

Condensed Consolidated Interim Financial Statements (Expressed in thousands of Canadian Dollars)

# MOUNTAIN PROVINCE DIAMONDS INC.

Three months ended March 31, 2023 (Unaudited)

CONTENTS	Page
Responsibility for Condensed Consolidated Interim Financial Statements	3
Condensed Consolidated Interim Balance Sheets	4
Condensed Consolidated Interim Statements of Comprehensive Income	5
Condensed Consolidated Interim Statements of Equity	6
Condensed Consolidated Interim Statements of Cash Flows	7
Notes to the Condensed Consolidated Interim Financial Statements	8 – 24

#### **RESPONSIBILITY FOR CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

The accompanying unaudited condensed consolidated interim financial statements of Mountain Province Diamonds Inc. (the "Company") are the responsibility of management and have been approved by the Board of Directors.

The unaudited condensed consolidated interim financial statements have been prepared by management, on behalf of the Board of Directors, in accordance with the accounting policies disclosed in the notes to the Company's audited consolidated financial statements as at December 31, 2022. Where necessary, management has made informed judgments and estimates in accounting for transactions which were not complete at the balance sheet date. The condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standards 34 – Interim Financial Reporting using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") appropriate in the circumstances.

Management has established processes, which are in place to provide sufficient knowledge to support management representations that it has exercised reasonable diligence that the unaudited condensed consolidated interim financial statements fairly present in all material respects the financial condition, financial performance and cash flows of the Company, as at and for the periods presented in the unaudited condensed consolidated interim financial statements.

The Board of Directors is responsible for reviewing and approving the condensed consolidated interim financial statements together with other financial information of the Company and for ensuring that management fulfills its financial reporting responsibilities. The Audit Committee assists the Board of Directors in fulfilling this responsibility.

The Audit Committee meets with management to review the financial reporting process and the unaudited condensed consolidated interim financial statements together with other financial information of the Company. The Audit Committee reports its findings to the Board of Directors for its unaudited condensed consolidated interim financial statements together with other financial statements together with other financial statements.

Management recognizes its responsibility for conducting the Company's affairs in compliance with IFRS as issued by the IASB, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

"Mark Wall" Mark Wall President and Chief Executive Officer Toronto, Canada May 9, 2023 "Steven Thomas" Steven Thomas VP Finance and Chief Financial Officer

# **Condensed Consolidated Interim Balance Sheets**

Expressed in thousands of Canadian dollars (Unaudited)

			March 31,		December 31,
	Notes		2023		2022
ASSETS					
Current assets					
Cash		\$	60,540	\$	17,247
Cash held in trust	8	+	16,653	•	
Amounts receivable			2,783		912
Prepaid expenses and other			445		345
Derivative assets	14		1,142		2,214
Inventories	5		182,453		160,789
			264,016		181,507
Restricted cash	17		31,096		30,723
Reclamation deposit			250		250
Property, plant and equipment	6		690,387		686,061
Total assets		\$	985,749	\$	898,541
LIABILITIES AND SHAREHOLDERS' EQUITY					
Current liabilities					
Accounts payable and accrued liabilities		\$	98,459	\$	43,623
Income taxes payable		Ŷ	750	Ļ	
Decommissioning and restoration liability	7		594		1,057
Lease obligations			158		317
Warrant liability	9, 10		7,101		7,247
			107,062		52,244
Dunebridge junior credit facility	9		60,169		60,078
Secured notes payable	8		256,677		256,889
ease obligations			58		119
Decommissioning and restoration liability	7		82,321		80,133
Deferred income tax liabilities			43,740		41,920
shareholders' equity:					
Share capital	12		637,862		637,862
Share-based payments reserve	12		8,892		8,552
Deficit			(212,366)		(240,590)
Accumulated other comprehensive income			1,334		1,334
· · · · · · · · · · · · · · · · · · ·			1,004		
Total shareholders' equity			435,722		407,158
Total liabilities and shareholders' equity		\$	985,749	\$	898,541
Subequent events	8 & 14		, ,		

On behalf of the Board:

"Ken Robertson"	"Jonathan Comerford"
Director	Director

# **Condensed Consolidated Interim Statements of Comprehensive Income**

Expressed in thousands of Canadian dollars, except for the number of shares (Unaudited)

		Thre	e months ended	Thr	ee months ended
	Notes		March 31, 2023		March 31, 2022
Sales		\$	128,657	\$	84,653
Cost of sales:					
Production costs			49,116		27,120
Cost of acquired diamonds			7,080		5,824
Depreciation and depletion			25,261		8,894
Earnings from mine operations			47,200		42,815
Exploration and evaluation expenses			2,102		3,803
Selling, general and administrative expenses	13		4,007		3,994
Sening, general and doministrative expenses			4,007		3,334
Operating income			41,091		35,018
Net finance expenses	11		(9,522)		(9,152)
Other income (loss)	10		146		(1,440)
Derivative losses	14		(1,065)		(77)
Foreign exchange gains			144		4,248
Income before taxes			30,794		28,597
Current income taxes			(750)		-
Deferred income taxes			(1,820)		(4,270)
Net income for the period		\$	28,224	\$	24,327
Total comprehensive income for the period		\$	28,224	\$	24,327
Basic earnings per share	12(iv)	· ·	0.13	\$	0.12
Diluted earnings per share	12(iv)	\$	0.13	\$	0.11
Basic weighted average number of shares outstanding			211,489,141		210,769,085
Diluted weighted average number of shares outstanding			214,431,303		213,794,916

