("K92" or "the Company")

FORM 51-102F1

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2022

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 nine months ended September 30, 2022. The MD&A takes into account information available up to and including November 10, 2022 and should be read together with the unaudited condensed consolidated interim financial statements for the nine months ended September 30, 2022, which have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("**IFRS**") applicable to the preparation of interim financial statement, including IAS 34, Interim Financial Reporting, and is presented in thousands of United States dollars, except share and per share amounts, or unless otherwise indicated.

Throughout this document the terms *we, us, our, the Company* and *K92* refer to K92 Mining Inc.

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." Forward-looking statements are necessarily based on estimates and assumptions that are inherently subject to known and unknown risks, uncertainties and other factors, many of which are beyond our ability to control, that may cause our actual results, level of activity, performance or achievements to be materially different from those expressed or implied by such forward-looking information. Please refer to "Risk Factors" section in this document.

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 the Toronto Stock Exchange ("**TSX**") 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 at 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.

Summary of Key Operating and Financial Results

(in thousands of United States Dollars, except per share amounts)		Three months ended September 30, 2022	Three months ended September 30, 2021	Nine months ended September 30, 2022	Nine months ended September 30, 2021
Operating data					
Ore mined	t	122,035	88,857	336,631	216,751
Ore processed	t	117,938	87,621	326,401	236,509
Feed grade	g/t	8.7	9.0	8.1	9.3
Gold produced	Oz	29,256	21,908	76,342	61,835
Gold equivalent produced[1]	Oz	32,995	24,122	87,268	68,049
Gold sold	Oz	25,297	21,675	75,443	62,492
Cash costs per gold ounce sold[2]	$/Oz	503	596	550	691
All-in sustaining costs per gold ounce sold[2]	$/Oz	909	752	862	944
Financial data					
Revenue	$	36,438	35,370	126,206	100,401
Cost of sales	$	20,784	20,132	66,488	61,987
Net income	$	3,054	4,865	22,272	11,456
Cash flow from operating activities	$	11,531	6,956	52,006	34,667
Cash, ending balance	$	106,729	54,604	106,729	54,604
Basic earnings per share	$/sh	0.01	0.02	0.10	0.05
Diluted earnings per share	$/sh	0.01	0.02	0.10	0.05

Performance Summary

Operational – Nine Months Ended September 30, 2022 ("YTD Q3 2022")

- **Gold production** growth of 23% totaling 76,342 gold oz or 87,268 gold equivalent ("**AuEq**") oz in YTD Q3 2022, compared to production of 61,835 gold oz or 68,049 AuEq oz during the nine months ended September 30, 2021 ("**YTD Q3 2021**").[1] During the three months ended September 30, 2022 ("**Q3 2022**"), the Company achieved strong gold production, the second highest on record, of 29,256 gold oz or 32,995 AuEq oz.

- **Ore mined** increased by 55% to 336,631 tonnes in YTD Q3 2022, compared to 216,751 tonnes in YTD Q3 2021. The Company also achieved record quarterly ore mined of 122,035 tonnes or 1,326 tonnes per day ("**tpd**") in Q3 2022, an increase of 37% from the three months ended September 30, 2021 ("**Q3 2021**"). A key contributor to the strong mining rates has been successful ramp up of the Stage 2 Expansion as well as the addition of new equipment combined with improving operating productivities.

- **Ore processed** increased by 38% to 326,401 tonnes in YTD Q3 2022, compared to 236,509 tonnes in YTD Q3 2021. The Company also achieved record quarterly ore processed of 117,938 tonnes or 1,282 tpd in Q3 2022 due to the strong performance of the process plant, effectively achieving Stage 2A Expansion levels ahead of schedule, significantly exceeding Stage 2 Expansion run-rate (1,100 tpd) and a 35% increase from Q3 2021.

- **Cash costs** averaged $550 per gold ounce in YTD Q3 2022 versus $691 per gold ounce in YTD Q3 2021.[2] The decrease in cash costs was primarily due to the successful ramp-up of the 400K tonnes per annum expansion allowing the Company to achieve better economies of scale and a 21% increase in gold oz sold from 62,492 oz Au in YTD Q3 2021 to 75,443 oz Au in YTD Q3 2022.

- **All-in sustaining costs** averaged $862 per gold ounce in YTD Q3 2022 versus $944 per gold ounce in YTD Q3 2021 as a result of the lower cash costs noted above.[2]

[1] Gold equivalent calculated based on gold $1,819 per ounce (2021 - $1,800), silver $21.82 per ounce (2021 - $25) and copper $4.09 per pound (2021 - $4.35).

[2] Non-IFRS – the definition and reconciliation of these measures are included in the non-IFRS performance measures section of this MD&A.

- **Significant advancement of the twin incline** with incline #2 (6m x 6.5m) advanced to 1,543 metres and #3 (5m x 5.5m) advanced to 1,581 metres as of September 30, 2022. Overall mine development was 1,887 metres, an increase of 19% from Q3 2021 and second highest on record.

Financial – YTD Q3 2022

- **Revenue** of $141.7 million in YTD Q3 2022 compared to $111.8 million in YTD Q3 2021, before pricing and quantity adjustments. Net revenue of $126.2 million in YTD Q3 2022 compared to $100.4 million in YTD Q3 2021, which includes pricing adjustments to the fair value of settlement receivables. Sales of gold in concentrate and doré increased by 21% to 75,443 oz in YTD Q3 2022 from 62,492 in YTD Q3 2021 resulting in $22.5 million in higher revenues, average payable gold prices increased by 0.4% to $1,738/oz in YTD Q3 2022 from $1,731/oz in YTD Q3 2021 resulting in $0.5 million in higher revenues, and an increase in by-product revenue of $8.2 million primarily from the sale of copper with 4,149,763 copper pounds in YTD Q3 2022 versus 2,125,216 copper pounds in YTD Q3 2021, offset by $1.2 million in higher treatment charges.[3]

- **Record cash position** of $106.7 million at September 30, 2022 compared to $71.3 million at December 31, 2021. In YTD Q3 2022, the Company spent $29.6 million in expansion capital (2021 - $9.6 million)[4] and paid $1.1 million in income tax prepayments.

