

**NOVA ROYALTY CORP. (Formerly BatteryOne Royalty Corp.)**

**MANAGEMENT'S  
DISCUSSION AND ANALYSIS  
FOR THE  
SIX MONTHS ENDED JUNE 30, 2020**

## GENERAL

This management's discussion and analysis ("MD&A") for Nova Royalty Corp. (formerly BatteryOne Royalty Corp.) (the "Company" or "Nova") is intended to help the reader understand the significant factors that have affected Nova's performance and such factors that may affect its future performance. This MD&A, which has been prepared as of August 28, 2020, should be read in conjunction with the Company's interim financial statements for the six months ended June 30, 2020 and the related notes contained therewith. The Company reports its financial position, financial performance and cash flows in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). All dollar amounts included in the following MD&A are in Canadian dollars ("CAD") except where otherwise noted.

Additional information relevant to the Company's activities can be found on SEDAR at [www.sedar.com](http://www.sedar.com) and on the Company's website at [www.NovaRoyalty.com](http://www.NovaRoyalty.com)

## COMPANY OVERVIEW

Nova is a royalty company focused on nickel and copper deposits, which it sees as central to the continuing development of electric vehicles and the broader electrification thesis. The Company looks to purchase royalties from prospectors, mining companies, investment funds, and other entities that hold the assets of interest.

Since incorporation in June 2018, the Company has acquired the following royalty assets:

Property	Asset Owner(s)	Location	Stage	Metal	Terms
NuevaUnión	Newmont Corporation (50%)/Teck Resources (50%)	Chile	Development	Copper - Gold	2.0% NSR on Copper
Dumont	Waterton Global Resource Investments (72%)/Karora Resources (28%)	Canada	Development	Nickel - Cobalt	2.0% NSR on All Metals
Copper King	Pacific Empire Minerals (100%)	Canada	Exploration	Copper - Gold - Silver	1% NSR on All Metals
Nub East	Pacific Empire Minerals (100%)	Canada	Exploration	Copper - Gold	1% NSR on All Metals
NWT	Pacific Empire Minerals (100%)	Canada	Exploration	Copper - Gold	1% NSR on All Metals
Pinnacle	Pacific Empire Minerals (100%)	Canada	Exploration	Copper - Gold	1% NSR on All Metals

## SUMMARY OF ROYALTY INTERESTS

Nueva Union Project – Nova owns a 2.0% NSR on the Nueva Union project, a 50-50 Joint Venture between Teck Resources and Newmont Corporation. The NSR relates to copper revenues from the Cantarito Claim within the La Fortuna deposit. Teck Resources previously guided for a release of a Bankable Feasibility Study for Nueva Union by the first quarter of 2020. As of December 31, 2019, Teck Resources reported Proven and Probable Reserves at La Fortuna of 682 million tonnes at 0.51% copper and 0.47 g/t gold<sup>1</sup>.

Dumont Project – Nova owns a 2.0% NSR on the Dumont project in Quebec. The NSR is on a portion of the deposit, representing approximately 21% of the Measured & Indicated Resources as of July 11, 2019. Dumont is wholly owned by Waterton Global Resource Investments, which on July 28, 2020, completed the buyout of the 28% interest of Karora Resources Inc. (TSX: KRR.TO), for total consideration of up to C\$48mm. In July 2019, Dumont published Proven and Probable Reserves of 1.028 billion tonnes grading 0.27% Nickel, Measured Resources of 372 million tonnes grading 0.28% Nickel and Indicated Resources of 1.293 billion tonnes grading 0.26% Nickel<sup>2</sup>.

<sup>1</sup> Source: Teck Annual Information Form dated February 26, 2020.

<sup>2</sup> Source: Dumont Feasibility Study Technical Report NI 43-101 dated July 11, 2019.