**Condensed Consolidated Interim Statements of Equity** Expressed in thousands of Canadian dollars, except for the number of shares (Unaudited)

	Notes	Number of shares	Share capital	e-based payments reserve	Deficit	Accumulated other comprehensive income	Total
Balance, January 1, 2022		210,697,474 \$	631,717	\$ 7,469 \$	(289,785)	\$ 1,334	\$ 350,735
Net income for the period		-	-	-	24,327	-	24,327
Share-based payments	12(iii)	-	-	444	-	-	444
Issuance of common shares – restricted share units		211,667	184	(184)	-	-	-
Balance, March 31, 2022		210,909,141 \$	631,901	\$ 7,729 \$	(265,458)	\$ 1,334	\$ 375,506
Balance, January 1, 2023		211,489,141 \$	637,862	\$ 8,552 \$	(240,590)	\$ 1,334	\$ 407,158
Net income for the period		-	-	-	28,224		28,224
Share-based payments	12(iii)	-	-	340	-	-	340
Balance, March 31, 2023		211,489,141 \$	637,862	\$ 8,892 \$	(212,366)	\$ 1,334	\$ 435,722

# **Condensed Consolidated Interim Statements of Cash Flows**

Expressed in thousands of Canadian dollars (Unaudited)

		Three months ended	Three months ended
	Notes	March 31, 2023	March 31, 2022
Cash provided by (used in):			
Operating activities:			
Net income for the period		\$ 28,224	\$ 24,327
Adjustments:			
Net finance expenses		9,510	9,140
Depreciation and depletion		25,318	8,948
Premium paid on foreign currency put option		-	(696
Share-based payment expense		340	444
Fair value loss (gain) of warrants		(146)	1,525
Derivative losses		1,065	397
Foreign exchange gains		(144)	(4,142
Deferred income taxes		1,820	4,270
		65,987	44,213
Changes in non-cash operating working capital:			
Amounts receivable		(1,871)	(3,318
Prepaid expenses and other		(101)	139
Income taxes payable		750	-
Inventories		(27,230)	(54,067)
Accounts payable and accrued liabilities		45,395	20,041
		82,930	7,008
Investing activities:			
Restricted cash		(373)	(47
Interest income		639	69
Purchase of property, plant and equipment		(23,300) (23,034)	(14,409
Financing activities:		(23,034)	(14,387
Payment of lease liabilities		(77)	(80
Deferred financing costs		- -	(276
Provided by Dunebridge revolving credit facility		-	6,367
Cash held in trust for settlement of secured notes repayment	8	(16,653)	-
Repayment of Dunebridge revolving credit facility		-	(6,286
Financing costs paid	11	(324)	(119
		(17,054)	(394
Effect of foreign exchange rate changes on cash		451	198
Increase (decrease) in cash		43,293	(7,575)
Cash, beginning of period		17,247	25,000
Cash, end of period		\$ 60,540	

## **1.** NATURE OF OPERATIONS

Mountain Province Diamonds Inc. ("Mountain Province" and together with its subsidiaries collectively, the "Company") was incorporated on December 2, 1986 under the British Columbia Company Act. The Company amended its articles and continued incorporation under the Ontario Business Corporations Act effective May 8, 2006. The Company holds a 49% interest in the operating Gahcho Kué Project ("Gahcho Kué Diamond Mine" or "GK Mine" or "GK Project") in Canada's Northwest Territories. The Company also owns 100% of the mineral rights of the Kennady North Project ("KNP") in Canada's Northwest Territories.

The address of the Company's registered office and its principal place of business is 161 Bay Street, Suite 1410, Toronto, ON, Canada, M5J 2S1. The Company's shares are listed on the Toronto Stock Exchange ("TSX") under the symbol 'MPVD'.

#### **2. BASIS OF PRESENTATION**

These condensed consolidated interim financial statements (the "Interim Financial Statements") have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting ("IAS 34") and follow the same accounting policies and methods of application as the annual consolidated financial statements of the Company for the year ended December 31, 2022 ("Annual Consolidated Financial Statements"), except as noted below under Note 3 adoption of new accounting standards.

These Interim Financial Statements were prepared under the historical cost convention except for certain financial instruments which are measured at fair value as explained in Note 3 of the accounting policies in the Company's Annual Consolidated Statements.

These condensed consolidated interim financial statements (the "Interim Financial Statements") were approved by the Board of Directors on May 9, 2023.

## **3.** SIGNIFICANT ACCOUNTING POLICIES

#### (i) New accounting policies adopted in the current period

#### Definition of Accounting Estimates (Amendments to IAS 8)

The IASB issued *Definition of Accounting Estimates (Amendments to IAS 8)* on February 12, 2021. The amendments introduce a new definition for accounting estimates, clarifying that they are monetary amounts in the financial statements that are subject to measurement uncertainty. They also clarify the relationship between accounting policies and accounting estimates by specifying that a company develops an accounting estimate to achieve the objective set out by an accounting policy. The amendments are effective for annual periods beginning on or after January 1, 2023. The adoption of the amendments did not impact the condensed consolidated interim financial statements.

#### Disclosure of Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2)

The IASB issued *Definition of Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2 Making Materiality Judgements)* on February 12, 2021. The amendments require the disclosure of material accounting policy information rather than disclosing significant accounting policies. They also clarify how to distinguish between

changes in accounting policies and changes in accounting estimates. The amendments are effective for annual periods beginning on or after January 1, 2023. The adoption of the amendments did not impact the condensed consolidated interim financial statements.

#### Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12 Income Taxes)

The IASB issued *Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12)* on May 7, 2021. The amendments narrow the scope of the initial recognition exemption (IRE) so that it does not apply to transactions that give rise to equal and offsetting temporary differences. As a result, companies will need to recognize a deferred tax asset and a deferred tax liability for temporary differences arising on initial recognition of a lease and a decommissioning provision. The amendments are effective for annual periods beginning on or after January 1, 2023. The adoption of the amendments did not impact the condensed consolidated interim financial statements.

#### 4. SIGNIFICANT ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of Interim Financial Statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to these condensed interim consolidated financial statements, are described in Note 3 of the Company's Annual Consolidated Financial Statements.

## 5. **INVENTORIES**

	March 31,	December 31,
	2023	2022
Ore stockpile	\$ 53,128	\$ 52,845
Rough diamonds	36,124	56,745
Supplies inventory	93,201	51,199
Total	\$ 182,453	\$ 160,789

Depreciation and depletion included in inventories at March 31, 2023 is \$27,260 (December 31, 2022 - \$32,299).

Included in inventories and production costs, for the three months ended March 31, 2023 are the Company's 49% share of payroll and employee benefits for staff of the GK Mine of \$13,088 (three months ended March 31, 2022 - \$10,725).

(Unaudited)

## 6. PROPERTY, PLANT AND EQUIPMENT

The Company's property, plant and equipment as at March 31, 2023 and December 31, 2022 are as follows:

		Property,		Assets under	Property,	Exploration and		
	plant	and equipment GK	со	nstruction GK	plant and equipment KNP	evaluation assets KNP		Total
Cost								
At January 1, 2022	\$	959,788	\$	10,185	\$ 1,686	\$ 169,392	\$	1,141,051
Decommissioning and restoration adjustment		(12,415)		-	-	177		(12,238)
Additions/transfers*		66,369		127	-	-		66,496
Disposals		-		-	-	-		-
At December 31, 2022		1,013,742		10,312	1,686	169,569		1,195,309
Decommissioning and restoration adjustment		1,309		-	-	-		1,309
Additions/transfers*		22,663		2,311	-	-		24,974
At March 31, 2023	\$	1,037,714	\$	12,623	\$ 1,686	\$ 169,569	\$	1,221,592
Accumulated depreciation and impairment							_	
At January 1, 2022	\$	(426,571)	\$	-	\$ -	\$-	\$	(426,571)
Depreciation and depletion**		(82,655)		-	(21)	-		(82,676)
At December 31, 2022		(509,226)		-	(21)	-		(509,247)
Depreciation and depletion**		(21,952)		-	(6)	-		(21,958)
At March 31, 2023	\$	(531,178)	\$	-	\$ (27)	\$-	\$	(531,205)
Carrying amounts								
At December 31, 2022	\$	504,516	\$	10,312	\$ 1,665	\$ 169,569	\$	686,061
At March 31, 2023	\$	506,536	\$	12,623	\$ 1,659	\$ 169,569	\$	690,387

\*Included in additions of property, plant and equipment for GK is \$22,635 (December 31, 2022 - \$55,822) related to deferred stripping of which \$1,675 relates to the depreciation of earthmoving equipment (December 31, 2022 - \$5,987).

\*\*Included in depreciation and depletion is \$48 of depreciation on the right-of-use assets (December 31, 2022 - \$194).

#### 7. DECOMMISSIONING AND RESTORATION LIABILITY

The decommissioning and restoration liability is comprised of the liabilities for the GK Mine and the Kennady North Project.

The GK Mine decommissioning and restoration liability was calculated using the following assumptions as at March 31, 2023 and December 31, 2022:

	March 31,	December 31,
	2023	2022
Expected undiscounted cash flows	\$ 90,317	\$ 90,317
Nominal risk-free discount rate	2.90%	3.30%
Inflation rate	2.00%	2.00%
Periods	2030	2030

The decommissioning and restoration liability has been calculated using expected cash flows that are current dollars, with inflation.

# MOUNTAIN PROVINCE DIAMONDS INC. Notes to the Condensed Consolidated Interim Financial Statements

# For the Three Months Ended March 31, 2023

Amounts in thousands of Canadian Dollars, except share and per share amounts, unless otherwise noted (Unaudited)

During the three months ended March 31, 2023, the GK Mine decommissioning and restoration liability increased by \$1,053 (December 31, 2022 – \$13,965), resulting primarily from the change in nominal risk-free discount rate.

The continuity of the decommissioning and restoration liability at March 31, 2023 is as follows:

	GK Mine	к	NP	Total
Balance, at January 1, 2023	\$ 78,311	\$ 2,8	79 \$	81,190
Change in estimate of discounted cash flows	1,053		-	1,053
Accretion recorded during the year	646		26	672
Balance, at March 31, 2023	\$ 80,010	\$ 2,9	)5 \$	82,915
Less: current portion of decommissioning and restoration liability	594		-	594
Non-current decommissioning and restoration liability, at March 31, 2023	\$ 79,416	\$ 2,9	)5 \$	82,321

# 8. SECURED NOTES PAYABLE (THE "NOTES")

As of March 31, 2023, the Company had an obligation of US\$195 million or \$263.6 million Canadian dollar equivalent under the secured notes payable (December 31, 2022 - US\$195 million or \$264.3 million).

	March 31,	December 31,
	2023	2022
Total outstanding secured notes payable	\$ 263,562	\$ 264,303
Less: unamortized deferred transaction costs and issuance discount	(6,885)	(7,414)
Total secured notes payable	\$ 256,677	\$ 256,889

Subsequent to the quarter ended March 31, 2023, the Company redeemed US\$12 million or \$16.1 million Canadian dollar equivalent of the Notes with the cash held in trust.