- **Operating cash flow** (prior to working capital adjustments) of $46.0 million in YTD Q3 2022 compared to $35.5 million in YTD Q3 2021.[5]

- **Gross margins** before (after) pricing adjustments of 53% (47%) in YTD Q3 2022 compared to 45% (38%) in Q3 2021.[6]

- **EBITDA** of $51.7 million in YTD Q3 2022 compared to $32.5 million in YTD Q3 2021.[2]

- **Income tax payments** of $13.0 million in YTD Q3 2022 compared to $15.2 million in YTD Q3 2021. Subsequent to September 30, 2022, the Company paid an additional tax installment of $2.8 million to the Papua New Guinea government for a total of $15.8 million.

Expansion – YTD Q3 2022

- On September 12, 2022, announced the results of its Integrated Development Plan ("**IDP**") for its Kainantu Gold Mine Project. The IDP comprises two scenarios:

  1. Kainantu Stage 3 Expansion Definitive Feasibility Study Case ("**DFS**" or "**DFS Case**")
     - The DFS Case evaluates the Stage 3 Expansion to 1.2 million tonnes per annum ("**mtpa**"), representing a 140% throughput increase from the Stage 2A Expansion.
     - Stage 3 involves a new standalone 1.2 mtpa process plant and supporting infrastructure constructed with mining focused on the Kora Central Zone within the Kora Deposit and Judd Deposit, utilizing a cut-off grade of 3.0 g/t AuEq.
     - After-tax NPV5% of US$586 million at US$1,600 per ounce gold, with no internal rate of return ("**IRR**") as the project generates cashflow during construction. After-tax NPV5% of US$855 million at US$2,000 per ounce gold.
     - Average annual run-rate production of 290,771 ounces AuEq per annum, run-rate achieved in 2025 and a peak annual production of 308,793 ounces AuEq in 2026.
     - Life of Mine average cash costs of US$366 per gold ounce and all-in sustaining cost ("**AISC**") of US$545 per gold ounce over a 7-year mine life.
     - Growth capital cost of US$177 million, sustaining capital cost prior to commissioning of US$125 million and life of mine sustaining capital cost of US$218 million.

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3 Average payable gold price is calculated by the average finalized gold price during the period multiplied by the payable percentage under the off-take agreement.

4 Expansion capital is calculated as the costs associated with the twin incline expansion and other expansion costs where these projects are anticipated to increase future production.

5 Non-IFRS performance measure. Operating cash flow (prior to working capital adjustments) is calculated as the net cash provided by operating activities less the changes in non-cash working capital items.

6 Non-IFRS performance measure. Gross margin before pricing adjustments is calculated using earnings from operations excluding pricing adjustments divided by revenue excluding pricing adjustments.

2. Kainantu Stage 4 Expansion Preliminary Economic Assessment Case ("**PEA**" or "**PEA Case**")
    - The alternate PEA Case evaluates two-stages of expansions to a run-rate throughput of 1.7 mtpa, representing a 240% throughput increase from the Stage 2A Expansion.
    - Stage 4 involves two standalone process plants, larger surface infrastructure and mining throughputs achieved through mining Kora Upper, Lower, and Central Zones within the Kora Deposit, and the Judd Deposit, utilizing a cut-off grade of 4.5 g/t AuEq.
    - After-tax NPV5% of US$1.3 billion at US$1,600 per ounce gold with no IRR as the project generates cashflow during construction. After-tax NPV5% of US$1.8 billion at US$2,000 per ounce gold.
    - Average annual run-rate production of 405,661 ounces AuEq per annum, run-rate achieved in 2027 and a peak annual production of 500,192 ounces AuEq in 2027.
    - Life of Mine average cash costs of US$275 per gold ounce and AISC of US$444 per gold ounce over an 11-year mine life.
    - Growth capital cost of US$187 million, sustaining capital cost until operating both process plants of US$235 million and life of mine sustaining capital cost of US$429 million.

- On February 23, 2022, announced results from the updated resource estimate completed on the Kora deposit with Measured and Indicated Resources of 2.1 million oz at 9.20 g/t AuEq and Inferred Resources of 2.5 million oz at 9.48 g/t AuEq. The increase in the resource estimate was achieved after deducting mining depletion of 348 kt at 16.33 g/t AuEq or 182 koz AuEq from the previous resource estimate. The Kora deposit remains open along strike and at depth.

- On February 23, 2022, announced results from the maiden resource estimate of the Judd deposit with Measured and Indicated Resources of 0.13 million oz at 11.00 g/t AuEq and Inferred Resources of 0.18 million oz at 5.66 g/t AuEq. The resource is net of mining depletion of 64 kt at 12.2 g/t AuEq or 25 koz AuEq. The Judd deposit remains open in all directions.

- After completion of the infill drilling program at Kora, exploration is now almost entirely focused on resource growth, with up to 11 drill rigs operating at Kora, Kora South and Judd South.

- Progressed on the Stage 2A Expansion to increase throughput to 500,000 tonnes per annum ("**tpa**") from 400,000 tpa with an estimated capital cost of $2.5 million and full commissioning anticipated to commence in late 2022/early 2023. The expansion is expected to further drive economies of scale, increase production, and strengthen the Company's ability to self-fund the Stage 3 Expansion.

Corporate – YTD Q3 2022

- Completed a bought deal financing whereby the Company issued 5,405,500 common shares at a price of CAD$9.25 per common share for gross proceeds of CAD$50.0 million ($38.3 million). The Company paid CAD$2.5 million ($1.9 million) in cash commissions and CAD$0.5 million ($0.4 million) in professional fees related to the financing. The Company intends to use the net proceeds of the financing for continued exploration near the Kainantu Mine and regionally, continued expansion of the Kainantu Mine, for public company operating and administrative expenses and working capital purposes.

