("K92" or "the Company")

FORM 51-102F1
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2019

Introduction

This Management's Discussion and Analysis ("**MD&A**") of K92 Mining Inc. (including its wholly owned subsidiaries, K92 Holdings International Limited (incorporated in British Virgin Islands), K92 Mining (Australia) Pty Ltd. (incorporated in Australia), and K92 Mining Ltd. (incorporated in Papua New Guinea)) is the responsibility of management and covers the six months ended June 30, 2019. The MD&A takes into account information available up to and including August 14, 2019 and should be read together with the condensed consolidated interim financial statements for the three and six months June 30, 2019 and the audited consolidated financial statements for the year ended December 31, 2018, which are available on the SEDAR website at www.sedar.com.

Throughout this document the terms *we, us, our, the Company* and *K92* refer to K92 Mining Inc. All financial information in this document is derived from the financial statements of the Company, which have been prepared in accordance with International Financial Reporting Standards ("**IFRS**") and is presented in United States dollars, unless otherwise indicated.

Additional information related to the Company is available for view on SEDAR and on the Company's website at www.k92mining.com.

This document contains forward-looking statements. Please refer to "Note Regarding Forward-Looking Statements."

Description of Business

K92 Mining Inc. (the "**Company**") was incorporated pursuant to the provisions of the Business Corporations Act (British Columbia) on March 22, 2010. The Company's shares are listed on Tier 1 of the TSX Venture Exchange ("**TSX-V**") under the symbol KNT and quoted on the OTCQX under the symbol KNTNF. The Company is currently engaged in the production of gold, copper and silver from the Kora North deposit from the Kainantu Gold Mine as well as exploration and development of mineral deposits in the immediate vicinity of the mine, including Blue Lake, in Papua New Guinea.

Performance Summary and Subsequent Events

During the six months ended June 30, 2019 and subsequent, the Company:

- Generated revenue of $47,287,543 from the sale of gold concentrate and a gross margin of 54%;
- Produced 38,105 gold ounces or 39,430 ounces gold equivalent ("**AuEq**") with cash costs of $472/gold ounce and an all-in sustaining cost ("**AISC**") of $618/ounce gold. Cash costs and AISC are non-IFRS measures computed in the non-IFRS performance measures section.
- Completed a Bought Deal Financing by issuing 9,474,000 common shares at a price of CAD$1.90 per common share for gross proceeds of CAD$18,000,600 ($13,673,280). As part of the financing, the Company issued 1,421,100 agent options to the underwriters who then exercised providing an additional CAD$2,700,090 ($2,050,992) or CAD$20,700,690 ($15,724,272) in aggregate. The Company paid $1,242,041 ($943,456) in cash commissions related to the financing.
- On July 30, 2019 the Company entered into an amendment agreement with Barrick Gold Inc. ("**Barrick**") to amend the Share Sale Agreement whereby the Company revised the contingent payment to a fixed payment and will pay Barrick Gold $12,500,000 within 60 days of signing.
- Completed installation and begun commissioning of a gravity circuit which is expected to increase recoveries and revenue.
- Increased the Company's projected 2019 AuEq ounces to 72,000 to 80,000 from 68,000 to 75,000.
- Decreased the Company's projected 2019 cash costs of $560 - $600 per ounce from $580 - $620 per ounce and AISC of $720 - $760 per ounce from $780 - $820 per ounce.
- Entered into a loan agreement with Trafigura Pvt. Ltd. ("**Trafigura**") pursuant to which Trafigura provided a $15,000,000 loan (the "**Loan**") to the Company to be repaid over 2 years (three-month payment holiday). During the initial period prior to a provision of security, the agreement provides that in certain circumstances of default, Trafigura may accelerate repayment of the loan. Subject to a grace period, if the Loan is not then repaid, Trafigura may convert all or any portion of the Loan into common shares of the Company at a conversion price equal to US$1.3794 per share.
- Entered into a new offtake agreement with Trafigura over a 9 year period ending February 11, 2028 or until 165,000 dry metric tonnes ("**DMT**") of concentrate has been delivered. If the minimum DMT has been delivered during the 9 year period, the Company is only required to sell 50% of its annual production until the end of the term.

- Filed a Preliminary Economic Assessment ("**PEA**"). See technical report filed on www.sedar.com, and our website, "Technical report (NI 43-101)" filed January 8, 2019. Key results of the PEA:

    - 13 year operating life and treat 4,900,000 tonnes at 9 g/t gold, 20 g/t silver and 1.3% copper.
    - Total production over the next 13 years would be 1,330,000 ounces of gold and 130,000,000 pounds of copper.
    - Total revenue for the period of over $2 billion.
    - Net undiscounted cash-flow would be $1.03 billion, NPV[5] pre-tax of $710 million or after-tax $559 million.

- Announced plans to double the capacity at the Company's Kainantu Gold Mine to 400,000 tonnes per annum, increasing annual production to an average of 120,000 ounces of AuEq. Based on the PEA, the major outcomes resulting from the decision to expand production include:
    - Projected capital expenditure for 2019 to be $30,000,000 comprising of $12,000,000 in expansion capital, $8,000,000 in sustaining capital and $10,000,000 in capital development.
    - Production projected to be 68,000 – 75,000 ounces AuEq (subsequently increased, see Production guidance section below) in 2019 and 115,000 – 125,000 AuEq in 2020.
    - Cash costs expected to be $580 - $620 per AuEq and an expected AISC of $780 - $820 per AuEq.
    - Employment expected to increase from 650 to 750 by the end of 2019 and 800 by the end of 2020 with 96% of all positions expected to be filled by Papua New Guinean nationals.

Last 4 Quarters of Production Data

		2018		2019		
		Quarter 3	Quarter 4	Quarter 1	Quarter 2	Total
Tonnes processed	t	18,907	24,806	26,846	37,913	108,472
Feed grade Au	g/t	16.70	21.77	23.60	16.70	19.57
Feed grade Cu	%	0.37	0.33	0.48	0.34	0.38
Recovery (%) Au	%	94.07	94.76	93.70	93.20	93.83
Recovery (%) Cu	%	93.71	93.57	93.90	92.50	93.83
Metal in concentrate produced Au	oz	9,549	16,451	19,125	18,980	64,105
Metal in concentrate produced Cu	t	66.367	77.460	119.780	118.730	382.337
Metal in concentrate produced Ag	oz	2,551	3,095	5,564	6,894	18,104
Gold equivalent ounces produced	oz	9,883	16,844	19,788	19,652	66,167

Production guidance for 2019

- Gold production for 2019 is expected to be between 72,000 and 80,000 ounces AuEq (originally 68,000 and 75,000 ounces AuEq).

- Production costs for the year, including cash costs between $560 and $600 per gold ounce (originally $580 and $620) and AISC between $720 and $760 per gold ounce (originally $780 and $820) are anticipated for the year ended December 31, 2019.

