



**IBC ADVANCED ALLOYS CORP.**

**MANAGEMENT'S DISCUSSION AND ANALYSIS**

**NINE MONTHS ENDED MARCH 31, 2018**

401 ARVIN ROAD  
FRANKLIN, IN 46131

TELEPHONE: 317-738-2558  
EMAIL: [INFO@IBCADVANCEDALLOYS.COM](mailto:INFO@IBCADVANCEDALLOYS.COM)

## Table of Contents

Executive Summary .....	2
Our Business.....	2
Corporate Developments.....	3
Board of Directors and Management Changes .....	3
Manufacturing Operations .....	4
Copper Alloys .....	4
Engineered Materials .....	5
Business Risks .....	6
Research Initiatives .....	11
Financial.....	12
Selected Quarterly Information .....	12
Results Of Operations – Third Quarter 2018.....	13
Liquidity and Capital Resources.....	15
Commitments.....	16
Related Party Transactions.....	16
Financial Instruments and Other Instruments.....	17
Environmental and Occupational Safety Issues.....	18
Shareholders' Equity .....	19
Potential Share Issuance .....	19
Private Placement.....	19
Outstanding Share Data .....	20

**IBC Advanced Alloys Corp.**  
**Management's Discussion and Analysis**  
Nine Months Ended March 31, 2018

---

*The following is management's discussion and analysis ("MD&A") of IBC Advanced Alloys Corp., and its subsidiaries, prepared as of May 29, 2018. This MD&A should be read together with the unaudited interim condensed consolidated financial statements for the nine months ended March 31, 2018 and the audited consolidated financial statements and related notes for the year ended June 30, 2017. Financial amounts, other than amounts per share or per pound, are presented in thousands of United States dollars ("\$\$") unless indicated otherwise. Canadian dollar amounts are denoted by "C\$".*

*The terms "IBC", "we", "us" and "our" refer to IBC Advanced Alloys Corp. and its subsidiaries, unless the context otherwise requires.*

*This MD&A contains "forward-looking information" or "forward-looking statements" within the meaning of applicable securities legislation, concerning future financial or operating performance of IBC and its business and operations. Forward-looking statements consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations or intentions regarding the future. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates", or "believes" or variations (including negative and grammatical variations) of such words and phrases or statements that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits we will obtain from them. These forward-looking statements reflect management's current views and are based on certain assumptions and are effective only as of the date of this MD&A. These assumptions, which include management's current expectations, estimates and assumptions about certain projects and the markets we operate in, the global economic environment, interest rates, exchange rates and, our business strategy, plans, outlook and shareholder value, projections, targets and expectations and our ability to manage our assets and operating costs, may prove to be incorrect.*

*Forward-looking statements are subject to known and unknown risks, uncertainties and other factors that may cause our actual results, level of activity, performance or achievements to be materially different from those expressed or implied by such forward-looking statements, including: our estimates regarding capital requirements; future production, future cash and total costs of production for our manufacturing operations; our expectations with respect to transactions with third parties; changes in general economic conditions, the financial markets and the demand of our products; our expectations with respect to the timing, progress and success of the various stages comprising our nuclear fuels programs; changes in, and the effects of, the laws, regulations and government policies affecting operations, particularly laws, regulations and policies; and uncertainties in the market price for minerals and metals, such as copper, and exchange rates. Although we have attempted to identify factors that would cause actual actions, events or results to differ materially from those disclosed in the forward-looking statements or information there may be other factors that cause actual results, performances, achievements or events not to be anticipated, estimated or intended. Other factors that could cause actual results to differ materially include, but are not limited to, those set forth in our most recent Annual Information Form under "Risk Factors". Also, many of the factors are beyond our control. Accordingly, readers should not place undue reliance on forward-looking statements or information. We undertake no obligation to reissue or update forward-looking statements or information as a result of new information or events after the date hereof except as may be required by applicable securities laws. All forward-looking information and statements made in this MD&A are qualified by this cautionary statement.*

**IBC Advanced Alloys Corp.**  
**Management's Discussion and Analysis**  
Nine Months Ended March 31, 2018

---

*The Company's unaudited interim consolidated financial statements for the period ended March 31, 2018 have been prepared in accordance IAS 34 – Interim Financial Reporting using accounting policies consistent with International Financial Reporting Standards (“IFRS”), as issued by the International Accounting Standards Board and interpretations of the International Financial Reporting Interpretations Committee.*

Additional information relating to us is available for view on SEDAR at [www.sedar.com](http://www.sedar.com).

## **Executive Summary**

In the quarter that ended on March 31, 2018, the Company swung to operating profitability, posting increased sales, higher gross profit, and expanded gross margins. The Company's improved performance was driven by stronger order bookings and improved productivity enabled by previous capital equipment upgrades.

Some specific highlights of the Company's performance in fiscal Q3 2018 follow:

- IBC posted a 9.7% increase in year-on-year sales for the quarter, with Engineered Materials division sales up 18.0% and Copper Alloys division sales 6.8% higher. Over the nine months of its fiscal year 2018, IBC's consolidated sales rose 23.0% to \$14,175 over comparable year-ago period sales of \$11,529, with Copper Alloy sales rising 13.6% and Engineered Materials sales jumping 52.8%.
- The Company swung to an operating profit of \$62 (\$0.00 per share) on total revenue of \$5,149, as compared to a loss in the year-ago period of \$707 (\$0.02/share) on revenue of \$4,695 and a sequential quarterly loss of \$402 (\$0.01/share) on revenue of \$4,728. The Company cut its losses in the nine months of fiscal year 2018 by 70.1% to \$942, compared a comparable year-ago period loss of \$3,152.
- The Company's consolidated gross margin rose 280.0% in the quarter to 19.0%, as compared to a 5.0% gross margin in the comparable year-ago period. The Company's nine months of fiscal year 2018 gross margin turned to a positive 13.0% from a gross margin of 0.0% in the comparable year-ago period.
- Selling, General and Administrative (“SGA”) expenses in the quarter remained relatively flat from the year-ago quarter and have been reduced by 15.0% over the nine months of fiscal year 2018 compared to the comparable year-ago period.