- Achieved first sales of gold doré. The Company sold 3,789 Au oz doré in YTD Q3 2022 for total proceeds of $6.7 million.

- Announced inclusion in the Toronto Stock Exchange's 2022 TSX30, a flagship program recognizing the 30 top-performing stocks over a three-year period based on dividend-adjusted share price appreciation. The Company ranked 11th on the 2022 list based on a share price appreciation of 337% over the three-year period.

- Reduced exposure to gold price fluctuations during the provisional pricing period (the "**Quotational Period**") with the Company's off-taker by entering into short-term commodity contracts with a total of 26,605 gold oz hedged at September 30, 2022. The Company currently hedges out three months to cover fluctuations during the Quotational Period. The Company recognized a $0.3 million gain on derivative instruments in YTD Q3 2022 related to these short-term commodity contracts.

Last 4 Quarters of Production Data

		2021	2022			
		Quarter 4	Quarter 1	Quarter 2	Quarter 3	Total
Tonnes processed	t	99,713	99,611	108,853	117,938	426,115
Feed grade Au	g/t	11.2	8.3	7.2	8.7	8.8
Feed grade Cu	%	0.51	0.76	0.56	0.72	0.64
Recovery (%) Au	%	92.8	90.9	91.0	88.9	90.8
Recovery (%) Cu	%	92.9	91.1	90.9	88.4	90.7
Metal in concentrate produced Au	oz	33,220	24,152	22,934	29,256	109,562
Metal in concentrate produced Cu	t	475	692	558	756	2,481
Metal in concentrate produced Ag	oz	28,218	28,142	25,224	32,161	113,745
Gold equivalent oz produced	oz	36,145	28,188	26,085	32,995	123,413

COVID-19 Update

In March 2020, the World Health Organization declared a global pandemic related to COVID-19. In response to the health risks associated with COVID-19, the Company implemented a comprehensive COVID-19 Management Plan, which addresses issues including occupational health, hygiene and safety, business continuity, travel, supply chain, statutory compliance, communications, testing, risk assessment and contingency planning.

Under the COVID-19 Management Plan, the Company has established a government recognized testing lab facility utilizing qualified medical personnel on site; established quarantine and isolation facilities for incoming staff when required; and implemented enhanced hygiene, disinfecting and training systems and procedures. A considerable focus is on health, safety and risk-mitigation.

A focus has also been supporting government efforts at a national, provincial and local level through the $0.4 million COVID-19 Assistance Fund and a further $0.3 million of assistance funding to the Eastern Highlands Province.

The Kainantu mine continues to operate during the COVID-19 pandemic, with a significant focus on health, safety and risk mitigation. While COVID-19 continues to have an impact on site operations, particularly due to supply chain disruptions resulting in increased lead times and higher costs for goods, the severity of the impact has lessened, and it is expected to continue improving over time.

2022 Operational Outlook

- Gold equivalent production between 115,000 and 140,000 oz.
- Cash costs between $560 – $640 per ounce gold and all-in sustaining costs between $890-$970 per ounce gold.
- Exploration costs between $12 – $15 million.
- Growth capital costs between $41 – $47 million, which includes the ongoing twin incline development.

Operations

The Company holds the mining rights to Mining Lease 150 ("**ML 150**") that is slated to expire on June 13, 2024 and is currently in the process of seeking renewal.

During Q3 2022, the Company produced 29,256 oz of gold, 1,666,076 pounds of copper and 32,161 oz of silver, or 32,995 AuEq oz.

During Q3 2022, the process plant delivered record quarterly throughput of 117,938 tonnes processed or 1,282 tpd, an increase of 35% from Q3 2021 and 17% greater than the Stage 2 Expansion run-rate of 1,100 tpd. Importantly, in August 2022, the process plant achieved record monthly throughput of 1,373 tpd, reaching the Stage 2A Expansion run-rate of 1,370 tpd. September 2022 throughput was also strong, averaging 1,336 tpd. The strong throughput is especially significant as the Stage 2A Expansion plant upgrades are not yet complete, with the flotation expansion that will double rougher capacity expected to be commissioned in late 2022/early 2023.

The flotation expansion is expected to provide a boost to metallurgical recoveries and provide flexibility to potentially increase throughput further and beyond the Stage 2A design-run rate (500,000 tpa / 1,370 tpd). The additional flotation tanks are expected to be commissioned in late 2022/early 2023. The new filter press and TC-1000 secondary/tertiary crusher for the Stage 2A Expansion was installed and operational in Q3 2022.

Mine performance achieved a quarterly record of 122,035 tonnes of ore mined; an increase of 37% from Q3 2021. Total material mined (ore plus waste) also delivered a record, with 223,472 tonnes mined, increasing 30% from Q3 2021. During the quarter, long hole stoping continued to perform to the design, with operations focused on Kora's K1 and K2 veins, and Judd's J1 Vein for a total of 10 levels mined. Mining on Kora was conducted on the 1150, 1170, 1225, 1245, 1265 and 1285 levels, and Judd on the 1235, 1265, 1285 and 1305 levels. Mining exceeded processing rates, resulting in the largest mill stockpile at quarter-end since late 2020.

The operation delivered head grades of 8.67 g/t gold, 0.72% copper and 11.53 g/t silver (9.81 g/t AuEq) in Q3, 2022, with gold grades 3% higher than budget. Metallurgical recoveries averaged 88.9% for gold and 88.4% for copper during the quarter, with recoveries expected to improve upon the commissioning of the flotation expansion in late 2022/early 2023.

Capital Expenditure

Stage 2A Expansion

The Stage 2A Expansion to increase throughput from 400,000 tonnes per annum (1,100 tpd) to a nameplate of 500,000 tonnes per annum (1,370 tpd) has progressed (*see October 7, 2021 press release: K92 Mining Announces Stage 2A Expansion to Increase Throughput +25% to 500,000 Tonnes Per Annum at Kainantu Gold Mine*). The new filter press and TC-1000 secondary/tertiary crusher have been installed and are operational, while the new flotation tanks are scheduled to arrive in late 2022/early 2023 when commissioning of the expanded plant will commence. The plant expansion is estimated to cost $2.5 million.