Commercial Production

The Company achieved and declared commercial production, effective February 1, 2018, at its Kainantu Gold Mine in Papua New Guinea.

The Company defined commercial production as having commenced stope production underground, achieving a minimum of 60% of designed gold production and a minimum of 90% of designed metal recovery from the process plant over a 30-day period. These metrics were met during the month of January and the Company expected them to be maintained going forward and therefore declared commercial production, effective February 1, 2018.

Operations

The Company holds the mining rights to Mining Lease 150 ("**ML 150**") that is due to be renewed on June 13, 2024.

During the six months ended June 30, 2019, the Company focused mining operations on the recently identified northern extension of the Kora deposit. During this period, the Company produced 38,105 ounces of gold, 525,900 pounds of copper and 12,458 ounces of silver or 39,430 ounces AuEq (based on a gold price $1,300 per ounce; silver $16.50 per ounce; and copper $2.90 per pound). The concentrate produced was trucked to the Port of Lae, at which point a provisional payment amounting to 90% of total value of shipment was received by K92.

During the year ended December 31, 2018 an updated resource estimate was completed for Kora North based on results from underground grade control and exploration diamond drilling and face sampling. Refer to the Company's technical report titled, "Mineral Resource Estimate and Preliminary Economic Assessment of Kora North and Kora Gold Deposits, Kainantu Project, Papua New Guinea," dated January 7, 2019 with an effective date of September 03, 2018 authored by Nolidan Mineral consultants, H&S Consultants, Australian Mine Design and Development and Mincore. See table below.

Table 1 – Kora North Mineral Resources effective September 30, 2018:

Category	Tonnes	Au (g/t)	Au (Oz)	Ag (g/t)	Ag (Oz)	Cu (%)	Cu (000's lbs)	AuEq (g/t)	AuEq (Oz)
Measured	154,000	18.7	92,600	8.9	44,100	0.5	1,600	19.6	97,000
Indicated	690,000	11.6	257,300	14.1	312,800	0.8	11,800	12.9	286,200
Total M&I	844,000	12.9	349,900	13.1	356,900	0.7	13,400	14.1	383,200
Total Inferred	1,920,000	10.7	660,500	13.3	821,000	0.7	29,500	11.9	734,600

Note: Gold Equivalent (AuEq) uses Copper price – US$2.90/lb; Silver price US$16.50/oz and Gold price of US$1300/oz

Capital Expenditure

As part of the expansion, the Company has:

- expanded its underground mining fleet with delivery of a new grader and larger haul trucks and loaders;
- commissioned a new ventilation system and began installation of three new 132-kilowatt ventilation fans;
- have additional mobile equipment in transit including two additional Sandvik twin boom jumbo drills rigs and a Sandvik EJC 430 truck;
- ordered a new long hole jumbo drill; and
- completed the design, engineering and ordering of major equipment for the process plant expansion.
- completed installation and begun commissioning of a gravity circuit which is expected to increase recoveries and revenue.

Mining

The expansion of the mining fleet to enable the expanded production rate of 400,000 tonnes per annum is well progressed with the following equipment on site, in transit, or on order:

- Two off Caterpillar AD45B (45 tonne) low-profile trucks on site and operational;
- One off Sandvik LH517i loader on site and operational;
- Two off Caterpillar loaders (930K and 924K) on site and operational;
- One off Getman underground grader on site and operational;
- Two off Sandvik twin boom jumbos in transit;
- One off Minecat integrated emulsion charging unit due for arrival in September;
- One off Sandvik DL421-15C long hole drill rig on order and due for delivery in December; and
- One off Sandvik EJC 430 (30 tonnes) low-profile truck in transit;

Management believes the addition of the above equipment to the existing fleet provides sufficient capacity to achieve the expanded production rate.

In addition to the above, there are a number of mining projects under way as part of the expansion:

- Main incline debottlenecking is 60% complete with the excavation of passing points at Muck Bay ("**MB**") 4, MB 7 and MB 9;
- Following the commissioning of the new return airway system in Q2 2019, the installation of three off 132-kilowatt fans to replace the existing two off 55-kilowatt fans is under way and due for commissioning in the current quarter;
- A new underground magazine at the 1210 level has been completed;
- Design of the new workshop and offices at the 800 portal is complete, orders have been placed, and work has commenced; and
- A new bulk emulsion charging system was fully implemented in Q2 2019, making Kainantu the first mine in Papua New Guinea to introduce a full underground emulsion charging system.

Current production is focused on the 1,170 metres reduced level ("mRL"), 1,185 mRL and 1,205 mRL levels. Development of the decline has reached the 1,150 mRL, while the incline has reached the 1,225 mRL level. The development of the decline and incline will continue with access to the 1,130 mRL and 1,245 mRL levels, expected in Q4 2019.

Process Plant

The installation of the gravity circuit, including gold room, new mill classification circuit and new flotation feed tank, has been completed and commissioning is currently under way. The gravity circuit is designed to treat the entire process stream to maximize recovery of gravity gold.

The design and engineering for the process plant expansion are complete and all major equipment has been ordered with most either on site or in transit. Following the completion of the commissioning of the gravity circuit, work on the balance of the plant expansion will commence. This work includes modifications to the crushing circuit, including installation of a larger secondary crusher, expansion of flotation circuit including installation of new cleaner-recleaner circuit, upgrade of process control system together with various pumps, pipes and installation of various ancillary equipment.

Infrastructure

The camp has been expanded over the past 12 months from the previous capacity of 450 persons to 600 persons. The most recent construction of a new 64-man block, including ablutions was completed in July and construction of a new kitchen and mess has commenced.

A new workshop and store for the two underground diamond drill rigs which the Company acquired in Q2 2019 has been constructed and is operational.

Exploration

Underground grade control and exploration

The Company continued its underground grade control and exploration drilling program utilizing two diamond drill rigs. The results from this program were used to complete the Kora North Resource estimate reported to above. Drilling continued after the completion of the resource estimate targeting increasing drill density within the resource, as well as extending the resource in areas up dip, down dip and along strike from the resource.

Please see the Company's news release dated July 22, 2019 for latest results on the Company's underground grade control and exploration program.

Surface Exploration

Surface exploration work during 2019 has been focused on Blue Lake (EL470), Yompossa (Yanabo) (EL470) and Irumafimpa/Kokomo (EL693) prospects.
Blue Lake

A diamond drilling program was commenced at the Blue Lake Prospect during 2019.

