BEAR CREEK MINING CORPORATION
MANAGEMENT DISCUSSION AND ANALYSIS
FOR THE PERIOD ENDED MARCH 31, 2020

Introduction

The following Management's Discussion and Analysis ("MD&A") of Bear Creek Mining Corporation (the "Company" or "Bear Creek") was prepared on May 26, 2020 and should be read in conjunction with the interim condensed consolidated financial statements of the Company for the three months ended March 31, 2020, which have been prepared in accordance with International Financial Reporting Standards ("IFRS") applicable to the preparation of interim financial statements. All dollar amounts are expressed in United States dollars unless otherwise noted. Additional information relating to the Company, including the Company's Annual Information Form ("AIF"), is available on the System for Electronic Document Analysis and Retrieval ("SEDAR") at www.sedar.com.

Bear Creek's business is the acquisition, exploration and development of precious and base metal properties. In Peru the Company is advancing its 100%-owned Corani silver-lead-zinc project towards development, has a royalty interest in a development project, and has other early-stage exploration projects. Bear Creek has no revenues from its mineral properties.

The business of mining and exploration involves a high degree of risk and there can be no assurance that current exploration and development programs will result in profitable mining operations. A description of significant business risks may be found in the Company's AIF for the year ended December 31, 2019.

Except where otherwise indicated, Bear Creek's exploration programs and pertinent disclosure of a technical or scientific nature are prepared by or prepared under the direct supervision of Andrew Swarthout, P.Geo., Executive Chairman of the Company, who serves as the Qualified Person under the definitions of National Instrument 43-101 ("NI 43-101").

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1) Current Highlights

Corporate Developments:

On February 6, 2020, the Company issued 7,145,000 common shares at a price of CDN$2.10 per share for gross proceeds of CDN$15 million. On February 18, 2020 the underwriters partially exercised their over-allotment option to acquire an additional 760,000 common shares for additional gross proceeds of CDN$1.6 million.The gross proceeds of the offering amounted to $12.52 million (CDN$16.60 million).The underwriters who purchased the shares received a cash fee equal to 6% of the gross proceeds.

On February 24, 2020 the Company optioned its Tassa property to Teck Peru S.A. ("Teck"). Under the agreement Teck may earn a 51% interest in the property by incurring $3 million in expenditures. Upon which the Company would hold a 49% interest in a joint venture company ("JV") that would own the rights to the Tassa concessions. By incurring an additional $6 million in expenditures Teck may increase its ownership of the JV to 70%. The Company may, prior to the formation of JV, elect to surrender its 49% interest for a 2.5% NSR royalty that would reduce to a 1.5% NSR in exchange for a cash payment to Bear Creek of $1.25 million.

The Company is working with certain financial institutions to arrange a $400 million senior secured credit facility, which if completed will be used to develop the Company's Corani Project. There is no assurance that a senior secured credit facility ("SSCF") will be arranged on terms that are acceptable to the Company.

Due to COVID-19, on March 15, 2020, the President of Peru issued a national state of emergency decree that closed the country's borders, limited transportation within the country, and required most people to work from their homes. On March 16, the Company closed its offices in Lima and Vancouver and reduced staff at the Corani project site to a minimum. As at the date of this MD&A, the office closures and staff reductions are still in effect. The effect and duration of COVID-19 and government responses to it are unknown. Consequently, management anticipates, but cannot predict the effect of unknown adverse changes to its future business plans, financial position, cash flows, and results of operations.

Corani Project:

Due diligence activities in connection with the SSCF started in April 2020. The Company will investigate other options for approximately $200 million to complete the funding necessary to reach a construction decision.

Civil works on the Antapata electrical substation have been completed. The remaining steel infrastructure erection and electrical equipment installation will re-start once the Peruvian government eases transportation restrictions and permits construction activities. Depending on the resolution of the COVID-19 restrictions, the Company expects to commission the electrical substation by the end of the third quarter of 2020.

The cost related to the Corani early works program, with the exception of work related to the Antapata substation and power distribution system, is being expensed in the consolidated financial statements. In accordance with the Company's accounting policy, technical feasibility and commercial viability will be achieved upon establishment of proven and probable reserves as well as the approval by the Board of Directors to proceed with the development of the Corani project. All related costs on the project incurred subsequent to this milestone would be capitalized.