Twin Incline

Twin incline development made significant progress, advancing 33% above budget during Q3 2022. As of September 30, 2022, incline #2 (6m x 6.5m) advanced to 1,543 metres and #3 (5m x 5.5m) advanced to 1,581 metres. Year-to-date, twin incline development has advanced 36% above budget. Overall, mine development performed well, advancing 1,887 metres in Q3 (including the twin incline), a 19% increase from Q3 2021, and the second highest quarter on record.

This large capital project will provide the major mine access infrastructure for increased production capability required for a Stage 3 Expansion and potentially beyond to further expansions.

Exploration

Underground grade control and exploration

Kora Vein System

The Company continued its exploration diamond drilling program from underground using six drill rigs at the Kora and Judd deposits. All drill rigs are Company owned. A total of 70 drill holes have been completed into the Kora Vein System since those used in the Mineral Resource Estimates (effective date of October 31, 2021). Additionally, from surface drilling, multiple new intercepts into several of the Kora and Judd lodes have been encountered. Drilling density is suitable for both resource definition and expansion. The latest mineral resource estimate (both for Kora and Judd) was the basis for the Stage 3 Feasibility Study.

Please see the Company's news release dated February 23, 2022, '*K92 Mining Reports Significant Resource Upgrade at High-Grade Kora Deposit and Maiden Judd Resource Estimate*' for the latest resource estimate update at the Kora and Judd deposits.

Please see the Company's news release, dated October 18, 2022, '*K92 Mining Announces Latest High-Grade Underground and Surface Drill Results at Kora-Kora South, Judd-Judd South and Kora Northern Deeps*' for the most recent results from the underground and surface diamond drilling programs.

Judd Vein System

The Judd Vein System at the Kainantu gold mine continues to be explored. The System is sub parallel in orientation to the Kora Vein System and is located approximately 90 to 150m east of Kora within the mining lease. Mineralization is like Kora and is composed of Au-Cu-Ag sulphide veins, of Intrusion Related Gold Copper (IRGC) affinity. To date, four known veins have been recorded at the Judd Vein System. The veins remain open at depth, up-dip, along strike in both directions and only a fraction of the +2,500m strike length (inclusive of Judd South) has been drilled. Additionally, from surface drilling, multiple new intercepts into several of the Judd and Kora deposits have been encountered.

The Company continued its underground drill program testing the Judd Vein System. The focus of drilling is the J1 vein, with some holes continuing deeper testing the J2 to J4 vein targets. The latest drill results were included in the press release dated October 18, 2022, '*K92 Mining Announces Latest High-Grade Underground and Surface Drill Results at Kora-Kora South, Judd-Judd South and Kora Northern Deeps*'. Since the Judd maiden resource estimate (effective date of December 31, 2021) a total 110 additional holes have been drilled from underground.

The 1305 level ore drive development was commenced on J1 during the quarter. There are now four levels established at on the J1 Vein, the others are, the 1235, 1265 and 1285 Levels. Production from J1 in the form of long hole stoping is ongoing.

Surface Exploration

Kora South/Judd South

Exploration at Kora South/Judd South continued throughout Q3, 2022, with four diamond rigs testing step outs of the known lodes as well as resource definition infill holes at approximately 100m centers. Drilling productivity continued to increase relative to the previous quarter, with a total of 15 drill holes completed and 7,112 metres drilled. The program continued to demonstrate the continuity of both the Kora-Kora South and Judd-Judd South lodes with intercepts of both lodes intersected up to 650m from the southern boundary of ML150, the presence of multiple dilatant zones and that the lodes are all open towards the south and at depth.

At Judd South, drilling since the Judd resource estimate (effective date of December 31, 2021) has extended the known strike length of the Judd-Judd South Vein system by +130% or approximately 1 km. The system remains strong to the South recording solid thicknesses and 61% of Judd South J1 Vein surface holes have recorded grades exceeding 5 g/t AuEq to date. Highlights from Judd South include hole KUDD0017 recorded multiple intersections and a dilatant zone, including 25.00 m at 18.53 g/t Au, 27 g/t Ag and 0.64% Cu (20.89 g/t AuEq, 17.69 m true width) from the J1 Vein. KUDD0017 is located ~100 metres up-dip and to the South from hole KUDD0001, which also recorded a dilatant zone of 66.55 m at 3.65 g/t Au, 9 g/t Ag and 0.78% Cu (5.02 g/t AuEq, 43.26 m estimated thickness). Proximal to KUDD0017, KUDD0023 recorded multiple intersections including 4.60 m at 10.06 g/t Au, 53 g/t Ag and 1.13% Cu (12.54 g/t AuEq, 3.26 m true width) from the J1 Vein within a dilatant zone of 19.90 m at 2.69 g/t Au, 22 g/t Ag and 0.58% (3.89 g/t AuEq, 14.1 m true width).

At Kora South, drilling since the Kora resource estimate (effective date of October 31, 2021) has extended the known strike length of the Kora-Kora South Vein system by +60% to the South, or approximately 600m. Confirmation of a highly significant, steeply dipping dilatational zone present in the K2 Vein was yielded with the results from underground drill hole KMDD0495 potentially linking with KUDD0002 (reported in Q1 2022 results) on approximately the same northing. KMDD0495 recorded multiple intersections including

30.55 m at 4.15 g/t Au, 78 g/t Ag and 4.79% Cu (12.82 g/t AuEq, 11.80 m true width) from the K2 Vein. The intersection featured massive chalcopyrite mineralization in addition to bornite and was terminated early in mineralization due to ground conditions. KMDD0495 is especially significant as it represents a potential +400 m dilatant zone vertical depth extension from previously reported hole KUDD0002, which recorded 35.90 m at 1.42 g/t Au, 47 g/t Ag and 2.48% Cu (5.98 g/t AuEq, 23.34 m estimated thickness). The dilatational zones at both Judd and Kora will be a primary focus for the exploration surface drilling program, with multiple holes planned to intersect both the Kora-Kora South and Judd-Judd South lodes at approximately 100m spacing from near surface to the 1500mRL.

