
# EXCELLON RESOURCES INC.

## ANNUAL INFORMATION FORM

**For the Year Ended December 31, 2015**

**March 23, 2016**

## PRELIMINARY NOTES

### Interpretation

Words importing the singular number, where the context requires, include the plural and vice versa and words importing any gender include all genders. In this annual information form the terms “we”, “us”, “our” and “ours” refer to the Company.

A glossary of certain technical terms and abbreviations that appear in this annual information form is included under the section entitled “Glossary of Technical Terms and Abbreviations.”

### Currency

All dollar amounts herein are in Canadian dollars, unless otherwise stated.

### Date of Information

Unless otherwise noted, the information set forth in this AIF is current as of December 31, 2015.

### Note Regarding Forward-Looking Statements

This annual information form contains “forward-looking statements” within the meaning of applicable Canadian Securities legislation and applicable U.S. securities laws concerning the Company's plans for its properties, operations and other matters. Except for statements of historical fact relating to the Company, certain statements contained herein constitute forward-looking statements including, but not limited to, statements regarding future anticipated and current exploration programs and expenditures, exploration results, the potential discovery and delineation of mineral deposits/resources/reserves, potential mining and processing scenarios, production estimates, the anticipated success of mineral processing procedures, anticipated continued sales of ore and concentrate sales, proposed business plans, anticipated business trends and metal prices, future anticipated operating costs, reclamation cost estimates, revenues and cash flow, and may relate to analyses and other information that are based on forecasts of future results, estimates of amounts not yet determinable and assumptions of management. Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance (often, but not always, using words or phrases such as “expects” or “does not expect”, “is expected”, “anticipates” or “does not anticipate”, “plans”, “estimates”, “believes”, “proposed”, “intends” or “does not intend”, or stating that certain actions, events or results “may”, “could”, “would”, “might” or “will” be, or not be, taken, occur or be or not be achieved) are not statements of fact and may be “forward-looking statements”.

Forward-looking statements are subject to a variety of risks and uncertainties, which could cause actual events or results to differ materially and adversely from those reflected in the forward-looking statements. A description of the risk factors applicable to the Company can be found in this annual information form under “Description of the Business – Risk Factors”. Should one or more of the risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially and adversely from those described in forward-looking statements. Forward looking statements are made based on management's beliefs, estimates, assumptions and opinions on the date the statements are made and the Company undertakes no obligation to update forward-looking statements if these beliefs, estimates, assumptions and opinions or other circumstances should change. Investors are cautioned against attributing undue certainty or weight to forward-looking statements.

Readers are also cautioned that the assumptions used in the preparation of such information, although considered reasonable at the time of preparation, may prove to be imprecise and, as such, undue reliance should not be placed on forward-looking statements. The Company’s actual results, programs and financial position could differ materially from those expressed in or implied by these forward-looking statements, and accordingly, no assurance can be given that the events anticipated by the forward-looking

statements will transpire or occur, or that, if any of them do so, what benefits the Company will derive therefrom.

All of the Company's public disclosure filings may be accessed via SEDAR at www.sedar.com and readers are urged to review these materials, including the technical reports filed with respect to the Company's mineral properties.

**Cautionary Note to United States Investors Concerning Estimates of Measured, Indicated and Inferred Resources**

The terms “Measured”, “Indicated” and “Inferred” Mineral Resources used or referenced in this annual information form are defined in accordance with NI 43-101 under the guidelines set out in the CIM Standards on Mineral Resources and Mineral Reserves. The CIM standards differ significantly from standards in the United States. United States investors are advised that while such terms are recognized and required by Canadian regulations, the SEC does not recognize them. “Inferred Mineral Resources” have a great amount of uncertainty as to their existence and as to their economic and legal feasibility. It cannot be assumed that all or any part of an Inferred Mineral Resource will ever be upgraded to a higher category or that Mineral Resources will ever be upgraded to Mineral Reserves. Under Canadian rules, estimates of Inferred Mineral Resources may not form the basis of feasibility or other economic studies other than a Preliminary Economic Study (“PEA”).