## 9. DUNEBRIDGE JUNIOR CREDIT FACILITY ("DUNEBRIDGE JCF")

As at March 31, 2023, the Company had an obligation of US\$50 million or \$67.6 million Canadian dollar equivalent under the Dunebridge JCF (December 31, 2022 - US\$50 million or \$67.8 million Canadian dollar equivalent).

	March 31,
	2023
Total outstanding Dunebridge Junior Credit Facility	\$ 67,580
Loss on loan previously recorded	10,031
Capital contribution previously recorded	(5,305)
	72,306
Less: unamortized deferred transaction costs	(12,137)
Total Dunebridge Junior Credit Facility	\$ 60,169

## **10.** WARRANT LIABILITY

As part of the Dunebridge JCF (Note 9), 41 million share warrants were issued at an exercise price of US\$0.60975 per common share with an expiry date of December 15, 2027. The warrants have an exercise price denominated in US

dollars, which differs from the Company's Canadian dollar functional currency, and are therefore accounted for as derivative liabilities at fair value, with changes in fair value recorded in profit or loss as they occur.

The warrants were valued on the date of grant using the following assumptions:

	March 28,
	2022
Exercise price	US\$0.61 (\$0.77)
Expected volatility	61.72%
Expected warrant life	5.7 years
Expected dividend yield	0%
Risk-free interest rate	2.42%
Weighted average fair value per warrant granted	\$0.33

In valuing the warrants on March 28, 2022, the Company applied a liquidity discount of 32% from the Black-Scholes value.

As at March 31, 2023, the fair value of the warrants were revalued to \$7,101. The following assumptions were used in determining the fair value:

	March 31,
	2023
Exercise price	US\$0.61 (\$0.81)
Expected volatility	69.00%
Expected warrant life	4.7 years
Expected dividend yield	0%
Risk-free interest rate	3.05%
Weighted average fair value per warrant granted	\$0.24

In valuing the warrants on March 31, 2023, the Company applied a liquidity discount of 26% from the Black-Scholes value.

The change in fair value of \$146 (March 31, 2022 – loss of \$1,505) was recorded to other income in the condensed consolidated interim statements of comprehensive income.

#### **11.** NET FINANCE EXPENSE

	Three m	onths ended	Thre	ee months ended
	Ma	arch 31, 2023		March 31, 2022
Interest income	\$	639	\$	69
Accretion expense on decommissioning and restoration liability		(672)		(323)
Interest expense		(8,402)		(7,563)
Amortization of deferred financing costs		(809)		(1,195)
Other finance costs		(278)		(140)
	\$	(9,522)	\$	(9,152)

## **12.** SHAREHOLDERS' EQUITY

#### i. Authorized share capital

Unlimited common shares, without par value.

#### ii. Share capital

The number of common shares issued and outstanding as at March 31, 2023 is 211,489,141 (December 31, 2022 - 211,489,141).

#### iii. Stock options, RSUs, DSUs and share-based payments reserve

The Company has a long-term equity incentive plan (the "Plan") which, among other things, allows for the maximum number of shares that may be reserved for issuance under the Plan to be 10% of the Company's issued and outstanding shares at the time of the grant. The Board of Directors has the authority and discretion to grant stock options, restricted share units ("RSU") and deferred share units ("DSU") awards within the limits identified in the Plan, which includes provisions limiting the issuance of options to directors and employees of the Company to maximums identified in the Plan.

As at March 31, 2023, the aggregate maximum number of shares pursuant to options granted under the Plan will not exceed 21,148,914 shares. All stock options are settled by the issuance of common shares.

	Three months ended M	arch 31, 2023	Three months ended March 31, 2022			
	W Number of options	eighted average exercise price	Number of options	Weighted average exercise price		
Balance at beginning of the period	6,436,042 \$	0.73	4,680,001 \$	1.36		
Granted during the period	2,249,234	0.61	3,101,042	0.71		
Expired during the period	-	-	(100,000)	5.86		
Forfeited during the period	-	-	-	-		
Balance at end of the period	8,685,276 \$	0.54	7,681,043 \$	1.04		
Options exercisable at the end of the period	2,552,016 \$	0.82	1,713,334 \$	1.55		

The following table summarizes information about the stock options outstanding and exercisable:

The fair value of the stock options granted has been estimated on the date of grant using the Black-Scholes option pricing model. The assumptions are presented below for options granted during the March 31, 2023, and March 31, 2022 period. Expected volatility is calculated by reference to the weekly closing share price for a period that reflects the expected life of the options.

A total of 2,249,234 stock options were granted in the three months ended March 31, 2023, with an exercise price of \$0.61. The stock options will vest 1/3 on February 23, 2024, 1/3 on February 23, 2025 and 1/3 on February 23, 2026. A total of 3,101,042 stock options were issued during the three months ended March 31. 2022, with an exercise price of \$0.714. The 2,439,668 stock options will vest 1/3 on January 17, 2023, 1/3 on January 17, 2024 and 1/3 on January 17, 2025. The 661,376 stock options will vest 1/3 on February 21, 2023, 1/3 February 21, 2024 and 1/3 February 21, 2025.

	March 31,	March 31,
	2023	2022
Weighted average exercise price per share	\$0.61	\$0.71
Expected volatility	67.44%	64.43% - 64.68%
Expected option life	5 years	5 years
Expected forfeiture	none	none
Expected dividend yield	0%	0%
Risk-free interest rate	3.54%	1.68% - 1.79%
Weighted average fair value per option granted	\$0.36	\$0.39

The stock options were valued on the date of grant using the following assumptions:

The following tables reflect the number of stock options outstanding, the grant date fair value, and the exercise price of stock options outstanding at March 31, 2023.

