if all of the members are present either in person or by means of conference telephone or if those absent have waived notice or otherwise signified their consent to the holding of such meeting.

(h) Any member of the Committee may participate in the meeting of the Committee by means of conference telephone or other communication equipment, and the member participating in a meeting pursuant to this paragraph shall be deemed, for purposes hereof, to be present in person at the meeting.

(i) The Committee shall keep minutes of its meetings, which shall be available for review by the Board at any time. The Committee may, from time to time, appoint any person who need not be a member, to act as a secretary at any meeting.

(j) Any director of the Corporation may attend meetings of the Committee, and the Committee may invite such officers and employees of the Corporation and its subsidiaries as the Committee may see fit, from time to time, to attend at meetings of the Committee.

(k) Any matters to be determined by the Committee shall be decided by a majority of votes cast at a meeting of the Committee called for such purpose. Actions of the Committee may be taken by an instrument or instruments in writing signed by all of the members of the Committee, and such actions shall be effective as though they had been decided by a majority of votes cast at a meeting of the Committee called for such purpose. The Committee shall report its determinations to the Board at the next scheduled meeting of the Board, or earlier as the Committee deems necessary. All decisions or recommendations of the Committee shall require the approval of the Board prior to implementation, other than those relating to non-audit services and annual audit fees which do not require the approval of the Board.

(l) The Committee members will be elected annually at the first meeting of the Board following the annual general meeting of shareholders.

(m) The Board may at any time amend or rescind any of the provisions hereof, or cancel them entirely, with or without substitution.

RESPONSIBILITIES

(a) **Financial Accounting and Reporting Process and Internal Controls**

(i) The Committee shall review the annual audited and interim financial statements and related management's discussion and analysis before the Corporation publicly discloses this information to satisfy itself that the financial statements are presented in accordance with applicable accounting principles and in the case of the annual audited financial statements and related management's discussion and analysis, report thereon and recommend to the Board whether or not same should be approved prior to their being filed with the appropriate regulatory authorities. With respect to the annual audited financial statements, the Committee shall discuss significant issues regarding accounting principles, practices, and judgments of management with management and the external auditors as and when the Committee deems it appropriate to do so. The Committee shall consider whether the Corporation's financial disclosures are complete, accurate, prepared in accordance with International Financial Reporting Standards and fairly present the financial position of the Corporation. The Committee shall also satisfy itself that, in the case of the annual financial statements, the audit function has been effectively carried out by the auditors and, in the case of the interim financial statements that the review function has been effectively carried out.

(ii) The Committee shall ensure internal control procedures are reviewed at least twice annually.

(iii) The Committee shall be satisfied that adequate procedures are in place for the review of the Corporation's public disclosure of financial information extracted or derived from the Corporation's financial statements, management's discussion and analysis and annual and interim earnings press releases, and periodically assess the adequacy of these procedures in consultation with any disclosure committee of the Corporation.

(iv) The Committee shall review any press releases containing disclosure regarding financial information that are required to be reviewed by the Committee under any applicable laws or otherwise pursuant to the policies of the Corporation (including before the Corporation publicly discloses this information).

(v) The Committee shall meet no less than annually with the external auditors and the Chief Financial Officer (the "**CFO**") or, in the absence of a CFO, with the officer of the Corporation in charge of financial matters, to review accounting practices, internal controls and such other matters as the Committee, CFO or, in the absence of a CFO, the officer of the Corporation in charge of financial matters, deem appropriate.

(vi) The Committee shall inquire of management and the external auditors about significant financial and internal control risks or exposures and assess the steps management has taken to minimize such risks.

(vii) The Committee shall review the post-audit or management letter, if any, containing the recommendations of the external auditors and management's response and subsequent follow-up to any identified weaknesses.

(viii) The Committee shall periodically review and make recommendations regarding the Code of Business Conduct and Ethics adopted by the Board;

(ix) The Committee shall follow procedures established as set out in the Whistleblower Policy of the Corporation, for:

(A) the receipt, retention, and treatment of complaints received by the Corporation regarding accounting, internal accounting controls, auditing matters or violations to the Corporation's Code of Business Conduct and Ethics; and

(B) the submission by employees, consultants, contractors, directors or officers of the Corporation, on a confidential and anonymous basis, of concerns regarding questionable accounting, auditing matters or violations to the Corporation's Code of Business Conduct and Ethics.

