

**Form 51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

Lundin Mining Corporation (“**Lundin Mining**” or the “**Company**”)
1055 Dunsmuir Street, Suite 2800
Vancouver, BC V7X 1L2

Item 2 Date of Material Change

July 29, 2024

Item 3 News Release

A news release was disseminated on July 29, 2024 and subsequently filed on SEDAR+.

Item 4 Summary of Material Change

On July 29, 2024, the Company and BHP Investments Canada Inc. (“**BHP**”), a wholly owned subsidiary of BHP Group Limited, entered into a definitive agreement (the “**Arrangement Agreement**”) with Filo Corp. (“**Filo**”) to jointly acquire 100% of Filo’s issued and outstanding common shares (each, a “**Filo Share**”) not already owned by the Company and BHP pursuant to a court-approved plan of arrangement for total consideration of approximately C\$4.1 billion (the “**Filo Acquisition**” or the “**Arrangement**”). Lundin Mining’s share of the consideration for the Filo Acquisition is approximately C\$2,148 million (US\$1,550 million), consisting of up to C\$859 million in cash and C\$1,289 million in common shares of Lundin Mining (each, a “**Lundin Mining Share**”).

Concurrently with the completion of the Filo Acquisition, the Company and BHP will form a 50/50 joint venture (the “**Joint Venture**”) to hold the Filo del Sol project (“**FDS**”) and the Company’s Josemaria project. BHP will pay the Company cash consideration of US\$690 million, subject to certain adjustments, as consideration for the Company contributing the Josemaria project to the Joint Venture (the “**Josemaria Transaction**”).

In connection with the Filo Acquisition, the Company and BHP each agreed to subscribe for 1,742,424 Filo Shares at a price of C\$33.00 per share for aggregate gross proceeds of approximately C\$115 million (the “**Filo Share Placement**”) to provide interim financing to Filo, funded equally by the Company and BHP. The Filo Share Placement closed on August 7, 2024.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

On July 29, 2024, the Company and BHP entered into the Arrangement Agreement with Filo to jointly acquire 100% of the issued and outstanding Filo Shares not already owned by the Company and BHP pursuant to the Filo Acquisition. Also on July 29, 2024, the Company and BHP entered into a definitive agreement (the “**Josemaria Contribution Agreement**”) in respect of the Josemaria Transaction.

Concurrently with the completion of the Filo Acquisition, the Company and BHP will form the Joint Venture to hold FDS and the Company’s Josemaria project. The Joint Venture will create a long-term partnership between Lundin Mining and BHP to jointly develop an emerging copper district with potential to support a globally ranked mining complex.

The Filo Acquisition, the Josemaria Transaction and the formation of the Joint Venture are inter-conditional, whereby completion of each transaction is dependent on completion of each of the other transactions. Closing is expected to occur in the first quarter of 2025 subject to the receipt of regulatory approvals and other customary closing conditions for transactions of this nature.

Strategic Rationale

District Development Opportunity of the Filo del Sol and Josemaria Projects:

- **Facilitates development optionality at a district scale:** The proximity of the FDS and the Josemaria projects allows for the potential of infrastructure to be shared between the projects, with greater economies of scale and increased optionality for staged expansions, as well as the incorporation of future exploration as the district matures.
- **Accelerates development:** Leverages the advanced stage of engineering and permitting at the Josemaria project to progress and study the combined FDS and Josemaria projects on a phased development timeline that recognises improving investment conditions in Argentina and the copper demands of the global energy transition.

Alignment with Lundin Mining's Strategy:

- **Secures an experienced partner for the development of the Vicuña district:** The Joint Venture will benefit from BHP's extensive global expertise in large-scale project development and integrated district-scale operations.
- **Maintains balance sheet strength:** The cash impact to Lundin Mining relating to the transaction is marginally positive with Lundin Mining paying aggregate cash consideration to the Filo shareholders of C\$859 million (US\$620 million) and receiving cash consideration of US\$690 million, subject to certain adjustments, from BHP pursuant to the Josemaria Transaction. Lundin Mining will continue to fund Josemaria on a 100% basis up to the end of 2024, subject to certain adjustment mechanisms, after which funding will be split 50/50 with BHP, subject to certain adjustment mechanisms.
- **Access to an emerging copper district with significant potential:** The large-scale, high-grade sulphide deposit at FDS is one of the most significant copper discoveries globally in recent decades.