At March 31, 2023				
	Grant Date	Number of	Number of	Exercise
Expiry Date	Fair Value	Options	Exercisable Options	Price
December 27, 2024	\$ 244	610,000	610,000 \$	1.30
February 2, 2026	230	725,000	241,668	0.65
November 15, 2026	675	2,000,000	666,667	0.62
January 17, 2027	958	2,439,666	813,222	0.71
February 21, 2027	260	661,376	220,459	0.71
February 23, 2028	807	2,249,234	-	0.61
	\$ 3,174	8,685,276	2,552,016 \$	0.54

The weighted average remaining contractual life of the options outstanding as of March 31, 2023 is 3.84 years (March 31, 2022 - 3.70 years).

The restricted and deferred share units issuable under the Plan are full value phantom shares that mirror the value of the Company's publicly traded common shares. RSU and DSU grants are made on a discretionary basis to directors and employees of the Company subject to the Board of Directors' approval. Under the Plan, RSUs and DSUs vest according to the terms set out in the award agreement which are determined on the initial grant date on an individual basis at the discretion of the Board of Directors. Vesting of the RSUs and DSUs is subject to special rules for death, disability and change in control. The awards can be settled through issuance of common shares or paid in cash, at the discretion of the Board of Directors. These awards are accounted for as equity settled RSUs and DSUs. The fair value of each RSU issued is determined at the closing share price on the grant date. No DSU awards have been granted to date, therefore as at March 31, 2023 there are no DSUs outstanding.

#### Notes to the Condensed Consolidated Interim Financial Statements

## For the Three Months Ended March 31, 2023

Amounts in thousands of Canadian Dollars, except share and per share amounts, unless otherwise noted (Unaudited)

The following table shows the RSU awards which have been granted and settled during the period:

	Ma	1, 2023	March 31, 2022				
RSU	Number of units	We	ighted average value grant date fair value	0			
Balance at beginning of period	1,755,892	\$	0.69	1,426,667	\$	0.87	
Awards and payouts during the period (net):							
RSUs awarded	1,221,480		0.61	1,142,493		0.71	
RSUs settled and common shares issued	-		-	(211,667)		0.87	
RSUs forfeited	(35,210)		0.71	-		-	
Balance at end of the period*	2,942,162	\$	0.66	2,357,493	\$	0.80	

\*As at March 31, 2023, 757,093 RSUs (March 31, 2022 – 531,671 RSUs) have vested and have not yet been settled.

The share-based payments recognized as an expense in selling, general and administrative expenses for the three months ended March 31, 2023 and 2022 are as follows:

	Three mont	hs ended	Th	ree months ended
	March	n 31,2023		March 31, 2022
Expense recognized in the period				
for share-based payments	\$	340	\$	444

#### iv. Earnings per share

The following table sets forth the computation of basic and diluted earnings per share:

	Thr	ee months ended March 31, 2023	Th	ree months ended March 31, 2022
Numerator				
Net income for the period	\$	28,224	\$	24,327
Effect of dilutive securities		124		173
	\$	28,348	\$	24,500
Denominator				
For basic - weighted average number of shares outstanding		211,489,141		210,769,085
Effect of dilutive securities		2,942,162		3,025,831
For diluted - adjusted weighted average number of shares outstanding		214,431,303		213,794,916
Earnings Per Share				
Basic	\$	0.13	\$	0.12
Diluted	\$	0.13	\$	0.11

For the three months ended March 31, 2023, 8,685,276 stock options and 41 million warrants were not included in the calculation of diluted earnings per share since to include them would be anti-dilutive (March 31, 2022-7,012,705 stock options and 41 million warrants).

	Three months ender March 31, 202	Three months ended March 31, 2022
Selling and marketing	\$ 1,761	\$ 1,141
General and administrative:		
Consulting fees and payroll	656	1,159
Share-based payment expense	340	444
Depreciation	57	54
Office and administration	282	300
Professional fees	561	483
Promotion and investor relations	45	40
Director fees	108	204
Transfer agent and regulatory fees	152	118
Travel	45	51
	\$ 4,007	\$ 3,994

## **13**. SELLING, GENERAL AND ADMINISTRATIVE EXPENSES

#### **14.** DERIVATIVES ASSETS AND LIABILITIES

i) During the three months ended March 31, 2023 and the year ended December 31, 2022, the Company entered into foreign currency forward contracts and swing collars to mitigate the foreign currency risk associated with the U.S. dollar sales proceeds and the risk that the Company would not have sufficient Canadian dollar funds to contribute to the operations of the GK Mine. These derivatives have been accounted as non-hedge derivatives and are recorded at fair value. Changes in the fair value of the foreign currency put option contracts are recognized in the condensed consolidated interim statements of comprehensive income as gains or loss on derivatives.

The table below provides a summary of currency contracts outstanding as at March 31, 2023:

Execution Date of Contracts	Settlement Dates of Contracts	Notion	al Amount (CAD)	Weighted	Average Price (USD)	Notio	onal Amount (USD)
November 9, 2022	April 1, 2023 to April 28, 2023	\$	13,350	\$	1.3350	\$	10,000
December 2, 2022*	Aprily 1, 2023 to April 28, 2023	\$	7,860	\$	1.3100	\$	6,000
January 10, 2023	May 1, 2023 to September 29, 2023	\$	26,640	\$	1.3320	\$	20,000
January 30, 2023**	May 1, 2023 to December 31, 2023	\$	26,200	\$	1.3100	\$	20,000
March 10, 2023	July 5, 2023 to September 28, 2023	\$	12,330	\$	1.3700	\$	9,000
Total		\$	86,380	\$	1.3289	\$	65,000

\*On settlement date, if the spot rate exceeds 1.38, the Company will settle at 1.333 and if the spot rate is between 1.31 to 1.38, there is no obligatory settlement.