For more details, see section 2.1

Maria Jose Project:

On December 3, 2019 the Company received a net smelter return royalty from Minera Castor S.A.C ("MICASAC") in exchange for our 49% interest in the joint venture ownership of Maria Jose.

For more details, see section 3.

2) Development Projects

2.1) Corani Silver-Lead-Zinc Project

The 100%-owned Corani silver-lead-zinc project ("Corani") is located in the Andes Mountains approximately 160 kilometers southeast of Cusco, Peru at an elevation of approximately 4,800 meters above sea level. The Corani Project currently consists of thirteen mineral concessions covering approximately 6,000 hectares.

A NI 43-101 Technical Report for Corani was filed on the System for Electronic Document Analysis and Retrieval ("SEDAR") at www.sedar.com and on our website bearcreekmining.com The objectives of the 2019 Corani Technical Report were to reduce construction, development and operating risks and to identify potential improvements to the expected economic performance of the project. The results include expected improvements when compared to the results of the 2017 NI 43-101 Technical Report entitled Corani Project Detailed Engineering Phase 1 (FEED) the ("2017 Report") as shown in the table below.

Report Highlights and comparison to the 2017 NI 43-101 Technical report

	2019 Report*	2017 Report*	Improvements
After tax NPV_5	$531 million	$405 million	$126 million
After tax IRR	22.9 %	15.1 %	7.8%
Initial Capital	$579 million	$585 million	$6 million
Capital Payback	2.4 years	3.6 years	1.2 years
Ore Processed per Day	27,000 tonnes	22,500 tonnes	4,500 tonnes
AISC per oz silver Life of Mine ("LOM"))	$4.55	$5.00	$ 0.45
Average annual silver production (LOM)	9.6 million oz	8.0 million oz	1.6 million oz

* Both the 2019 Report and 2017 Report economic estimates are based on metal prices of $18.00 per ounce of silver, $0.95 per pound of lead and $1.10 per pound of zinc and that the Corani Project would be completely financed by equity and developed on an EPCM basis

Social and Environmental

The Company maintains excellent working relationships with local communities and has continued to conduct activities at Corani without interruption. The Company owns 100% of the surface rights covering the future mine, tailings-waste dump and processing plant. The Company is working with the Peruvian government to provide the access rights for the ancillary facilities including the access roads and power.

The Company entered into a Life of Mine Investment Agreement ("LOM Agreement") in June 2013 with the District of Carabaya, which includes the five surrounding communities, and relevant ancillary organizations specifying investment commitments over the project life, including the pre-production period. Under the agreement annual payments totaling 4 million nuevo soles per year (approximately $1.2 million per year) are to be made into a trust designed to fund community projects. The first installment was made in 2013. Subsequent installments were contingent upon certain permits being received. All of the permits were received by June 2018 and as a result, annual payments of 4 million nuevo soles will be made throughout the term of the agreement. All future yearly obligations were present valued and recorded as a liability in June 2018. Cessation or interruptions of operations will cause pro-rata decreases in the annual payments. Each of the five communities (Corani (Aconsaya), Chacaconiza, Quelcaya, Isivilla, and Aymaña) have agreed to the formation of committees to consider and approve investment projects, such as schools, medical facilities and infrastructure, for the benefit of the communities.

During September 2018, the Company started construction of the Antapata electrical substation near the town of Macusani, the nearest sizable town to the Corani Project, located on the Interoceanic Highway approximately 30 kilometers directly east of Corani (approximately 64 kilometers by road). The transformer was delivered to the substation site on August 7, 2019 and civil works were completed in December 2019. The Company will renew construction activities on the remaining substation work upon the Peruvian government's easing of lockdown measures. Local municipalities will require some residential electrical infrastructure upgrades before connecting to the electrical substation. As a result, the Company expects local municipal infrastructure work to take place through the third quarter of 2020, with commissioning of the electrical substation likely to occur by the end of September 2020. This substation will be used to direct electricity to a future power line that will supply the Corani Project and to provide a consistent power supply to the residents of Carabaya and Macusani, who experience regular power brownouts.