Filo Acquisition

Lundin Mining and BHP have entered into the Arrangement Agreement with Filo whereby BHP and Lundin Mining have agreed to jointly acquire Filo for total consideration of approximately C\$4.1 billion.

Filo shareholders may choose to receive in exchange for each Filo Share: C\$33.00 in cash, 2.3578 Lundin Mining Shares, or any combination thereof (collectively, the "**Consideration**"), subject to an aggregate cap of C\$2,767 million in cash and 92.1 million Lundin Mining Shares (the "**Maximum Shares**"). Pursuant to the Arrangement, the maximum cash consideration will be increased by C\$23.10 in cash and the Maximum Shares will be increased by 0.7073 of a Lundin Mining Share for each additional Filo Share issued following the date of the Arrangement Agreement but prior to the effective date of the Arrangement and for which such issuance is permitted by the Arrangement Agreement (including Filo Shares issued pursuant to the exercise of outstanding stock options of Filo

(the “**Filo Options**”) but excluding the Filo Shares issued pursuant to the Filo Share Placement).

In the event that the aggregate amount of the cash consideration or share consideration elected by all Filo shareholders exceeds the respective limits, the consideration will be pro-rated and Filo shareholders will receive the other form of consideration for the balance of their Filo Shares. Any cash payments for Filo Shares traded on Nasdaq First North Growth Market will be paid in Swedish kronor in accordance with Euroclear Sweden principles. On closing of the Filo Acquisition, existing shareholders of Lundin Mining and Filo are expected to own approximately 89% and 11% of Lundin Mining, respectively.

Lundin Mining’s share of the consideration for the Filo Acquisition is approximately C\$2,148 million (US\$1,550 million), consisting of up to C\$859 million in cash and C\$1,289 million in Lundin Mining Shares.

The Filo Acquisition will be implemented by way of a court-approved plan of arrangement (the “**Plan of Arrangement**”) under the *Canada Business Corporations Act* and will require approval by Filo shareholders in accordance with applicable Canadian corporate and securities laws.

Each of the directors and senior officers of Filo, and Nemesia S.a.r.l (“**Nemesia**”), a significant shareholder of Filo, representing in aggregate approximately 35% of the issued and outstanding Filo Shares, have entered into voting support agreements and have agreed to vote all of the securities they own or control in favour of the Filo Acquisition unless the Arrangement Agreement is terminated.

The Arrangement Agreement includes customary deal-protection measures, including non-solicitation provisions that apply to Filo (subject to customary “fiduciary out” provisions), a right for BHP and Lundin Mining to match an unsolicited superior competing proposal to acquire Filo, a termination payment of C\$135 million payable by Filo (half payable to Lundin Mining and half payable to BHP) in certain circumstances and a reverse termination payment of C\$135 million payable by Lundin Mining and BHP to Filo in certain circumstances. In addition to the approval of Filo shareholders, the Filo Acquisition is also subject to the receipt of court approval, regulatory approvals including the approval by the TSX, and the admission to trading of the new Lundin Mining Shares and other customary closing conditions for transactions of this nature. Lundin Mining will prepare such documentation as is required under the EU Prospectus Regulation in connection with the issuance of Lundin Mining Shares as part of the Consideration. Lundin Mining shareholder approval is not required for the Filo Acquisition, the Josemaria Transaction or the Filo Share Placement.

Further details regarding the terms of the Filo Acquisition are set out in the Arrangement Agreement, which is available on SEDAR+ under Lundin Mining’s issuer profile.

Josemaria Transaction

Lundin Mining and BHP have entered into the Josemaria Contribution Agreement whereby BHP has agreed to pay US\$690 million in cash to Lundin Mining, subject to certain adjustments, as consideration for the Josemaria Transaction. The Josemaria Transaction is subject to the receipt of regulatory approvals and other customary closing conditions for a transaction of this nature.

Further details regarding the terms of the Josemaria Transaction are set out in the Josemaria Contribution Agreement, which is available on SEDAR+ under Lundin Mining’s issuer profile.