K92 has now completed three of the six planned holes of depth 400 to 600 metres as well as three shallow holes of depth 50 metres. Each of the three deep holes, KTDD0001/6/7, has intercepted extensive gold and copper mineralization in porphyry-style propylitic chlorite-epidote-albite-magnetite alteration as shown in images on the Company's website. The results are considered particularly encouraging given the distance between intercepts, indicating appreciable size potential. Hole KTDD0005 was abandoned at 106 metres due to bogging of rods and redrilled as KTDD0006.

The three shallow holes, KTDD0002/3/4, were designed to test the thickness, geometry and tenor of the mineralized lithocap. Significant gold intercepts were encountered in each of these short holes, associated with leached, silicified intrusives and hydrothermal breccias.

As with the first hole drilled at Blue Lake, KTDD0001, the subsequent deep hole, KTDD0006, intersected a mineralized silica cap, followed by a broad zone of intense argillic alteration (pyrophyllite/kaolinite), before drilling strong propylitic alteration in diorite, predominantly chlorite, with epidote increasing toward the end of the hole. KTDD0007 intersected propylitic alteration from shallow depths. Significantly, KTDD0006 intersected 219.6 metres at 0.16 gram per tonne gold Au and 0.11% Cu from 385 metres to termination at 604.6 metres, while KTDD0007 intersected 303.3 metres at 0.22 g/t Au and 0.14% Cu from 190 metres to termination at 493.3 metres. The holes were still in mineralization when completed.

The Blue Lake project was discovered in early 2017 by the Company's exploration team following a systematic surface mapping and sampling program over the western portion of EL470. Strongly mineralized silicified breccias in outcrop were initially encountered by the Company in September, 2017, with samples assaying up to 20 g/t gold and 15% copper.

Since the initial discovery, the Company's geologists have mapped (lithology, alteration, structure) the prospect area in detail at 1:1,000, identifying a number of mineralized intrusives and breccias. An equidistant soil grid at 50-metre spacing over an area of approximately two square kilometres has been completed, with more than 1,000 samples collected, revealing a large coincident gold and copper anomaly.

Petrology of rock chip samples taken from outcrop from widely spaced locations from Blue Lake confirmed a high-sulphidation overprint of outer potassic alteration/mineralization, where enargite, tennantite / tetrahedrite, sulphosalt minerals, cubanite, chalcopyrite, bornite, sphalerite, galena and possible precious metal telluride minerals occur in paragenetic association with pyrophyllite-sericite, mosaic quartz, diaspore, kaolin clay and pyrite, defining an intermediate to high-sulphidation style of mineralization within tonalite porphyry. The presence of secondary hypersaline fluid inclusion assemblages in primary quartz, ghosting of prograde metasomatic biotite and actinolite/tremolite, and the distribution of resorbed prograde metasomatic bornite and chalcopyrite provide evidence for hydrothermal overprinting of a protore porphyry copper (gold) regime.

A significant conductor was identified from previously completed airborne electromagnetic geophysics within the Blue Lake prospect, which is coincident with strong molybdenum anomalism in soil geochemistry. Integrated datasets (geology, geochemistry and geophysics) all point to a major mineralized porphyry system at Blue Lake.

Yompossa

K92 completed several kilometres of trenching and conducted detailed mapping, before drilling five holes in 2018, for a total of 1,450m, targeting the mapped diorite porphyry. A monzodiorite porphyry intrusive was intersected in the fourth hole, directly beneath the BHP intercept, with highly anomalous Au, Cu and Mo encountered. Abundant quartz stockwork veins were encountered in phyllic (sericitic) alteration associated with the intrusive. Zonation of these metals downhole shows that there is a vector towards the monzodiorite and potential for a deep target beneath this apophysy.

Kokomo

A program of eight diamond drill holes is currently under way at Kokomo targeting a number of potentially high grade veins which appear to be an along strike (northern) extension of Irumafimpa.

Qualified Persons

K92 Mine Geology and Mine Exploration manager, Andrew Kohler, PGeo, a qualified person under the meaning of Canadian National Instrument 43-101 – Standards Disclosure for Mineral Projects ("**NI 43-101**"), has reviewed and is responsible for the technical content in the underground grade control and exploration section of the MD&A. Data verification by Mr. Kohler includes significant time onsite reviewing drill core, face sampling, underground workings, and discussing work programs and results with geology and mining personnel.

K92 Vice-President of Exploration Chris Muller, PGeo, a qualified person under the meaning of NI 43-101, has reviewed and is responsible for the technical content in the surface exploration, Blue Lake and Yompossa sections of this MD&A. Data verification by Mr. Muller includes significant time on site reviewing drill core, soil and outcrop sampling, artisanal workings, as well as discussing work programs and results with geology personnel and external consultants.

Community Relations

During the year ended December 31, 2018, the first formal Memorandum of Agreement ("**MOA**") review meeting was held with landowner groups, Mineral Resources Authority ("**MRA**") and local government. A second meeting involving only the Company and landowner groups was held following this to maintain progress towards finalizing a new agreement in 2019.

The meetings were very positive and significant progress was made towards finalizing a new MOA between the parties.

A number of joint venture agreements were signed between landowner groups and service providers during the six months ended June 30, 2019, enabling four major contracts to be finalized between the Company and the joint venture companies for the long terms supply of services, including transport, security, ancillary mobile plant and catering and camp services.

The Company also provides scholarships to support children from landowners to undertake studies at tertiary institutions. A total of 11 students were provided scholarships in 2018 and this is being increased to 50 scholarships in 2019.

The Company is continuing to work with the landowner representative bodies to evaluate opportunities to participate in and benefit from the operations of the Company. Through participative forums we will also look for opportunities to contribute to the development and wellbeing of the communities.

Personnel

During the year-to-date, the Company has been expanding its human resource base at the corporate level appointing David Medilek to the role of Vice President, Business Development and Investor Relations. David is a mining professional with over 12 years of mining capital markets, corporate strategy and technical experience. David began his career as a mining engineer with Barrick Gold Corp. in Western Australia for over four years, with a focus on underground mining. After Barrick, David joined Cormark Securities Inc. as a mining investment banker for over four years, gaining extensive capital raising, and merger and acquisition experience. After Cormark, and prior to joining K92, David was an equity research analyst at Macquarie Group Ltd., covering precious metals mining companies. David holds a Bachelor of Applied Science in mining engineering with distinction from the University of British Columbia, a professional engineer designation in the province of British Columbia and is a CFA charterholder.

The Company also appointed Philip Samar to the role of Vice President External and Corporate Affairs in January 2019. Philip is a Mining Engineer who has held numerous roles in Government and was most recently the Managing Director of the Mineral Resources Authority of Papua New Guinea, a position he held since 2012.

Safety

The Company believes that excellence in occupational health and safety performance is a critical part of developing a successful mining operation and mining company. The belief is reflected in the continuing focus of management, employees and contractors on this critical area. The Company is pleased to report that during 2019 there were no Lost Time Injuries ("**LTI**") reported on the mine by employees or contractors and by the end of Q2 2019, the operation had achieved 1,123 LTI free days.

