

## BUILDING A WORLD CLASS GROWTH ROYALTY COMPANY

**ORION TRANSACTION OVERVIEW** 

June 2017



### Forward Looking Statements

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Although the Corporation believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements involve known and unknown risks, uncertainties and other factors and are not guarantees of future performance and actual results may accordingly differ materially from those in forward looking statements. 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The forward looking statements contained in this presentation are based upon assumptions management believes to be reasonable, including, without limitation; the ongoing operation of the properties in which the Corporation holds a royalty or other interest by the owners or operators of such properties in a manner consistent with past practice; the accuracy of public statements and disclosures made by the owners or operators of such underlying properties; no material adverse change in the market price of the commodities that underlie the asset portfolio; no adverse development in respect of any significant property in which the Corporation holds a royalty, stream or other interest; the accuracy of publicly disclosed expectations for the development of underlying properties that are not yet in production; and the absence of any other factors that could cause actions, events or results to differ from those anticipated, estimated or intended. 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This presentation has been prepared for informational purposes only in order to assist prospective investors in evaluating an investment in Osisko Gold Royalties Ltd.

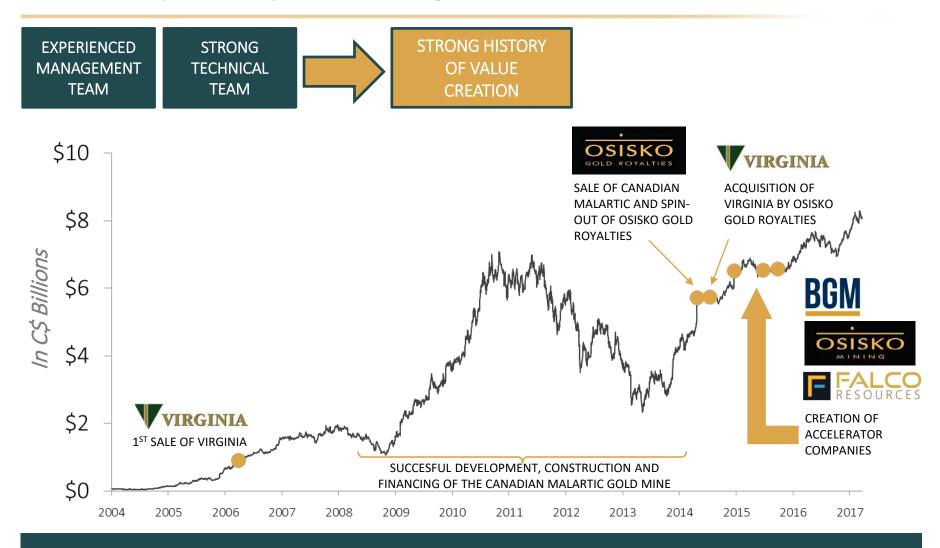
Inquiries regarding this confidential presentation can be made to the senior management of the Corporation.

#### Cautionary Note to U.S. Investors Regarding Mineral Reserve and Mineral Resource Estimates

Osisko is subject to the reporting requirements of the applicable Canadian securities laws, and as a result, reports its mineral resources and reserves according to Canadian standards. Canadian reporting requirements for disclosure of mineral properties are governed by National Instrument 43-101 ("NI 43-101"). The definitions of NI 43-101 are adopted from those given by the Canadian Institute of Mining, Metallurgy and Petroleum ("CIM"). U.S. reporting requirements are governed by the Industry Guide 7 ("Guide 7") of the Security and Exchange Commission ("SEC"). This presentation includes estimates of mineral reserves and mineral resources reported in accordance with NI 43-101. These reporting standards have similar goals in terms of conveying an appropriate level of confidence in the disclosures being reported, but embody different approaches and definitions. For example, under Guide 7, mineralization may not be classified as a "reserve" unless the determination has been made that the mineralization could be economically and legally produced or extracted at the time the reserve determination is made. Consequently, the definitions of "Proven Mineral Reserves" and "Probable Mineral Reserves" under CIM standards differ in certain respects from the standards of the SEC. Osisko also reports estimates of "mineral resources" in accordance with NI 43-101. While the terms "Mineral Resource," "Measured Mineral Resource," "Indicated Mineral Resource" and "Inferred Mineral Resource" are recognized by NI 43-101, they are not defined terms under standards of the SEC and, generally, U.S. companies are not permitted to report estimates of mineral resources of any category in documents filed with the SEC. As such, certain information contained in this presentation concerning descriptions of mineralization and estimates of mineral resources under Canadian standards is not comparable to similar information made public by United States companies subject to the reporting and disclosure requirements of the SEC. Readers are cautioned

Mr. Luc Lessard is the qualified person for this release as defined by National Instrument 43-101 – Standards of Disclosure for Mineral Projects and has reviewed and verified the technical information contained herein. Mr. Luc Lessard is an employee of Osisko Gold Royalties and is non-independent.

### Osisko Group's History in the Mining Sector



Over the years the Osisko group of companies have generated over \$8 billion of value

### Building a World Class Growth Royalty Company



- Significant portfolio of high quality royalties and streams on new Canadian mines
- Robust cash flow
- Highly attractive portfolio of world class development and exploration royalties
- Canada focused
- Gold focused





- High quality, diversified portfolio of streams, royalties and offtakes
- Significant cash flow with a strong growth profile
- North America focused
- Precious metals focused



- A world class precious metals royalty and streaming company
- Forecasted production of over 100k GEOs in 2018 growing to over 140k GEOs by 2023
- Industry-leading cash flow growth
- Precious metals & North American focus

### Highlights of the Transaction

- ✓ Combination of two high quality royalty portfolios
  - Osisko to acquire Orion's portfolio of 6 streams, 61 royalties and 7 offtakes for total consideration of C\$1,125 million
    - C\$675 million in cash and C\$450 million in shares
- ✓ Creation of a world class portfolio of producing streams and royalties with industry leading growth
  - Transaction more than triples Osisko's number of producing assets from 5 to 16
  - Doubles Osisko's near-term cash flow and adds unparalleled growth pipeline with expected pro forma cash flow growth of 13% per annum from 2017 to 2023
  - More than doubles Osisko's portfolio of assets from 57 to 131
- ✓ Strong backing from financial partners
  - Concurrent private placement with La Caisse and Fonds for a total of C\$275 million
  - La Caisse is also the existing owner of a separate 4% stream on Renard

### Adding Quality Cash Flowing Assets

#### Cornerstone Assets in Top Jurisdictions



- Canadian Malartic (5% NSR): One of Canada's largest gold mines operated by well-regarded operators
- Éléonore (2-3.5% NSR): Long-life mine ramping-up production operated by a senior operator
- Renard (9.6% Diamond Stream): Québec's first diamond mine with 22.3M cts of reserves 🛨
- Mantos (100% Ag Stream): Large Cu mine undergoing expansion, 3B lbs Cu resources with stable Ag production 🛨
- 🙌 Brucejack (4% Au, 4% Ag Stream)¹: Large high grade underground mine with 8.1M oz of reserves 🕂

#### Other Cash Flowing Assets



- Gibraltar (75% Ag Stream)
- | Island Gold (1.38-2.55% NSR)
- SASA (100% Ag Stream) +



- 📲 Seabee (3% NSR) 🛨
- Bald Mountain (1-4% GSR) +
- **≝** Kwale (1.5% GRR) **+**

- Brauna (1% GRR) 🛨
- **I**♦ Vezza (5% NSR, 40% NPI)
- Parral (100% Au, Ag Offtake) +
- San Ramon (51% Au Offtake) 🛨
- Matilda (55% Au Offtake) 🛨
- Brucejack (50% Au Offtake) +