Formation of the Joint Venture

Lundin Mining and BHP have agreed to form the Joint Venture concurrently with the closing of the Filo Acquisition. Each of Lundin Mining and BHP would hold a 50% interest in the Joint Venture. Under the Joint Venture, the FDS and Josemaria projects will be developed in accordance with sound mining principles consistent with international industry standards to deliver economic and social value. Lundin Mining and BHP have executed a term sheet which will form the basis for negotiations of the definitive Joint Venture agreement. Lundin Mining and BHP expect to enter into the Joint Venture agreement by completion of the Filo Acquisition.

Lundin Mining and BHP will each contribute their respective interests in Filo, and Lundin Mining will contribute the Josemaria project, to the Joint Venture.

Lundin Mining owns 100% of the Josemaria project, which is an advanced stage copper project, located approximately 10 kilometres from FDS in San Juan Province, Argentina. A feasibility study for the Josemaria project was completed in November 2020 and an Environmental Social Impact Assessment was approved by the Mining Authority of San Juan, Argentina in April 2022. The Josemaria project features favourable topography for the placement of infrastructure for the district, with expansion potential. On closing of the Josemaria Transaction, Lundin Mining and BHP will each own, through the Joint Venture, 50% of the Josemaria project.

Filo owns 100% of FDS, which is an advanced-stage copper exploration project located along the border of the San Juan Province in Argentina and the Atacama Region of Chile. Filo has continued to expand FDS, extending the strike length of mineralization to over five kilometres, with multiple reported high grade copper drill intercepts. On closing of the Filo Acquisition, Lundin Mining and BHP will each own, through the Joint Venture, 50% of Filo and the FDS project.

Filo Share Placement

In connection with the Filo Acquisition, the Company and BHP each agreed to subscribe for 1,742,424 Filo Shares at a price of C\$33.00 per share for aggregate gross proceeds of approximately C\$115 million to provide interim financing to Filo, funded equally by the Company and BHP.

The Filo Share Placement closed on August 7, 2024. Upon completion of the Filo Share Placement, each of BHP's and Lundin Mining's equity interest in Filo increased by approximately 1.3%, resulting in BHP and Lundin Mining (or their affiliates) owning approximately 7.1% and 1.7%, respectively, of the issued and outstanding Filo Shares. Filo intends to use the proceeds from the Filo Share Placement to fund ongoing exploration of FDS, general working capital expenses and general and administrative expenses for the period between the announcement and closing of the Filo Acquisition, in accordance with Filo's budget.

Approval Process and Related Party Disclosure

The Filo Acquisition, the Josemaria Transaction, the Filo Share Placement and the entering into of the Arrangement Agreement have each been unanimously approved by the Board of Directors of Lundin Mining (with Ashley Heppenstall, Adam Lundin and Jack Lundin abstaining). A special committee of independent directors of Lundin Mining unanimously recommended that the Board of Directors of Lundin Mining approve the Filo Acquisition, the Josemaria Transaction, the Filo Share Placement and the entering into of the Arrangement Agreement. The Lundin Mining special committee is comprised of Don

Charter (Chair), Dale Peniuk and Natasha Vaz, all of whom are independent directors of Lundin Mining and independent of Filo, BHP and Nemesia.

Rothschild & Co. provided a fairness opinion to the Board of Directors of Lundin Mining and Morgan Stanley Canada Ltd. provided a fairness opinion to the Lundin Mining special committee, each stating that, as of the date of such opinion, and based upon and subject to the assumptions, limitations and qualifications stated in such opinion, (i) the consideration to be paid by Lundin Mining for its effective interest in the Filo Shares pursuant to the Filo Acquisition is fair, from a financial point of view, to Lundin Mining; (ii) the consideration to be received by Lundin Mining pursuant to the Josemaria Transaction is fair, from a financial point of view, to Lundin Mining; and (iii) in the aggregate, the consideration to be paid by Lundin Mining for its effective interest in the Filo Shares pursuant to the Filo Acquisition and the consideration to be received by Lundin Mining pursuant to the Josemaria Transaction is fair, from a financial point of view, to Lundin Mining.