## **Our Business**

We are primarily engaged in developing and manufacturing advanced alloys, in particular beryllium-aluminum alloys and specialty copper alloys, for a variety of customers in the defense and non-defense sectors, including those in aerospace, automotive, marine defense, electronics, industrial equipment, oil and gas, among others. Our head office is located in Franklin, Indiana. We operate four plants in the United States (“U.S.”) that manufacture, heat-treat, machine, or market copper-beryllium, beryllium-aluminum, copper-based master alloys, and similar specialty alloy products including beryllium-aluminum castings. Our manufacturing operations currently employ 75 people and comprise two divisions: Copper Alloys and Engineered Materials.

**IBC Advanced Alloys Corp.**  
**Management's Discussion and Analysis**  
Nine Months Ended March 31, 2018

---

- **Copper Alloys** manufactures and distributes a wide variety of copper alloys as castings and forgings: beryllium copper, chrome copper, oxygen-free high conductivity copper and aluminum bronze as plate, block, bar, rings, and specialty copper alloy forgings for the industrial welding, oil and gas, plastic mold, metal melting, marine defense, electronic and industrial equipment markets.
- **Engineered Materials** manufactures and supplies high-performance beryllium-aluminum components to the aerospace and high-tech manufacturing sectors.

At present, we are engaged in research and development of scandium-containing alloys, and we are monitoring developments related to the potential use of beryllium oxide ("BeO") in enhanced nuclear fuels, which has been the subject of previous research by the Company.

We were formed by an amalgamation under the laws of British Columbia on November 23, 2007 and our common shares are listed on the TSX Venture Exchange (the "TSX-V") under the symbol "IB" and on the OTCQB market under "IAALF".

### **Recent Corporate Developments, Business Initiatives, and Subsequent Events**

- In December 2017, we announced the successful manufacture of several aluminum-scandium alloy ingots at our Wilmington, MA facility. The Company is continuing to progress in its joint development effort with NioCorp Developments Ltd. on potential commercial products related to scandium-doped alloys.
- On January 10, 2018, the Company announced the appointment of James P. Taylor to the position of Interim Chief Financial Officer, effective Monday, January 15, 2018. Mr. Taylor replaced David Anderson (see *Board of Directors and Management Changes* below).
- On February 7, 2018, the Company announced that it had renewed a long-term supply contract to provide a proprietary copper alloy to a Fortune 1000 company that specializes in the manufacture of high-performance materials for the commercial aerospace sector. The U.S.-based Fortune 1000 company is an acknowledged global leader in the copper and strategic metals space and has been an IBC customer for more than 12 years.
- On March 21, 2018, the Company filed a preliminary short form prospectus in the provinces of British Columbia, Alberta and Ontario pursuant to National Instrument 44-101 - Short Form Prospectus Distributions in connection with a marketed offering of debenture units and convertible debenture units for aggregate gross proceeds of up to C\$6,000,000 to fund an expansion of its production capacity and for other purposes.
- On May 22, 2018, the Company announced that Lockheed Martin had awarded the Company a new three-year contract valued at a minimum of \$7,800 to manufacture production azimuth gimbal housings, a key component for the F-35 Lightning II's Electro-Optical Targeting System (EOTS). Additional quantities on this contract are expected for spares in the last two years.

### **Board of Directors and Management Changes**

David Anderson resigned as CFO effective January 19, 2018.

**IBC Advanced Alloys Corp.**  
**Management's Discussion and Analysis**  
Nine Months Ended March 31, 2018

---

James P. Taylor was appointed as Interim Chief Financial Officer, effective January 15, 2018. It is anticipated that James will serve in this position until a permanent CFO is appointed by the Company. Currently, he serves as CFO of Hampson Equities Ltd. From 2013-2017, he served as CFO of Para Resources Inc. (TSX-V:PBR). Prior to that, he served as CFO for Cyber Development Group International, LLC, an early-stage business in the Internet infrastructure space. His achievements include responsibility for the Initial Public Offering of PEER 1 Network Enterprises Inc., where he managed several equity and debt financings as well as a major recapitalization. The company's revenue grew from approximately \$1 million to over \$70 million during his tenure with the company. He graduated from Indiana University with a B.S. in Finance and Accounting and earned his MBA in International Business and Corporate Finance from DePaul University.

### **Manufacturing Operations**

We currently have four manufacturing operations in the U.S. that employ a total of 75 people.

---

<b>Location</b>	<b>Building Area</b>		<b>Leased/Owned</b>	<b>Employs</b>
	<b>m<sup>2</sup></b>	<b>sq ft</b>		
Copper Alloys				
Franklin, IN	4,500	48,800	Owned	37
Royersford, PA	1,500	16,000	Leased	7
New Madrid, MO	2,500	26,500	Owned	6
				<hr/>
				50
Engineered Materials				
Wilmington, MA	5,800	63,000	Leased	25
				<hr/>
				75

---

Most of the Company's management and administration are based at the Franklin, IN facility.

#### *COPPER ALLOYS*

We manufacture and distribute a wide variety of copper alloys as castings and forgings, including beryllium copper, chrome copper, oxygen-free high conductivity copper, and aluminum bronze as plate, block, bar, rings and specialty copper alloy forgings for various markets and applications. We sell directly to end users and serve various markets through a network of established dealers and distributors. Our Copper Alloys operations are based in Franklin, IN, where we maintain forging (hammer, press and ring rolling), heat-treating, and machining operations. We cast billets at plants in Royersford, Pennsylvania and New Madrid, Missouri. Our Franklin plant sits on 4.8 hectares (12.0 acres) of land that has considerable room for expansion should economic conditions and business plans call for such expansion.

We source copper alloys as cast billet, slab, or ingot from mills in North America, Europe, and Asia and convert these into usable industrial products serving the industrial welding, oil and gas, plastic mold, metal melting, marine defense, electronic, and industrial equipment markets. We also provide tooling components for the North American automotive industry, the European and North American consumer plastic tooling producers, the global oil and gas service industry, the prime North American submarine and aircraft carrier producers and repair facilities including the

**IBC Advanced Alloys Corp.**  
**Management's Discussion and Analysis**  
Nine Months Ended March 31, 2018

---

US Navy, electronics industries and general equipment manufacturers. We produce material at two IBC-owned foundries and buy other billet from independent third-party foundries and mills.

We have expertise in melting and casting beryllium copper and other beryllium-containing alloys. Our casting operations are a primary producer-supplier of beryllium copper casting and master alloy ingot products in North America and markets around the world. Our Copper Alloys operations also manufacture beryllium-nickel and low-beryllium-content beryllium-aluminum alloys. We offer our customers a full range of manufacturing and support services including casting and master alloy products, cast and forged billet products, semi-continuous cast input billets, and wrought products. We manufacture our beryllium alloys utilizing either pure metallic beryllium or certified beryllium copper master alloy.