(x) The Committee shall ensure that management establishes and maintains an appropriate budget process, which shall include the preparation and delivery of periodic reports from the CFO to the Committee comparing actual spending to the budget. The budget shall include assumptions regarding economic parameters that are well supported and shall take into account the risks facing the Corporation.

(xi) The Committee shall provide oversight of the Corporation's policies, procedures and practices with respect to compliance with the Extractive Sector Transparency Measures Act (Canada) (the "**ESTMA**") and similar applicable legislation, and shall ensure compliance with such legislation. This shall include confirming that management has established and maintains appropriate record-keeping procedures with respect to payments made to all levels of government in Canada and abroad in connection with its exploration and development activities as prescribed by the ESTMA and similar applicable legislation, including the timely filing of requisite annual reports and ensuring the public accessibility of such reports. The Committee shall be responsible for monitoring and obtaining regular updates from management to ensure the maintenance of the Corporation's report filings under the ESTMA and similar applicable legislation.

(xii) The Committee shall have the authority to adopt such policies and procedures, as it deems appropriate to operate effectively.

(b) **Independent Auditors**

(i) The Committee shall recommend to the Board the external auditors to be nominated for the purpose of preparing or issuing an auditors' report or performing other audit, review or attest services for the Corporation, shall set the compensation for the external auditors, provide oversight of the external auditors and shall ensure that the external auditors' report directly to the Committee.

(ii) The Committee shall ensure that procedures are in place to assess the audit activities of the independent auditors and the internal audit functions.

(iii) The pre-approval of the Committee shall be required as further set out in Schedule "[1-C]" prior to the undertaking of any non-audit services not prohibited by law to be provided by the external auditors in accordance with this Charter.

(iv) The Committee shall monitor and assess the relationship between management and the external auditors and monitor, support and assure the independence and objectivity of the external auditors and attempt to resolve disagreements between management and the external auditors regarding financial reporting.

(v) The Committee shall review the external auditors' audit plan, including the scope, procedures and timing of the audit.

(vi) The Committee shall review the results of the annual audit with the external auditors, including matters related to the conduct of the audit.

(vii) The Committee shall obtain timely reports from the external auditors describing critical accounting policies and practices, alternative treatments of information within International Financial Reporting Standards that were discussed with management, their ramifications, and the external auditors' preferred treatment and material written communications between the Corporation and the external auditors.

(viii) The Committee shall review fees paid by the Corporation to the external auditors and other professionals in respect of audit and non-audit services on an annual basis.

(ix) The Committee shall review and approve the Corporation's hiring policies regarding partners, employees and former partners and employees of the present and former auditors of the Corporation.

(x) The Committee shall have the authority to engage the external auditors to perform a review of the interim financial statements.

(xi) Develop an annual work plan that ensure that the Committee carries out its responsibilities.

(c) **Other Responsibilities**

The Committee shall perform any other activities consistent with this Charter and governing law, as the Committee or the Board deems necessary or appropriate.

SCHEDULE "1-A"
OSISKO MINING INC.
POSITION DESCRIPTION FOR THE CHAIRMAN OF THE AUDIT COMMITTEE

PURPOSE

The Chairman of the Committee shall be an independent director who is elected by the Board or designated by majority vote of the Committee to act as the leader of the Committee in assisting the Board in fulfilling its financial reporting and control responsibilities to the shareholders of the Corporation.

WHO MAY BE CHAIRMAN

The Chairman will be selected from amongst the independent directors of the Corporation who have a sufficient level of financial sophistication and experience in dealing with financial issues to ensure the leadership and effectiveness of the Committee.

The Chairman will be selected annually at the first meeting of the Board following the annual general meeting of shareholders or designated by majority vote of the Committee.