\*\*On settlement date, if the spot rate exceeds 1.35, the Company will settle at 1.321 and if the spot rate is between 1.31 to 1.35, there is no obligatory settlement.

Subsequent to the quarter ended March 31, 2023, the Company entered into a new currency contract as shown in the table below:

Execution Date of Contracts	Settlement Dates of Contracts	Notional	Amount (CAD)	Weighted Average Price (USD)	Notional Amount (USD)
April 26, 2023	January 2, 2024 to March 28, 2024	\$	20,175	\$ 1.3450	\$ 15,000
Total		\$	20,175	\$ 1.3450	\$ 15,000

ii) On December 11, 2017, the Company completed an offering of US\$330 million of 8.000% Senior Secured Second Lien Notes due 2022 ("Old Notes"). The Old Notes were settled in December 2022. The Old Notes granted the Company the option to prepay the Old Notes prior to the maturity of the instruments and specified a premium during each applicable time period. The Company redeemed the Old Notes in whole on December 14, 2022, at a redemption price equal to 100% of the principal amount of the Old Notes, plus accrued and unpaid interest.

On December 14, 2022, the Company completed an offering of US\$195 million of 9.000% Senior Secured Second Lien Notes due 2025 ("Notes"). The Notes grant the Company the option to prepay the Notes at any time prior to the maturity of the instruments. In addition, upon the occurrence of certain events, the Company is either mandatorily required to, or can be requested to at the option of the holder, prepay the Notes in part or in full. These events include a change of control of the Company, an event of default or in accordance with the excess cash flow sweep mechanism.

At the date of prepayment or redemption, the Company pays a total price equal to 100% of the principal amount of the Notes redeemed, plus accrued and unpaid interest to the date of redemption and the true-up amount (if any).

These prepayment and redemption features have been accounted for as embedded derivatives at fair value through profit and loss and are outlined below.

The following table presents the various derivative assets and liabilities as at March 31, 2023 and December 31, 2022:

	March 31,	December 31,
	2023	2022
Currency derivative contracts	\$ (806)	\$ (940)
Embedded derivatives	1,948	3,154
(Liability) Asset	\$ 1,142	\$ 2,214

The following table presents amounts recognized in the condensed consolidated interim statements of comprehensive income for the three months ended March 31, 2023 and 2022:

#### Notes to the Condensed Consolidated Interim Financial Statements

#### For the Three Months Ended March 31, 2023

Amounts in thousands of Canadian Dollars, except share and per share amounts, unless otherwise noted (Unaudited)

	Thr	ee months ended	Three months ended
		March 31, 2023	March 31, 2022
Gain (Loss) on currency derivative contracts	\$	132	\$ (311)
(Loss) gain on prepayment option embedded derivative		(1,197)	234
Total	\$	(1,065)	\$ (77)

## **15.** FINANCIAL INSTRUMENTS

#### Fair value measurement

IFRS 13, Fair Value Measurement, provides a hierarchy of valuation techniques based on whether the inputs to those valuation techniques are observable or unobservable. Observable inputs are those that reflect market data obtained from independent sources, while unobservable inputs reflect the Company's assumptions with respect to how market participants would price an asset or liability. These two inputs which are used to measure fair value fall into the following three different levels of the fair value hierarchy:

- Level 1 Quoted prices in active markets for identical instruments that are observable.
- Level 2 Quoted prices in active markets for similar instruments; inputs other than quoted prices that are observable and derived from or corroborated by observable market data.
- Level 3 Valuations derived from valuation techniques in which one or more significant inputs are unobservable.

There have been no changes in the classification of financial instruments in the fair value hierarchy since December 31, 2022.

The following table shows the carrying amounts and fair values of the Company's financial assets and financial liabilities, including their levels in the fair value hierarchy.

				Carrying am	oui	nt				Fair v	alue	
March 31, 2023	am	Assets at ortized cost	F	air value through profit and loss	а	Liabilities at mortized cost	Total	Level	L	Level 2	Level 3	Total
Financial assets measured at fair value												
Derivative assets	\$	-	\$	1,142	\$	-	\$ 1,142	\$ -	\$	-	\$ 1,142	\$ 1,142
	\$	-	\$	1,142	\$	-	\$ 1,142					
Financial assets not measured at fair value												
Cash	\$	60,540	\$	-	\$	-	\$ 60,540	60,540		-	-	60,540
Cash held in trust		16,653		-		-	16,653	16,653		-	-	16,653
Restricted cash		31,096		-		-	31,096	31,096		-	-	31,096
	\$	108,289	\$	-	\$	-	\$ 108,289					
Financial liabilities measured at fair value												
Warrant liability		-		7,101		-	7,101			-	7,101	7,101
	\$	-	\$	7,101	\$	-	\$ 7,101					
Financial liabilities not measured at fair value												
Dunebridge junior credit facility		-		-		60,169	60,169			67,580	-	67,580
Secured notes payable		-		-		256,677	256,677			-	265,518	265,518
	\$	-	\$	-	\$	316,846	\$ 316,846					

#### I. Valuation techniques

#### Cash, Cash held in trust and Restricted Cash

Cash, cash held in trust, and restricted cash are included in Level 1 due to the short-term maturity of these financial assets.