Outlook

The Company is working to arrange a senior secured credit facility and assess other financing alternatives to fund the development of the Corani Project. The Company will also continue engineering work and pre-construction initiatives. The Company has implemented measures to reduce the spread of COVID-19, the overall effect and duration of which is unknown as at the date of this MD&A. As a result, the Company cannot predict the impact this virus would have on its business plans.

Corani Expenditures

During the three months ended March 31, 2020, the Company incurred expenses of $2.25 million on the Corani Project. Included in this total are: detailed engineering costs of $0.34 million; camp supplies and logistics of $0.41 million; community contribution activities totaling $0.41 million; salaries and consulting of $1.00 million; and other costs of $0.09 million. The Company also made $1.10 million payment in trust with respect to the LOM Agreement.

3) Exploration Projects

The Company reduced its exploration activities over the past several years in order to preserve cash and to focus on the Corani Project. The Company maintains a core exploration staff to manage its joint venture exploration projects. The Company has budgeted $0.5 million for these programs and related land holding costs in 2020.

3.1) Maria Jose Prospect

Maria Jose is located in the Department of Ancash, 140 kms NNW of Lima. The project is comprised of Cretaceous to Paleocene diorites and granitoids of the Coastal Batholith hosting a system of east-west to northeast trending, 45° to steeply north dipping, mesothermal quartz veins and shear zones containing high gold grade - silver values.

On December 3, 2019 the Company signed an agreement with Minera Castor S.A.C (“MICASAC”), an affiliate of AMS, whereby it exchanged a net smelter return (“NSR”) royalty in the Maria Jose Project for its 49% interest under the joint venture agreement. The NSR ranges from 0% to 9% depending on the amount of gold ounces produced and the price of gold. A royalty of 1% would be earned for annual production of at least 30,000 ounces with average price of gold of at least $1,400 per ounce, and 9% royalty would be earned for annual production of 90,000 ounces of gold at an average price of $1,300 per ounce or higher.

MICASAC continues exploration tunneling and cross cuts with an additional 581 meters completed during the first quarter 2020.

3.2) Sumi Gold Prospect

The Company acquired a 100% interest in the Sumi gold prospect by staking in 2011. Sumi is comprised of 1,200 hectares located in the gold-silver tertiary-age epithermal belt in central Peru.

Since March 2014, exploration work on the Sumi prospect was being performed by Japan Oil, Gas and Metals National Corporation ("JOGMEC"), with which the Company had entered into a joint venture agreement. JOGMEC and the Company terminated the joint venture agreement on July 31, 2018 upon fulfilment of JOGMEC’s contractual obligation. JOGMEC has complied with its environmental remediation obligations in accordance with the closure plan approved by the Peruvian Ministry of Mines. Such obligations have been discharged. Upon review of JOGMEC’s drilling results, Bear Creek has decided to maintain the Sumi Project concessions and is evaluating alternatives to move exploration forward.

3.3) Tassa Silver-Gold Prospect

Tassa is a gold and silver exploration project located in the district of Ubinas, within the Sanchez Cerro Province in the Moquegua region. The project consists of 1,200 hectares within three concessions.

On February 24, 2020 the Company optioned the Tassa property to Teck Peru S.A. (“Teck”). Under the agreement Teck may earn a 51% interest in the property by incurring $3 million in expenditures. Upon which the Company would hold a 49% interest in a joint venture company (“JV”) that would own the rights to the Tassa concessions. By incurring an additional $6 million in expenditures Teck may increase its ownership of the JV to 70%. The Company may, prior to the formation of JV, elect to surrender its 49% interest for a 2.5% NSR royalty that would reduce to a 1.5% NSR in exchange for a cash payment to Bear Creek of $1.25 million.

3.4) Generative Exploration

Generative exploration has been an important part of the business of identifying and acquiring new opportunities. However, as a result of the Company's focus on the Corani Project, generative exploration efforts have been reduced. Generative exploration costs are those costs not attributable to a specific project.