British Columbia Copper Belt – Nova owns 1.0% NSR interests on four early stage exploration properties in the British Columbia copper belt, which it acquired from 100% project owner, Pacific Empire Minerals Corp., in March 2019. The properties include:

- Copper King: The 4,178-hectare Copper King project is located 45 km south of the Kemess project controlled by Centerra Gold (TSX: CG.TO). Historical drilling includes 64 meters at 0.17% Cu, 9.2 meters at 0.15% Cu, 4.6 meters at 0.40% Cu, and 10.7 meters at 0.15% Cu.
- Nub East: The 1,258-hectare Nub East Property is an alkalic porphyry property in north-central British Columbia, located 27 kilometers north of Kemess.
- NWT: The 5,712-hectare NWT project is a copper-gold project located approximately 65 kilometers northwest of Centerra’s Mount Milligan project and 25 kilometers southeast of the Stardust project owned by Sun Metals Corp.
- Pinnacle Reef: The Pinnacle Reef project is located 3 kilometers southeast of the NWT project

### **KEY EVENTS FOR THE SIX MONTHS ENDED JUNE 30, 2020 AND SUBSEQUENTLY**

**REVENUE AND EXPENDITURES:** During the six months ended June 30, 2020 (“Q2”), the Company recorded a net loss of \$1,012,843. The loss for Q2 was made up of general and administration expenditures of \$1,088,334, of which \$670,919 was related to share-based payments, \$189,280 related to consulting fees and \$179,207 related to professional fees. These were offset by a gain of \$75,491 in other items related to an unrealized foreign exchange adjustment.

**NUEVA UNION ROYALTY AGREEMENT:** In February 2020, the Company acquired an existing 2.0% NSR royalty on future copper production on the Cantarito claim of the La Fortuna deposit in the Huasco Province in the Atacama Region of Chile. The acquisition was completed as a joint venture with Metalla Royalty & Streaming Ltd. (“Metalla”) with the companies having formed a special purpose vehicle to hold the Cantarito royalty. The total acquisition value is US\$8 million, with US\$3 million cash on closing (paid), US\$1 million cash in 12 months after closing, and US\$4 million at commercial production from the Royalty, to be paid equally in cash and common shares of the purchasers. All acquisition payments will be split pro rata with Nova paying 75% and Metalla 25%.

**SPECIAL WARRANTS FINANCING:** In February 2020, the Company issued 11,693,172 special warrants of the Company for gross proceeds of \$5,846,586. Each special warrant had a subscription price of \$0.50 and will be deemed exercised into one unit of the Company for no additional consideration, on the earlier of (i) becoming a reporting issuer and obtaining a listing of the common shares of the Company on a recognized stock exchange in Canada; (ii) a transaction that provides holders of the special warrants with comparable liquidity; or (iii) the date that is four months and one day following the Closing. Each Unit consists of one common share and one-half of one common share purchase warrant. Each warrant shall entitle the holder thereof to purchase one common share at an exercise price of \$1.00 at any time up to 24 months following the closing subject to an acceleration clause.

**FINAL PROSPECTUS AND LISTING:** In August 2020, the Company filed and obtained a receipt for its final non-offering prospectus, and received conditional approval to list the Company’s common shares on the TSX Venture Exchange (“TSXV”) subject to the completion of customary requirements, including the receipt of all required documentation. Once the Company receives final approval from the TSXV, the common shares of the Company will trade on the TSXV under the ticker symbol “NOVR”. The Company has not yet determined a listing date for its common shares. The final non-offering prospectus qualifies the distribution of the securities underlying 11,693,172 units of the Company (“Qualified Unit”) issuable for no additional consideration upon the exercise of 11,693,172 special warrants of the Company. Each

Qualified Unit consists of one common share in the capital of the Company and one half of one common share purchase warrant. Each whole Underlying Warrant will entitle the holder thereof to acquire one common share at an exercise price of \$1.00 per Warrant Share for a period of 24 months following the date of issuance, subject to acceleration in certain events.

## **FINANCIAL CONDITION, LIQUIDITY AND CAPITAL RESOURCES**

The Company considers items included in shareholders' equity as capital. The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders.

As at June 30, 2020, the Company had a working capital surplus of \$1,264,598 (December 31, 2019 – deficit \$94,031). Working capital increased due to cash provided by financing activities of \$5,694,854 (2019 – \$963,580), offset with cash used in operating activities of \$272,694 (2019 – \$245,692), and cash used in investing activities of \$3,025,257 (2019 - \$1,879,999). Cash provided by financing activities relates to the issuance of Special Warrants (2019 – issue of common shares), and cash used in investing activities relates to the purchase of royalty interests for both periods.