#### Near & Medium-Term Cash Flowing Assets



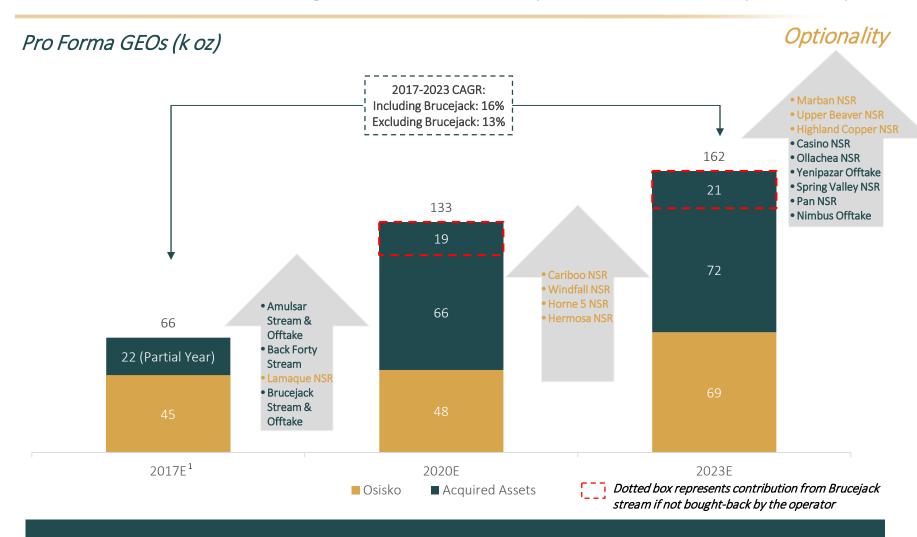
- Amulsar (4.22% Au, 62.5% Ag Stream) 🛨
- Amulau (4.22% Au, 02.3% Ag stream)
- Amulsar (82% Au Offtake) +
- Back Forty (75% Ag Stream) +
- Cariboo (2.25% NSR)

- Windfall (1.5% NSR)
- Horne 5 (1% NSR)
- Hermosa (1% NSR)





### Immediate Production, Significant Growth Pipeline & Future Optionality



Pro forma Osisko is uniquely positioned as the growth royalty company

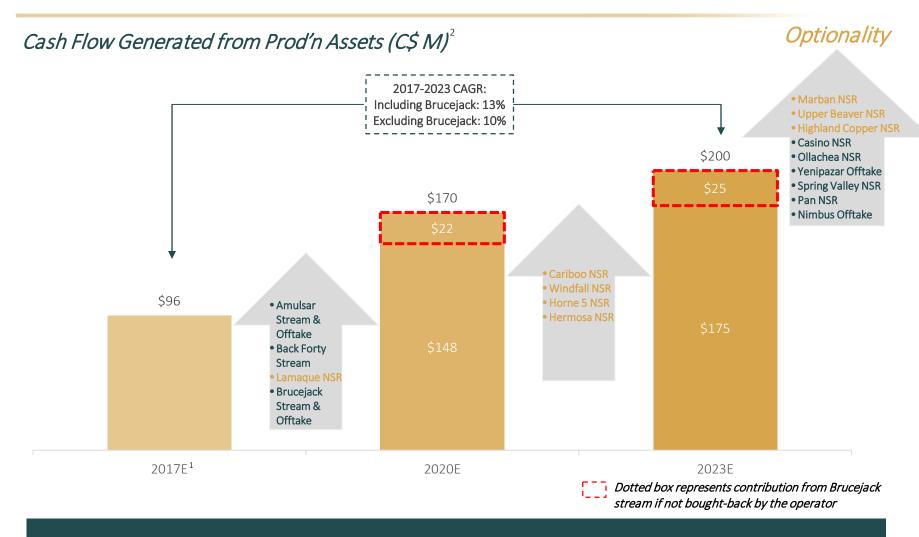
Source: Osisko management estimates.

Note: Partial year for Orion portfolio from June 2017 onwards.



<sup>1.</sup> Includes the following assets: Canadian Malartic, Éléonore, Gibraltar, Cariboo, Vezza, Island Gold, Renard, Mantos, SASA, Seabee, Bald Mountain, Kwale, Parral, San Ramon. Brauna and Matilda.

### Industry Leading Cash Flow Growth



### Unparalleled cash flow growth profile

Source: Osisko management estimates.

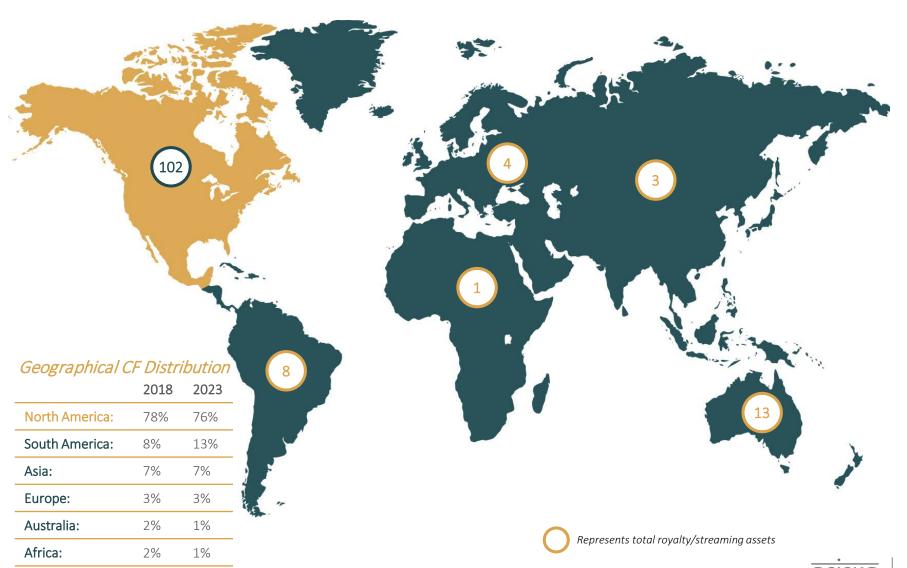
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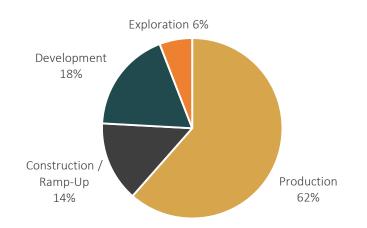