IGV

Bear Creek Mining S.A.C., the entity that will operate the Corani project, has a contract (the "IGV Contract") with the Ministry of Energy and Mines Peru ("MEM") . Under the terms of the IGV Contract the Company is able to recover, on an expedited basis, the IGV taxes associated with its Corani capital investments as described in the approved ESIA and the 2017 Corani Technical Report. The Company recovered S/ 2.8 million of Corani related IGV, equivalent to approximately $0.9 million during 2018. The Company has not filed any recovery claims in 2020.

The IGV expense of $0.19 million represents IGV that was paid during the three months ended March 31, 2020. Since the Company is in the exploration stage and there is no assurance that future revenues will be generated in Peru, IGV has been expensed as incurred. IGV is denominated in Peruvian soles. Net of recoveries the cumulative amount of IGV paid by the Company as of March 31, 2020 is $15.26 million (52.38 million soles). Of this amount $3.2 million is attributable to Bear Creek Mining S.A.C. of which $1.6 million is available for expedited recovery. The balance is available for recovery once the project is in production. IGV credits can be carried forward indefinitely and can be applied to reduce future income taxes or future IGV.

4) Results of Operations

Three months ended March 31, 2020 as compared to the three months ended March 31, 2019

For the three months ended March 31, 2020 the Company incurred a net loss of $3.50 million as compared to a net loss of $4.07 million for the three months ended March 31, 2019, a decrease of $0.57 million. The Company's loss per share for the three months ended March 31, 2020 was $0.03, as compared to a loss per share of $0.04 for the comparable period in 2019.

During the three months ended March 31, 2020, spending on the Corani property was $2.25 million which was comparable to $2.27 million incurred during the three months ended March 31, 2019. Other exploration costs decreased by $0.28 million (2020 - $0.34 million; 2019 $0.62 million) as a result of the Company entering into the option and the NSR agreement described above and reducing its expenditures on projects other than Corani. There was a decrease of $0.90 million in share-based compensation expense. There were no options granted in Q1 2020. In 2019 there were 1.9 million options granted.

The overall decrease in expenses described above was partially offset by a higher foreign exchange loss incurred during the three months ended March 31, 2020 due to the relative depreciation of the Canadian dollar during the period (2020 – foreign exchange loss of $0.34 million; 2019 – foreign exchange gain of 0.08 million).

All other costs incurred by the Company were comparable during the two periods.

Summary of Quarterly Results

The following table sets out selected unaudited quarterly financial information of the Company and is derived from unaudited interim consolidated financial statements. The Company's interim consolidated financial statements are prepared in accordance with IFRS applicable to interim financial statements and are expressed in US dollars.

Period	Revenues	Loss for the period (in millions)	Basic and fully diluted loss per share
1st Quarter 2020	Nil	$3.5	$0.03
4th Quarter 2019	Nil	$4.7	$0.05
3rd Quarter 2019	Nil	$3.5	$0.03
2nd Quarter 2019	Nil	$5.4	$0.05
1st Quarter 2019	Nil	$4.1	$0.04
4th Quarter 2018	Nil	$2.2	$0.02
3rd Quarter 2018	Nil	$2.6	0.03
2nd Quarter 2018	Nil	$3.0	$0.03

The principal recurring factors that cause fluctuations in the Company's quarterly results include the timing of vesting and valuations attributable to the vesting of stock option grants, expenditure levels on exploration projects, and foreign exchange gains or losses related to Canadian dollar or Peruvian sole cash balances.

The decrease in loss of $1.2 million in the 1st Quarter 2020 as compared to the 4th Quarter 2019 was due to the reduction in Corani engineering and evaluation cost as the Company adjusted activities due to COVID-19.

The increase in loss of $1.2 million in the 4th Quarter 2019 as compared to the 3rd Quarter 2019 is mostly attributable to increases of $0.8 million in Corani engineering and evaluation costs as well as $0.5 impact of foreign exchange movement due to the weakness of the US dollar compared to Peruvian Sol during the Quarter causing an increase in the Peruvian Sol denominated community projects obligation.