The Company has granted 3,150,000 incentive stock options, of which 1,575,000 are exercisable as at June 30, 2020 to management, directors, and consultants of the Company pursuant to the Company's stock option plan. The Company also has 11,093,810 warrants outstanding with a weighted average exercise price of \$0.27 per share. See "Risks and Uncertainties" and "Forward looking statements" in this MD&A for risks related to the Company's expectations and ability to obtain sources of funding. Nova has no fixed cash payment obligations on any of its projects. There has been no change in approach to managing capital in the past twelve months and management believes it will have sufficient working capital to undertake its current business and the budgets associated with those plans for the next twelve months.

The Company is not subject to externally imposed capital requirements as at June 30, 2020.

As at June 30, 2020, the Company had cash of \$2,458,640. Management of cash balances is conducted in-house based on internal investment guidelines. Cash is deposited with major Canadian financial institutions. Cash required for immediate operations is held in a chequing account and excess funds may be invested in accordance with the Company's capital resource objectives.

### **Cash Used in Operating Activities**

Cash used in operating activities was \$272,694 for the six months ended June 30, 2020 (2019 – \$245,692) and represents expenditures primarily on general and administrative expenses for both periods. The cash used in operations was comparable with cash used in the prior period.

### **Cash Used in Investing Activities**

Cash used in investing activities for the six months ended June 30, 2020 was \$3,025,257 compared to cash used in investing activities of \$1,879,999 for the comparative period. Cash used in investing activities is highly dependent on the timing and acquisition of royalty interests.

## Cash Generated by Financing Activities

Cash generated by financing activities for the six months ended June 30, 2020 was \$5,694,854 (2019 – \$963,580) and consisted of \$5,846,586 (2019 - \$964,650) in proceeds from the sale of special warrants (2019 - common shares) less \$239,232 (2019 - \$1,070) in share issuance costs, and \$87,500 (2019 - \$Nil) in funds received for options exercised subsequent to June 30, 2020.

## RESULTS OF OPERATIONS AND SELECTED FINANCIAL INFORMATION

### Summary of Quarterly Results

The following table provides selected financial information for the three months ended June 30, 2020 and 2019. There is no requirement to present financial information for interim periods prior to the Company becoming a reporting issuer if the Company has not previously prepared financial statements for those periods.

Quarter Ended	June 30, 2020	March 31, 2020	June 30, 2019	March 31, 2019
<b>Financial results</b>				
General and administration costs (not including share-based payments)	\$ 267,249	\$ 150,166	\$ 83,694	\$ 28,878
Share-based payments	153,594	517,325	152,333	75,220
Net loss	472,590	540,253	235,978	102,951
Net loss per share-basic and diluted	0.02	0.02	0.01	0.01

The Company's net loss varies mainly due to the level of operations activities and due diligence undertaken on new prospects, as well as the timing of share-based payments.

### Three Months Ended June 30, 2020

During the three months ended June 30, 2020, the Company incurred a net loss of \$472,590 (2019 - \$235,978). The loss for the three months then ended was comprised of \$420,843 (2019 - \$236,027) of general and administration expenditures including share – based payments of \$153,594 (2019 - \$152,333), and a loss from other items of \$51,747 (2019 – gain of \$49). Some items to note from year to year include the following:

The Company paid or accrued \$114,363 (2019 - \$44,284) in compensation to management and consultants. The increase from the comparative period is directly related to the start date of compensation paid to management being April 30, 2019. As such, only 4 months of compensation are included in the comparative period. Additional compensation for the current period includes the payment of certain consultants in Chile and Peru related to the ongoing review and management of royalty interests.

Professional fees of \$125,414 (2019 – \$27,819) were included in general and administrative costs. The increase is directly related to legal and auditor fees incurred as a result of the Company's filing of its prospectus and listing application.

Included in general and administrative expenditures for the three months ended June 30, 2020 was, share-based payments expense of \$153,594 (2019 - \$152,333), of which \$42,751 (2019 - \$202,552) represents the fair value of options vested during the period with the offsetting amounts credited to reserves, and \$110,843 (2019- \$Nil) represents the fair value of restricted share units ("RSU") vesting during the period.

During the three months ended June 30, 2020, the Company also had a loss of \$51,747 (2019 – gain of \$49) for foreign exchange. This was directly the result of holding significant United States dollars (“USD”) cash balances as at June 30, 2020. The USD cash was generated from the sale of special warrants in the period, combined with the weakening of USD against the CAD which is the Company’s reporting currency during the period.

It should be noted that many of the Company’s personnel and professional expenditures are denominated in United States dollars and an increase or decrease in the value of the USD compared to the Canadian dollar, which is the reporting currency of the Company, will increase or decrease expenditures.