RESPONSIBILITIES

The following are the primary responsibilities of the Chairman:

(a) chair all meetings of the Committee in a manner that promotes meaningful discussion;

(b) ensure adherence to the Committee's Charter and that the adequacy of the Committee's Charter is reviewed annually;

(c) provide leadership to the Committee to enhance the Committee's effectiveness, including:

  (i) act as liaison and maintain communication with the Board to optimize and co- ordinate input from directors, and to optimize the effectiveness of the Committee. This includes ensuring that Committee materials are available to any director upon request and reporting to the Board on all decisions of the Committee at the first meeting of the Board after each Committee meeting and at such other times and in such manner as the Committee considers advisable;

  (ii) ensure that the Committee works as a cohesive team with open communication, as well as to ensure open lines of communication among the independent auditors, financial and senior management and the Board for financial and control matters;

  (iii) ensure that the resources available to the Committee are adequate to support its work and to resolve issues in a timely manner;

(iv) ensure that the Committee serves as an independent and objective party to monitor the Corporation's financial reporting process and internal control systems, as well as to monitor the relationship between the Corporation and the independent auditors to ensure independence;

(v) ensure that procedures as determined by the Committee are in place to assess the audit activities of the independent auditors and the internal audit functions; and

(vi) ensure that procedures as determined by the Committee are in place to review the Corporation's public disclosure of financial information and assess the adequacy of such procedures periodically, in consultation with any disclosure committee of the Corporation;

(d) ensure that procedures as determined by the Committee are in place for dealing with complaints received by the Corporation regarding accounting, internal controls and auditing matters, and for employees to submit confidential anonymous concerns;

(e) manage the Committee, including:

(i) adopt procedures to ensure that the Committee can conduct its work effectively and efficiently, including committee structure and composition, scheduling, and management of meetings;

(ii) prepare the agenda of the Committee meetings and ensuring pre-meeting material is distributed in a timely manner and is appropriate in terms of relevance, efficient format and detail;

(iii) ensure meetings are appropriate in terms of frequency, length and content;

(iv) obtain a report from the independent auditors on an annual basis, review the report with the Committee and arranging meetings with the auditors and financial management to review the scope of the proposed audit for the current year, its staffing and the audit procedures to be used;

(v) oversee the Committee's participation in the Corporation's accounting and financial reporting process and the audits of its financial statements;

(vi) ensure that the auditor's report directly to the Committee, as representatives of the Corporation's shareholders; and

(vii) annually review with the Committee its own performance, report annually to the Board on the role of the Committee and the effectiveness of the Committee in contributing to the effectiveness of the Board; and

(viii) together with the Board, oversee the structure, composition and membership of, and activities delegated to, the Committee from time to time; and

(f) perform such other duties as may be delegated from time to time to the Chairman by the Board.

SCHEDULE "1-B"
OSISKO MINING INC.
NATIONAL INSTRUMENT 52-110 AUDIT COMMITTEES ("NI 52-110")

Section 1.4 — Meaning of Independence

(1) An audit committee member is independent if he or she has no direct or indirect material relationship with the issuer.

(2) For the purposes of subsection (1), a "material relationship" is a relationship, which could, in the view of the issuer's board of directors, be reasonably expected to interfere with the exercise of a member's independent judgment.

(3) Despite subsection (2), the following individuals are considered to have a material relationship with an issuer:

(a) an individual who is, or has been within the last three years, an employee or executive officer of the issuer;

(b) an individual whose immediate family member is, or has been within the last three years, an executive officer of the issuer;

(c) an individual who:

(i) is a partner of a firm that is the issuer's internal or external auditor,

(ii) is an employee of that firm, or

(iii) was within the last three years a partner or employee of that firm and personally worked on the issuer's audit within that time;

(d) an individual whose spouse, minor child or stepchild, or child or stepchild who shares a home with the individual:

(i) is a partner of a firm that is the issuer's internal or external auditor,

(ii) is an employee of that firm and participates in its audit, assurance or tax compliance (but not tax planning) practice, or

(iii) was within the last three years a partner or employee of that firm and personally worked on the issuer's audit within that time;

(e) an individual who, or whose immediate family member, is or has been within the last three years, an executive officer of an entity if any of the issuer's current executive officers serves or served at that same time on the entity's compensation committee; and

(f) an individual who received, or whose immediate family member who is employed as an executive officer of the issuer received, more than $75,000 in direct compensation from the issuer during any 12 month period within the last three years.