The increased loss of $0.9 million in the 3rd Quarter 2019 compared to the 2nd Quarter 2019 is mostly attributable to increases of $0.7 million in Corani engineering and evaluation costs and an increase of $0.3 million in share-based compensation expense.

The increased loss of $1.4 million in the 2nd Quarter 2019 compared to the 1st Quarter 2019 is mostly attributable to an increase of $1.7 million in Corani property expenditures, and an increase of $0.3 million in foreign exchange loss, partially offset by a $0.7 million decrease in share based compensation.

The increased loss of $1.9 million in the 1st Quarter of 2019 compared to the 4th Quarter of 2018 is due to an increase of $1.3 million in exploration and evaluation costs, an increase of $0.8 million in share based compensation due to incentive stock option grants in the 1st Quarter of 2019, and decline of $0.1 million in other income and expenses partially offset by a decrease of $0.3 million in Corani engineering and evaluation costs.

The decreased loss of $0.4 million in the 4th Quarter of 2018 as compared to the 3rd Quarter of 2018 is mostly attributable to a reduction of exploration and evaluation costs of $0.9 million, an increase in Corani expenditures of $0.5 million, reduction of share based compensation of $0.1

million, a decrease in arbitration costs of $0.1 million, a decrease arbitration award interest accrual of $0.5 million, an increase in foreign exchange gain of $0.2 million and an increase in finance income of $0.1 million.

The decreased loss of $0.4 million in the 3rd Quarter of 2018 as compared to the 2nd Quarter of 2018 is mostly attributable to a reduction of Corani expenditures of $0.1 million, reduction of share based compensation of $0.1 million and a foreign exchange gain of $0.1 million in the 3rd quarter as compared to a $30,000 loss in the 2nd quarter.

The increased loss of $0.8 million in the 2nd Quarter 2018 compared to the 1st Quarter 2018 is mostly attributable to the $0.9 million increase in Corani property expenditures.

5) Liquidity and Capital Resources

Of the $28.64 million in cash and cash equivalents and short term investments, as of March 31, 2020, approximately $11.6 million (CDN$15.47 million) was denominated in Canadian dollars, $0.20 million (Soles 0.70 million) was denominated in Soles, with the remaining balance in US dollars. The Company's major exploration and development expenditures for 2020 are expected to be denominated in US dollars. The Company invests cash in Canadian government backed paper, Canadian chartered bank corporate paper with short-term maturities, Peruvian bank time deposits, or Peruvian chartered bank commercial paper with short-term maturities. During the three months ended March 31, 2020 the Company had a cash outflow from operating activities of $2.5 million compared to a cash outflow of $3.4 million in the comparative period in 2019.

As of March 31, 2020, the Company's net working capital (current assets less current liabilities) was $26.5 million compared to net working capital of $19.8 million as of December 31, 2019. Cash and cash equivalents and short term investments at March 31, totaled $28.6 million compared to $22.1 million as of December 31, 2019. During the three months ended March 31, 2020, the Company raised $11.6 million from issuing 7.9 million common shares, net of issuance cost and a further $0.14 million from exercise of stock options. Total cash spent on investing activities amounted to $1.4 million primarily related to the payments of community project obligation and expenditures on the Antapata substation.

During the period subsequent to March 31, 2020, the Company received approximately $0.8 million from exercise of stock options.

As of March 31, 2020, $0.63 million of the Company's cash was restricted due to the issuance of a Certificate of Deposit related to the posting of a mine closure guarantee for the Corani Project with the Government of Peru.

The Company believes its current cash balances are sufficient to fund its planned exploration, development and corporate overhead activities for at least the next twelve months.

The business of mining and exploration involves a high degree of risk and there can be no assurance that current exploration and development programs will result in profitable mining operations in the future. The Company has had no source of revenue and has significant cash requirements to fund its development project capital requirements, continue with its exploration programs, administrative overhead and maintain its mineral properties.