Results of Operations for the six months ended June 30, 2019 as compared to June 30, 2018

During the six months ended June 30, 2019, the Company had income of $10,388,872 (2018 – $7,388,666). Significant items making up the income, and changes from prior periods, are as follows:

Revenue of $47,287,543 (2018 - $22,260,228) from the sale of gold concentrate in Papua New Guinea. The increase in revenue largely attributed to increased production in 2019, as well as the fact the Company declared commercial production February 1, 2018 resulting in January 2018 production recorded as pre-production revenue in property, plant and equipment.

Cost of sales of $21,830,784 (2018 - $11,047,794) consisting of mining, processing, mine technical services, maintenance, finance and admin at site, operational health and safety, depreciation and net smelter royalties.

Gross profit of $25,456,759 (2018 - $11,212,434), which is calculated subtracting cost of sales from revenue.

Exploration and evaluation expenditures of $2,561,789 (2018 – $394,063) related to drilling, assaying, trenching, surveying and other related expenditures on the Company's exploration licenses. The increase compared to the comparative period is related to the increased exploration activity at site as the Company completed numerous diamond drill holes at Kora North as well as increased exploration activities on the Blue Lake, Yompossa (Yanabo) and Irumafimpa/Kokomo prospects.

An increase of consulting and administrative of $26,621 to $1,191,479 (2018 – $1,164,858) which is in line with prior period.

The Company had an interest expense of $312,754 (2018 – $187,712). This represents the estimated fair value of interest on the gold prepayment liability that would be paid if the prepayment was a loan. The benefit is recorded on the statement of operations and is a non-cash transaction.

Fair value loss on gold purchase agreement of $219,973 (2018 – gain of $750,985). This movement relates to the fair value adjustment on the CRH gold prepayment using period end assumptions for the estimated present value of the gold to be repaid. The key changes in assumptions included an increase in the future gold price per ounce estimate and discount rate.

Amortization of deferred loss of $4,204,801 (2018 - $1,375,657). The difference of cash received and the initial fair value of the gold prepayment liability of $15,534,971 was originally recorded as a deferred loss and is being amortized to the statement of operations over the units of production. This amount represents the amortization of the deferred loss when the Company transferred 5,771 (2018 – 1,888) gold ounce credits or cash equivalent to CRH during the six months.

Deferred income tax of $5,027,785 (2018 - $Nil) recognized during the period is the estimated use of the deferred income tax asset. The Company previously recognized the tax asset to the extent recovery is considered probable. In assessing the probably of recovery, taxable profit projections, derived from cash flows from detailed life-of-mine and production plans were evaluated.

Summary of Quarterly Results

The following table summarizes the last 8 quarters of the Company.

		June 30, 2019 (Unaudited)		March 31, 2019 (Unaudited)		December 31, 2018 (Unaudited)		September 30, 2018 (Unaudited)
Total assets	$	103,895,333	$	90,951,224	$	87,768,526	$	55,079,970
Working capital (deficiency)		11,930,482		13,368,613		3,992,004		(2,787,376)
Shareholders' equity		85,012,208		76,098,984		69,806,096		35,863,017
Revenue		23,293,370		23,994,173		21,510,445		9,390,081
Net income (loss)		5,288,706		5,100,166		33,499,660		(1,831,372)
Net income (loss) per share, basic		0.03		0.03		0.18		(0.01)
Net income (loss) per share, diluted		0.03		0.03		0.18		(0.01)
		June 30, 2018 (Unaudited)		March 31, 2018 (Unaudited)		December 31, 2017 (Unaudited)		September 30, 2017 (Unaudited)
Total assets	$	52,852,117	$	48,611,997	$	42,036,745	$	38,435,952
Working capital (deficiency)		(16,339)		(1,974,720)		(10,096,135)		(6,073,021)
Shareholders' equity		36,442,993		29,470,526		21,341,573		21,149,915
Revenue		13,734,023		8,526,205		-		-
Net income (loss)		4,071,596		3,317,070		(1,906,371)		(3,489,632)
Net income (loss) per share, basic		0.02		0.02		(0.01)		(0.02)
Net income (loss) per share, diluted		0.02		0.02		(0.01)		(0.02)

Revenue has been recognized in all quarterly periods during 2019 and 2018 as the Company declared commercial production effective February 1, 2018. The three months ended December 31, 2018 also included a $26,470,433 deferred income tax recovery. The net loss for September 30, 2018 was attributable the amortization of deferred loss, fair value loss on gold purchase agreement, and share-based payments in addition to accretion and interest which are all non-cash transactions.

The increase in net loss for the three months ended September 30, 2017 mainly relate to the changes in fair value on the gold purchase agreement and amortization of deferred loss.

Results of Operations for the three months ended June 30, 2019 as compared to June 30, 2018

During the three months ended June 30, 2019, the Company had income of $5,288,706 (2018 – $4,071,596). Significant items making up the income, and changes from prior periods, are as follows:

Revenue of $23,293,370 (2018 - $13,734,023) from the sale of gold concentrate in Papua New Guinea. The increase in revenue is largely attributed to record tonnage treated in Q2 2019.

Cost of sales of $12,509,251 (2018 - $7,280,960) consisting of mining, processing, mine technical services, maintenance, finance and admin at site, operational health and safety, depreciation and net smelter royalties.

Gross profit of $10,784,119 (2018 - $6,453,063), which is calculated subtracting cost of sales from revenue.

Exploration and evaluation expenditures of $1,365,445 (2018 – $309,534) related to drilling, assaying, trenching, surveying and other related expenditures on the Company's exploration licenses. The increase compared to the comparative period is related to the increased exploration activity at site as the Company completed numerous diamond drill holes at Kora North as well as increased exploration activities on the Blue Lake, Yompossa (Yanabo) and Irumafimpa/Kokomo prospects.

An increase of consulting and administrative of $123,698 to $593,604 (2018 – $469,906). The increase was mainly due to an increase in management fees, wages and travel to site.

The Company had an interest expense of $174,876 (2018 - $114,532). This represents the estimated fair value of interest on the gold prepayment liability that would be paid if the prepayment was a loan. The benefit is recorded on the statement of operations and is a non-cash transaction.

Fair value gain on gold purchase agreement of $31,273 (2018 – $936,529). This movement relates to the fair value adjustment on the CRH gold prepayment using period end assumptions for the estimated present value of the gold to be repaid. The key changes in assumptions included an increase in the future gold price per ounce estimate and discount rate.

Amortization of deferred loss of $1,426,616 (2018 - $1,326,396). The difference of cash received and the initial fair value of the gold prepayment liability of $15,534,971 was originally recorded as a deferred loss and is being amortized to the statement of operations over the units of production. This amount represents the amortization of the deferred loss when the Company transferred 1,958 (2018 – 1,821) gold ounce credits or cash equivalent to CRH during the three months.