Blue Lake/Kotampa Prospect (EL470)

No drilling was carried out on the Blue Lake Prospect during Q3 2022, since the release of the maiden mineral resource on August 9, 2022. '*K92 Mining Declares Maiden Inferred Resource of 10.8 Million oz AuEq or 4.7 Billion lbs CuEq at the Blue Lake Porphyry*'. K92 Mining defined a significant Inferred Resource with a 0.4 g/t AuEq cut-off of 10.8 million ounces gold equivalent at 0.61 g/t AuEq or 4.7 billion lbs CuEq at 0.38% CuEq, based on 549 million tonnes at 0.21 g/t Au, 0.23% Cu and 2.42 g/t Ag.

As discussed in previous updates, the Blue Lake Porphyry is concentrically zoned with respect to gold and copper concentration and has a particularly metal rich core associated with Kspar and biotite alteration. There is much scope for expanding the Blue Lake Porphyry resource as the porphyry is open ended at depth.

Future exploration plans entail exploring for additional mineralized porphyries beneath an extensive composite lithocap, with advanced argillic alteration prominent over an area of some 20km^2, from Blue Lake to the A1 target. Exploration is advancing at the A1 Porphyry Target, our highest priority porphyry target based on Mobile MT geophysics completed in late-2021, with mapping and sampling (rock chip and soils) in progress.

Yarr Tree (EL2619)

The regional geochemical / mapping program at Yarr Tree was completed and two substantial overlapping gold and copper anomalies have been recognized, coincident with the NW arc-parallel structures. This work highlights the importance of undertaking blanket geochemical work over prospects, recognized from geophysics or otherwise, to identify areas for detailed geological mapping and ultimately drilling. The Company has a large number of geophysical targets to follow up on in 2023 and beyond.

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 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

The Company continues to work towards completing the outstanding review of the existing Memorandum of Agreement ("**MOA**"), which has suffered repeated delays outside of the control of the Company or the Bilimoia Interim Landowners Association (BILA), most recently due to the COVID-19 pandemic. The MOA underpins the relationship between the Company, the Community and Government and sets out commitments from the various parties.

In July 2020, the Company had a formal MOA meeting involving the Bilimoian landowners, the State, and the Provincial Government. Attending the meeting were representatives from the 10 clans within ML150, the PNG Mining Minister, the Managing Director of the Mineral Resources Authority of PNG and the Provincial Governor. In principle, the parties agreed on a revised MOA, subject to final review, with the expectation that the revised MOA will be finalized in 2022.

The Company is currently working on a number of community programs, including: establishing freshwater systems for local communities, performing extensive work on maintenance and upgrading of district roads, providing funding for a medical clinic including a nurse and medicines, refurbishing and performing maintenance on other medical clinics, refurbishment of a number of schools in the community, organizing and funding an adult literacy program for locals in the community, and launching an agricultural livelihood and training program with the purpose of providing greater nutritional knowledge to the local community. This agricultural program has been a success with the local community having the ability to provide fresh produce to the camp dining room and selling any additional produce to a local catering company based in Lae, Papua New Guinea. The Company is planning to expand this project to other larger tracts of land, scaling the benefits and providing the local community with a larger, sustainable business. In addition, in YTD Q3 2022, the Company installed solar power at two local clinics, contributed to a youth spelling competition at a local community, advanced the agricultural program to eight locations including a demonstration farm and progressed with upgrading of the road from the Unantu Bridge to a local community village. The construction of the road is almost complete and will be continued to other local villages over the next year.

The Company has created multiple business opportunities for communities to benefit from the operation of the mine. These include four major joint venture contracts between the communities and PNG companies for the provision of services as well as numerous smaller contracts with local communities. The major contracts include Catering and Camp Management, Security, Road Transportation and Ancillary Mobile. In YTD Q3 2022, these contracts earned $16.4 million supporting the local community.

The Company provides scholarships to support children of landowners to undertake studies at post-secondary institutions. In 2022, a total of 34 scholarships were provided to students from local communities. In addition, the Company works with University of Technology in Lae, PNG covering areas of mutual benefit including financial support for the university, work experience for students and undergraduates, technical cooperation and project generation. The Company also provides annual prizes for the top third year students in Geology, Mining and Metallurgy nationally, with the recipients receiving substantial scholarships covering their final year.

The Company has supported government efforts towards COVID-19 at a national, provincial and local level through the PGK1.5 million (US$0.45 million) COVID-19 Assistance Fund which included PGK0.5 million (US$0.13 million) worth of COVID-19 health accessories to Papua New Guinea's national government. The Company has also provided a further PGK1.0 million (US$0.3 million) of additional assistance funding to the Eastern Highlands Province.

Sustainability

On August 22, 2022, the Company published its 2021 Sustainability Report – which outlined the environmental, social and governance ("**ESG**") practices and performance of the Company. See the "2021 Sustainability Report" filed on the Company's website.

The following summarizes the ESG highlights in the 2021 Sustainability Report:

- **14% year-over-year increase** in corporate tax and second-largest taxpayer in the mining industry in Papua New Guinea ($13.0 million paid in corporate tax).
- **95% of workforce and 98% of contractors** are PNG Nationals with priority hiring from local communities.
- **$0.9 million in total community investment**.
- **14% year-over-year Lost Time Incident (LTI) frequency reduction** and once again operating with one of the best safety records in the Australasian region.