### Tier 1 Jurisdictional Focus

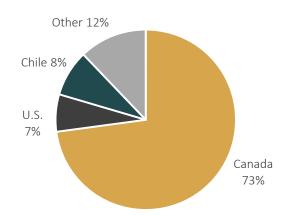


### North American Gold Focused Portfolio

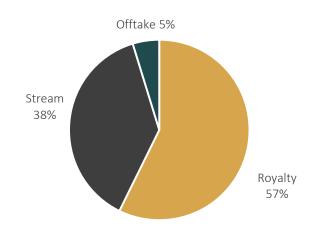




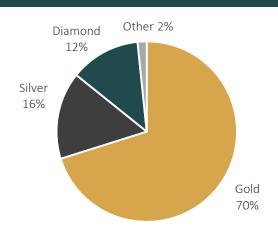
### NPV By Geography



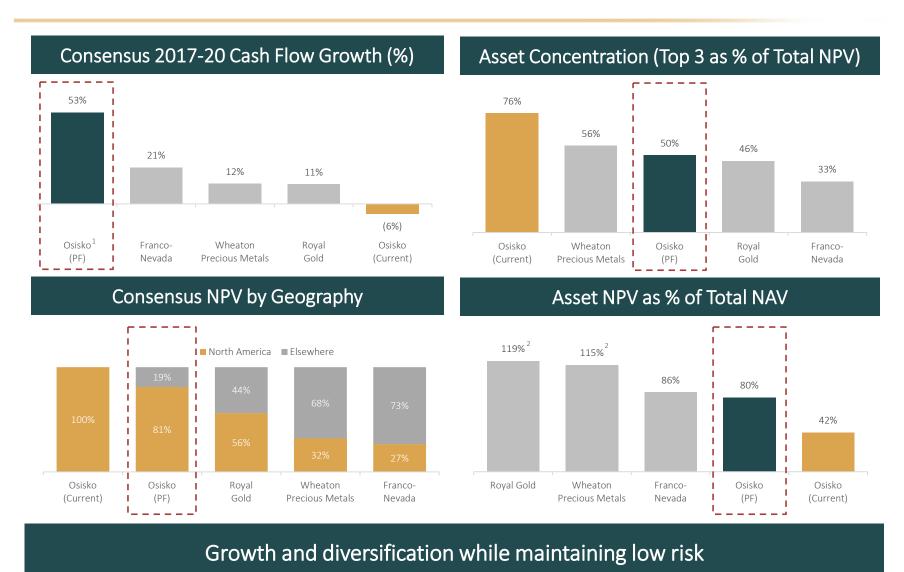
#### NPV by Type



### 2017-20 Cash Flow by Metal



#### Best in Class Portfolio: Growth & Diversification

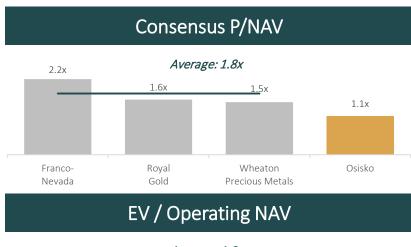


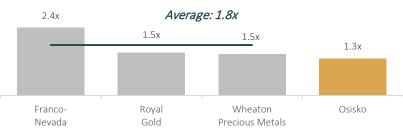
Source: Research reports and Osisko management estimates.

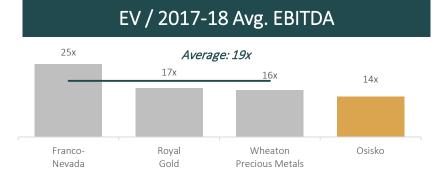
2. Royal Gold and Wheaton Precious Metals above 100% due to debt on balance sheet

<sup>1.</sup> Excludes Brucejack stream.

### Compelling Valuation and Upside







- Stable production from current Osisko assets
- High growth added through acquisition
- Diversification with maintained low geopolitical risk
- Upside potential from large royalty package at different levels of advancement
- Orion, La Caisse and Fonds all have a positive view of Osisko's re-rate potential
- Osisko is "under-held" in the sector
  - Top royalty-company shareholders<sup>1</sup>
    have ~US\$9B invested in peers in
    aggregate (~30% of combined market
    cap) versus ~10% of Osisko post
    transaction

### A World Class Royalty Company

## 5 CORNERSTONE ASSETS PROVIDE CASH FLOW ANCHOR

- Canadian Malartic Canada (5% NSR)
- Éléonore Canada (2-3.5% NSR)
- Renard Canada (9.6% diamond stream)
- Mantos Chile (100% silver stream)
- Brucejack Canada (4% gold/silver stream)

## CASH FLOW DIVERSIFICATION

- Pro forma Osisko has 7 streams, 117 royalties and 7 offtakes
- 16 cash flowing assets with additional 2 assets at construction/ramp-up stage

#### **QUALITY GROWTH**

- Transaction doubles near-term cash flow
- Near-term growth from high-quality assets
- Peer leading growth profile

## PRECIOUS METALS FOCUS

Pro forma NPV and cash flow over 90% precious metals

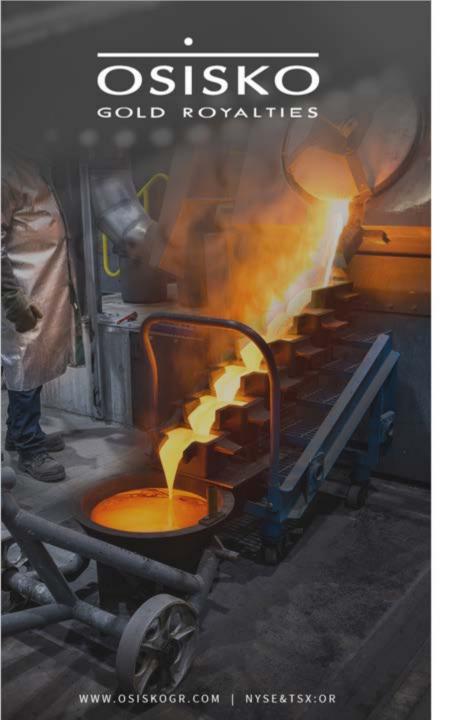
## AMERICAS FOCUSED PORTFOLIO

 Over 80% of combined NPV from North America and over 90% of combined NPV from the Americas

#### ACCRETIVE USE OF CASH

- Deploying cash into cash flowing assets
- Pro forma operating NAV increases dramatically
- Leveraging existing team over much larger set of assets

Providing investors with gold price and exploration optionality with less exposure to operating risks

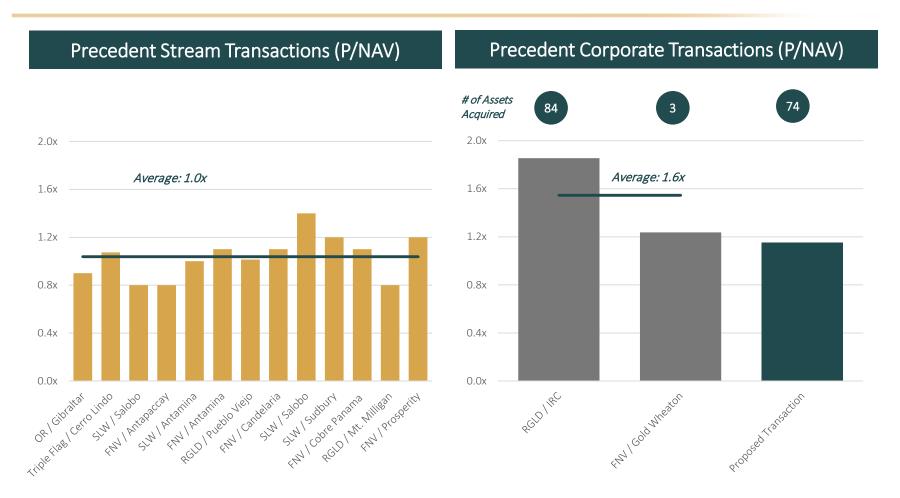


**Transaction Summary** 

### Transaction Summary

TOTAL PURCHASE PRICE	• C\$1,125 million
CONSIDERATION	<ul> <li>C\$675 million in cash</li> <li>30.9 million common shares of Osisko Gold Royalties (C\$450 million)</li> </ul>
STRONG PARTNERS	<ul> <li>Oskar Lewnowski of Orion to join Osisko Board</li> <li>C\$275 million equity investment by La Caisse and Fonds; La Caisse to have the right to appoint a board member and right to maintain equity holding</li> </ul>
STRUCTURE	<ul> <li>Acquiring Orion's international structure for certain assets</li> <li>Renard structured as a Canadian transaction</li> </ul>
CONDITIONS	<ul> <li>Osisko shareholder approval (50% + 1 of disinterested votes cast)</li> <li>Certain other customary regulatory approvals</li> </ul>
ORION RESTRICTIONS	12 month resale restriction and broad distribution requirement
KEY DATES	<ul> <li>Transaction effective date June 1, 2017</li> <li>Expected closing end of July 2017</li> </ul>

### Attractive Valuation for a Very Rare Opportunity



- Multiple paid in-line with stream asset transactions despite scarcity and attractiveness of a portfolio
  of this nature
- Additional value to Orion (and all shareholders) in the form of retained exposure to pro forma
   Osisko asset base and potential re-rating