Deferred income tax of $900,306 (2018 - $Nil) recognized during the period is the estimated use of the deferred income tax asset. The Company previously recognized the tax asset to the extent recovery is considered probable. In assessing the probably of recovery, taxable profit projections, derived from cash flows from detailed life-of-mine and production plans were evaluated.

Non-IFRS Performance Measures

This document includes certain non-IFRS performance measures that do not have a standardized meaning prescribed by IFRS. These measures may differ from those used by other issuers, and may not be comparable to such measures as reported by, other issuers. The Company believes that these measures are commonly used by certain investors, in conjunction with conventional IFRS measures, to enhance their understanding of the Company's performance. These measures have been derived from the Company's financial statements and applied on a consistent basis. The following tables below provide a reconciliation of these non-IFRS measures to the most directly comparable IFRS measure.

Cash costs per ounce

Cash costs of sales include all costs absorbed into concentrate inventory, treatment, refining and transportation costs, less non-cash items such as depreciation. Total cash cost per ounce sold is calculated by dividing the aggregate of the applicable costs by gold ounces sold. Site cash costs of production include all costs absorbed into inventory less non-cash items such as depreciation. Site cash costs per ounce produced are calculated by dividing the aggregate of the applicable costs by gold ounces produced. These measures are calculated on a consistent basis for the period presented.

All-in sustaining cost per ounce

All-in sustaining costs of sales include all cash costs above plus accretion costs of environmental provisions, corporate costs and sustaining capital expenditures. Total all-in sustaining cost per ounce sold is calculated by dividing the aggregate of the applicable costs by gold ounces sold. These measures are calculated on a consistent basis for the period presented.

EBITDA (Earnings before Interest, Taxes, Depreciation and Amortization).

EBITDA is profit attributable to shareholders before net finance expense, provision for income taxes, and depreciation and amortization. EBITDA is used as a supplemental financial measure by management and by external users of our MD&A, such as investors, industry analysts, lenders and ratings agencies, to assess the Company's operating performance as compared with the operating performance of other companies in our industry, without regard to financing methods, historical cost basis or capital structure. The IFRS measure most directly comparable to EBITDA is Net Income. EBITDA should not be considered an alternative to net income or loss or any other measure of financial performance or liquidity presented in accordance with IFRS.

	Three months ended June 30, 2019	Three months ended June 30, 2018	Six months ended June 30, 2019	Six months ended June 30, 2018
Cost of Sales[1]	$ 12,509,251	$ 7,280,960	$ 21,830,784	$ 11,047,794
Add: pre-production costs for January[1]	-	-	-	1,761,854
Add: cash costs allocated to inventory	1,131,592	109,450	1,131,592	109,450
Less: prior period inventory costs in cost of sales	(953,244)	(398,590)	(954,852)	-
Less: depreciation	(1,800,836)	(618,705)	(3,317,392)	(1,144,826)
Cash cost of sales	10,886,763	6,373,115	18,690,132	11,774,272
Add: accretion	41,278	89,563	82,725	101,044
Add: corporate costs	593,604	469,906	1,191,479	1,164,858
Add: capital expenditures[2]	1,815,121	1,616,451	4,157,821	2,718,893
All-in sustaining costs	13,336,766	8,549,035	27,585,052	15,759,157
Gold ounces sold[3]	18,824	10,981	37,240	20,416
Cash cost per gold ounce[3]	$551	$550	$472	$549
All-in sustaining cost per gold ounce[4]	$681	$749	$618	$744

[1] Costs for January 2018 in the pre-production phase prior to commercial production were added back in order to calculate cash costs and all-in sustaining costs for the year.

[2] Purchase of property, plant and equipment for the three months ended June 30 from statement of cash flow $14,202,338 (2018 - $13,262,859) plus deposits for equipment $1,762,086 (2018 - $Nil) less expansion costs included in deposits for equipment of $289,852 (2018 - $Nil) less Mobile Fleet and Vehicles $1,603,011 (2018 - $2,673,579) less Mine and Mill refurbishment and expansion costs of $6,081,161 (2018 - $778,542) less payables paid that related to the prior period $369,684 (2018 - $7,091,755) less NSR acquisition costs included in mineral properties of $3,014,659 (2018 - $Nil).

[3] Costs from above less a credit of $1,107,488 (2018 - $561,953) for the six months ended from the silver and copper included in concentrate.

	Three months ended June 30, 2019	Three months ended June 30, 2018	Six months ended June 30, 2019	Six months ended June 30, 2018
Income for the period	$ 5,288,706	$ 4,071,596	$ 10,388,872	$ 7,388,666
Add: Deferred income tax	900,306	-	5,027,785	-
Add: Amortization of deferred loss	1,426,616	1,326,396	4,204,801	1,375,657
Add: Amortization of property, plant and equipment	1,800,836	618,703	3,317,392	1,144,818
Add: Interest	174,876	114,532	312,754	187,712
EBITDA	$ 9,591,340	$ 6,131,227	$ 23,251,604	$ 10,096,853

Liquidity

As at June 30, 2019, the Company had working capital of $11,930,482 (December 31, 2018 – $3,992,004). This balance included a cash balance of $9,226,539 (December 31, 2018 - $6,205,616) and accounts receivable balance of $9,906,925 (December 31, 2018 - $7,699,572) to settle current liabilities of $15,985,239 (December 31, 2018 - $15,271,894).

Operating Activities: During the six months ended June 30, 2019, the Company generated $15,551,272 from operating activities compared to $8,923,410 for the six months ended June 30, 2018.

Investing Activities: During the six months ended June 30, 2019, the Company paid for $14,202,338 (2018 - $13,262,859) in property, plant, and equipment plus $1,762,086 for deposits on equipment and $Nil (2018 - $225,031) in lease payments and collected $Nil (2018 - $3,690,501) from its pre-production gold sales, which is the revenue earned in January, 2018 before the Company declared commercial production.

Financing Activities: During the six months ended June 30, 2019 the Company collected $2,039,339 (2018 - $2,114,876) from the exercise of warrants and $1,742,871 (2018 - $109,323) from the exercise of stock options.

The Company intends to use funds generated from operations for ongoing operating and capital expenditures including its minimum lease payments in Papua New Guinea and office lease in Vancouver.

Related Party Transactions

Key management compensation consists of the Chief Executive Officer, Chief Financial Officer, and the Board of Directors. During the below period, key management or companies they controlled compensation paid or accrued is presented in the table below:

Related Party	Six months ended	June 30, 2019	June 30, 2018
CEO and Director		$ 215,000	$ 179,800
CFO		91,600	52,800
Chairman and Director		36,250	37,500
Director and former CEO		35,000	41,650
Director and Audit Committee Chair		8,500	6,000
Director		7,500	6,000
Director		7,500	6,000

The Company also paid professional fees of $8,933 (2018 - $9,388) to a Company related to the CFO.