- **~50% lower carbon intensity** per gold equivalent ounce produced compared to the global average.[7]
- **1.5 million PGK ($450,000) from the COVID-19 Assistance Fund** supporting Papua New Guinea National Government, Eastern Highlands and Morobe Provincial Governments and local communities' efforts in response to the COVID-19 pandemic.
- **Environment, Health, Safety, Social and Sustainability Committee of the Board** was established to provide oversight with respect to environment, climate change, health, safety, social, sustainability, and other public policy matters relevant to the Company.
- **Beginning alignment with the Task Force of Climate-related Disclosures ("TCFD") recommendations** by conducting a climate risk and opportunity assessment to support a low carbon transition and to build climate resilience, developing a road map for improved climate management practices.
- **10 million tree program participant** supporting Papua New Guinea's goal of planting one million new trees per year until 2030 and delivered 10,000 tree seedlings to schools around the Kainantu mine in 2021.
- **63% of total expenditures locally procured since start of operations**, supporting the long-term development of locally-owned businesses, which earned $15.5 million in 2021.
- **Establishment of Diversity and Inclusion Policy** to formalize our stance on embracing individuality and differences, and expectations of our people.
- **Human Rights Policy established** to confirm our commitment to respecting the human rights and dignity of all individuals within our operations, supply chain, and communities in which we operate.
- **Sustainable Agriculture Livelihoods program expanded**, employing ~80% women to provide them with active income and business skills, and committing $0.3 million to establish a new market complex in the town of Kainantu to encourage commerce.
- **Strong commitment to education and training**, including a 160,074 PGK ($46,000) contribution to post-secondary scholarships for 48 qualifying students, a $13,600 investment in business training for 489 impacted landowners and community members, and 96 students graduating from our Adult Literacy Program in 2021. Three additional scholarships were awarded to the top 3rd year students in Mining Engineering, Metallurgy and Mineral processing, and in 2022, addition of a Women in Mining Scholarship.
- **Community access to clean water increased** through an investment of $37,500 (materials, excludes labour cost) and commitment to providing impacted communities with fresh water by improving water lines and installing new water supply systems.

In addition, the Company is also continuing to push forward on several ESG initiatives, including further improving our external reporting measures as well as integrating a forecast of our greenhouse gas emissions for our Stage 3 and Stage 4 Expansions.

Results of Operations for the nine months ended September 30, 2022 as compared to September 30, 2021

In YTD Q3 2022, the Company had net earnings of $22.3 million (2021 – $11.5 million) and earnings before taxes of $36.5 million (2021 - $21.8 million). Significant items making up the income, and changes from the prior year, are as follows:

Revenue of $126.2 million (2021 - $100.4 million) from the sale of gold concentrate and doré in Papua New Guinea. The increase in revenue is primarily due to an increase in gold ounces sold from 62,492 gold oz in YTD Q3 2021 to 75,443 gold oz in YTD Q3 2022, which includes sales of 71,654 gold oz concentrate and 3,789 gold oz doré, and higher by-product revenue from the sale of copper with 4,149,763 copper pounds in YTD Q3 2022 versus 2,125,216 copper pounds in YTD Q3 2021.

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[7] Based on S&P Global Market Intelligence 2020 data on a gold produced basis.

Cost of sales of $66.5 million (2021 - $62.0 million) consists of mining, processing, mine technical services, maintenance, finance and administration at site, operational health and safety, share-based payments, depreciation and net smelter royalties. Cost of sales has increased by 7% versus the comparative period primarily due to increased costs associated with the operation of the Stage 2 Expansion and inflationary cost pressures. The successful ramp-up of the Stage 2 Expansion has allowed the Company to achieve better economies of scale and lower unit costs with mining activity increasing by 55% to 336,631 tonnes in YTD Q3 2022 from 216,751 tonnes in YTD Q3 2021.

Income from mine operations of $59.7 million (2021 - $38.4 million), which is calculated subtracting cost of sales from revenue.

General and administrative costs of $5.1 million (2021 – $3.4 million). The increase is primarily related to an increase in corporate hires and higher management fees and wages.

Exploration and evaluation expenditures of $11.3 million (2021 – $8.2 million) related to drilling, assaying, trenching, surveying and other related expenditures. The increase in exploration costs is related to additional exploration activity and $1.3 million in Feasibility Study costs incurred during the period.

Share-based payments of $2.5 million (2021 - $5.0 million) representing option, Restricted Share Unit ("**RSU**") and Performance Share Unit ("**PSU**") grants to directors, employees and consultants of the Company. The decrease in share-based payments relates to the timing, valuation and the number of equity instruments granted during the period.

Interest and finance expenses of $1.8 million (2021 – $1.0 million) representing interest and finance expenses recorded on lease agreements and concentrate sales. The increase is primarily due to the addition of new leases versus the comparative period.

Gain on derivative instruments of $0.3 million (2021 - $1.2 million) relates to realized and unrealized income on commodity contracts. The gain is primarily driven by the decrease in gold prices from $1,820 per ounce at December 31, 2021 to $1,672 per ounce at September 30, 2022.

Income tax expense of $14.2 million (2021 – $10.3 million) relates to current taxes and the estimated use of the deferred income tax asset.

Summary of Quarterly Results

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

(in thousands of United States Dollars, except per share amounts)		September 30, 2022 (Unaudited)		June 30, 2022 (Unaudited)		March 31, 2022 (Unaudited)		December 31, 2021 (Unaudited)
Total assets	$	344,308	$	302,583	$	298,784	$	273,023
Working capital		120,064		94,007		92,086		88,502
Shareholders' equity		294,096		253,846		242,650		225,136
Revenue		36,438		37,356		52,412		53,925
Net income		3,054		5,136		14,082		15,785
Net income per share, basic		0.01		0.02		0.06		0.07
Net income per share, diluted		0.01		0.02		0.06		0.07

		September 30, 2021 (Unaudited)		June 30, 2021 (Unaudited)		March 31, 2021 (Unaudited)		December 31, 2020 (Unaudited)
Total assets	$	231,698	$	224,875	$	216,443	$	215,515
Working capital		80,602		76,406		70,733		70,856
Shareholders' equity		206,533		197,819		186,963		181,515
Revenue		35,370		35,518		29,513		48,030
Net income (loss)		4,865		4,403		2,188		10,917
Net income (loss) per share, basic		0.02		0.02		0.01		0.05
Net income (loss) per share, diluted		0.02		0.02		0.01		0.05

Over the last eight quarters, total assets have increased due to the construction and completion of the Stage 2 Expansion and ongoing development of the Kainantu gold mine. Revenue has also increased due to the higher production of gold ounces from the Stage 2 Expansion and increased gold prices.