### Financing Details

Source	Amount
Cash from Balance Sheet (C\$ M)	\$250
Credit Facility (C\$ M)	\$150
Private Placement with Financial Partners (C\$ M)	\$275 • Caisse: \$200 • Fonds: \$75
Total Cash Considerations (C\$ M)	\$675
Common Shares Issued to Orion (C\$ M)	\$450

#### **Financial Partners**



- Created in 1965, La Caisse is an institutional investor that manages several public and parapublic pension plans and insurance programs in Québec
- Second largest pension fund in Canada with C\$270 billion under management
- La Caisse currently owns 4.7% of Osisko and will own 12.0% pro forma<sup>1</sup>

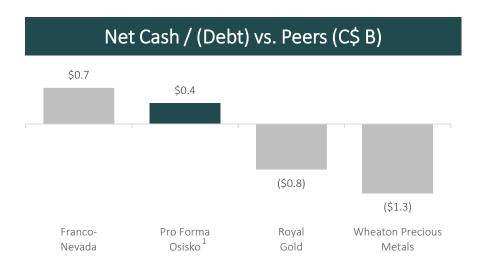


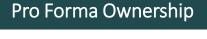
- Created in 1983, Fonds is a development capital fund that invests in small and medium-sized businesses in all spheres of activity
- Largest development capital network in Québec with net assets of C\$12.2 billion
- Fonds currently owns 2.9% of Osisko and will own 5.5% pro forma<sup>1</sup>

#### Strong support from long-term value focused shareholders

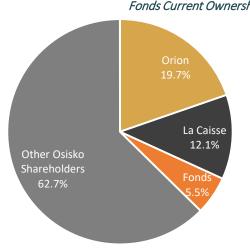
### Pro Forma Capitalization and Balance Sheet

Balance Sheet Item	Pro Forma
Cash (C\$ M)	~\$100
Debt (C\$ M)	\$200
Investments (C\$ M)	Over \$450
Basic Shares Outstanding (M)	156.8
Quarterly Dividend (C\$/Share)	\$0.04









#### **Shareholding Provisions**

#### Orion:

- Right to nominate one director as long as over 10% equity ownership
- 12-month resale restriction
- Broad distribution requirement

#### Caisse:

- Right to nominate one director as long as over 10% equity ownership
- Pre-emptive financing right if over 10%

### Benefits to Osisko Gold Royalties Shareholders

- ☑ Strengthens position within the precious metals royalty sector
  - Could benefit from valuation re-rating
- ☑ Meaningfully increases the size and scale of Osisko Gold Royalties' platform, enhancing its competitive positioning and access to capital
  - Ability to attract new generalist investors (currently underweight Osisko)
- ☑ Significant diversification while maintaining high quality / low risk
- ☑ Adds key assets in the early stages of long mine lives and in safe jurisdictions
  - Pro forma portfolio has highest growth profile in the sector
  - Significant optionality from large portfolio of royalties
- ☑ Addition of international investment / tax structure
- ☑ Accretively deploys cash
- ☑ Maintains Osisko Gold Royalties' focus on precious metal assets
- ✓ Maintains strong dividend policy with potential for further increases

### Evolution into a World Class Royalty Company

#### **JUNE 2014**

### Cornerstone Royalty: Canadian Malartic 5% NSR

#### **Growth Royalties:**

2% NSR on Hammond Reef, Kirkland Lake, Pandora and Yukon

Cash Position: C\$157 M

Equity Portfolio: ~C\$15 M

Market Cap: ~C\$500 M

#### **MARCH 2017**

#### Cornerstone Royalties:

Canadian Malartic 5% NSR Eléonore 2-3.5% NSR

#### Other Royalties:

75% Ag Stream on Gibraltar, 1.5% NSR on Windfall, 1% NSR on Horne 5, 2.25% NSR on Cariboo, 2% NSR on Hammond Reef, Kirkland Lake, Pandora and Yukon

Cash Position: C\$424 M

Equity Portfolio: ~C\$341 M

Market Cap: ~C\$1.6B

#### **POST-ACQUISITION**

#### **Cornerstone Assets:**

Canadian Malartic NSR Eléonore NSR Renard Diamond Stream Mantos Silver Stream Brucejack Gold, Silver Stream

#### **Producing Assets:**

11 more cash flowing assets

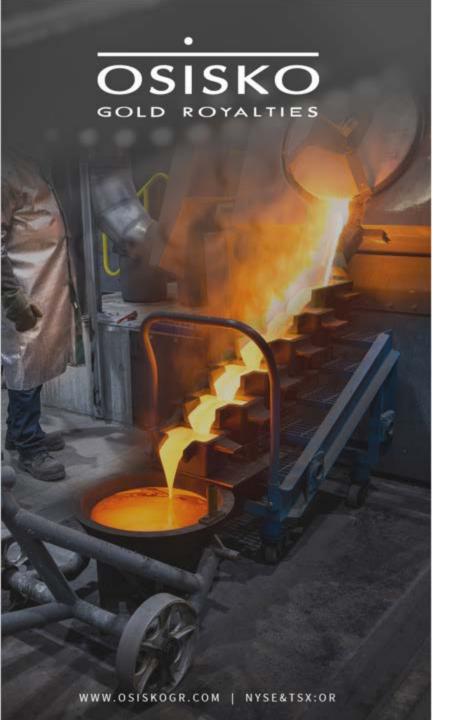
#### **Growth Assets:**

Portfolio of near term and development assets

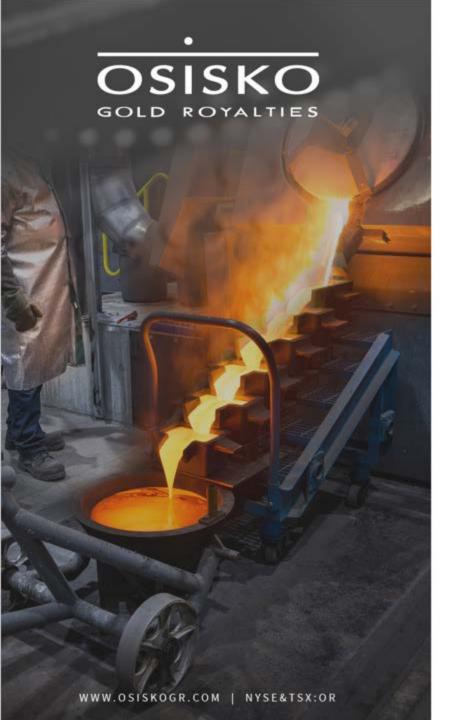
Cash Position: ~C\$100 M

Equity Portfolio: Over C\$450 M

Well positioned for continued growth in royalty sector



## Thank you



**Asset Portfolio** 

### List of Key Acquired Assets

	Operator	Interest	Stage	Category	Country
Streams					
Renard	Stornoway	9.6% Diamond Stream	Production	Cornerstone Asset	Canada
Mantos	Mantos Copper (Private)	100% Ag Stream	Production	Cornerstone Asset	Chile
Brucejack	Pretium	4% Au, 4% Ag Streams	Commissioning	Cornerstone Asset	Canada
Amulsar	Lydian	4.22% Au, 62.5% Ag Stream	Construction	Near & Med Term Cash Flowing	Armenia
SASA	Lynx Resources (Private)	100% Ag Stream	Production	Cash Flowing	Macedonia
Back Forty	Aquila Resources	75% Ag Stream	Development	Near & Med Term Cash Flowing	USA
Royalties					
Seabee	Silver Standard	3% Au NSR	Production	Cash Flowing	Canada
Bald Mountain	Kinross	1-4% Au GSR	Production	Cash Flowing	USA
Kwale	Base Resources	1.5% Titanium GRR	Production	Cash Flowing	Kenya
Brauna	Lipari Mineracao	1% Diamond GRR	Production	Cash Flowing	Brazil
Casino	Western Copper and Gold	2.75% Au-Cu-Mo NSR	Development	Optionality	Canada
Ollachea	Minera IRL	1% Au NSR	Development	Optionality	Peru
Spring Valley	Waterton (Private)	0.5% Au NSR	Development	Optionality	USA
Offtakes					
Brucejack	Pretium	50% Au Offtake	Commissioning	Cornerstone Asset	Canada
Amulsar	Lydian	81.9% Au Offtake	Construction	Near & Med Term Cash Flowing	Armenia
Nimbus	MacPhersons Resources	100% Au-Ag Offtake	Development	Optionality	Australia
Parral	GoGold Resources	100% Au-Ag Offtake	Production	Cash Flowing	Mexico
San Ramon	Red Eagle Mining	51% Au Offtake	Production	Cash Flowing	Colombia
Matilda	Blackham Resources	55% Au Offtake	Production	Cash Flowing	Australia
Yenipazar	Aldridge Minerals	50% Au Offtake	Development	Optionality	Turkey