Included in accounts payable and accrued liabilities is $347,930 (December 31, 2018 - $150,810) due to directors, officers, and companies controlled by directors and officers of the Company that is non-interest bearing and due on demand.

Subsequent Events

Subsequent to June 30, 2019, the Company:

a) Received CAD$277,768 from the exercise of 313,200 stock options;

b) Received CAD$665,746 from the exercise of 1,024,225 warrants;

c) The Company and Trafigura Pvt. Ltd. ("**Trafigura**") entered into a loan agreement pursuant to which Trafigura will provide a $15,000,000 loan to the Company to be repaid over 2 years (three-month payment holiday). During the initial period prior to a provision of security, the agreement provides that in certain circumstances of default, Trafigura may accelerate repayment of the loan. Subject to a grace period, if the Loan is not then repaid, Trafigura may convert all or any portion of the Loan into common shares of K92 at a conversion price equal to US$1.3794 per share.

d) On July 30, 2019 the Company entered into an amendment agreement with Barrick Gold to amend the Share Sale Agreement whereby the Company revised the contingent payment to a fixed payment and will pay Barrick Gold $12,500,000 within 60 days of signing; and

e) The Company completed a private placement by issuing 9,474,000 common shares at a price of CAD$1.90 per common share for gross proceeds of CAD$18,000,600. As part of the financing, the Company issued 1,421,100 agent options to the underwriters who then exercised providing an additional CAD$2,700,090 or CAD$20,700,690 in aggregate. The Company paid $1,080,036 in cash commissions related to the financing.

Outstanding Share Data

As at the date of this report the Company had 211,464,962 common shares issued and outstanding.

The following incentive stock options were outstanding at the date of this report:

Number	Exercise price (CAD)	Expiry date
3,849,000	$ 0.45	May 20, 2021
100,000	1.93	July 29, 2021
1,700,000	1.00	December 5, 2021
2,470,000	0.65	October 23, 2022
120,000	0.60	March 9, 2023
1,734,000	0.85	April 30, 2023
1,716,800	0.74	November 19, 2023
250,000	1.10	January 31, 2024
2,175,000	1.67	May 30, 2024
690,000	1.85	July 4, 2024

The following incentive warrants were outstanding at the date of this report:

Number	Exercise price (CAD)	Expiry date
1,098,075	0.65	September 6, 2019

Off-Balance Sheet Arrangements

At June 30, 2019, the Company had no material off-balance sheet arrangements such as guarantee contracts, contingent interest in assets transferred to an entity, derivative instruments obligations or any obligations that trigger financing, liquidity, market or credit risk to the Company.

Proposed Transactions

Except as elsewhere disclosed in this document, there are no other proposed transactions under consideration.

Capital Resources

In the past the Company has raised capital in public markets by issuing common shares pursuant to private placements, through the sale of gold prepayments, through the issuance of preferred shares, and through loans payable. The Company manages its capital structure to maximize its financial flexibility making adjustments to it in response to changes in economic conditions and the risk characteristics of the underlying assets and business opportunities. The Company does not presently utilize any quantitative measures to monitor its capital and is not subject to externally imposed capital requirements.

Risk Factors

K92 is engaged in mineral exploration and development activities which, by their nature, are speculative due to the high risk nature of the business and the present stage of the development of the Project. Any investment in the common shares of K92 should be considered a highly speculative investment due to the nature of the Company's business. Such risk factors could materially affect K92's future financial results and could cause actual results and events to differ materially from those described in forward looking statements and forward looking information relating to K92 or the business, property or financial results, any of which could cause investors to lose part or all of their investment in K92. For a detailed discussion of the risk factors associated with the Company please see "Financial risk factors" below and consult the risk factors section of the Company's Management Information Circular dated April 15, 2016 and filed under the Company's profile on SEDAR at www.sedar.com.

Changes in Accounting Policies including Initial Adoption

IFRS 16 – Leases

The Company adopted IFRS 16 - Leases ("IFRS 16") on January 1, 2019. The objective of the new standard is to eliminate the classification of leases as either operating or financing leases for a lessee and report all leases on the statement of financial position. The only exemption to this will be for leases that are one year or less in duration or for leases of assets with low values. Under IFRS 16 a lessee is required to recognize a right-of-use asset, representing its right to use the underlying asset, and a lease liability, representing its obligations to make lease payments. IFRS 16 also changes the nature of expenses relating to leases, as lease expenses previously recognized for operating leases are replaced with depreciation expense on capitalized right-of-use assets and finance or interest expense for the corresponding lease liabilities associated with the capitalized right-of-use leased assets.

The Company adopted IFRS 16 using the modified retrospective approach and did not restate comparative amounts for the year prior to first adoption. For all leases, the lease liability was measured at January 1, 2019 as the present value of any future minimum lease payments discounted using the appropriate incremental borrowing rate. The associated right of use assets was measured at the amount equal to the lease liability on January 1, 2019. The Company's accounting for finance leases remained substantially unchanged.

The following leases accounting policies have been applied as of January 1, 2019 on adoption of IFRS 16. For comparative periods prior to 2019, we applied leases policies in accordance with IAS 17, Leases and IFRS 4, Determining Whether an Arrangement Contains a Lease.

At inception of a contract, we assess whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. We asses weather the contract involves the use of an identified asset, whether we have the right to obtain substantially all of the economic benefits from use of the asset during the term of the arrangement and if we have the right to direct the use of the asset. At inception or on reassessment of a contract that contains a lease component, we allocate the consideration in the contract to each lease component on the basis of their relative standalone prices.

As a lessee, we recognize a right-of-use asset, which is included in property, plant and equipment, and a lease liability at the commencement date of a lease. The right-of-use asset is initially measured at cost, which is comprised of the initial amount of the lease liability adjusted for any payments made at or before the commencement date, plus any decommissioning and restoration costs, less any lease incentives received.

The right-of-use asset is subsequently depreciated from the commencement date to the earlier of the end of the lease term, or the end of the useful life of the asset. In addition, the right-of-use asset may be reduced due to impairment losses, if any, and adjusted for certain measurements of the lease liability.

A lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by the interest rate implicit in the lease, or if that rate cannot be readily determined, the incremental borrowing rate. Lease payments included in the measurement of the lease liability are comprised of:

- fixed payments, including in-substance fixed payments, less any lease incentives receivable;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee;
- exercise prices of purchase options if we are reasonably certain to exercise that option; and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease.

The lease liability is measured at amortized cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, or if there is a change in our estimate or assessment of the expected amount payable under a residual value guarantee, purchase, extension or termination option. Variable lease payments not included in the initial measurement of the lease liability are charged directly to profit.