Our Royersford, PA facility has three furnaces that have been adapted to meet the specialized requirements of beryllium alloy manufacturing. We have strong technical and manufacturing engineering resources in the highly specialized beryllium and beryllium containing alloy industry. This gives us the capability to manufacture large 21-inch diameter beryllium copper input billets weighing up to two tons. These large-scale as-cast billets exhibit consistently fine-grained, uniform micro-structures coupled with high-purity, low-carbide chemical compositions.

Our New Madrid, MO plant is located on a 2.4-hectare (6.0 acres) site that is 265 kilometers (165 miles) south of St. Louis, MO. It has two furnaces and is capable of producing billets in a range of sizes and compositions. Because this facility is currently underutilized, there is room for significant expansion of plant operations at this location should economic conditions and business plans call for such expansion.

*ENGINEERED MATERIALS*

The Engineered Materials division supplies high-performance beryllium-aluminum components to the aerospace and high-tech manufacturing sectors. We currently manufacture the Beralcast<sup>®</sup> and ABX<sup>™</sup> families of metal matrices that are used in commercial and defense applications that require complex, lightweight, and/or high-stiffness parts. We have additional, higher-performance products in development. Using our proprietary manufacturing techniques, our objective is to make beryllium-aluminum components more accessible and cost-effective for a wide range of industries and applications.

In general, Beralcast<sup>®</sup> and ABX<sup>™</sup> alloys serve as a higher-performance or lower-cost replacement materials for cast aluminum, magnesium, titanium, metal matrix composites, non-metallic composites, and pure beryllium or powder metallurgy beryllium-aluminum. Some of their varied applications include automotive braking and structural components and aerospace and satellite system components.

The principal Beralcast<sup>®</sup> metal matrix is more than three times stiffer than aluminum with 22% less weight, and it can be precision cast to both simple and complex configurations. This material is very lightweight, can be precision cast for three-dimensional stability, and delivers as a high modulus of elasticity, which Beralcast<sup>®</sup> is ideally suited for certain demanding semiconductor manufacturing equipment, computer components, and other commercial and aerospace applications. IBC's ability to cast Beralcast<sup>®</sup> products in a near-net shape allows for maximum manufacturing and cost efficiencies.

Binary beryllium-aluminum composites were developed by a U.S. corporation, which was originally a metallurgical laboratory affiliated with the Massachusetts Institute of Technology

**IBC Advanced Alloys Corp.**  
**Management's Discussion and Analysis**  
Nine Months Ended March 31, 2018

---

(MIT), in cooperation with Lockheed Martin. We own the intellectual property relating to the more advanced development of this technology, which is a proprietary castable metal matrix composite beryllium-aluminum alloy now manufactured as Beralcast<sup>®</sup>. We believe that a competitor has sought to develop an alternative cast beryllium-aluminum product, which, if commercially viable, would be a direct competitor to Beralcast<sup>®</sup> and ABX<sup>™</sup>.

*BUSINESS RISKS*

Some of the risks that our business faces, which are specific to our operations, include the following:

*Dependence on Ulba Metallurgical Plant and sole-source suppliers*

Our proprietary Beralcast<sup>®</sup> and ABX<sup>™</sup> castings and many of our copper alloys use beryllium which is a specialty metal that is not readily sourced. While we are able to purchase beryllium from a U.S. producer, and from the U.S. National Defense Stockpile, we currently source our vacuum-cast beryllium and beryllium copper master alloy from the Ulba Metallurgical Plant ("Ulba"). Ulba operates a beryllium processing and manufacturing facility and is owned by Kazatomprom of Kazakhstan. We have entered into long-term beryllium and beryllium copper master alloy supply agreements with Ulba lasting through 2021. Ulba's ability to honor its supply obligations will depend on its ability to source raw materials. We understand that production uses long-term stockpiles; however any disruptions in Ulba's ability to manufacture beryllium or CTMA (Carbothermic Master Alloy) to our specifications would have a materially adverse effect on our business.

We are dependent upon several suppliers of our base materials and alloying agents as sole-source suppliers. Approximately 80% of our materials purchased, including Ulba Metallurgical Plant as described above, are primarily from these sole-source suppliers. Any disruptions in these suppliers' ability to manufacture our base materials and alloying agents could have a materially adverse effect on our short-term revenue, while we seek to engage alternative sources.

*Disruptions of our Manufacturing Operations*

From time to time, our operations are adversely affected by disruptions caused by such things as water line failures, power outages, labor turnover, equipment failures, and adverse weather. These issues normally only cause short-term interruptions but can affect our ability to meet our quarterly revenue and profitability objectives.

*Need to Meet Product Specifications*

Most of the products we manufacture are required to conform to a specification. Some of these specifications are very exacting. Small variations in process can cause our products to fall short of the required standard. In addition, customers' requirements can change from time to time. If we are unable to address these specification issues in a timely manner, we are at risk of losing short-term revenue and even long-term production contracts.

**IBC Advanced Alloys Corp.**  
**Management's Discussion and Analysis**  
Nine Months Ended March 31, 2018

---

*Legal Matters*

In the normal course of business operations, the Company and its subsidiaries are parties, from time to time, to various civil and administrative proceedings. These may include product liability claims, health and safety claims, environmental claims and employee-related matters.

On August 7, 2012, we received a demand from Gerald Hoolahan alleging damages related to a Stock Purchase Agreement in connection with the Company's acquisition of Beralcast Corp., now IBC Engineered Materials Corp. On September 8, 2017, an Award was issued in favor of Claimant Gerald Hoolahan against IBC Advanced Alloys Corp. The Award, in the amount of \$1,240 plus attorney's fees, costs, and expenses in the amount of \$155, was granted by the American Arbitration Association's International Centre for Dispute Resolution. The Award is premised on the Arbitrator's general finding of IBC's certain breaches of contract related to the Stock Purchase Agreement previously mentioned. Gerald Hoolahan was a Vendor in that transaction and received shares of the Company as partial consideration for the transaction. These shares were subject to trading restrictions. The Arbitrator's Award is fashioned based upon a calculation of prospective sales of Gerald Hoolahan's shares before the restrictions were removed. The Arbitrator determined the restrictions to be improper. The Company vigorously disputes the allegations and is appealing the Arbitrator's Award. On January 12, 2018, counsel for Mr. Hoolahan filed opposition to IBC's petition and application to Vacate Arbitration Award, calling into question the applicability of the *manifest disregard of the law* exception filed in IBC's petition. IBC believes that Hoolahan's filing misstates the current state of the law with regard to the *manifest disregard of the law* standard and maintains that it remains applicable law in the First Circuit. On January 19, 2018, IBC filed its Reply to Hoolahan January 12<sup>th</sup> filing and asserted why the Federal District Court of Massachusetts should apply the *manifest disregard of the law* standard to the instant case. The matter is now fully briefed and the parties await decision from the Court. IBC will re-evaluate its position as to further appeals or actions after it receives the Court's ruling.