#### Warrant Liability

The level 3 financial liability relates to warrants which are accounted for as derivative liabilities at fair value, with changes in fair value recorded to profit or loss as they occur (Note 10).

#### Dunebridge JCF

The fair value of the Dunebridge JCF is classified as Level 2 as it is valued using a discounted cash flow ("DCF") model. The models require a variety of observable inputs including market prices, forward price curves, yield curves and credit spreads.

#### Secured Notes Payable

The fair value of the secured notes payable is determined using the risk free interest rate, interest rate volatility and credit spread.

#### Derivative assets

Derivative assets are carried at fair value which is determined based on an internal valuation model that reflects the observable currency exchange rates in the markets.

As at March 31, 2023, the derivative asset is an embedded derivative that relates to the Company's prepayment and redemption features attached to the Notes and foreign currency put options. See Note 8 and Note 14. The fair value of the embedded derivative has been determined by using a *with* and *without* approach. The estimated fair value of the embedded derivative was then calculated as the weighted average of the fair values estimated under two scenarios, based on the probability of each scenario occurring.

The fair value of the Notes under the 'without' scenario was based on a discounted cash flow approach and the Notes under 'with' scenario, was valued based on the Black-Derman-Toy model ("BDT model"). The BDT model is a short-term interest rate model that is based on binomial tree methodology. It is used for forecasting interest rates and for estimating values of interest rate derivatives. The model inputs include interest rate volatility and risk-free rates term structure.

The key inputs used in determining the fair value of the derivative assets is as follows:

#### Notes to the Condensed Consolidated Interim Financial Statements

For the Three Months Ended March 31, 2023

Amounts in thousands of Canadian Dollars, except share and per share amounts, unless otherwise noted (Unaudited)

	March 31,
	2023
Key observable inputs	
Risk free interest rate	3.88%
Key unobservable inputs	
Likelihood of redemption event occurring	75%
Interest rate volatility	43.1%
Credit spread of Notes	3.77%

The most significant input, which is unobservable, is the interest rate volatility. The overall valuation is sensitive to the interest rate volatility assumption as the estimated fair value increases if the interest rate volatility declines. Assuming all other inputs remain constant, a 10% change in the interest rate volatility used will have the following impact on the fair value of the embedded derivative at March 31, 2023:

	Original	20%	10%	(10%)	(20%)
Interest rate volatility at March 31, 2023	\$ 1,949 \$	3,121 \$	2,542 \$	1,354 \$	784

The reconciliation of the carrying amounts of financial instruments classified within Level 3 is as follows:

Balance, at March 31, 2023	\$ 1,948
Change in fair value	(1,206)
Balance, at December 31, 2022	\$ 3,154
Change in fair value	-
Issuance of embedded derivatives	3,154
Balance, at January 1, 2022	\$ -

#### **16. COMMITMENTS**

	Less than	1 to 3	4 to 5	After 5	
	1 Year	Years	Years	Years	Total
Gahcho Kué Diamond Mine commitments	\$ 1,103	\$ -	\$ -	\$ -	\$ 1,103
Gahcho Kué Diamond Mine decommissioning fund	10,000	15,000	-	-	25,000
Revolving Junior Credit facility - Principal	-	-	67,580	-	67,580
Revolving Junior Credit facility - Interest	-	-	47,905	-	47,905
Notes payable - Principal	-	263,562	-	-	263,562
Notes payable - Interest	24,116	48,166	-	-	72,282
	\$ 35,219	\$ 326,728	\$ 115,485	\$ -	\$ 477,432

#### **17. RELATED PARTIES**

The Company's related parties include Dermot Desmond, Dunebridge Worldwide Ltd. ("Dunebridge") and Vertigol Unlimited Company ("Vertigol") (corporations ultimately beneficially owned by Dermot Desmond), the Operator of the GK Mine, key management and the Company's directors. Dermot Desmond, indirectly through Vertigol, is the

ultimate beneficial owner of greater than 10% of the Company's shares. International Investment and Underwriting UC ("IIU") is also a related party since it is ultimately beneficially owned by Dermot Desmond.

Related party transactions are recorded at their exchange amount, being the amount agreed to by the parties.

Transactions with key management personnel and directors are in the nature of remuneration. The transactions with the Operator of the GK Mine relate to the funding of the Company's interest in the GK Mine for the current year's expenditures, capital additions, management fee, and production sales related to the 49% share of fancies and special diamonds. The transactions with IIU are for the director fees of the Chairman of the Company.

On March 28, 2022, the Company executed a credit facility with Dunebridge, for US\$50 million (Note 9).

Between 2014 and 2020, the Company and De Beers signed agreements allowing De Beers ("the Operator") to utilize De Beers' credit facilities to issue reclamation and restoration security deposits to the federal and territorial governments. In accordance with these agreements, the Company agreed to a 3% fee annually for the Company's share of the letters of credit issued. In 2020, the Company and De Beers signed an agreement to reduce the fee from 3% to 0.3%, annually, for their share of the letters of credit issued. Furthermore, a resolution was passed by the joint venture management committee to establish a decommissioning fund, where the Company will fund \$15 million in 2020, and \$10 million each year for four years thereafter until the Company's 49% share totaling \$55 million is fully funded. In the year ended December 31, 2022, the joint venture management committee approved a funding of \$5 million. The target funding can change over time, dependent on future changes to the decommissioning and restoration liability and returns on decommissioning fund investments. During the three months ended March 31, 2023, the Company funded \$Nil (December 31, 2022 - \$15 million) into the decommissioning fund, which is presented as restricted cash on the balance sheet.