Additional 54 Royalties in Long-Term Development and Exploration Stage (See Slide 39 for Details)

### 9.6% Renard Diamond Stream



#### QUÉBEC'S FIRST DIAMOND MINE

## P&P RESERVES OF 22.3 M CARATS





Operator:	Stornoway	
Primary Commodity:	Diamond	
Location:	North-Central Québec, Canada	
Reserves: Resources: <sup>1</sup>	<ul><li>P&amp;P reserves of 22.0M carats</li><li>M&amp;I of 0.9M and inferred of 13.4M carats</li></ul>	
Stream:	<ul> <li>9.6% Stream on diamonds</li> <li>US\$50/carat transfer payment</li> <li>1% annual inflation starting 3 years after commercial production</li> <li>No cap on current reserve pipes</li> </ul>	
Production:	<ul> <li>Total mine: LOM avg. of 1.6M cts/year</li> <li>Stream attributable: 15.3k GEOs in full year 2017</li> </ul>	

- Producing world class diamond mine in Québec
- ✓ Québec organizations invested (Investissement Quebec, La Caisse and Fonds)
- ✓ Scarcity of new diamond mines globally
- ✓ Upside from M&I and inferred and all pipes remain open at depth
- Significant upside potential from recovery of large stones
- ✓ Quality operator with strong balance sheet
- ✓ Caisse owns separate 4% stream on Renard and Investissement Quebec owns a 2% NSR royalty

#### Renard Mine Overview



### Project Details

, roject D	3 can 3
Commodity	Diamonds
Current Status	Production (ramp-up)
P&P Reserves	22.0M carats
M&I Resources (exclusive of reserves) <sup>1</sup>	0.9M carats
Inferred Resources	13.4M carats
Design Parameters	7,000tpd throughput Open pit and UG mining
Mine Life	14 years, open pit and UG
LOM Average Production	1.6M carats per year
LOM Average Cash Costs	C\$84.37/carat
Total Capital Expenditure	C\$775M initial C\$1,045M LOM
After Tax NPV <sup>2</sup> <sub>(5%)</sub>	C\$1,113M
After Tax IRR <sup>3</sup>	20.3%

#### **Project Summary**

- Québec's first diamond mine
- Open pit and underground mining carried out from 5 separate kimberlite pipes
- 7,000tpd diamond concentrating facility built and commissioned
- Over 22M carats expected to be produced over the LOM based on reserves only
- Mostly high quality, small to medium-sized stones
- Guidance released for 2017 estimating sales of 1.8 million carats at an average diamond price of US\$100-132 per carat
- Focused on diamond breakage issues (typical for a diamond start-up)
- Tender participation rates improving

<sup>1.</sup> Based on February 6, 2017 press release.

<sup>2.</sup> Based on 2016 technical report "Updated Renard Diamond Project Mine Plan and Mineral Reserve Estimate."

<sup>3.</sup> Based on 2013 pre-stream optimization study.

#### 100% Mantos Silver Stream



A LARGE COPPER MINE UNDERGOING EXPANSION

3 BILLION POUND COPPER RESOURCE WITH A STABLE SILVER BY-PRODUCT





Operator:	Mantos Copper (private company owned by Orion)	
Primary Commodity:	Copper	
Location:	Antofagasta, Chile	
Stream:	<ul> <li>100% stream on silver production; reducing to 30% after 19.3M oz</li> <li>Transfer payments based on 25% of the prevailing spot silver price</li> <li>50% buy-down option exercisable in 2020, 2021, or 2022 for US\$70M</li> </ul>	
Production:	<ul> <li>Total mine:</li> <li>2017-20 avg. payable production of 0.6M oz Ag</li> <li>Avg. payable production of 1M oz Ag from 2021 onwards; sulphide expansion assumed in 2021</li> </ul>	

- ✓ Well-established operating copper mine in top jurisdiction
- Ex-Anglo American management team with strong understanding of the mine and highly incentivized

Stream Attributable: 7.1k GEOs in full year 2017

- ✓ Significant cost reductions and more de-bottlenecking in progress
- ✓ Drilling underway to add resources
- ✓ Limited historical regional exploration

### Mantos Project Overview



Project Details		
Commodity	Copper	
Current Status	Production (expansion)	
P&P Reserves	Sulphide: 81Mt at 0.69% Cu 1.2B lbs Cu Oxide: 65Mt at 0.34% Cu 0.3B lbs Cu	
M&I Resources (exclusive of reserves)	Sulphide: 99Mt at 0.56% Cu 1.2B lbs Cu Oxide: 54Mt at 0.23% Cu 0.3M lbs Cu	
Design Parameters	Open pit with 2 parallel mill circuits Expansion from 4.3Mtpa to 7.3Mtpa	

13 years

#### **Project Summary**

- A large operating open pit copper mine in the Antofagasta region of northern Chile
- The project is currently undergoing a ~US\$70M expansion as the mine transitions from oxides to the deeper, higher-grade sulphides
- The mine is operated by ex-Anglo American management
- Cost cutting and de-bottlenecking programs underway

Mine Life

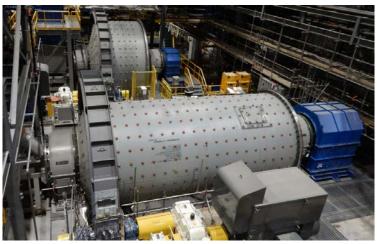


### 4% Au/Ag Brucejack Stream, 50% Au Offtake



## NEAR TERM HIGH GRADE GOLD PRODUCTION IN CANADA





Operator:	Pretium	
Primary Commodity:	Gold	
Location:	65km north of Stewart BC. Canada	
Reserves: Resources: <sup>1</sup>	P&P reserves of 8.1M oz Au, 5.9M oz Ag M&I of 9.1M oz Au, 7.9M oz Ag and inferred of 3.1M oz Au, 4.0M oz Ag	
Stream:	<ul> <li>4% Stream on Au and Ag</li> <li>US\$400/oz Au, US\$4.00/oz Ag transfer payment</li> <li>50% offtake of Au and Ag representing an effective NSR of 0.9%</li> </ul>	
Caps / Buy-Down / Buy-Back Options:	<ul> <li>Stream capped at 7.067M oz Au and 26.297M oz Ag</li> <li>Full stream buyback option in 2018 and 2019 for U\$\$119M and U\$\$136M resp.</li> <li>Stream buy-down option in 2018 and 2019 for U\$\$75M</li> <li>Offtake buy-down options (50% or 75% buyback) in 2018 and 2019</li> </ul>	
Production:	■ Total mine: LOM avg. production of 404 koz Au/year	