On January 21, 2014, a subsidiary in the Copper Alloys division, Nonferrous Products, Inc. ("Nonferrous Products") received a "Special Notice Letter of Potential Liability" from the U.S. Environmental Protection Agency ("EPA"). The letter references the EPA's determination that a release of hazardous materials had occurred at the Chemetco Superfund Site located in Hartford, Illinois. Chemetco, Inc. operated a secondary smelting operation for recycling and after-market processing of copper-bearing scrap and manufacturing by-products. The EPA has identified Nonferrous Products as a potentially responsible party ("PRP") under the Comprehensive Environmental Response, Compensation, and Liability Act ("CERCLA"). Nonferrous Products was identified as a PRP due to the EPA's review of Chemetco's records indicating that Nonferrous Products shipped more than 150,000 pounds of material to the Superfund Site. Nonferrous Products has joined a defense group of other PRPs. The presumed amount of shipped material from Nonferrous Products classifies it as a Tier 3 Group member of four tiers, with Tier 1 consisting of PRP's that shipped the highest volume of material to Chemetco. By joining the PRP Group, Nonferrous Products entered into an Amended Cost Sharing Agreement which requires certain assessments based on an interim allocation according to Tier Group. To date, Nonferrous Products has paid immaterial amounts related to these assessments and member fees. These assessments will be used to fund further site investigation to determine the amount of materials sent to Chemetco by each party and the best clean-up method. On September 27, 2017, it was brought to the attention of IBC Counsel that the EPA Special Notice Letter was delivered to the Company's subsidiary Specialloy Copper, LLC identifying "Specialloy Metals Company" as a Potentially Responsible Party to the Chemetco Superfund Site. The entity noticed (Specialloy Metals Company) sold assets to

**IBC Advanced Alloys Corp.**  
**Management's Discussion and Analysis**  
Nine Months Ended March 31, 2018

---

Company's subsidiary and was subsequently dissolved. Company's subsidiary is covered under Nonferrous' insurance policies, and other than the asset purchase transaction has no connection to the entity that was noticed. The Company is evaluating its options regarding notifying its insurers of potentially increased liability should the EPA and/or Chemetco PRP Group contribution lawsuit attempt to name Company's subsidiary as a Defendant. Specialloy Metals Company was allocated with over 4 million pounds of material shipped to the Chemetco site, or more than ten times the amount allocated to Nonferrous. Should the EPA and/or PRP Group contribution lawsuit pursue alter ego theories and allege the Company's subsidiary Company, then IBC potentially faces significantly more liability requiring further defensive action.

On April 7, 2015, a subsidiary in the Copper Alloys division, Freedom Alloys, Inc. ("Freedom Alloys") was named as a defendant in a suit filed in the Superior Court of the State of California, Los Angeles County entitled *Godoy et al. v The Argen Corporation et al.* BC578085. This Complaint for Survival and Wrongful Death from Toxic Injuries alleges Freedom Alloys, along with five other defendants, supplied beryllium-containing materials causing fatal chronic beryllium disease to the plaintiffs' deceased father. The complaint alleges the decedent was exposed to beryllium alloys through his employment as a foundry worker at H. Kramer & Co. and also as a dental lab technician at various dental labs in the Los Angeles area. The claim was dismissed in September 2015, but was reinstated on the plaintiffs' appeal in June 2016. A trial date has been set for April 2019. While the outcome of any legal proceeding is difficult to predict, the Company believes that it has adequate defenses to prevail in this matter.

On March 7, 2016, Maxum Indemnity Company filed a Complaint for Declaratory Judgment against Freedom Alloys in the U.S. District Court for the Eastern District of Pennsylvania, seeking a judgment that it owes Freedom Alloys no duty to defend or indemnify Freedom Alloys for the underlying *Godoy et al. v The Argen Corporation et al.* lawsuit described above. The matter is pending as *Maxum Indemnity Company v Freedom Alloys Inc.*, case number 2:16-CV-01077-AB. The matter was stayed by agreement based on the status of *Godoy et al. v The Argen Corporation et al.* However, because *Godoy et al. v The Argen Corporation et al.* has resumed proceedings in the trial court in California, Maxum's counsel has threatened to lift the Stay of Proceedings if Freedom Alloys does not commit to giving up its claim for indemnity if it does not prevail in its defense of the matter. As of this filing, disposition summaries of Plaintiff's witnesses and impressions of same have been provided. The Company's position remains unchanged and it will be filing a Motion for Summary Judgment in the second quarter of 2018. The Company maintains an outlook that it has a reasonable chance of prevailing on its Motion for Summary Judgment based upon failure of statute of limitations and absence of product identification evidence. Murchison and Cummings, LLP remains Company's defense counsel in this matter, having been engaged by Erie Insurance, who has assumed Company's defense under a reservation of rights. The Company has independently engaged Ballard Spahr LLP to represent it in the matter; however, Company has negotiated a stay of litigation with Maxum pending the outcome of its Summary Judgment motion in the underlying litigation (Godoy matter).

## **Operating Performance and Outlook**

### *Consolidated Operations*

On a consolidated basis, the Company posted these results in the quarter ending on March 31, 2018, as compared to the year-ago period:

- Sales revenue increased by 9.7%, to \$5,149 from \$4,695;

**IBC Advanced Alloys Corp.**  
**Management's Discussion and Analysis**  
Nine Months Ended March 31, 2018

---

- Gross profit increased by 340.0% to \$976 from \$222;
- Operating loss improved by 119.2% to income of \$122 from a loss of \$635; and
- Gross margin increased 280.0%, moving to 19.0% from 5.0%.