United States investors are cautioned not to assume that all or any part of Measured or Indicated Mineral Resources will ever be converted into Mineral Reserves. United States investors are also cautioned not to assume that all or any part of an Inferred Mineral Resource exists, or is economically or legally mineable or that an Indicated Mineral Resource is economically or legally mineable.

**Cautionary Note to United States Investors regarding Adjacent or Similar Properties**

This annual information form may also contain information with respect to adjacent or similar mineral properties in respect of which the Company has no interest or rights to explore or mine. The Company advises United States investors that the SEC’s mining guidelines strictly prohibit information of this type in documents filed with the SEC. Readers are cautioned that the Company has no interest in or right to acquire any interest in any such properties, and that mineral deposits on adjacent or similar properties are not indicative of mineral deposits on the Company's properties.

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## GLOSSARY OF TERMS AND ABBREVIATIONS

The following is a glossary of terms and abbreviations that appear in this AIF:

**AIF** means this Annual Information Form.

**AMT** means Audio Magneto Tellurics geophysical technique that measures the resistivity of a particular volume of rock to a combination of magnetic and telluric currents naturally present, known as Natural Source Audio Magneto Tellurics ("**NSAMT**"), or proactively transmitted into the earth's crust Controlled Source Audio Magneto Tellurics ("**CSAMT**"). The technique delineates horizontal and vertical resistivity contrasts allowing discernment of features of interest including intrusions, rock-type contrasts and bedding, alteration, and mineralization. CSAMT uses currents generated and artificially transmitted into the rocks under controlled conditions and frequencies. NSAMT uses natural currents stemming from cosmic radiation. CSAMT typically has finer resolution whereas NSAMT has deeper penetration.

**Apex** means Apex Silver Mines Limited (a predecessor of Golden Minerals Company), an American Stock Exchange-listed company with whom Excellon was at one time in a joint venture on a large number of concessions comprising the project area.

**Beschefer Property** means the Company's 100% owned, early-stage exploration property in northwestern Quebec.

**CIM** means the Canadian Institute of Mining, Metallurgy and Petroleum.

**Common Shares** means the common shares in the capital of the Company.

**Company (or Excellon)** means Excellon Resources Inc.

**Cormin** means Consorcio Minero de Mexico Cormin Mex, S.A. de C.V., a Trafigura group company.

**CRD** means Carbonate Replacement Deposit, an economically important type of mineral deposit found worldwide and believed to form through a chemical reaction whereby mineral-bearing fluids dissolve carbonate minerals and immediately precipitate sulphide minerals in their place. This replacement process often faithfully preserves delicate textures seen in the original rocks. CRD mineralization may also be deposited into pre-existing openings in various rock types in particular carbonate rocks. Mineralized fluids in CRDs often follow structures for long distances creating elongate deposits called "chimneys" when standing at high angles and "mantos" when flat-lying.

**Debentures** means the 3.75% secured convertible debentures issued by the Company on November 27, 2015 for proceeds of C$5.61 million.

**DeSantis Property** means the Company's 100%-owned property in northeastern Ontario, acquired through the Company's acquisition of Lateegra.

**DSU** means deferred share unit.

**DSU Plan** means the deferred share unit plan of the Corporation dated December 11, 2013, as amended and restated on March 25, 2014, providing for the issuance of DSUs.

**Excellon 100%/Apex Royalty Area** means a 417.19 hectare area, roughly centred on the Platosa Property where Excellon is sole owner and operator and which was previously subject to NSR royalty obligations to Apex.

**Flip-in Event** means the acquisition of twenty percent (20%) or more of the Common Shares of the Company by an Acquiring Person under the Plan.

**Golden** means Golden Minerals Company (successor to Apex).

**HydroRessources Inc.** is a consulting firm based in Lévis, Quebec, which provides hydrogeological services to the mining industry particular in relation to mine dewatering.