As part of the initial application of IFRS 16, we have elected not to recognize right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The lease payments associated with these leases are charged directly to profit on a straight-line basis over the lease term.

We adopted IFRS 16 as at January 1, 2019 in accordance with the transitional provisions outlined in the standard, using a cumulative catch-up approach where we have recorded leases from that date forward and have not restated comparative information. Recognition of leases under IFRS 16 included in Note 9 to the condensed consolidated interim financial statements.

We have recorded right-of-use assets of $448,236 within property, plant and equipment, measured at either an amount equal to the lease liability or their carrying amount as if IFRS 16 had been applied since the commencement date, discounted using our incremental borrowing rate on January 1, 2019. We have recorded lease liabilities of $448,236 as at January 1, 2019. IFRS 16 eliminates the classification of leases as either operating or finance leases for a lessee, and all leases will be recorded on the statement of financial position for the lessee.

Reconciliation of lease liabilities as of January 1, 2019:

Reconciliation of lease liabilities		January 1, 2019
Future aggregate minimum lease payments under operating leases at December 31, 2018	$	761,823
Effect of discounting at the incremental borrowing rate		(313,587)
Total lease liabilities as at January 1, 2019	$	448,236

The weighted average incremental borrowing rate for lease liabilities initially recognized as of January 1, 2019 was 10%.

Critical Accounting Policies and Estimates

The preparation of these consolidated financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported expenses during the period. Actual results could differ from these estimates.

Significant assumptions about the future and other sources of estimation and judgement uncertainty that management has made at the end of the reporting period, that could result in a material adjustment to the carrying amounts of assets and liabilities in the event that actual results differ from assumptions made, relate to:

Depletion and depreciation of property, plant and equipment

Property, plant and equipment is the largest component of the Company's assets and, as such, the depreciation of these assets has a significant effect on the Company's financial statements.

Mining plant and equipment and other capital assets are depreciated over their expected economic lives using either the units of production method or the straight-line method. Depletion of each mineral property interest is provided on the units of production basis using estimated proven and probable reserves as the depletion basis. Significant judgment is involved in the determination of useful lives of long-lived assets. A change in the estimated useful life or residual value of a long-lived asset would result in a change in the rate of deprecation for that asset.

For long-lived assets that are depleted or depreciated over proven and probable reserves using the units of production method, a change in the original estimate of proven and probable reserves would result in a change in the rate of depletion or depreciation.

Impairment indicator of property, plant and equipment

Property, plant and equipment are tested for impairment when events or changes in circumstance indicate that the carrying value may be higher than the recoverable amount. Judgement is required in assessing whether certain factors would be considered an indicator of impairment. Management considers both internal and external information to determine whether there is an indicator of impairment.

Achievement of Commercial Production

Once a mine reaches the operating levels intended by management, depreciation of capitalized costs begins. Significant judgment is required to determine when certain assets of the Company's reach this level. Management considers several factors including, completion of a reasonable period of commissioning, consistent operating results are being achieved at a pre-determined level of design capacity and production of pre-designed gold production.

Rehabilitation and restoration provision

The Company has obligations for the future restoration of its mining tenements. In most instances, removal of assets and restoration of surrounding area occurs many years into the future. This requires judgmental assumptions regarding removal date, the extent of reclamation activities required, the engineering methodology for estimating cost, future removal technologies in determining removal cost, and asset specific discount rates to determine the present value of these cash flows.

Income tax

The determination of income tax is inherently complex and requires making certain estimates and assumptions about future events. The Company determines if a deferred tax asset should be recorded and if so, estimates the amount through taxable income projection models. Changes in facts and circumstances as a result of income tax audits, reassessments, jurisprudence and any new legislation may result in an increase or decrease in our provision for income taxes.

Reserves and Resources

Mineral reserve and resources estimates are based on various assumptions relating to operating matters set forth in National Instrument 43-101. These include production costs, mining and processing recoveries, cut-off grades, long term commodity prices, and inflation rates. Cost estimates are based on pre-feasibility study estimates or operating or operating history, and estimates are prepared by appropriately qualified persons (as defined in National Instrument 43-101).

Estimated recoverable reserves are used to determine the depreciation of property, plant and equipment, as an input to the projection of future taxable profits which support assessments of deferred income tax recoverability and to forecast the timing of the payment of decommissioning obligations.

Contingent Liability

The Company has determined not to record a liability related to the acquisition of Barrick (Kainantu) Limited (Note 4) as at this time, the Company has not determined the existence of 1,000,000 gold equivalent ounces classified as measured, indicated, probable ore resource, or a proven ore equivalent ounce of gold plus cumulative ounces produced.

Gold prepayment agreement

Judgment is required in assessing the appropriate accounting treatment of the gold prepayment agreement on the closing date and in future periods. We consider the specific terms of the agreement to determine whether we have disposed of an interest in the mineral property. This assessment considers what the counterparty is entitled to and the associated risks and rewards attributable to them over the life of the operation, including the contractual terms related to the total production over the life of the arrangement as compared to the expected production over the life of the mine, the percentage being sold, the percentage of payable metals produced, and any guarantee relating to the upfront payment if production ceases.

For the gold prepayment agreement entered into during the year ended August 31, 2016 and amended during the year ended December 31, 2018, there is a guarantee associated with the upfront payment as we are required to make good faith commercial efforts to maximize production of gold from the mineral property. Additionally, the counterparty has the option to receive payment in cash rather than refined gold. Accordingly, we consider this arrangement a derivative liability.

The valuation of the derivative in this arrangement is an area of estimation and is determined using discounted cash flow models. These models require a variety of inputs, including, but not limited to, contractual terms, market prices, forward curve prices, mine plans and discount rates. Changes in these assumptions could affect the carrying value of derivative assets or liabilities and the amount of gains or losses recognized in other operation income (expense).

Share-based payments

Share-based payments are subject to estimation of the value of the award at the date of grant using pricing models such as the Black-Scholes option valuation model. The option valuation model requires the input of highly subjective assumptions including the expected stock price volatility. Because the Company's stock options have characteristics significantly different from those of traded options and because the subjective input assumptions can materially affect the calculated fair value, such value is subject to measurement uncertainty.

Determination of functional currency

The functional currencies of the Company and its subsidiaries are outlined in Note 3, Foreign Exchange. The functional currency determination was conducted through an analysis of the consideration factors identified in IAS 21, The Effects of Changes in Foreign Exchange Rates. The determination of functional currency involves certain judgments to determine the primary economic environment and the Company reconsiders the functional currency if there are changes in events and conditions of the factors used in the determination of the primary economic environment.