On a sequential basis, as compared to the quarter ended December 31, 2017, IBC posted these results on a consolidated basis:

- Sales revenue increased by 9.0% to \$5,149 from \$4,728;
- Gross profit increased by 91.7% to \$976 from \$509;
- Operating loss improved to income of \$122 from a loss of \$301; and
- Gross margin increased 72.7%, improving to 19.0% from 11.0%.

*Copper Alloys Division*

The Copper Alloys division completed the major components of its capital improvement program in the quarter ending June 30, 2017, and we stated at the time that we expected these capital upgrades to improve both our sales revenue and margins.

In the quarter ended March 31, 2018, and as compared to the year-ago period, the Copper Alloys division saw booked the following results:

- Sales revenue increased by 6.8%, to \$3,714 from \$3,479;
- Gross profit increased 120.0% to \$627 from \$285;
- Operating profit/loss improved to income of \$222 from a loss of \$101;
- March 2018 quarterly order bookings decreased 3.8% to \$3,079 from \$3,201; and
- Gross margin increased 112.5% improving to 17.0% from 8.0%.

As compared to the quarter ended December 31, 2017, the Copper Alloys division registered the following results:

- Sales revenue increased 9.5% to \$3,714 from \$3,393;
- Gross profit increased 39.0% to \$627 from \$451;
- Operating profit increased to \$222 from \$10;
- March 2018 quarterly order bookings increased 4.3% to \$3,079 from \$2,953; and
- Gross margin increased by 4.0%, rising to 17.0% from 13.0%.

In addition, we received bid proposals and orders in the quarter from both existing customers and new customers as a result of installing the solution annealing furnace and quench tank at our Franklin, Indiana facility.

Looking forward, we expect sales revenue to increase further as we begin shipping all awarded forged and machined copper alloy products to a Fortune 100 electronics manufacturer. We have been shipping to this customer two qualified parts and have produced samples of the remaining four parts that have been ordered, which are currently undergoing First Article Inspection. While we expect acceptance of these samples, we cannot be certain that we will meet the production specification. Expected revenues of up to \$2,000 for production of sales of these six parts are

**IBC Advanced Alloys Corp.**  
**Management's Discussion and Analysis**  
Nine Months Ended March 31, 2018

---

based on customer forecasts and historical ordering patterns, although the customer may change these targets at its discretion.

The Company has resolved the supply chain disruption for products shipped to a multinational manufacturing customer in Asia and is now processing new orders. We expect the orders to increase significantly over the next three quarters.

Copper Alloys sales also are affected by changes in the underlying price of commodities, primarily copper. Indicative copper prices per pound are:

	<b>2017</b>	<b>2016</b>
June 30	\$2.72	\$2.20
September 30	\$2.95	\$2.21
December 29	\$3.35	\$2.50
	<b>2018</b>	<b>2017</b>
March 29	\$3.09	\$2.70

We aim to pass the cost of copper through to our customers and we do not hold large inventories of copper. Accordingly, our profitability should not be affected by the price of copper in the long term except to the extent that high copper prices discourage consumption or that competitors lower their margins to obtain business. In the short term, price fluctuations can have a bearing on our profitability as we realize gains or losses on our inventories. Since copper is a significant component of products we sell, the price of copper does materially affect our revenues.

*Engineered Materials Division*

In the quarter ended on March 31, 2018, and as compared to the year-ago period, the Engineered Materials division saw the following:

- Sales revenue increased by 18.0%, to \$1,435 from \$1,216;
- Gross profit swung to a positive \$348 from a loss of \$63;
- Operating loss improved by 129.0% to income of \$88 from a loss of \$304; and
- Gross margin shifted to a positive 24.0% from a negative 5.0%.

As compared to the quarter ended December 31, 2017:

- Sales revenue increased 7.5% to \$1,435 from \$1,335;
- Gross profit increased to \$348 from \$58;
- Operating profit/loss swung to income of \$88 from a loss of \$153; and
- Gross margin increased to 24.0% from 4.0%.

Operationally in the quarter, the division continued to fulfill orders related to our ongoing Lockheed Martin business as well as orders for additional customers.

Regarding our business with Lockheed Martin, on May 22, 2018, we announced that Lockheed Martin had awarded the Company a new three-year contract valued at a minimum of \$7,800 to manufacture production azimuth gimbal housings, a key component for the F-35 Lightning II's Electro-Optical Targeting System (EOTS). Additional quantities on this contract are expected for spares in the last two years.

In addition, sales of commercial products within the semiconductor manufacturing sector have continued to experience strong growth compared to the prior year. Our order intake rate is continuing to follow this growth trend.

### **Research Initiatives**

From time to time, we sponsor and assist in research and development ("R&D") initiatives to create new market opportunities. Our current R&D focus is on developing scandium-doped aluminum alloys. We have significant in-house expertise in the development of these ultra high-performance alloys, and the head of our Engineered Materials division is a named co-inventor of two pending patents regarding scandium-bearing aluminum alloys. This work was conducted while he was with The Boeing Company, which has actively explored the potential integration of scandium-containing aluminum alloys in commercial aircraft.

In previous years, we actively engaged in R&D regarding the potential use of beryllium oxide ("BeO") in enhanced nuclear fuels. Since 2008, we have sponsored collaborative research agreements with Purdue University and Texas A&M to develop a new type of BeO nuclear fuel. Work to date has confirmed that  $UO_2 - BeO$  fuel is longer lasting and more efficient and provides a larger safety margin than current nuclear fuels. Under the terms of the collaborative research agreements, IBC has an option to enter into an exclusive royalty-bearing license for commercial application to the intellectual property relating to the development of an advanced BeO nuclear fuel with both Purdue and Texas A&M. Purdue has filed provisional patents covering the IBC-funded nuclear fuel research. The next step in this research initiative will be to have an industrial assembly of the BeO-enhanced fuel approved for irradiation in a test reactor. We have not allocated funds to this initiative but continue to seek a partner to jointly fund the next development step.

**IBC Advanced Alloys Corp.**  
**Management's Discussion and Analysis**  
 Nine Months Ended March 31, 2018

---

**Financial**

Except as noted, all financial amounts are determined in accordance with IFRS and expressed in thousands of US dollars, except per-share amount.

*SELECTED QUARTERLY INFORMATION*

During our most recent eight quarters, we have not incurred any loss from discontinued operations.