**Hydrothermal** means heated or superheated fluid or water from depth in the earth's crust.

**Indicated Mineral Resource** means that part of a Mineral Resource for which quantity, grade or quality, densities, shape and physical characteristics are estimated with sufficient confidence to allow the application of Modifying Factors in sufficient detail to support mine planning and evaluation of the economic viability of the deposit.. Geological evidence is derived from adequately detailed and reliable exploration, sampling and testing and is sufficient to assume geological and grade or quality continuity between points of observation.

**Inferred Mineral Resource** means that part of a Mineral Resource for which quantity and grade or quality are estimated on the basis of limited geological evidence and sampling. Geological evidence is sufficient to imply but not verify geological and grade or quality continuity. The estimate is based on limited information and sampling gathered through appropriate techniques from locations such as outcrops, trenches, pits, workings and drill holes.

**Lateegra** means Lateegra Gold Corp. On August 5, 2011, the Company acquired Lateegra through a plan of arrangement.

**manto** means a tabular to ribbon-shaped, relatively flat-lying CRD mineral deposit that tends to lie within a particular rock bed or series of beds.

**Measured Mineral Resource** is that part of a Mineral Resource for which quantity, grade or quality, densities, shape, and physical characteristics are estimated with confidence sufficient to allow the application of Modifying Factors to support detailed mine planning and final evaluation of the economic viability of the deposit. Geological evidence is derived from detailed and reliable exploration, sampling and testing and is sufficient to confirm geological and grade or quality continuity between points of observation.

**Mineral Reserve** means the economically mineable part of a Measured or Indicated Mineral Resource. It includes diluting materials and allowances for losses, which may occur when the material is mined or extracted and is defined by studies at Pre-Feasibility or Feasibility level as appropriate that include application of Modifying Factors. Such studies demonstrate that, at the time of reporting, extraction could reasonably be justified.. **They** are classified as Probable or Proven.

**Mineral Resource** means a concentration or occurrence of. solid material of economic interest in or on the Earth's crust in such form, grade or quality and quantity that there are reasonable prospects for eventual economic extraction. The location, quantity, grade or quality, continuity and other geological characteristics of a Mineral Resource are known, estimated or interpreted from specific geological evidence and knowledge, including sampling.
"**Modifying Factors**" include, but are not restricted to, mining, processing, metallurgical, infrastructure, economic, marketing, legal, environmental, social and governmental factors.

**NI 43-101** means National Instrument 43-101 – *Standards of Disclosure for Mineral Projects.*

**NSR** means Net Smelter Return or Net Smelter Royalty and means a defined percentage of the gross revenue from a resource extraction operation, generally less a proportionate share of transportation, insurance, and processing costs.

**Optimization Plan** means the mine dewatering program developed by the Company in consultation with HydroRessources Inc. and Technosub Inc., as further described in press releases dated April 27, 2015, June 2, 2015 and November 2, 2015 and the Technical Report.

**Pb** means the elemental symbol for lead.

**Platosa Property** means a property in Durango State, Mexico where the Company produces silver, lead and zinc from high-grade manto deposits.

**Pluton Property** means a property located approximately 23 km west of the Platosa Property which the

Company optioned from Sundance in October 2010. The Company dropped the option in 2012.

**PSZ** means the Platosa Structural Zone, the principal fault system in the Platosa Property area.

**QA/QC** means quality assurance/quality control; systematic procedures that are used to validate the control and testing of samples in a specified manner.

**Qualified Person** means an individual who is an engineer or geoscientist with at least five years of experience in mineral exploration, mine development or operation or mineral project assessment, or any combination of these; has experience relevant to the subject matter of the mineral project; and is a member or licensee in good standing of a professional association ("professional association" means a self-regulating organization with the power to discipline its members, of engineers, geoscientists or both engineers and geoscientists that is recognized under the terms of NI 43-101).

**reserves** means that part of the mineral deposit that could be economically and legally extracted or produced at the time of reserve determination.

**Rights Plan** means the Shareholder Rights Plan Agreement between the Company and Computershare Investor Services Inc. dated March 24, 2015.