- √ Fast-tracking to first production
- ✓ Quality operator with strong balance sheet
- ✓ We have assumed stream could be bought-back for US\$119M in 2018
- ✓ Additional upside if stream not repurchased or Pretium undergoes a change of control

### Brucejack Overview



#### **Project Details** Gold and Silver Commodity Production (commercial **Current Status** production targeted in 2017) 15.6M tonnes **P&P** Reserves 8.1M ounces gold 5.9M ounces silver 16.4M tonnes **M&I** Resources 9.1M ounces gold (inclusive of reserves) 7.9M ounces silver 2,700tpd throughput **Design Parameters UG** mining Recovery: 96.7% Au, 90.0% Ag Mine Life 18 years **LOM Average Production** 404 koz gold per year C\$582/oz **LOM Average AISC Total Capital Expenditure** C\$1,054M initial After Tax NPV<sub>(5%)</sub> C\$1,989M After Tax IRR 28.5%

#### Project Summary

- Large high-grade underground mine
- 404 koz of gold per year expected
- The project is in construction and ~80% built
- Commissioning is expected in Q2 2017

### Brucejack Buy-Backs/Downs



- The Brucejack stream comprises a meaningful asset in the acquired portfolio
- To be conservative, Osisko has assumed that the stream would be bought-back on December 31, 2018 for US\$119M
- Equates to a return of 14% of the purchase price
- Should the asset not be bought-back on December 31, 2018, it would positively impact Osisko's IRR assessment
- Stream payment to commence in 2020 or 2019 if only partially bought-back

#### **Details of Scenarios**

#### Buy-Back 2018

 On December 31, 2018, Pretium can elect to repurchase the 8% stream for US\$237MM (US\$119M attributable)

#### Buy-Back 2019

 On December 31, 2019, Pretium can elect to repurchase the 8% stream for US\$272M (US\$136M attributable)

#### Buy-Down 2018

• On December 31, 2018, Pretium can elect to buy-down the 8% stream to 3% by making a US\$150M payment (US\$75M attributable)

#### Buy-Down 2019

• On December 31, 2019, Pretium can elect to buy-down the 8% stream to 4% by making a US\$150M payment (US\$75M attributable)

#### No Buy-Down/Buy-Back

 If Pretium doesn't exercise any of the buy-backs/down options, it shall pay US\$20M payment to Osisko and 8% stream will apply until the cap is reached (US\$10M attributable)

#### Change of Control (CoC)

■ In the event of a change of control at Pretium or the sale of Brucejack prior to the earlier of Pretium's reduction or repurchase of the stream or January 1, 2020, Pretium can repurchase the stream and Osisko can sell the stream to Pretium for consideration equal to the greater of 13.6% of the consideration received by Pretium or an amount of cash that generates a 15% rate of return on the US\$150M stream payment (US\$75M attributable)



### 4.22%/62.5% Amulsar Au/Ag Stream, ~82% Au Offtake



## INITIAL 10-YEAR MINE LIFE WITH 2.6 MILLION OZ GOLD RESERVES





Operator:	Lydian
Primary Commodity:	Gold
Location:	Amulsar Mountain, Armenia
Reserves: Resources: <sup>1</sup>	P&P reserves of 2.6M oz Au, 12.7M oz Ag M&I of 3.5M oz Au, 17.5M oz Ag and inferred of 1.3M oz Au, 7.6M oz Ag
Stream:	<ul> <li>4.22% Stream on Au and 62.5% on Ag</li> <li>US\$400/oz, US\$4.00/oz Au and Ag transfer payment</li> <li>81.91% Au offtake representing ~0.9% effective NSR</li> </ul>
Caps / Buy-Down Options:	<ul> <li>50% buy-down options on the stream in 2018 and 2019 for US\$50M</li> <li>Stream capped at 142k oz Au and 695k oz Ag (delivered)</li> <li>Offtake capped at 2.1M oz less streamed gold</li> </ul>
Production:	Total mine: LOM Avg. production of 225k oz Au/year

- ✓ Low-cost oxide project in construction
- ✓ Initial 10-year mine life with 2.6M oz of reserves Au + 12.7M oz Ag
- ✓ Fully-funded
- ✓ Earthworks commenced in October 2016 and detailed engineering largely complete

### Amulsar Overview



Project Details		
Commodity	Gold and Silver	
Current Status	Construction	
P&P Reserves	103M tonnes 2.6M ounces gold 12.7M ounces silver	
M&I Resources (inclusive of reserves)	142.2M tonnes 3.5M ounces gold 17.5M ounces silver	
Design Parameters	10M tpa throughput OP mining Recovery: 87.2% Au	
Mine Life	10 years	
LOM Average Production	225 koz gold per year	
LOM Average AISC	C\$753/oz	
Total Capital Expenditure	C\$481M initial	
After Tax NPV <sub>(5%)</sub>	C\$642M	
After Tax IRR	29.0%	

### **Project Summary**

- Conventional open-pit heap leach operation
- Fully financed and permitted
- Construction underway with 44% of capex committed
- Expected production start in 2018



#### 100% SASA Silver Stream



## A LONG HISTORY OF CONSISTENT SILVER PRODUCTION IN MACEDONIA





**Operator:** Lynx Resources (Private Company owned by Orion)

Primary
Commodity:

Lead, zinc

Stream:

Location: Kocani, Macedonia

100% stream on LOM payable silver production

■ US\$5.00/oz Ag transfer payment

**Production:** Stream Attributable: 4.0k GEOs in full year 2017

- ✓ Producing since the mid 60's
- ✓ Low-cost, lead-zinc mine with stable silver by-product
- ✓ 15 year mine life with potential for extensions
- ✓ First mine in Macedonia to be awarded the IPPC permit (Integrated Pollution Prevention and Control) in 2016
- ✓ Macedonia ranks 10th globally for Ease of Doing Business (World Bank rankings 2017)



# 75% Back Forty Silver Stream



## HIGH GRADE POLYMETALLIC ASSET IN MICHIGAN NEARLY PERMITTED





Operator:	Aquila Resources
Primary Commodity:	Gold, zinc
Location:	Upper Peninsula, Michigan, USA
Reserves: Resources: <sup>1</sup>	None, PFS expected Q2 2017 M&I of 11.9M oz and inferred of 2.0M oz Ag
Stream:	<ul> <li>75% stream on LOM silver production</li> <li>US\$4.00/ounce Ag transfer payment</li> </ul>
Production:	<b>Total Mine:</b> LOM Avg. payable production of 290k oz Ag/year

- ✓ Feasibility study in progress robust economics expected based on the PEA
- ✓ Main deposit open at depth
- ✓ Potential to extend mine life and enhance project economics
- ✓ Benefit from infrastructure advantage
- ✓ Attractive consolidation target in base metals space

### Other Cash Flowing Royalties





	Seabee	Bald Mountain		
Operator:	Silver Standard	Operator:	Kinross	
Primary Commodity:	Gold	Primary Commodity:	Gold	
Location:	125km NE of La Ronge, Saskatchewan	Location:	Nevada, USA	
P&P Reserves: Resources: <sup>1</sup>	<ul> <li>P&amp;P mineral reserves of 0.4M oz Au</li> <li>M&amp;I of 0.6M oz and inferred of 0.6M oz Au</li> </ul>	P&P Reserves: Resources: <sup>2</sup>	<ul> <li>P&amp;P mineral reserves of 2.1M oz Au</li> <li>M&amp;I of 3.5M oz and inferred of 0.6M oz Au</li> </ul>	
NSR Royalty:	3% net smelter return royalty on life of mine revenues	NSR Royalty:	1% royalty on gross sales on ~78km² of Bald Mountain – Alligator Ridge claims	
Production:	<b>Total Mine:</b> 2017 production guidance of 72-82k oz Au 2.4k GEOs in full year 2017	Production:	0.8k GEOs in full year 2017	