Quarter Ended	Revenue \$000	Loss for the period (net of tax) \$000	Basic and diluted loss per share <sup>1</sup> \$
June 30, 2016	4,077	(1,139)	(0.06)
September 30, 2016	3,263	(1,607)	(0.05)
December 31, 2016	3,571	(838)	(0.03)
March 31, 2017	4,695	(707)	(0.02)
June 30, 2017	4,186	(2,168)	(0.07)
September 30, 2017	4,298	(602)	(0.02)
December 31, 2017	4,728	(402)	(0.01)
March 31, 2018	5,149	62	0.00

<sup>1</sup> The sum of quarterly loss per share may not add to year-to-date totals due to rounding

---

General trends and factors affecting revenue and losses include:

- Average quarterly copper COMEX values have fluctuated from \$3.35 per pound for the quarter ended December 31, 2017 to \$3.09 per pound for the quarter ended March 31, 2018, but have generally trended upward since June 30, 2017.
- Some demand for our products are seasonal in nature, particularly sales of commercial castings in our Engineered Materials division. Demand is typically weaker during our second fiscal quarter.
- Significant excess capacity exists in our Royersford, PA and New Madrid, MO casting facilities. This results in significantly higher costs per unit than if the facilities were fully utilized.
- Order bookings in the Copper Alloys division have trended upward for three of the last four quarters, while sales order backlog has also increased in three of the last four quarters. These increases reflect a trend in quotes and bids, which have generally trended upward as well.

**IBC Advanced Alloys Corp.**  
**Management's Discussion and Analysis**  
Nine Months Ended March 31, 2018

**RESULTS OF OPERATIONS – THIRD QUARTER 2018**

We incurred income (net of tax) of \$62 for the three months ended March 31, 2018 compared to a loss (net of tax) of \$707 in the comparative 2017 period. A summary of our results of operations to loss before other items (“operating income (loss)”) follows:

	Three Months Ended March 31, 2018				Three Months Ended March 31, 2017			
	Copper Alloys \$	Eng. Mat. \$	Corp. \$	Consol- idated \$	Copper Alloys \$	Eng. Mat. \$	Corp. \$	Consol- idated \$
Sales	3,714	1,435	-	5,149	3,479	1,216	-	4,695
Cost of sales								
Materials	1,798	247	-	2,045	1,854	155	-	2,009
Labor	534	318	-	852	518	322	-	840
Subcontract	194	46	-	240	438	162	-	600
Overhead	484	410	-	894	447	384	-	831
Depreciation	95	100	-	195	91	83	-	174
Change in finished goods	(19)	(34)	-	(53)	(154)	173	-	19
	3,086	1,087	-	4,173	3,194	1,279	-	4,473
Gross profit (loss)	628	348	-	976	285	(63)	-	222
SG&A expenses	406	260	188	854	386	241	230	857
Operating income (loss)	222	88	(188)	122	(101)	(304)	(230)	(635)
Gross margin	17%	24%	-	19%	8%	(5%)	-	5%

**Segment Analysis for the Quarter**

A discussion about the significant components of the segment operating loss and consolidated net loss follows for the three months ended March 31, 2018 compared to March 31, 2017.

*Copper Alloys*

- Sales in the quarter increased \$235 compared to the year-ago period, from \$3,479 to \$3,714, a 6.8% increase. Gross profit improved \$343, due largely to growth in sales revenue and reduced subcontract costs, while average copper COMEX values decreased by 8.0% from \$3.35 to \$3.09 per pound. The division swung to an operating profit of \$222, from a loss of \$101, primarily due to improved gross profit.

*Engineered Materials*

- Sales increased \$219 compared to the year-ago period, from \$1,216 to \$1,435, an 18.0% increase. Sales volumes of both commercial castings and aerospace and defense

**IBC Advanced Alloys Corp.**  
**Management's Discussion and Analysis**  
 Nine Months Ended March 31, 2018

castings increased significantly. Gross profit increased \$411, from a loss of \$63 to a profit of \$348, due to the volume increases. Operating loss swung from a loss of \$304 to income of \$88, due to improved gross profit.

Corporate

- Compared to the year-ago period, corporate expenses in the quarter decreased \$42 from \$230 to \$188.

**FISCAL YEAR TO DATE**

For the nine months ended March 31, 2018, as compared to the prior-year period:

- Sales improved 22.6% from \$11,529 to \$14,175;
- Gross profit/loss rose from \$24 to \$1,880;
- Operating losses narrowed from a loss of \$3,056 to a loss of \$714; and
- Gross margin rose from 0.0% to 13.0%.

A summary of our results of operations to loss before other items ("operating income (loss)") follows:

	Nine Months Ended March 31, 2018				Nine Months Ended March 31, 2017			
	Copper Alloys \$	Eng. Mat. \$	Corp. \$	Consol- idated \$	Copper Alloys \$	Eng. Mat. \$	Corp. \$	Consol- idated \$
Sales	9,956	4,219	-	14,175	8,767	2,762	-	11,529
Cost of sales								
Materials	4,883	839	-	5,722	4,510	664	-	5,174
Labor	1,634	923	-	2,557	1,649	850	-	2,499
Subcontract	261	132	-	393	438	162	-	600
Overhead	1,605	1,238	-	2,843	1,346	1,133	-	2,479
Depreciation	281	299	-	580	384	248	-	632
Change in finished goods	(7)	207	-	200	(152)	273	-	121
	8,657	3,638	-	12,295	8,175	3,330	-	11,505
Gross profit (loss)	1,299	581	-	1,880	592	(568)	-	24
SG&A expenses	1,336	714	544	2,594	1,229	691	1,136	3,056
Operating income (loss)	(37)	(133)	(544)	(714)	(637)	(1,259)	(1,136)	(3,032)
Gross margin	13%	14%	-	13%	7%	(21%)	-	0%

***Segment Analysis for the Fiscal Year to Date***

A discussion follows about the significant components of the segment operating loss and consolidated net loss for the nine months ended March 31, 2018 compared to March 31, 2017.

*Copper Alloys*

- Sales increased \$1,189 compared to the nine months ended March 31, 2017, from \$8,767 to \$9,956, a 13.6% increase. Average copper COMEX values increased 14.0%, from \$2.70 to \$3.09 per pound. Gross profit improved \$707, due to increased sales volume. Operating loss decreased \$600 from a loss of \$637 to a loss of \$37 due to increased gross profit.
- We try to pass price changes, both favorable and unfavorable, through to our customers, but sharp declines in price may adversely affect our profitability due to holding losses on inventory.