**ROM** means run-of-mine.

**Saltillera Properties** means western parts of the Platosa project area, 100% owned by the Company, originally optioned from Altiplano. Includes the area of the Saltillera and Soccoro mines proper, but also encompasses the historic Zorra, Dios da Bondad and Refugio mines/areas.

**RPA** means Roscoe Postle Associates Inc**.**, formerly Scott Wilson Roscoe Postle Associates Inc., independent geological and mining consultants based in Toronto, Ontario.

**RSU** means restricted share unit.

**RSU Plan** means the Corporations' restricted share unit plan dated December 11, 2013, as amended and restated on March 25, 2014.

**SEC** means United States Securities and Exchange Commission.

**SEDAR** (System for Electronic Document Analysis and Retrieval) means an electronic filing system developed for the Canadian Securities Administrators to facilitate electronic filing and dissemination of securities regulatory documents by reporting issuers and related communications with securities regulators.

**Silver Eagle** means Silver Eagle Mines Inc.

**skarn** refers to an alteration assemblage dominated by calcium and magnesium silicate minerals (dominantly garnets, pyroxenes and amphiboles). Skarns form by reaction between silica-bearing fluids and carbonate rocks, converting original carbonate minerals to silicate minerals. Mineralized skarns contain economically attractive amounts of certain metals and are classified on the basis of the dominant metal (e.g., Copper skarn or Lead-Zinc skarn). Skarns typically form in close proximity to intrusive bodies and may have massive sulphide replacement mineralization on their distal sides.

**Technical Report** means the NI 43-101 report *entitled "Technical Report on the Preliminary Economic Assessment of the Platosa Mine, Durango State, Mexico"* prepared for the Company by Jason J. Cox, P.Eng., David Ross, M.Sc., P.Geo and Robert Michaud, M.Sc., P.Eng, of RPA, dated July 9, 2015.

**Technosub Inc.** is a consulting firm based in Rouyn-Noranda, Québec that provides pumps and pump engineering companies in various industries.