The following table summarizes the contractual maturities of the Company's financial liabilities, and operating and capital commitments at March 31, 2020:

(000's)	2020	2021	2022	2023	2024 and Beyond	Total
Accounts payable and accrued liabilities	$ 1,262	$ -	$ -	$ -	$ -	$ 1,262
Provisions	-	-	-	-	200	200
Community Projects	-	1,163	1,163	1,163	18,609	22,098
Financing arrangement costs	630					630
Other liabilities	66	40	40	40	1,052	1,238
Office space leases	305	266	95	-	-	666
Vehicle rentals	310	-	-	-	-	310
	$ 2,573	$ 1,469	$ 1,298	$ 1,203	$ 19,861	$ 26,404

As at May 26, 2020, the Company had 112,067,314 common shares and 1,000,000 restricted stock units outstanding. The Company also had 6,884,500 share purchase options outstanding with a weighted average exercise price of CDN$2.10.

6) Related Party Transactions

Compensation of Key Management Personnel

The remuneration of the directors, president and chief executive officer, chief financial officer, chief operating officer and the vice president of project development (collectively, the key management personnel) for the three and nine months ended March 31, 2020 and 2019 were as follows:

	Note	Three Months Ended March 31	
		2020 (000's)	20119 (000's)
Salaries and directors' fees	(i)	**$ 383**	$ 388
Share-based compensation	(ii)	**208**	1,096
		$ 591	$ 1,484

Amounts due to key management personnel are unsecured, non-interest bearing and due on demand. As at March 31, 2020 $51,750 (December 31, 2019 - $nil) was due to key management personnel for unpaid director fees.

7) Key Accounting Estimates and Judgments

The preparation of the consolidated financial statements in accordance with IFRS requires management to make estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgments about the carrying value of assets and liabilities that are not readily apparent from other sources. Actual results could differ from these estimates.

In preparing the interim condensed consolidated financial statements, the significant judgments made by management in applying the Company's accounting policies and key sources of estimation uncertainty were the same as those applied to the annual audited consolidated financial statements for the year ended December 31, 2019.

Financial Instruments

The Company's financial instruments as at March 31, 2020 consist of cash and cash equivalents, short-term investments, restricted cash, accounts payable and accrued liabilities, community projects obligation and other liabilities. The fair value of these instruments approximates their carrying value. There were no off-balance sheet financial instruments.

The Company's cash and term investments are held in reputed Canadian and Peruvian financial institutions. Short-term investments (including those presented as part of cash and cash equivalents) are composed of financial instruments issued by Canadian and Peruvian banks. These investments mature at various dates over the current operating period.

The Company does not use derivative or hedging instruments to reduce its exposure to fluctuations in foreign currency exchange rates for the Canadian dollar or Peruvian Sol.

Management of Capital

The Company's capital management objectives are to safeguard the Company's ability to support the Company's development and exploration of its mineral properties and support the acquisition of additional mineral projects.

The capital of the Company consists of items included in its shareholders' equity. The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the Company's underlying assets.

To effectively manage its capital requirements, the Company has in place a planning and budgeting process to help determine the funds required to ensure that there is sufficient liquidity to meet its objectives. The Company may issue new shares or incur debt to ensure that there is sufficient working capital to meet its short-term business requirements.

There were no changes to the Company's approach to capital management during the quarter ended March 31, 2020.

8) Forward-Looking Information

This document contains "forward-looking information" within the meaning of Canadian securities legislation and "forward-looking statements" within the meaning of the United States Private Securities Litigation Reform Act of 1995. This information and these statements, referred to herein as "forward-looking statements" are made as of the date of this MD&A or as of the date of the effective date of information described in this MD&A, as applicable. Forward-looking statements relate to future events or future performance and reflect current estimates, predictions, expectations or beliefs regarding future events and include, without limitation, statements with respect to: (i) the amount of mineral reserves and mineral resources; (ii) the amount of future production; (iii) net present value and internal rates of return of the proposed mining operation; (iv) capital costs, including start-up, sustaining capital and reclamation/closure costs; (v) operating costs, including credits from the sale of silver, lead and zinc; (vi) waste to ore ratios and mining rates; (vii) expected grades and payable ounces and pounds of metals; (viii) expected processing recoveries; (ix) expected time frames; (x) prices of metals and minerals; (xi) mine life; (xii) expected exploration and development programs and their timing and success; (xiii) expected taxation rates and structure; (xiv) expected mineralization; and (xvi) adequacy of cash balances. Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance (often, but not always, using words or phrases such as "expects", "anticipates", "plans", "projects", "estimates", "envisages", "assumes", "intends", "strategy", "goals", "objectives" or variations thereof or stating that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved, or the negative of any of these terms and similar expressions) are not statements of historical fact and may be forward-looking statements.