Results of Operations for the three months ended September 30, 2022 as compared to September 30, 2021

In Q3 2022, the Company had net earnings of $3.1 million (2021 - $4.9 million) and earnings before taxes of $6.2 million (2021 - $9.0 million). Significant items making up the earnings, and changes from the comparative period, are as follows:

Revenue of $36.4 million (2021 - $35.4 million) from the sale of gold concentrate and doré. The increase in revenue is primarily due to an increase in the quantity of gold and copper concentrate sold versus the prior year quarter and the sale of gold doré which did not occur in the prior period; offset by a decrease in gold prices versus the comparative period and negative pricing adjustments to the fair value of settlement receivables.

Cost of sales of $20.8 million (2021 - $20.1 million) consists of mining, processing, mine technical services, maintenance, finance and administration at site, operational health and safety, share-based payments, depreciation and net smelter royalties. Cost of sales has increased by 3% versus the comparative period primarily due to increased costs associated with the operation of the Stage 2 Expansion and inflationary cost pressures. The successful ramp-up of the Stage 2 Expansion has allowed the Company to achieve better economies of scale and lower unit costs with mining activity increasing by 37% to 122,035 tonnes in Q3 2022 from 88,857 tonnes in Q3 2021.

Earnings from mine operations of $15.7 million (2021 - $15.2 million), which is calculated subtracting cost of sales from revenue.

General and administrative of $1.6 million (2021 – $1.0 million). The increase is primarily related to an increase in corporate hires and higher management fees and wages.

Exploration and evaluation expenditures of $4.5 million (2021 – $3.1 million) related to drilling, assaying, trenching, surveying and other related expenditures. The increase in exploration costs is related to additional exploration activity and $0.2 million in Feasibility Study costs incurred during the period.

Share-based payments of $0.8 million (2021 - $1.2 million) representing option, RSU and PSU grants to directors, employees and consultants of the Company. The decrease in share-based payments relates to the timing, valuation and the number of equity instruments granted during the period.

Interest and finance expenses of $0.4 million (2021 – $0.3 million) representing interest and finance expenses recorded on lease agreements and concentrate sales. The increase is primarily due to the addition of new leases versus the comparative period.

Gain on derivative instruments of $0.6 million (2021 – loss $0.2 million) relating to realized and unrealized losses on commodity contracts. The gain is primarily driven by the decrease in gold prices from $1,817 per ounce at June 30, 2022 to $1,672 per ounce at September 30, 2022.

Income tax expense of $3.2 million (2021 – $4.1 million) relates to current taxes and the estimated use of the deferred income tax asset in Papua New Guinea.

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 and refining costs, less non-cash items such as depreciation, and by-product credits. Total cash cost per ounce sold is calculated by dividing the aggregate of the applicable costs by gold oz sold.

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 oz sold.

(In thousands of United States Dollars, except as noted)	Three months ended September 30, 2022	Three months ended September 30, 2021	Nine months ended September 30, 2022	Nine months ended September 30, 2021
Cost of Sales	$ 20,784	$ 20,132	$ 66,488	$ 61,987
Add: treatment and refining costs	1,750	1,388	4,963	3,701
Less: non-cash costs included into cost of sales	(264)	(1,929)	(991)	(5,407)
Less: depreciation	(4,488)	(3,447)	(13,416)	(9,773)
Less: by-product credits	(5,070)	(3,221)	(15,548)	(7,355)
Cash cost of sales	12,712	12,923	41,496	43,153
Add: accretion	29	47	87	143
Add: general and administrative costs	1,607	1,011	5,056	3,355
Add: sustaining capital expenditures[8]	8,664	2,373	18,495	12,550
Less: business development and non-sustaining costs	(11)	(61)	(129)	(183)
All-in sustaining costs	23,001	16,293	65,005	59,018
Gold ounces, sold	25,297	21,675	75,443	62,492
Cash cost per gold ounce, sold	$ 503	$ 596	$ 550	$ 691
All-in sustaining cost per gold ounce, sold	$ 909	$ 752	$ 862	$ 944

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.

[8] Sustaining capital expenditures for the six months ended September 30, 2022 is the purchase of property, plant and equipment ("**PPE**") from the statement of cash flows of $46.7 million (2021 - $29.2 million), less net PPE amounts included in accounts payable related to expansion costs of $0.8 million (2021 - $0.2 million), less net deposits for equipment of $0.6 million (2021 - $Nil million), less expansion costs of $29.6 million (2021 - $16.9 million).

(In thousands of United States Dollars)	Three months ended September 30, 2022	Three months ended September 30, 2021	Nine months ended September 30, 2022	Nine months ended September 30, 2021
Income for the period	$ 3,054	$ 4,865	$ 22,272	$ 11,456
Add: Income taxes	3,177	4,128	14,235	10,340
Add: Amortization of property, plant and equipment	4,488	3,447	13,416	9,773
Add: Interest and finance expense	447	309	1,765	975
EBITDA	$ 11,166	$ 12,749	$ 51,688	$ 32,544

Liquidity

As at September 30, 2022, the Company had a cash and cash equivalents balance of $106.7 million (December 31, 2021 - $71.3 million) and working capital of $120.1 million (December 31, 2021 - $88.5 million), which consisted of current assets of $160.1 million (December 31, 2021 - $121.5 million) less current liabilities of $40.0 million (December 31, 2021 - $33.0 million).

Operating Activities: In YTD Q3 2022, the Company generated $52.0 million (2021 - $34.7 million) from operating activities.

Investing Activities: In YTD Q3 2022, the Company paid $46.7 million (2021 – $29.2 million) for property, plant, and equipment and $7.1 million for deposits on equipment (2021 –$0.1 million).