The issuance or payment of Lundin Mining's portion of the Consideration pursuant to the Filo Acquisition to the following shareholders of Filo: (i) Nemesia, a shareholder which holds approximately 15.3% of the issued and outstanding Lundin Mining Shares, (ii) Ashley Heppenstall, a director of the Company, (iii) Adam Lundin, the Chair of the Board of Directors of the Company and the Chair of the Board of Directors of Filo, and (iv) Jack Lundin, the President and Chief Executive Officer and a director of the Company (collectively, the "**Related Parties**"), in each case constitutes a "related party transaction" as defined under Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* ("**MI 61-101**"). Based on the Filo securities held as at July 29, 2024, if such individuals each elect to receive all share consideration and are not subject to pro-ration, and assuming, in the case of Ashley Heppenstall and Adam Lundin, each elects to exercise all Filo Options held by such individual prior to the effective time of the Arrangement, up to 6,768,654, 3,584,799 and 277,042 Lundin Mining Shares (including Lundin Mining Shares issuable upon exercise of Filo Options) may be issuable to Ashley Heppenstall, Adam Lundin and Jack Lundin, respectively. Following completion of the Filo Acquisition, if such individuals each elect to receive all share consideration and are not subject to pro-ration and assuming each elect to exercise all Filo Options held by them prior to the effective time of the Arrangement, Ashley Heppenstall, Adam Lundin and Jack Lundin would each hold 7,625,228, 4,262,733 and 633,598 Lundin Mining Shares, respectively, representing 0.87%, 0.49% and 0.07% of the issued and outstanding Lundin Mining Shares following completion of the Filo Acquisition (assuming the Maximum Shares are issued (as adjusted as a result of the exercise of all outstanding Filo Options prior to the effective time of the Arrangement)).

As at July 29, 2024, Nemesia, which is controlled by a trust settled by the late Adolf H. Lundin, held an aggregate of 119,412,770 Lundin Mining Shares, representing approximately 15.3% of the issued and outstanding Lundin Mining Shares. Under the terms of the Plan of Arrangement, no Filo shareholder is permitted to receive Lundin Mining Shares pursuant to the Arrangement insofar as such Filo shareholder, either alone or together with its affiliates and other persons acting jointly or in concert with such Filo shareholder would, after receipt of Lundin Mining Shares pursuant to the Arrangement, beneficially own or control greater than 19.99% of the outstanding Lundin Mining Shares immediately following the Arrangement. As such, assuming the Maximum Shares are issued (as adjusted as a result of the exercise of all outstanding Filo Options prior to the effective time of the Arrangement), and taking into account the number of Lundin Mining Shares currently held by Nemesia, the maximum number of Lundin Mining Shares that Nemesia may elect to receive pursuant to the Arrangement is 55,014,394 Lundin Mining Shares, resulting in Nemesia holding 174,427,164 Lundin Mining Shares following completion of the Filo Acquisition (representing 19.99% of the issued and outstanding Lundin Mining Shares following completion of the Filo Acquisition).

The Company is relying on exemptions from the formal valuation requirement and the minority approval requirement pursuant to sections 5.5(a) and 5.7(1)(a) of MI 61-101, respectively, as neither the fair market value of Lundin Mining's portion of the Consideration issuable or payable to the Related Parties nor the fair market value of the Filo securities held (directly or indirectly) by the Related Parties is more than 25% of the Company's market capitalization as determined in accordance with MI 61-101.

As further described above under "*Filo Acquisition*" each of Nemesia and Adam Lundin have entered into voting support agreements with Lundin Mining and BHP and have agreed to vote in favour of the Filo Acquisition at the special meeting of securityholders of Filo to be held to consider the Filo Acquisition.

As part of the review and approval process, Lundin Mining conducted due diligence over a period of several months prior to the entering into of definitive agreements in respect of the proposed transactions. Conflicts of interest were identified and declared at an early stage and protocols were put in place to exclude any directors who had an interest in the proposed transactions from discussions relating to such transactions.

Prior to reaching its conclusions, the Board of Directors of Lundin Mining and special committee reviewed the materials presented by management, asked questions of management and considered risks with respect to the proposed transactions. The Board of Directors and special committee discussed the review, and received advice from the legal and financial advisors to the Company and the legal and financial advisors to the special committee. In each case, the Board of Directors and special committee met on a number of occasions to receive information and consider and evaluate the proposed transactions.