All forward-looking statements are based on the Company's or its consultants' current beliefs as well as various assumptions made by and information currently available to them. These assumptions include, without limitation: (i) the presence of and continuity of metals at projects at modeled grades; (ii) the capacities of various machinery and equipment; (iii) the availability of personnel, machinery and equipment at estimated prices; (iv) exchange rates; (v) metals and minerals sales prices; (vi) appropriate discount rates; (vii) tax rates and royalty rates applicable to the proposed mining operation; (viii) the availability of financing and expected terms; (ix) financing structure and costs; (x) anticipated mining losses and dilution; (xi) metals recovery rates, (xii) reasonable contingency requirements; and (xiii) receipt of regulatory approvals on acceptable terms. Although management considers these assumptions and estimates to be reasonable based on available information, they may prove to be incorrect. Many forward-looking statements are made assuming the correctness of other forward looking statements, such as estimates of net present value and internal rate of return, which are based on most of the other forward-looking statements and assumptions herein. cost information is prepared using current estimates, but the time for incurring costs will be in the future and it is assumed costs will remain stable over the relevant period.

By their very nature, forward-looking statements involve inherent risks and uncertainties, both general and specific, and risks exist that estimates, forecasts, projections and other forward-looking statements will not be achieved or that assumptions do not reflect future experience. We caution readers not to place undue reliance on these forward-looking statements as a number of important factors could cause the actual outcomes to differ materially from the beliefs, plans, objectives, expectations, anticipations, estimates assumptions and intentions expressed in such forward-looking statements. These risk factors may be generally stated as the risk that the assumptions and estimates expressed above do not occur, but specifically include, without limitation, risks related to exploration and development programs and their timing and success; risks relating to variations in the mineral content within the material identified as mineral reserves and mineral resources from that predicted; variations in rates of recovery and extraction; developments in world metals and minerals markets; risks relating to fluctuations in the Canadian dollar and Peruvian nuevo sol relative to other currencies; increases in the estimated capital and operating costs or unanticipated costs; difficulties attracting the necessary work force; increases in financing costs or adverse changes to the terms of available financing, if any; tax rates or royalties being greater than assumed; changes in development or mining plans due to changes in logistical, technical or other factors, changes in project parameters as plans continue to be refined; risks relating to receipt of regulatory approvals; the effects of competition in the markets in which the Company operates; operational and infrastructure risks; and the additional risks described in the Company's Annual Information Form for the year ended December 31, 2019 and in the feasibility study technical report for the Corani project dated September 13, 2017 as filed on the SEDAR website (available at www.sedar.com). The foregoing list of factors that may affect future results is not exhaustive.

When relying on the forward-looking statements, investors and others should carefully consider the foregoing factors and other uncertainties and potential events. The Company does not undertake to update any forward-looking statement, whether written or oral, that may be made from time to time by the Company or on behalf of the Company, except as required by law.

9) Disclosure Controls and Procedures

In connection with National Instrument 52-109 (Certificate of Disclosure in Issuer's Annual and Interim Filings) ("NI 52-109"), the Chief Executive Officer and Chief Financial Officer of the Company have filed a Venture Issuer Basic Certificate with respect to the financial information contained in the interim condensed consolidated financial statements for the quarter ended March 31, 2020 and this accompanying MD&A (together, the "Interim Filings").

In contrast to the full certificate under NI 52-109, the Venture Issuer Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in NI 52-109. For further information, the reader should refer to the Venture Issuer Basic Certificates filed by the Company with the Interim Filings on SEDAR at www.sedar.com.

Approval

The Audit Committee of Bear Creek has approved the disclosure contained in this MD&A.

Additional Information

Additional information relating to Bear Creek is available on SEDAR at www.sedar.com