Financing Activities: In YTD Q3 2022, the Company received $7.3 million (2021 - $3.3 million) from the exercise of stock options and collected $36.0 million (2021 - $Nil) in net proceeds from a bought deal financing. The Company paid $Nil (2021 - $5.0 million) in principal loan payments and $3.5 million (2021 - $0.9 million) in principal lease payments.

The Company's financial position at September 30, 2022, and the operating cash flows that are expected over the next twelve months, are expected to be sufficient to fund operational costs, capital requirements and other commitments.

Capital Resources

The Company manages its capital structure and makes adjustments to it in response to changes in economic conditions and the risk characteristics of the Company's 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.

Related Party Transactions

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

(In thousands of United States Dollars)	Nine months ended	September 30, 2022	September 30, 2021
Share-based compensation		$ 1,494	$ 2,722
Management, consulting and wages		1,741	1,210
Professional fees		202	96

Included in accounts payable and accrued liabilities is $0.4 million (December 31, 2021 - $0.3 million) due to Mining, Processing and Project Consulting Pty Ltd. which is owned by the CEO and Director for management services; $0.2 million (December 31, 2021 - $0.2 million) due to the CFO for management services; and $0.2 (December 31, 2021 - $0.1 million) due to the law firm Gowling WLG (Canada) LLP, where one director of the Company is a partner, for professional fees in the normal course of business, non-interest bearing and due on demand.

Outstanding Share Data

As at the date of this report the Company had 232,996,437 common shares issued and outstanding.

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

Range of exercise prices (in $CAD)	Number of outstanding options	Number of options exercisable	Weighted-average exercise price (in $CAD)	Weighted-average years to expiry
0.45 – 0.99	630,000	630,000	0.83	0.59
1.00 – 1.99	2,171,750	2,171,750	1.77	1.66
2.00 – 2.99	235,000	235,000	2.17	2.03
3.00 – 3.99	1,233,000	1,233,000	3.85	2.23
4.00 – 4.99	10,200	10,200	4.00	2.62
5.00 – 9.99	4,917,900	4,917,900	7.29	3.11
	9,197,850	9,197,850	4.95	2.45

Subsequent Events

Subsequent to September 30, 2022, the Company paid $2.8 million in instalment taxes to the Papua New Guinea government.

Off-Balance Sheet Arrangements

At September 30, 2022, 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.

Significant Accounting Judgements, Estimates and Assumptions

The preparation of consolidated financial statements requires management to make estimates about, and apply assumptions or judgment to, future events and other matters that affect the reported amounts of the Company's assets, liabilities, revenues, expenses and related disclosures. Assumptions, estimates and judgments are based on historical experience, expectations, current trends and other factors that management believes to be relevant at the time at which the Company's consolidated financial statements are prepared.

The Company's significant accounting judgements, estimates and assumptions are the same as those disclosed in the Company's annual consolidated financial statements for the year ended December 31, 2021.

Significant Accounting Policies

The Company's accounting policies are the same as those applied in the Company's annual consolidated financial statements for the year ended December 31, 2021, except for:

Revenue Recognition

Revenue associated with the sale of gold doré is recognized when control of the asset is transferred to the buyer. Indicators of the transfer of control include a present right to payment, legal title, transferred physical possession, transfer of significant risks and rewards, and acceptance of the asset. For the Company's sale of gold doré, transfer of control occurs on settlement, which is also the date that title to the gold doré passes to the buyer.

During the nine months ended September 30, 2022, the Company began selling gold doré for total proceeds during the period of $6.7 million.

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 levels in the fair value hierarchy into which the Company's financial assets and liabilities that are measured and recognized at fair value were categorized as follows:

As at	At September 30, 2022		At December 31, 2021	
	Level 1	Level 2	Level 1	Level 2
Trade receivables	$ -	$ 7,839	$ -	$ 16,748
Derivative assets	-	1,066	-	118
Derivative liabilities	-	(182)	-	(425)
	$ -	$ 8,723	$ -	$ 16,441

The fair value of the Company's trade receivables and derivative liabilities was determined using observable market prices and market-derived inputs. There were no transfers between Level 1 and Level 2 during the nine months ended September 30, 2022.

As at September 30, 2022 and December 31, 2021, the carrying amounts of cash and cash equivalents, prepaids, receivables, and accounts payable and accrued liabilities approximate their fair values due to the short-term nature of these instruments.

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.

Internal Control Over Financial Reporting and Disclosure Controls and Procedures

Disclosure Controls and Procedures

The Company's disclosure controls and procedures are designed to provide reasonable assurance that all relevant information is gathered and reported on a timely basis to senior management, including the Chief Executive Officer ("**CEO**") and the Chief Financial Officer ("**CFO**"), to enable this information to be reviewed and discussed so that appropriate decisions can be made regarding the timely public disclosure of the information.

There were no changes to the Company's disclosure controls and procedures during the nine months ended September 30, 2022, that have materially affected, or are likely to materially affect, the Company's disclosure controls and procedures and therefore these controls and procedures remain effective.

Internal Controls over Financial Reporting

The Company's management, including the CFO and CEO, are responsible for establishing adequate internal controls over financial reporting. The Company's internal controls over financial reporting is designed to provide reasonable assurance regarding the reliability of the Company's financial reporting for external purposes in accordance with IFRS as issued by the IASB.

There were no changes to the Company's internal controls over financial reporting during the nine months ended September 30, 2022, that have materially affected, or are likely to materially affect, the Company's internal controls over financial reporting and therefore these controls remain effective.

The Company's internal control over financial reporting may not prevent or detect all misstatements because of inherent limitations. Additionally, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions or deterioration in the degree of compliance with the Company's policies and procedures.

Cautionary Statement Regarding Certain Measures of Performance

This MD&A presents certain measures, including "cash costs", "all-in sustaining costs" "gold equivalent" and "EBITDA" 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, twin incline construction, metals production, cash costs, all-in sustaining costs, exploration costs and growth capital costs. 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, completion of a Definitive Feasibility Study for the Kora Stage 3 Expansion, 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 identified and described in more detail under the heading "Risk Factors" in the Company's most recent Annual Information Form, which may be viewed at www.sedar.com. 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.