- ✓ Record production of 77,640 oz Au in 2016
- ✓ Strong operator
- ✓ Large underexplored land position of +23,000 ha
- √ 50% increase in reserves in 2016 at higher grade

- √ Senior company operator
- √ Top mining jurisdiction
- $\checkmark$  Large land package and potential for growth
- ✓ Expansion plans approved in 2016

### Other Cash Flowing Royalties (Cont'd)





	Brauna			Kwale
Operator:	Lipari Mineração		Operator:	Base Resources
Primary Commodity:	Diamond		Primary Commodity:	Titanium
Location:	Bahia, Brazil		Location:	Kenya
Resources:	M&I of 1.8M cts and inferred of 1.7M cts diamond		NSR Royalty:	1.5% gross revenue royalty
NSR Royalty:	1% gross revenue royalty		Production:	2017 production guidance of 88-95k tonnes Rutile, 450-480k tonnes Illmenite and 36-40k tonnes Zircon
Production:	~530 GEOs in full year 2017	•	Production:	1.6k GEOs in full year 2017

- ✓ South America's largest diamond mine
- ✓ 21 kimberlite occurrences, only one of which is subject to openpit mining and is being further explored leaving room for upside
- ✓ Commenced production in late 2013
- ✓ Kenya's first large-scale mining project
- ✓ High grade mine with attractive operating margin



### 2.75% Casino NSR Royalty



# PROVEN & PROBABLE MINERAL RESERVES OF 8.9M OZ AU AND 4.5B LBS CU



Operator:	Western Copper and Gold
Primary Commodity:	Copper, Gold
Location:	380km NW of Whitehorse, Yukon
Reserves: Resources: <sup>1</sup>	<ul> <li>P&amp;P reserves of 8.9M oz Au, 4.5B lbs Cu</li> <li>M&amp;I of 8.9M oz Au, 4.7B lbs Cu and inferred of 9.0M oz Au, 5.4B lbs Cu</li> </ul>
NSR Royalty:	2.75% net smelter return royalty on life of mine revenues
Production: (Total Mine)	<b>Total mine:</b> LOM Avg. production of 775k GEOs/year

- ✓ One of the world's largest copper/gold porphyries in a stable jurisdiction
- ✓ Increased activity by seniors in the region
- ✓ Strong potential for a 45+ year mine life
- ✓ Adds considerable option value

#### Offtakes

#### Offtake Mechanics

- Producer agrees to sell a predetermined portion of future gold production from its mine to Buyer
- Buyer receives the predetermined portion of production in the form of gold credits (i.e. no physical delivery) and agrees to pay the Producer for the quantity of gold received
- Buyer is entitled to select its purchase price based on any LBMA AM or PM Fixing Price or the Comex (1st Position) Settlement Price during a specific time frame (the "Quotational Period")
- The Quotational Period typically commences prior to the Delivery Date and ends subsequent to the Delivery Date
- The spread between the Buyer's purchase price and the price the Buyer eventually sells the gold at is kept by the Buyer as profit
  - Offtake effectively acts as a royalty whereby the buyer receives percentage of the total revenue

#### List of Acquired Offtakes

Asset	Offtake	Status	Quotational Period (Business Days)	Effective NSR (%)	Description of the Project
Brucejack	50% Au	Commissioning	6	0.9%	Large high grade underground mine in good jurisdiction with 8.1M oz of reserves
Amulsar	~82% Au	Construction	7	0.9%	Large-scale project, fully financed in construction
San Ramon	51% Au	Production	n/a	2.1%	High-grade gold operation with strong exploration potential
Parral	100% Au-Ag	Production	11	2.4%	Low cost operation with plans to double capacity in the near-term
Matilda	55% Au	Production	12	1.8%	Producing asset with expansion plans underway
Nimbus	100% Au-Ag	Development	13	4.5%	High grade deposit with upside exploration potential
Yenipazar	50% Au	Development	11	1.4%	Polymetallic VMS project, permitted with strong economics

### List of Earlier Stage Acquired Assets

Asset	Operator	Jurisdiction	Asset	Operator	Jurisdiction
LT Development Assets			Exploration Stage Assets	(Cont'd)	
Ambler	Trilogy	Alaska	Gabel Columbus	Bravada Gold	Nevada
Cameron Lake	First Mining Finance	Ontario	Gabel Williams	Bravada Gold	Nevada
Cerro del Gallo	Primero	Mexico	Kliyul Creek	First Quantum <sup>(2)</sup>	British Columbia
Gold Rock	GRP Minerals	Nevada	, Landmark	n/a	Nevada
Gurupi/CentroGold	Jaguar	Brazil	Lorraine/Dorothy	Teck (3)	British Columbia
Dolphin	King Island Scheelite	Australia	Los Chinos	n/a	Mexico
Magdalena	Bacanora Minerals	Mexico	Moore Lake	Skyharbour <sup>(4)</sup>	Saskatchewan
Northern Dancer	Largo	Yukon	Mt. Hamilton	Waterton	Nevada
Pan	GRP Minerals	Nevada	New Jersey Zinc Database	n/a	n/a
Rakkurijoki	Hannans	Sweden	Peat/Barunga	n/a	Australia
Reward/Myrtle	Teck	Australia	Pozo de Nacho	Geoinformatics	Mexico
Sao Jorge	GoldMining	Brazil	Rattlesnake Hills	GFG Resources	Wyoming
West Desert/Crypto	InZinc	Utah	San Juan	First Majestic	Mexico
Whistler	GoldMining	Alaska	Sandman 1	Newmont	Nevada
Exploration Stage Assets			Sandman 2	Newmont	Nevada
Admiral Bay GOR	Metalicity	Australia	Silver Swan (1.75%)	Poseidon Nickel	Australia
Antamina/Recauys	Compañía Minera Antamina <sup>(1)</sup>	Peru	Silver Swan (3.0%)	Poseidon Nickel	Australia
Ballarat	LionGold	Australia	Taylor	Silver Predator	Nevada
Beaufor - Pascalis	Richmont	Quebec	Tintaya/Rifas	Glencore	Peru
Candle Lake	Adamas Minerals	Saskatchewan	Tonkin Springs	McEwen Mining	Nevada
Casino NPI	Cariboo Rose	Yukon	Trail	Timberline Resources	Nevada
Century/Lawn Hill (NSR + Fixed)	Min Metals	Australia	Treasure Hill	Silver Predator	Nevada
Crowsnest Pass	GMR Resources	British Columbia	Unicorn	Dart Mining	Australia
Cumobabi	First Majestic	Mexico	UNR	n/a	Nevada
Duke/Trapper/Royale	Kinross	Nevada	West Waihi	OceanaGold	New Zealand
El Tecolote	Azure Minerals	Mexico	WKP	OceanaGold	New Zealand
Estacion Llano	SilverCrest Metals	Mexico	WO Claim Block 1	Peregrine Diamonds (5)	Northwest Territor
Gabel	n/a	Nevada			

<sup>1.</sup> BHP Billiton (33.75%) / Glencore (33.75%) / Teck (22.5%) / Mitsubishi Corporation (10%).

<sup>2.</sup> First Quantum has an option to acquire 51% interest from AuRico Metals.

<sup>3.</sup> Teck (51%) / Lorraine Copper (49%).

<sup>4.</sup> Skyharbour has an option to acquire 100% interest from Denison Mines.

<sup>5.</sup> Peregrine Diamonds (72%) / Archon Minerals (18%) / DHK Diamonds (10%).