The Lundin Mining Board of Directors and special committee also reviewed a significant amount of technical, financial and operational information relating to Filo, BHP and Lundin Mining and considered a number of factors and reasons, including, among other things, those set forth under "*Strategic Rationale*" above and the following:

- the financial model prepared by Lundin Mining management and management's views as to the value of each of the Josemaria project and FDS project and the proposed Joint Venture;
- the presentation of management as to the potential development of the Josemaria and FDS projects and the potential favourable impact of the ownership in the Joint Venture on the Company;
- the presentation of management as to the Filo assets and the existing mineralization and the considerable future potential for the FDS project;
- the confirmation by management based on the models presented that the balance sheet of the Company is strong and the conservative level of debt in the Company following completion of the transactions;
- management's view that the Company will be able to continue to fund its existing growth and development projects on its current assets as currently planned and set out in the Company's strategic plan;
- the financial analysis provided by the financial advisors and the delivery of their fairness opinions, as detailed above; and
- the directors and senior officers of Filo, and Nemesia, have entered into voting support agreements pursuant to which they have agreed, among other things, to vote in favour of the Filo Acquisition.

The Company is not required under MI 61-101 to obtain a formal valuation with respect to the Filo Acquisition, the Josemaria Transaction, the Joint Venture or the Filo Share

Placement and the Company has not conducted any prior valuations in respect of the Filo Acquisition, the Josemaria Transaction, the Joint Venture or the Filo Share Placement in the previous 24 months.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6 Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

Stephen Williams, Vice President, Investor Relations
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Item 9 Date of Report

August 8, 2024

Cautionary Statement

None of the securities to be issued pursuant to the transactions have been or will be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or any state securities laws, and any securities issuable in the Filo Acquisition are anticipated to be issued in reliance upon the available exemption from such registration requirements pursuant to Section 3(a)(10) of the U.S. Securities Act and applicable exemptions under state securities laws. This news release does not constitute an offer to sell or the solicitation of an offer to buy any securities.

Certain of the statements made and information contained herein are "forward-looking information" within the meaning of applicable Canadian securities laws. All statements other than statements of historical facts included in this material change report constitute forward-looking information, including but not limited to statements regarding the Company's plans, prospects and business strategies; the completion of the Filo Acquisition and the timing thereof; the completion of the Josemaria Transaction and the timing thereof; the establishment and operation of the Joint Venture with BHP and the expected benefits therefrom; the use of proceeds from the Filo Share Placement; the realization of synergies in the Vicuña district; the identification of additional value creation opportunities; the effects of the transactions on the Company's balance sheet; the Company's guidance on the timing and amount of future production and its expectations regarding the results of operations; expected costs; permitting requirements and timelines; the results of any Preliminary Economic Assessment, Pre-Feasibility Study, Feasibility Study, or Mineral Resource and Mineral Reserve estimations, the Company's ability to comply with contractual and permitting or other regulatory requirements; anticipated exploration and development activities at the Company's projects; expansion projects and the realization of additional value; the Company's integration of acquisitions and expansions and any anticipated benefits thereof; the Company's ability to become a top tier copper producer; and expectations for other economic, business, and/or competitive factors. Words such as "believe", "expect", "anticipate", "contemplate", "target", "plan", "goal", "aim", "intend", "continue", "budget", "estimate", "may", "will", "can", "could", "should", "schedule" and similar expressions identify forward-looking information.

Forward-looking information is necessarily based upon various estimates and assumptions including, without limitation, the expectations and beliefs of management, including that the Company can access financing, appropriate equipment and sufficient labour; assumed and future price of copper, zinc, nickel, gold and other metals; anticipated costs; ability to achieve goals and identify and realize opportunities; the prompt and effective integration of acquisitions, including the completion of each of the Filo Acquisition and the Josemaria Transaction, the establishment of the Joint Venture with BHP and the realization of synergies and economies of scale in connection therewith; the prompt and effective