(4) Despite subsection (3), an individual will not be considered to have a material relationship with the issuer solely because:

(a) he or she had a relationship identified in subsection (3) if that relationship ended before March 30, 2004; or

(b) he or she had a relationship identified in subsection (3) by virtue of subsection (8) if that relationship ended before June 30, 2005.

(5) For the purposes of clauses (3)(c) and (3)(d), a partner does not include a fixed income partner whose interest in the firm that is the internal or external auditor is limited to the receipt of fixed amounts of compensation (including deferred compensation) for prior service with that firm if the compensation is not contingent in any way on continued service.

(6) For the purposes of clause (3)(f), direct compensation does not include:

(a) remuneration for acting as a member of the board of directors or of any board committee of the issuer, and

(b) the receipt of fixed amounts of compensation under a retirement plan (including deferred compensation) for prior service with the issuer if the compensation is not contingent in any way on continued service.

(7) Despite subsection (3), an individual will not be considered to have a material relationship with the issuer solely because the individual or his or her immediate family member

(a) has previously acted as an interim chief executive officer of the issuer, or

(b) acts, or has previously acted, as a chair or vice-chair of the board of directors or of any board committee of the issuer on a part-time basis.

(8) For the purpose of section 1.4, an issuer includes a subsidiary entity of the issuer and a parent of the issuer.

Section 1.5 — Additional Independence Requirements for Audit Committee Members

(1) Despite any determination made under section 1.4 of NI 52-110, an individual who

(a) accepts, directly or indirectly, any consulting, advisory or other compensatory fee from the issuer or any subsidiary entity of the issuer, other than as remuneration for acting in his or her capacity as a member of the board of directors or any board

committee, or as a part-time chair or vice-chair of the board or any board committee; or

(b) is an affiliated entity of the issuer or any of its subsidiary entities, is considered to have a material relationship with the issuer.

(2) For the purposes of subsection (1), the indirect acceptance by an individual of any consulting, advisory or other compensatory fee includes acceptance of a fee by

(a) an individual's spouse, minor child or stepchild, or a child or stepchild who shares the individual's home; or

(b) an entity in which such individual is a partner, member, an officer such as a managing director occupying a comparable position or executive officer, or occupies a similar position (except limited partners, non-managing members and those occupying similar positions who, in each case, have no active role in providing services to the entity) and which provides accounting, consulting, legal, investment banking or financial advisory services to the issuer or any subsidiary entity of the issuer.

(3) For the purposes of subsection (1), compensatory fees do not include the receipt of fixed amounts of compensation under a retirement plan (including deferred compensation) for prior service with the issuer if the compensation is not contingent in any way on continued service.

SCHEDULE "1-C"
OSISKO MINING INC.
PROCEDURES FOR APPROVAL OF NON-AUDIT SERVICES

1. The Corporation's external auditors shall be prohibited from performing for the Corporation the following categories of non-audit services:

   (a) bookkeeping or other services related to the Corporation's accounting records or financial statements;

   (b) appraisal or valuation services, fairness opinion or contributions-in-kind reports;

   (c) actuarial services;

   (d) internal audit outsourcing services;

   (e) management functions;

   (f) human resources;

   (g) broker or dealer, investment adviser or investment banking services;

   (h) legal services; and

   (i) any other service that the Canadian Public Accountability Board or International Accounting Standards Board or other analogous board which may govern the Corporation's accounting standards, from time to time determines is impermissible.

2. In the event that the Corporation wishes to retain the services of the Corporation's external auditors for tax compliance, tax advice or tax planning, the Chief Financial Officer of the Corporation shall consult with the Chair of the Committee, who shall have the authority, subject to confirmation that such services will not compromise the independence of the Corporation's external auditors, to approve or disapprove on behalf of the Committee, such non-audit services. All other non-audit services shall be approved or disapproved by the Committee as a whole.

The Chief Financial Officer of the Corporation shall maintain a record of non-audit services approved by the Chair of the Committee or the Committee for each fiscal year and provide a report to the Committee no less frequently than on a quarterly basis.