**Trafigura** means Trafigura México, S.A. de C.V.

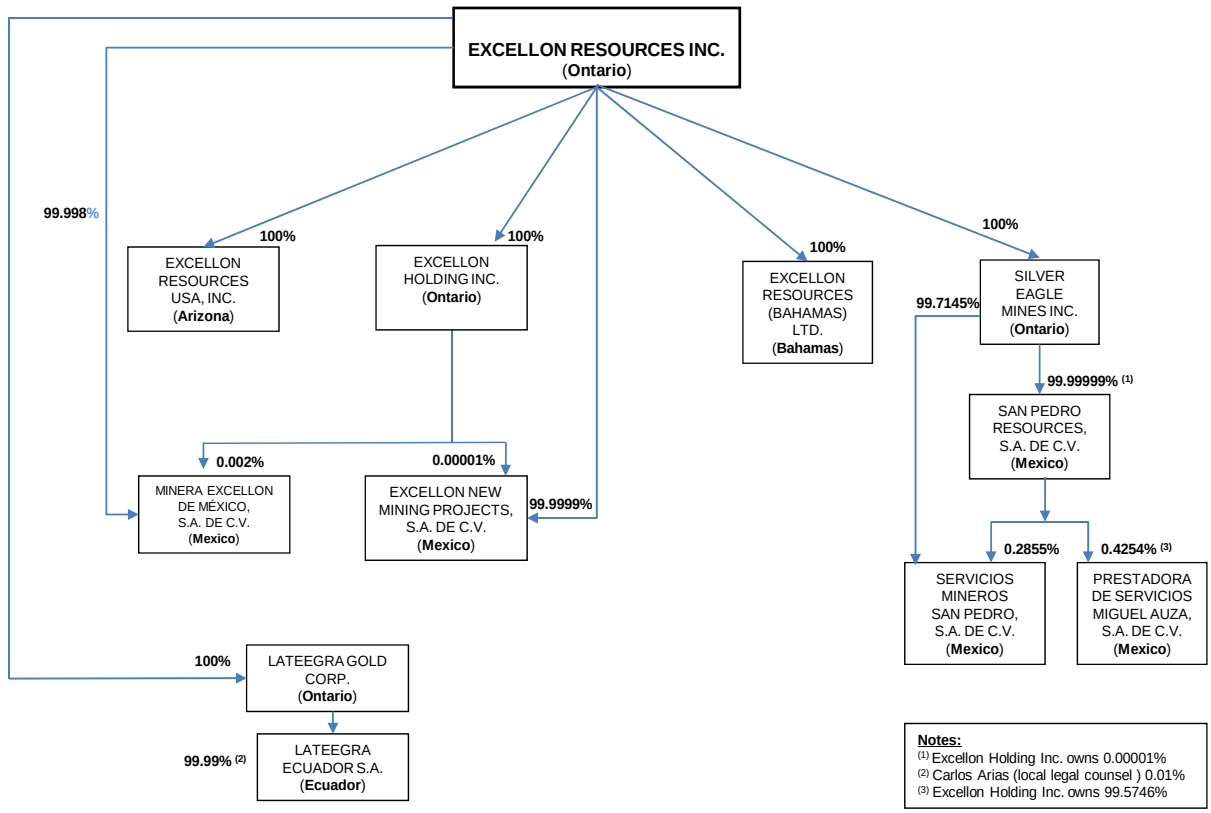
## CORPORATE STRUCTURE

### Incorporation

Excellon Resources Inc. was incorporated under the *Company Act* (British Columbia) on March 4, 1987 and continued under the *Business Corporations Act* (Ontario) on May 31, 2012. The registered and principal office of the Company is located at 20 Victoria Street, Suite 900, Toronto, Ontario M5C 2N8. The Company's telephone number is (416) 364-1130 and its website address is www.excellonresources.com.

### Corporate Structure

The diagram below sets out the organizational structure of the Company. Reference to the "Company" or "Excellon" in this Annual Information Form means Excellon Resources Inc. and its subsidiaries, except as may otherwise be indicated.




## GENERAL DEVELOPMENT OF THE BUSINESS

Excellon is a mineral resource company engaged in the acquisition, exploration, development and mining of mineral properties. During the past three years the Company has been involved primarily in the exploration and development of its Platosa Property in Durango State, Mexico, where Excellon is producing silver, lead and zinc from high-grade manto deposits.

**Three-Year History**

During the past three years, the Corporation has conducted mining and mineral production, development and exploration activities in Mexico and Canada, with the focus being its Platosa and Miguel Auza properties in Durango and Zacatecas, Mexico, respectively. The principal product and source of cash flow for Excellon is the mining and sale of lead and zinc concentrates from production at the Platosa Property.

Events that influenced the general development of the business over the past three years are described below (with date of applicable press release in brackets):

2013

- Intersected high-grade gold at the Rincon del Caido discovery on the Platosa Property, including 13.07 g/t Au, 21.1 g/t (0.6 oz/T) Ag, 0.74% Pb, 3.57% Zn over 7.25m (January 17, 2013).
- Revised near-term business strategy to focus on increasing production, cash flow and mine life and to position the Company to capitalize more effectively on developing market opportunities (March 26, 2013).
- Completed share consolidation of all of its outstanding Common Shares on a one-for-five basis (May 8, 2013).
- Produced 2.1 million AgEq ounces in 2013, including 1.4 million oz Ag, 7.3 million pounds Pb and 9.9 million pounds Zn (January 16, 2014).

2014

- Updated Mineral Resource estimate as at December 31, 2013 for the Platosa Property, including Measured plus Indicated mineral resources totalling 488,000t grading 777 g/t silver, 8.42% lead, 10.15% zinc or 1,277 g/t AgEq (March 25, 2014).
- Produced 2.0 million AgEq ounces in 2014, including 1.2 million oz Ag, 7.5 million pounds Pb and 10.1 million pounds Zn (January 23, 2015).