*Engineered Materials*

- Sales increased \$1,457 compared to the nine months ended March 31, 2017, from \$2,762 to \$4,219, a 52.8% increase. Gross profit swung from a loss of \$568 to a profit of \$581 due to increased sales volume. Operating loss decreased \$1,126 from a loss of \$1,259 to a loss of \$133.

*Corporate*

- Corporate expenses decreased \$592 compared to the nine months ended March 31, 2017 from \$1,136 to \$544, as we closed the Vancouver office in fiscal 2017.

*LIQUIDITY AND CAPITAL RESOURCES*

At March 31, 2018, we had working capital deficiency of \$815 including cash of \$140, as compared to working capital deficiency of \$1,505 including cash of \$100 at June 30, 2017. Factors affecting our liquidity include:

- We have not yet achieved sustained profitable operations.
- Current liabilities include an accrual of \$1,395 related to the Arbitration Award discussed in *Legal Matters* above. We are appealing the award.
- We have raised \$375, of which \$75 has been repaid, through the issuance of promissory notes which were due in the third quarter of fiscal 2018. We have agreed to extend these notes by one additional year.
- Our banks have imposed restrictions that currently prevent us from transferring funds from Copper Alloys to our other segments. During the year ended June 30, 2017, the Company breached certain covenants associated with the line of credit and term loan, which were not resolved at the date of this MD&A.
- Effective July 1, 2016, non-executive directors have agreed to receive the majority of their compensation in common shares until the Company's financial position improves.

**IBC Advanced Alloys Corp.**  
**Management's Discussion and Analysis**  
Nine Months Ended March 31, 2018

---

- Resource prices, particularly for copper, have a bearing on our manufacturing costs and selling prices, as copper is a large component of most of our products.
- We may be obliged to incur material expenditures on purchases of and repairs to property, plant and equipment to maintain our productive capacity or service customers.
- The Company manages liquidity risk associated with trade receivables by trading with recognized creditworthy third parties and insuring trade receivables. All sales are conducted in U.S. dollar. In addition, receivable balances are monitored on an on-going basis with the result that the Company's exposure to impaired receivables is not significant.
- The Company also manages its liquidity risk by investing its cash only in obligations of Canada or the U.S. or their respective agencies, obligations of enterprises sponsored by any of the above governments; bankers' acceptances purchased in the secondary market and having received the highest credit rating from a recognized rating agency in Canada or the U.S., with a term of less than 180 days; and bank term deposits and bearer deposit notes, with a term of less than 180 days.
- The Company is contractually committed to purchase, at March 31, 2018 prices, an aggregate of \$1,510 in raw materials prior to June 30, 2018.
- The Company has entered into commercial property leases. These leases have an average remaining life of 2.4 years, with no renewal options. The future minimum rental payments under non-cancellable operating leases are \$134 for fiscal 2018 and \$1,305 for subsequent fiscal years.

We expect that we will need to raise additional funds in the short-term to finance working capital and growth initiatives. We may be able to generate additional cash through short-term debt or by issuing shares, but there can be no assurance that we will be successful in obtaining such funds.

*COMMITMENTS*

At March 31, 2018, we had commitments to lease premises over the next four years with an aggregate payment obligation of \$1,439. We are also committed to raw materials purchases over the next year aggregating \$3,042.

*RELATED PARTY TRANSACTIONS*

Except as described below, we do not have any contractual relationships with directors or officers other than employment contracts in the ordinary course of business. The employment contracts are not financially material to our business except that our CEO is eligible to receive payment of up to \$200 in the event of a change of control of IBC, if certain conditions are met.

Our non-executive directors were paid \$36 per year, but in October 2012, agreed to temporarily reduce annual director compensation to \$18 as part of a broader initiative to reduce overhead expenses. In fiscal 2017, the non-executive directors' compensation was returned to \$36 per year but the directors agreed to receive the bulk of this amount in common shares. In December 2016, we issued 52,927 common shares to our directors as partial payment for services rendered for the quarter ended September 30, 2016. The issue date value of these shares was

**IBC Advanced Alloys Corp.**  
**Management's Discussion and Analysis**  
Nine Months Ended March 31, 2018

---

\$23. Mark A. Smith and Geoff Hampson each received 17,259 common shares and Mike Jarvis received 18,409 common shares. In February 2017, we issued 48,457 common shares to our directors as partial payment for services rendered for the period from October 1, 2016 to January 18, 2017. The issue date value of these shares was \$21. Mark A. Smith and Geoff Hampson each received 17,728 common shares and Mike Jarvis received 13,001 common shares. The balance of their director fees was paid in cash.

*FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS*

Our activities expose us to a variety of financial risks, including foreign exchange risk, interest rate risk, commodity price risk and credit risk. We do not have a practice of trading derivatives. We attempt to employ a natural hedge for foreign currency by holding funds in the currency in which we expect to spend the monies.

*Foreign Exchange Risk*

While the majority of our administrative and manufacturing activities occur in the U.S., we incur some corporate administration costs in Canada and raise equity proceeds in Canadian dollars. We manage exchange risk on equity capital by converting expected U.S. expenditures to U.S. dollars at the time the money is raised.

*Interest Rate Risk*

Our interest rate risk mainly arises from interest expense on the BMO Harris Bank line of credit. Our term loan has a fixed interest rate and is not exposed to short-term interest rate risk.

*Commodity Price Risk*

Our profitability and long-term viability depend, in some measure, on the market prices of copper, aluminum, and beryllium. The market prices for metals can be volatile and are affected by factors beyond our control, including the following: global or regional consumption patterns; the supply of, and demand for, these metals; speculative activities; the availability and costs of metal substitutes; expectations for inflation; and political and economic conditions, including interest rates and currency values. We cannot predict the effect of these factors on metal prices. We do not engage in hedging but, where possible, structure selling arrangements in a way that passes commodity price risk through to the customer.

*Credit Risk*

We manage credit risk by trading with recognized creditworthy third parties and by insuring international trade receivables. In addition, we monitor receivable balances with the result that the Company's exposure to impaired receivables is generally not significant.