integration of acquisitions; that the political environment in which the Company operates will continue to support the development and operation of mining projects; and assumptions related to the factors set forth below. While these factors and assumptions are considered reasonable by Lundin Mining as at the date of this material change report in light of management's experience and perception of current conditions and expected developments, these statements are inherently subject to significant business, economic and competitive uncertainties and contingencies. Known and unknown factors could cause actual results to differ materially from those projected in the forward-looking information and undue reliance should not be placed on such information. Such factors include, but are not limited to: global financial conditions, market volatility and inflation, including pricing and availability of key supplies and services; risks inherent in mining including but not limited to risks to the environment, industrial accidents, catastrophic equipment failures, unusual or unexpected geological formations or unstable ground conditions, and natural phenomena such as earthquakes, flooding or unusually severe weather; uninsurable risks; volatility and fluctuations in metal and commodity demand and prices; significant reliance on assets in Chile; reputation risks related to negative publicity with respect to the Company or the mining industry in general; delays or the inability to obtain, retain or comply with permits; risks relating to the development of the FDS and Josemaria projects; health and safety laws and regulations; risks associated with climate change; risks relating to indebtedness; economic, political and social instability and mining regime changes in the Company's operating jurisdictions, including but not limited to those related to permitting and approvals, nationalization or expropriation without fair compensation, environmental and tailings management, labour, trade relations, and transportation; inability to attract and retain highly skilled employees; risks inherent in and/or associated with operating in foreign countries and emerging markets, including with respect to foreign exchange and capital controls; project financing risks, liquidity risks and limited financial resources; health and safety risks; compliance with environmental, unavailable or inaccessible infrastructure, infrastructure failures, and risks related to ageing infrastructure; changing taxation regimes; the inability to effectively compete in the industry; risks associated with acquisitions partnerships, including the completion of each of the Filo Acquisition and the Josemaria Transaction and the establishment of the Joint Venture with BHP; expansions and related integration efforts, including the ability to achieve anticipated benefits, unanticipated difficulties or expenditures relating to integration and diversion of management time on integration; risks related to mine closure activities, reclamation obligations, environmental liabilities and closed and historical sites; reliance on key personnel and reporting and oversight systems, as well as third parties and consultants in foreign jurisdictions; information technology and cybersecurity risks; risks associated with the estimation of Mineral Resources and Mineral Reserves and the geology, grade and continuity of mineral deposits including but not limited to models relating thereto; actual ore mined and/or metal recoveries varying from Mineral Resource and Mineral Reserve estimates, estimates of grade, tonnage, dilution, mine plans and metallurgical and other characteristics; ore processing efficiency; community and stakeholder opposition; regulatory investigations, enforcement, sanctions and/or related or other litigation; financial projections, including estimates of future expenditures and cash costs, and estimates of future production may not be reliable; enforcing legal rights in foreign jurisdictions; risks associated with the use of derivatives; risks relating to joint ventures and operations; environmental and regulatory risks associated with the structural stability of waste rock dumps or tailings storage facilities; exchange rate fluctuations; compliance with foreign laws; potential for the allegation of fraud and corruption involving the Company, its customers, suppliers or employees, or the allegation of improper or discriminatory employment practices, or human rights violations; risks relating to dilution; risks relating to payment of dividends; counterparty and customer concentration risks; activist shareholders and proxy solicitation matters; estimation of asset carrying values; relationships with employees and contractors, and the potential for and effects of labour disputes or other unanticipated difficulties with or shortages of labour or interruptions in production; conflicts of interest; existence of significant shareholders; challenges or defects in title; internal controls; risks relating to minor elements contained in concentrate products; the threat associated with outbreaks of viruses and infectious diseases; mining rates and rehabilitation projects; mill shut downs; and other risks and uncertainties, including but not limited to those described in the "Risks and Uncertainties" section of the Company's MD&A for the three months ended March 31, 2024 and the "Risks and Uncertainties" section of the Company's Annual Information Form for the year ended December 31, 2023, which are available on SEDAR+ at www.sedarplus.ca under the Company's profile.

All of the forward-looking information in this document is qualified by these cautionary statements. 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, forecasted or intended and readers are cautioned that the foregoing list is not exhaustive of all factors and assumptions which may have been used. Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in forward-looking information. Accordingly, there can be no assurance that forward-looking information will prove to be accurate and forward-looking information is not a guarantee of future performance. Readers are advised not to place undue reliance on forward-looking information. The forward-looking information contained herein speaks only as of the date of this material change report. The Company disclaims any intention or obligation to update or revise forward-looking information or to explain any material difference between such and subsequent actual events, except as required by applicable law.