Financial Instruments and Risk Management

Financial assets and liabilities are classified in the fair value hierarchy according to the lowest level of input that is significant to the fair value measurement. Assessment of the significance of a particular input to the fair value measurement requires judgement and may affect placement within the fair value hierarchy levels. The hierarchy is as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quotes prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The fair value of cash and cash equivalents and receivables approximate their carrying value due to the short-term maturity. Fair value of accounts payable and accrued liabilities and loans payable may be less than the carrying value for some of these instruments given going concern uncertainties described in Note 1 of the condensed consolidated interim financial statements.

Fair value estimates of financial instruments are made at a specific point in time, based on relevant information about financial markets and specific financial instruments. As these estimates are subjective in nature, involving uncertainties and matters of significant judgment, they cannot be determined with precision. Changes in assumptions can significantly affect estimated fair values.

Financial risk factors

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk

Credit risk is the risk of potential loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to its liquid financial assets including cash and cash equivalents and receivables. The Company limits exposure to credit risk on liquid financial assets through maintaining its cash and cash equivalents with high-credit quality financial institutions. Expected credit losses on accounts receivables do not have a material impact on the Company's consolidated financial statements at June 30, 2019.

Liquidity risk

The Company has in place a planning and budgeting process to manage its liquidity risk and ensure it has sufficient liquidity to meet liabilities when due. For the six months ended June 30, 2019 the Company had operating cash-flow of $15,551,272 (2018 - $8,923,410) and as at June 30, 2019, the Company had a cash and cash equivalents balance of $9,226,539 (December 31, 2018 - $6,205,616) and a working capital of $11,930,482 (December 31, 2018 - $3,992,004) to settle current liabilities of $15,985,239 (December 31, 2018 - $15,271,894). All of the Company's accounts payable and accrued liabilities have contractual maturities of 30 days or due on demand and are subject to normal trade terms.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices. The Company does not have a practice of trading derivatives.

a) Interest rate risk

The Company's financial assets exposed to interest rate risk consist of cash and cash equivalents balances. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks. As at June 30, 2019, the Company did not have any investments in investment-grade short-term deposit certificates. The Company's loans payable are not exposed to interest rate risk given interest rates on loans are fixed.

b) Foreign currency risk

The Company's foreign exchange risk arises from transactions denominated in other currencies. Through this, the Company is exposed to foreign currency risk on fluctuations related to cash and cash equivalents, receivables, prepayments, accounts payable and accrued liabilities and reclamation and closure costs obligations that are denominated in Australian Dollars, Papua New Guinea Kina, United States Dollar and Canadian Dollars and the CRH financing which can be elected to be repaid in United States Dollars as determined by CRH. The Company does not use derivative instruments to reduce its exposure to foreign currency risk nor has it entered into foreign exchange contracts to hedge against gains or losses from foreign exchange fluctuations.

c) Price risk

The Company is exposed to commodity price risk from fluctuations in market prices of the commodities that the Company produces. Gold concentrate is "provisionally priced" whereby the selling price is subject to final adjustment at the end of a period normally ranging from 30 to 90 days after delivery to the customer. Revenue is recognized on provisionally priced sales based on estimates of fair value of the consideration receivable which is based upon current market prices. At each reporting date, the provisionally priced embedded derivative is marked to market based on the current selling price for the period.

Cautionary Statement Regarding Certain Measures of Performance

This MD&A presents certain measures, including "cash costs" and "all-in sustaining costs", that are not recognized measures under IFRS. This data may not be comparable to data presented by other gold producers. For a reconciliation of these measures to the most directly comparable financial information presented in the consolidated financial statements prepared in accordance with IFRS, see Non-IFRS Financial Performance Measures in this MD&A. The Company believes that these generally accepted industry measures are realistic indicators of operating performance and are useful in performing year over year comparisons. However, these non-IFRS measures should be considered together with other data prepared in accordance with IFRS, and these measures taken by themselves, are not necessarily indicative of operating costs or cash flow measures prepared in accordance with IFRS.

Note Regarding Forward-Looking Statements

Except for historical information, this MD&A may contain forward-looking statements within the meaning of applicable Canadian securities legislation. These statements involve known and unknown risks, uncertainties, and other factors that may cause the Company's actual results, levels of activity, performance or achievements to be materially different from any future results, levels of activity, performance or achievement expressed or implied by these forward-looking statements.

The factors that could cause actual results to differ materially include, but are not limited to, the following:

General economic conditions; changes in financial markets; the impact of exchange rates; political conditions and developments in countries in which the Company operates; changes in the supply, demand and pricing of the metal commodities which the Company hopes to find and successfully mine; changes in regulatory requirements impacting the Company's operations; the sufficiency of current working capital and the estimated cost and availability of funding for the continued production, exploration and development of the Company's properties.

This MD&A contains certain forward-looking statements inclusive of, but not limited to, timing of the mine development, mill construction, metals production, increased payment terms, and improved gold recovery. Although forward-looking statements and information contained in this MD&A are based on the beliefs of K92 management, which we consider to be reasonable, as well as assumptions made by and information currently available to K92 management, there is no assurance that the forward-looking statement or information will prove to be accurate. The assumptions made include assumptions about K92's ability to move forward with the development and mine expansion arrangements. The forward-looking statements and information contained in this MD&A are subject to current risks, uncertainties and assumptions related to certain factors including, without limitations, obtaining all necessary approvals, feasibility of the Company's mine and plant development in PNG, the accuracy of mineral reserve and mineral resources estimates, exploration and development risks, expenditure and financing requirements, title matters, the Company's dependency on the Kainantu Gold Mine for operating revenue and cash flows in the near term, operating hazards, metal prices, political and economic factors, competitive factors, general economic conditions, relationships with vendors and strategic partners, governmental regulation and supervision, the Company's ability to adequately account for potential mine closure and remediation costs, seasonality, technological change, industry practices, and one-time events as well as risks, uncertainties and other factors discussed in our annual and interim management's discussion and analysis. Should any one or more of these risks or uncertainties materialize or change, or should any underlying assumptions prove incorrect, actual results and forward-looking statements and information may vary materially from those described herein.

The list is not exhaustive and although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended that should be considered carefully, and reasons should not place undue reliance on the Company's forward-looking statements. As a result of the foregoing and other factors, no assurance can be given as to any such future results, levels of activity or achievements and neither the Company nor any person assumes responsibility for the accuracy and completeness of these forward-looking statements. We undertake no obligation to update forward-looking statements or information except as required by law.

Cautionary Note to Investors Concerning Estimates of Measured and Indicated Resources. This discussion uses the terms "measured resources" and "indicated resources". The Company advises investors that while those terms are recognized and required by Canadian regulations, the U.S. Securities and Exchange Commission does not recognize them. Investors are cautioned not to assume that any part or all of mineral deposits in these categories will ever be converted into reserves."