*Adoption of New Accounting Pronouncements and Recent Developments*

Certain pronouncements, issued by the IASB or the IFRS Interpretations Committee, were adopted during the year, or were mandatory for the Company's fiscal years beginning on or after July 1, 2015 or are required to be adopted in future periods. The following pronouncements are relevant to the condensed consolidated interim financial statements, although none of these are expected to have a material effect on financial statement presentation:

New standards, interpretations and amendments not yet effective

- IFRS 9 - Financial Instruments

IFRS 9 Financial Instruments is part of the IASB's wider project to replace *IAS 39 - Financial Instruments: Recognition and Measurement*. IFRS 9 retains but simplifies the mixed measurement model and establishes two primary measurement categories for financial assets: amortized cost and fair value. The basis of classification depends on the entity's business model and the contractual cash flow characteristics of the financial asset. On July 24, 2014, the IASB affirmed its proposal to defer the effective date of IFRS 9 to periods beginning after January 1, 2018. Earlier application of IFRS 9 was permitted. The Company did not early adopt this standard. Due to the nature of the company's operations, the adoption of IFRS 9 and the recognition of expected credit losses will impact the Company's provision for impairment related to its receivables from customers.

- IFRS 15 - Revenue from Contracts with Customers

In May 2014, the International Accounting Standards Board issued IFRS 15, Revenue from Contracts with Customers, which provides a single, principles-based five-step model for revenue recognition to be applied to all customer contracts, and requires enhanced disclosures. This standard is effective January 1, 2017 and allows early adoption. On July 22, 2015, the IASB unanimously affirmed its proposal to defer the effective date of IFRS 15 to periods beginning after January 1, 2018. Earlier application of IFRS 15 was permitted. The Company did not early adopt this standard. This standard is not expected to materially affect the Company's Consolidated Statements of Loss and Other Comprehensive Loss, but is expected to require additional disclosures.

- IFRS 16 - Leases

IFRS 16 - Leases specifies how to recognize, measure, present and disclose leases. The standard provides a single lessee accounting model, requiring that lessees recognize assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has an insignificant value. Lessors continue to classify leases as operating or finance, with IFRS 16's approach to lessor accounting substantially unchanged from its predecessor, IAS 17. IFRS 16 was issued in January 2016 and will be applicable to the Company's fiscal year beginning July 1, 2019, although early adoption is permitted. The Company does not intend to early adopt this standard and is currently evaluating the impact of adopting this standard on the consolidated financial statements.

There are no other pending IFRSs or IFRIC interpretations that are expected to be relevant to the Company's financial statements.

## **Environmental and Occupational Safety Issues**

We melt and machine materials that have the potential, if not controlled and handled appropriately, to have a negative effect on an individual's health and the environment. In addition, our operations use materials such as cutting and hydraulic fluids, which have the capacity to cause environmental contamination if left uncontained.

To mitigate these potential risks, we:

- employ a full-time health and safety manager to administer and monitor our safety programs;
- employ manufacturing practices to minimize and eliminate dispersal of fumes and dust;
- use trap basins and fluid reservoirs to capture and retrieve possible overages;
- use active exhaust vents/hoods located in equipment areas to capture and filter air;
- regularly schedule assessments and maintenance of in-house ventilation systems;
- require our employees to use appropriate personal protective equipment (such as respirators, outer garments, gloves, etc.) selected to limit and protect them from any potential exposures;
- conduct beryllium lymphocyte proliferation tests (BeLPT) to determine employees' potential for sensitivity to beryllium prior to possible exposure;
- undertake ongoing air quality monitoring and perform periodic employee health exams as per occupational health guidelines; and
- limit access to areas that may have a potential exposure to beryllium dust particles.

Despite these procedures, we remain subject to risk in this regard.

As with all industry, we are subject to periodic inspection by state and local safety, health and environmental authorities. If during an inspection a failing was noted in our system, the potential for the temporary or permanent closure of the facilities could exist. If during the periodic employee health screening, an employee displays elevated exposure to metals, it could require us to place the employee on sick leave, which would have the potential to impact both our direct and indirect costs and cause a disruption of production. There is also the potential that an inherent safety or environmental exposure, if uncontrolled, could initialize legal action by employees, neighbors or those who visit our facilities.

To minimize the risks arising from pre-acquisition activities, we commissioned phase one environmental reviews prior to acquiring our copper alloys businesses. It may be possible that environmental problems remain at our facilities that these phase-one assessments did not uncover.

## **Shareholders' Equity**

### *POTENTIAL SHARE ISSUANCE*

Our board and the TSX-V have approved the issuance of 3,333 shares to settle a contingent liability of \$30 with a supplier but we have not yet issued the shares.

### *PRIVATE PLACEMENT*

In July 2017, we completed a non-brokered private placement issuing 3,828,525 units at an issue price of C\$0.375 per unit for gross proceeds of C\$1,435.

Each Unit consists of one common share ("Common Share") of IBC and a one-half of one transferable share purchase warrant ("Warrant"). Each full Warrant entitles the holder to acquire

**IBC Advanced Alloys Corp.**  
**Management's Discussion and Analysis**  
Nine Months Ended March 31, 2018

---

an additional Common Share of IBC at a price of C\$0.45 until July 12, 2019. The Warrants have an acceleration provision, to which, the Warrant holders will either need to exercise the Warrants or have them expire within 60 days if IBC's common shares trade at C\$0.90 or greater for 21 consecutive trading days. The acceleration clause will come into effect after the one-year anniversary of the Warrant issuance. The securities issued and all securities issued upon exercise of those securities, are subject to a hold period which expired on November 12, 2017.

Certain directors and senior officers of the Company subscribed for an aggregate of 263,333 Units in the Private Placement for gross proceeds of \$99. Each of these subscriptions constitutes a "related party transaction" within the meaning of TSX Venture Exchange Policy 5.9 - Protection of Minority Security Holders in Special Transactions and Multilateral Instrument 61-101 - Protection of Minority Security Holders in Special Transactions. The Company conducted the private placement in reliance upon certain prospectus and registration exemptions.

Funds raised under the Private Placement are being used to provide general working capital, to support current production ramp-up and to serve as a bridge financing until IBC has achieved sustained cash-flow-positive operations. We paid finders' fees on the Private Placement in the aggregate amount of C\$25 in cash and issued 66,656 non-transferable common share purchase warrants ("Finder's Warrant"). Each Finder's Warrant is exercisable with the same terms as those Warrants issued to subscribers in the Private Placement.

*OUTSTANDING SHARE DATA*

As at the date of this MD&A, we have issued:

- A total of 34,175,115 common shares. In addition, we plan to issue 3,333 common shares to settle a contingent liability to a supplier.
- Warrants to purchase 21,033,670 common shares.
- Share options to purchase 2,071,750 common shares.

The maximum number of shares potentially issuable together with the issued shares, is therefore 57,283,868.