### Six Months Ended June 30, 2020

During the six months ended June 30, 2020, the Company incurred a net loss of \$1,012,843 (2019 - \$338,932). The loss for the six months then ended was comprised of \$1,088,334 (2019 - \$340,125) of general and administration expenditures including share – based payments of \$670,919 (2019 - \$227,553), and a gain from other items of \$75,491 (2019 – \$1,193). The significant items to note for the current period compared to the prior period are consistent with the significant items for the three months ended June 30, 2020 compared to the three months ended June 30, 2019. In addition, to the discussion for the three months ended, share-based payments increased from \$227,553 for the six months ended June 30, 2019 to \$670,919 for the six months ended June 30, 2020. The increase was primarily related to 2,700,000 RSU’s valued at \$560,843 granted and vested during the current six-month period. There was no comparative RSU grant for the comparative period. The share-based payment for the RSU’s was in addition to the vesting of stock options.

### OFF BALANCE SHEET ARRANGEMENTS

The Company has no off-balance sheet arrangements.

### TRANSACTIONS WITH RELATED PARTIES

The Company entered into certain transactions with key management personnel, which the Company has defined as Officers and Directors of the Company. The aggregate value of these transactions and outstanding balances are as follows:

Six Months Ended	June 30, 2020	June 30, 2019
<u>Consulting fees</u>		
Alex Tsukernik	\$ 84,795	\$ 53,675
<u>Share - based payments</u>		
Alex Tsukernik	266,736	42,151
Parviz Farsangi	36,400	9,645
Denis Silva	22,189	6,430
Robert Leckie	23,936	9,645
	\$ 434,056	\$ 121,546

During the six months ended June 30, 2020, the Company paid or accrued \$106,507 (2019 - \$1,192) for professional services and \$46,312 (2019 - \$30,996) for share issue costs, and \$50,281 (2019 - \$2,955) in royalty interest costs to Gowling WLG (Canada) LLP (“Gowling”) a law firm in which a director is a former partner.

Also, during the six months ended June 30, 2020, the Company paid or accrued \$38,572 (2019 - \$15,000) to Seabord Services Corp. ("Seabord"). Seabord provides the following services: A Chief Financial Officer ("CFO"), a Corporate Secretary, accounting and administration staff, and office space to the Company. The CFO and Corporate Secretary are employees of Seabord and are not paid directly by the Company.

As at June 30, 2020, included in accounts payable and accrued liabilities is \$3,410 (December 31, 2019 - \$1,847) to key management personnel for fees and reimbursable expenses, \$7,143 (December 31, 2019 - \$45,000) to Seabord, and \$122,748 (December 31, 2019 - \$102,741) to Gowling.

During the six months ended June 30, 2020, the Company issued 200,004 common shares to Seabord Services Corp. for settlement of \$76,430 in debt related to services provided.

There were no changes to the Company's board of directors or management during, or subsequent to the three months ended June 30, 2020.

## **COMMITMENTS**

The Company may be required to make payments related to its royalty interests, including milestone payments subject to certain achievements being met related to the Nueva Union royalty acquisition.

## **ACCOUNTING PRONOUNCEMENTS**

### **Accounting standards adopted during the period**

Please refer to the Company's unaudited condensed interim financial statements for the six months ended June 30, 2020 on SEDAR at [www.Sedar.com](http://www.Sedar.com).

### **Accounting pronouncements not yet effective**

Please refer to the Company's unaudited condensed interim financial statements for the six months ended June 30, 2020 on SEDAR at [www.Sedar.com](http://www.Sedar.com).

## **RISK AND CAPITAL MANAGEMENT: FINANCIAL INSTRUMENTS**

Please refer to the Company's unaudited condensed interim financial statements for the six months ended June 30, 2020 on SEDAR at [www.Sedar.com](http://www.Sedar.com).

### **Critical Accounting Judgments and Significant Estimates and Uncertainties**

Please refer to the Company's unaudited condensed interim financial statements for the six months ended June 30, 2020 on SEDAR at [www.Sedar.com](http://www.Sedar.com).