As at March 31, 2023, the Company's share of the letters of credit issued was \$44.7 million (December 31, 2022 - \$44.7 million).

Failure to meet the obligations for cash calls to fund the Company's share in the GK Mine may lead to De Beers enforcing its remedies under the JV Agreement, which could result in, amongst other things the dilution of Mountain Province's interest in the GK Mine.

	March 31,	December 31,
	2023	2022
Payable De Beers Canada Inc. as the operator of the GK Mine*	\$ 5,419	\$ 3,427
Payable to De Beers Canada Inc. for interest on letters of credit	122	136
Loan payable to Dunebridge Worldwide Ltd.	71,095	68,923
Payable to key management personnel	30	592

The balances as at March 31, 2023 and December 31, 2022 were as follows:

\*included in accounts payable and accrued liabilities

The transactions for the three months ended March 31, 2023 and 2022 were as follows:

	1	hree months ended	Three months ended
		March 31, 2023	March 31, 2022
The total of the transactions:			
International Investment and Underwriting	\$	30	\$ 30
Remuneration to key management personnel		578	944
Diamonds sold to De Beers Canada Inc.		3,250	-
Diamonds purchased from De Beers Canada Inc.		8,572	6,540
Finance costs incurred from De Beers Canada Inc.		33	33
Finance costs incurred from Dunebridge Worldwide Ltd.		2,365	28
Management fee charged by the Operator of the GK Mine		858	833

The remuneration expense of directors and other members of key management personnel for the three months ended March 31, 2023 and 2022 were as follows:

	Thr	ee months ended	Thre	ee months ended
		March 31, 2023		March 31, 2022
Consulting fees, payroll, director fees, bonus and other short-term benefits	\$	395	\$	704
Share-based payments		213		270
	\$	608	\$	974

Key management personnel are those persons having authority and responsibility for planning, directing, and controlling the activities of the Company directly or indirectly, including any directors (executive and non-executive) of the Company. In addition to the directors of the Company, key management personnel include the Chief Executive Officer ("CEO") and Chief Financial Officer.

## **18.** SEGMENTED REPORTING

The reportable operating segments are those operations for which operating results are reviewed by the CEO who is the chief operating decision maker regarding decisions about resources to be allocated to the segment and to assess performance provided those operations pass certain quantitative thresholds. Operations with revenues, earnings or losses or assets that exceed 10% of total consolidated revenue, earnings or losses or assets are reportable segments.

The Company owns two diamond projects in the Northwest Territories, Canada. The GK Mine is a diamond mine in operation, while the KNP resource continues to be developed through exploration and evaluation programs.

#### Notes to the Condensed Consolidated Interim Financial Statements

## For the Three Months Ended March 31, 2023

Amounts in thousands of Canadian Dollars, except share and per share amounts, unless otherwise noted (Unaudited)

	GK Min	ne KN	IP	Tota
Sales	\$ 128,65	57 \$	- \$	128,657
Cost of sales:				
Production costs	49,11	16	-	49,116
Cost of acquired diamonds	7,08	30	-	7,080
Depreciation and depletion	25,26	51	-	25,261
Earnings from mine operations	47,20	00	-	47,200
Exploration and evaluation expenses	45	55 1,64	7	2,102
Selling, general and administrative expenses	3,99	98	9	4,007
Operating income (loss)	42,74	17 (1,65	6)	41,091
Net finance expenses	(9,52	22)	-	(9,522
Other income	14	16	-	146
Derivative losses	(1,06	55)	-	(1,065
Foreign exchange gains	14	14	-	144
Net income (loss) before taxes	\$ 32,45	50 \$ (1,65	6) \$	30,794
Total assets	\$ 814,01	19 \$ 171,73	0\$	985,749
Total liabilities	\$ 546,05	55 \$ 3,97	2 \$	550,027

#### As at and for the three months ended March 31, 2023

#### Notes to the Condensed Consolidated Interim Financial Statements

## For the Three Months Ended March 31, 2023

Amounts in thousands of Canadian Dollars, except share and per share amounts, unless otherwise noted (Unaudited)

GK Mine	кир		
GK Mine	KNP		
			Tota
\$ 84,653	\$-	\$	84,653
27,120	-		27,120
5,824	-		5,824
8,894	-		8,894
42,815	-		42,815
-	-		-
363	3,440		3,803
3,987	7		3,994
38,465	(3,447)		35,018
(9,152)	-		(9,152)
(1,525)	85		(1,440)
(77)	-		(77)
4,248	-		4,248
\$ 31,959	\$ (3,362)	\$	28,597
\$ 763,724	\$ 172,029	\$	935,753
\$ 556,000	\$ 4,247	\$	560,247
\$	5,824 8,894 42,815 363 3,987 38,465 (9,152) (1,525) (77) 4,248 \$ 31,959 \$	5,824 -   8,894 -   42,815 -   - -   363 3,440   3,987 7   38,465 (3,447)   (9,152) -   (1,525) 85   (77) -   4,248 -   \$ 31,959 \$ (3,362)   \$ 763,724 \$ 172,029	5,824   -     8,894   -     42,815   -     42,815   -     363   3,440     363   3,440     3,987   7     38,465   (3,447)     (9,152)   -     (1,525)   85     (77)   -     4,248   -     \$   31,959   \$     \$   763,724   \$   172,029   \$

#### As at and for the three months ended March 31, 2022