### Mineral Reserves and Resources

#### RENARD<sup>1</sup>

	PROBABLE RESERVES*					
	GRADE (CPHT) CARATS (M) TONNES (MT)					
Total Probable	66.5	22.0	33.0			

<sup>\*</sup>Estimated at a +1 DTC sieve size cut-off

GLOBAL RESOURCES (EXCLUDING RESERVES)							
GRADE (CPHT) CARATS (M) TONNES (MT)							
Total Indicated	27.0	0.9	3.4				
Inferred	54.0	13.4	24.5				

#### BRUCEJACK<sup>2</sup>

RESERVES*						
CATEGORY	AU GRADE (G/T)	AG GRADE (G/T)	AU (M OZ)	AG (M OZ)	TONNES (MT)	
Proven	14.5	12.9	1.6	1.4	3.3	
Probable	16.5	11.3	6.5	4.5	12.3	
Total P&P	16.1	11.7	8.1	5.9	15.6	

<sup>\*</sup>NSR cut-off of C\$180/t; gold Price - US\$1,100/oz, silver Price - US\$17.00/oz and a CAD:USD FX rate of 0.92

GLOBAL RESOURCES (INCLUDING RESERVES)						
CATEGORY	AU GRADE (G/T)	AG GRADE (G/T)	AU (M OZ)	AG (M OZ)	TONNES (MT)	
Measured	17.0	15.3	1.9	1.7	3.5	
Indicated	17.3	15.0	7.2	6.2	13.0	
Total M&I	17.2	15.0	9.1	7.9	16.4	
Inferred	21.0	26.9	3.1	4.0	4.6	

<sup>1.</sup> Stornoway public disclosure - as at February 6, 2017.

### AMULSAR<sup>3</sup>

RESERVES*						
CATEGORY	AU GRADE (G/T)	AG GRADE (G/T)	AU (M OZ)	AG (M OZ)	TONNES (MT)	
Proven	0.8	4.6	1.2	6.6	44.7	
Probable	0.8	3.3	1.4	6.1	57.9	
Total P&P	0.8	3.9	2.6	12.7	102.7	

GLOBAL RESOURCES (INCLUDING RESERVES)*						
CATEGORY	AU GRADE (G/T)	AG GRADE (G/T)	AU (M OZ)	AG (M OZ)	TONNES (MT)	
Measured	0.8	4.7	1.4	7.7	51.5	
Indicated	0.7	3.4	2.1	9.8	90.7	
Total M&I	0.8	3.8	3.5	17.5	142.2	
Inferred	0.6	3.3	1.3	7.6	72.2	

<sup>\*</sup>Au cut-off grade: 0.24 g/t; gold price - US\$1,500/oz, silver price - US\$25.00/oz

<sup>2.</sup> Pretium pubic disclosure - as at December 15, 2016.

<sup>3.</sup> Lydian public disclosure - as at February 27, 2017.

### Mineral Reserves and Resources (cont'd)

### BACK FORTY<sup>1</sup>

GLOBAL RESOURCES*						
CATEGORY	AG GRADE (G/T)	AG (M OZ)	TONNES (MT)			
Measured	27.3	5.9	6.7			
Indicated	22.2	6.0	8.4			
Total M&I	24.5	11.9	15.1			
Inferred	26.5	2.0	2.3			

<sup>\*</sup>NSR cut-off : US\$27.78/oz Ag

#### SEABEE<sup>2</sup>

RESERVES*				
CATEGORY	AU GRADE (G/T)	AU (M OZ)	TONNES (MT)	
Proven	7.0	0.1	0.5	
Probable	8.9	0.3	0.9	
Total P&P	8.2	0.4	1.4	

<sup>\*</sup>Au cut-off grade: 4.92 g/t Seabee & 3.65 g/t Santoy

GLOBAL RESOURCES (INCLUDING RESERVES)*					
CATEGORY	AU GRADE (G/T)	) AU (M OZ)	TONNES (MT)		
Measured	7.7	0.2	0.8		
Indicated	8.1	0.4	1.4		
Total M&I	8.0	0.6	2.2		
Inferred	7.7	0.6	2.6		

<sup>\*</sup>Au cut-off grade: 4.40 g/t Seabee & 3.26 g/t Santoy

### CASINO<sup>3</sup>

RESERVES*					
CATEGORY	CU GRADE (%)	AU GRADE (G/T)	CU (B LBS)	AU (M OZ)	TONNES (MT)
Proven	0.26%	0.4	0.7	1.8	123
Probable	0.17%	0.2	3.7	7.1	999
Total P&P	0.18%	0.2	4.5	8.9	1,123

GLOBAL RESOURCES (INCLUDING RESERVES)*					
CATEGORY	CU GRADE (%)	AU GRADE (G/T)	CU (B LBS)	AU (M OZ)	TONNES (MT)
Measured	0.26%	0.5	0.7	1.8	124
Indicated	0.18%	0.2	4.0	7.1	1,016
Total M&I	0.20%	0.2	4.7	8.9	1,140
Inferred	0.14%	0.2	5.4	9.0	1,713

<sup>\*</sup>Au cut-off grade: 0.25% Cu Eq. & 0.25 g/t Au. Table excludes silver and moly.

#### BALD MOUNTAIN<sup>4</sup>

RESERVES*					
CATEGORY	AU GRADE (G/T)	AU (M OZ)	TONNES (MT)		
Proven	0.8	0.3	10.3		
Probable	0.6	1.9	100.2		
Total P&P	0.6	2.1	110.5		

<sup>\*</sup>Gold Price: US\$1,200/oz Au

GLOBAL RESOURCES (EXCLUDING RESERVES)*				
CATEGORY	AU GRADE (G/T)	AU (M OZ)	TONNES (MT)	
Measured	0.6	0.5	24.9	
Indicated	0.5	3.0	176.1	
Total M&I	0.5	3.5	200.9	
Inferred	0.4	0.6	49.5	

<sup>\*</sup>Gold Price: US\$1,400/oz Au

<sup>1.</sup> Aquila public disclosure - as at March 15, 2017.

<sup>2.</sup> Silver Standard public disclosure - as at March 22, 2017.

<sup>3.</sup> Western Copper and Gold disclosure - as at June 2017.

<sup>4.</sup> Kinross public disclosure - as at March 31, 2017.

#### The Team

#### MANAGEMENT TEAM



Sean Roosen Chair & CFO

■ 10 years of

the mining

industry in

corporate

development

and mining

investment

banking

experience in

- Co-Founder of Osisko Mining Corporation
- Transformed Osisko Mining into a leading intermediate producer



Bryan A. Coates President

■ 20 years of

in legal

affairs in

industry

the mining

experience

- Transformed Osisko Mining into a leading intermediate producer
- Over 30 years of experience in the mining industry



Elif Lévesque CFO & VP, Finance

■ 10 years of

the mining

related to

markets and

mergers &

acquisition

industry

capital

experience in



Joseph de la Plante VP, Corporate Development



André Le Bel VP, Legal Affairs & Corporate Secretary



Vincent Metcalfe VP, Investor Relations



Frédéric Ruel VP, Corporate Controller

■ 18 years of

experience in

and financial

reporting

finance, treasury

■ 15 years of

experience

in financial

reporting,

including

over 10

mining

industry.

years in the

#### The Technical Team



Transformed Osisko
 Mining into a leading
 intermediate producer

 VP Construction of Osisko Mining during the build of Canadian Malartic



Robert Wares
Consultant, Geology

Co-Founder of Osisko Mining Corporation

Transformed Osisko
 Mining into a leading
 intermediate
 producer



Paul Archer

Chief Geologist

of experience in mining exploration

■ More than 25 years





Chris Lodder Consultant, Geology, South America



François Vézina
Director, Mining



Christian Laroche
Director, Metallurgy

- IN-HOUSE TECHNICAL TEAM TO EVALUATE & REVIEW OPPORTUNITIES
- TEAM WITH OVER 200 YEARS OF EXPERIENCE IN GEOLOGY, ENGINERING,
   AND MINE BUILDING