## **RISKS AND UNCERTAINTIES**

The Company has identified the following risks and uncertainties which are consistent with those risks and uncertainties identified for the year ended December 31, 2019: Changes in Commodity Prices that underlie Royalties, the Impact of the current COVID-19 pandemic may significantly impact Nova, Nova Has No Control Over Mining Operations, Variations in Foreign Exchange Rates, Delay Receiving or Failure to Receive Payments, Third-Party Reporting, Disclosure Regarding Operations, Strategy for Acquisitions, Nova Cash Flow Risk, Rights of other Interest-Holders, Defects in Royalties, Change in Material Assets, Dependence on Key Personnel, Negative Cash Flow from Operations, Dividends, Competition, Project Operators may not Respect Contractual Obligations, Unknown Defects, Enforceability, Conflicts of Interest, Global Financial Conditions, Public Health Crisis, Natural Disasters, Terrorist Acts, Civil Unrest, Pandemics and Other Disruptions and Dislocations, Future Financing; Future Securities Issuances, Litigation affecting Properties, Changes in Tax Laws Impacting Nova, Credit and Liquidity Risk, Information Systems and Cyber Security, Activist Shareholders, Reputation Damage, Expansion of Business Model, and Risks Related to Mines and Mining Operations including Risk Factors applicable to Owners and Operators of Properties in which Nova holds an Interest, Exploration, Development and Operating Risks, Climate Change, Commodity Prices, Environmental Risks, Government Regulation, Permits and Authorizations, Permitting and Access, Infrastructure, Dependence on Operator's Employees, Mineral Resource and Mineral Reserve Estimates, Depleted Mineral Reserve Replacement, Uninsured Risks, Land Title, International Interests, Developing Economies, Permitting, Construction and Development, and Indigenous Peoples.

## **OUTSTANDING SHARE DATA**

The Company's authorized share capital consists of an unlimited number of common shares and preferred shares without par value. As at the date of this MD&A, the Company has 24,740,902 common shares issued and outstanding. There are also 2,900,000 stock options with an expiry date of March 1, 2024, and 11,093,810 warrants outstanding with expiry dates ranging from October 15, 2020 to January 16, 2024.

As of the date of this MD&A, the Company has also issued 11,693,172 special warrants of the Company. Each special warrant will be deemed exercised into one unit of the Company for no additional consideration, on the earlier of (i) becoming a reporting issuer and obtaining a listing of the common shares of the Company on a recognized stock exchange in Canada; (ii) a transaction that provides holders of the special warrants with comparable liquidity; or (iii) the date that is four months and one day following the closing. Each unit will consist of one common share and one-half of one common share purchase warrant. Each warrant shall entitle the holder thereof to purchase one common share at an exercise price of \$1.00 at any time up to 24 months following the closing subject to an acceleration clause.

## **QUALIFIED PERSON**

Technical information contained in this MD&A has been reviewed and approved by Christian Rios, AIPG Certified Professional Geologist, Advisor to Nova and a Qualified Person as defined in National Instrument 43-101 Standards of Disclosure for Mineral Projects.

## **CAUTIONARY STATEMENT ON FORWARD-LOOKING STATEMENTS**

This MD&A contains "forward-looking information" and "forward-looking statements" within the meaning of applicable Canadian securities legislation. The forward-looking statements herein are made

as of the date of this MD&A only and the Company does not assume any obligation to update or revise them to reflect new information, estimates or opinions, future events or results or otherwise, except as required by applicable law.

Often, but not always, forward-looking statements can be identified by the use of words such as “plans”, “expects”, “is expected”, “budgets”, “scheduled”, “estimates”, “forecasts”, “predicts”, “projects”, “intends”, “targets”, “aims”, “anticipates” or “believes” or variations (including negative variations) of such words and phrases or may be identified by statements to the effect that certain actions “may”, “could”, “should”, “would”, “might” or “will” be taken, occur or be achieved. Forward-looking information in this MD&A includes, but is not limited to, statements with respect to future events or future performance of Nova, disclosure regarding any payments to be paid to Nova by property owners or operators of mining projects pursuant to net smelter returns and other royalty agreements of Nova, management’s expectations regarding Nova’s growth, results of operations, estimated future revenues, carrying value of assets, future dividends, and requirements for additional capital, production estimates, production costs and revenue, future demand for and prices of commodities, expected mining sequences, business prospects and opportunities, other statements regarding the impact of the COVID-19 pandemic and measures taken to reduce the spread of COVID-19 on the Company’s operations and overall business, statements regarding the temporary duration of the COVID-19 pandemic. Such forward-looking statements reflect management’s current beliefs and are based on information currently available to management.

Forward-looking statements involve known and unknown risks, uncertainties and other factors, which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance, or achievements expressed or implied by the forward-looking statements. A number of factors could cause actual events or results to differ materially from any forward-looking statements, including, without limitation: fluctuations in the prices of the primary commodities that drive royalty agreements; fluctuations in the value of the U.S. dollar and any other currency in which revenue may be generated, relative to the Canadian dollar; changes in national and local government legislation, including permitting and licensing regimes and taxation policies and the enforcement thereof; regulatory, political or economic developments in any of the countries where properties in which the Company holds a royalty interest are located or through which they are held, measures taken by the Company, governments or partner operators in response to the COVID-19 pandemic or otherwise that, individually or in the aggregate, materially affect the Company’s ability to operate its business, risks related to the operators of the properties in which the Company holds a royalty interest, including changes in the ownership and control of such operators; influence of macroeconomic developments; business opportunities that become available to, or are pursued by the Company; reduced access to debt and equity capital; litigation; title, permit or license disputes related to interests on any of the properties in which the Company holds a royalty interest; whether or not the Company is determined to have “passive foreign investment company” (“PFIC”) status as defined in Section 1297 of the United States Internal Revenue Code of 1986, as amended; the ability to maintain adequate controls as required by law; potential changes in Canadian tax treatment of offshore revenues (if any); excessive cost escalation as well as development, permitting, infrastructure, operating or technical difficulties on any of the properties in which the Company holds a royalty interest; the possibility that actual mineral content may differ from the reserves and resources contained in technical reports; rate and timing of production differences from resource estimates, other technical reports and mine plans; risks and hazards associated with the business of development and mining on any of the properties in which the Company holds a royalty interest, including, but not limited to unusual or unexpected geological and metallurgical conditions, slope failures or cave-ins, flooding and other natural disasters, terrorism, civil unrest or an outbreak of contagious

diseases including COVID-19; the integration of acquired assets; as well as other factors identified and as described in more detail under the heading “Risk and Uncertainties” in this MD&A.

The forward-looking statements contained in this MD&A are based on reasonable assumptions that have been made by management as at the date of such information and is subject to unknown risks, uncertainties and other factors that may cause the actual actions, events or results to be materially different from those expressed or implied by such forward-looking information, including, without limitation: the impact of general business and economic conditions; the ongoing operation of the properties in which the Company holds a royalty interest by the owners or operators of such properties in a manner consistent with past practice; the accuracy of public statements and disclosures made by the owners or operators of such underlying properties; no material adverse change in the market price of the commodities that underlie the asset portfolio; the Company’s ongoing income and assets relating to determination of its PFIC status; no material changes to existing tax treatment; no adverse development in respect of any significant property in which the Company holds a royalty interest; the accuracy of publicly disclosed expectations for the development of underlying properties that are not yet in production; the world-wide economic and social impact of COVID-19 is managed and the duration and extent of the coronavirus pandemic is minimized or not long-term; disruptions related to the COVID-19 pandemic or other health and safety issues, or the responses of governments, communities, partner operators, the Company and others to such pandemic or other issues; integration of acquired assets; actual results of mining and current exploration activities; conclusions of economic evaluations and changes in project parameters as plans continue to be refined; problems inherent to the marketability of precious metals; stock market volatility; competition; and the absence of any other factors that could cause actions, events or results to differ from those anticipated, estimated or intended.

Although Nova has attempted to identify important factors that could cause actual actions, events or results to differ materially from those contained in forward-looking information, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. Investors are cautioned that forward-looking statements are not guarantees of future performance. The Company cannot assure investors that actual results will be consistent with these forward-looking statements. Accordingly, investors should not place undue reliance on forward-looking statements or information.

This MD&A contains future-orientated information and financial outlook information (collectively, “FOFI”) about the Company’s revenues from royalty interests, other projects which are subject to the same assumptions, risk factors, limitations and qualifications set forth in the above paragraphs. FOFI contained in this MD&A was made as of the date of this MD&A and was provided for the purpose of providing further information about the Company’s anticipated business operations. Nova disclaims any intention or obligation to update or revise any FOFI contained in this MD&A, whether as a result of new information, future events or otherwise, unless required pursuant to applicable law. FOFI contained in this MD&A should not be used for the purposes other than for which it is disclosed herein.