2015

- Completed positive optimization study on the Platosa Mine providing a comprehensive dewatering and optimization plan (April 27, 2015).
- Released and filed a positive Preliminary Economic Assessment of the Platosa Optimization Plan, including an updated Mineral Resource as at December 31, 2014 with measured and indicated resources of 428,000t grading 760 g/t Ag, 8.28% Pb and 9.88% Zn, totaling 10.5 million oz Ag, 78 million pounds Pb and 93 million pounds Zn (June 2, 2015; July 16, 2015).
- Ned Goodman rejoined the Board of Directors (July 28, 2015).
- Completed C$6.6 million financing comprising the issuance of C$5,610,000 principal amount of 3.75% secured convertible debentures and the sale for C$990,000 of a 1.25% NSR on the Platosa Property (November 30, 2015).
- Agreed the sale of the DeSantis Property to Oban Mining Corporation (“Oban”) for 850,000 common shares of Oban.
- Produced 1.4 million AgEq ounces in 2015, including 0.8 million oz Ag, 4.4 million pounds Pb and 7.4 million pounds Zn.

## DESCRIPTION OF THE BUSINESS

Excellon is a mining and exploration company currently focussed on the exploration, development and mining of silver-lead-zinc mineralization on its 20,947-hectare Platosa Property in northeastern Durango State, Mexico. The common shares of the Company are listed on the TSX under the symbol “EXN”.

**Principal Product**

The Company's principal product is silver-lead and silver-zinc concentrates. The Company believes that because of the availability of alternative commercialization options for its concentrate, it is not dependent on a particular purchaser with regard to the sale of its products.

**Production**

Crushed ore mined from the Company's Platosa Property is shipped to its mill at Miguel Auza for processing, where separate mineral concentrates containing silver-lead and silver-zinc are produced on site. These mineral concentrates are then transported and sold to a third party for further processing.

Ore production during Q4 was primarily from the Guadalupe North mantos with additional tonnage from 6A, Guadalupe South and the periphery of the 623 mantos. Development continued into 6A, Guadalupe South, 623 and the access to the Rodilla manto. Tonnages mined and milled of 13,145 tonnes and 12,999 tonnes in Q4 2015 reflect a 22% increase and 11% increase, respectively, compared to Q4 2014. During the period, water management at Platosa was effective at controlling inflows, though continued to limit productivity and development in the operation. The Company has developed an optimization program to comprehensively manage water at Platosa in 2016 through an enhanced pumping system, as further discussed under "Platosa Optimization Plan", below, the implementation of which is in its early stages. For 2015, tonnes mined and milled of 54,485 tonnes and 56,849 tonnes represented 15% and 11% decreases, respectively, compared to 2014.

The silver price continued to average less than $15/oz during Q4 2015 compared to $16.50/oz in Q4 2014 and averaged under $16 for 2015 compared to $19 in 2014, a 16% decline.

Sales during 2015 totalled US$16.2 million as compared to US$30.1 million in 2014, with the decrease in sales being primarily related to decreased produced tonnes and lower grades, along with metal prices.

As at December 31, 2015 the Company's cash and cash equivalents totaled $3.5 million (December 31, 2014 – $3.5 million) and working capital totaled $5.5 million (December 31, 2014 – $6.2 million). As at December 31, 2015, the Company's trade receivables were $1.2 million (December 31, 2014 – $1.8 million).

**Economic Dependence**

Currently, the Company's metal production from the concentrate stage is managed and commercialized by Trafigura, which has accounted for 100% of sales during the years 2011 to 2015. In 2014, the Company entered into a new sales agreement with Trafigura with the most notable changes being in the settlement terms of one or two months after delivery (M+1 or M+2) compared to the previous contract terms of one or four months after delivery (M+1 or M+4). The Company believes that because of the availability of alternative processing and commercialization options for its concentrate, it would suffer no material adverse effect if it lost the services of Trafigura.

**Competitive Conditions**

The precious metal mineral exploration and mining business is a competitive business. The Company competes with numerous other companies and individuals in the search for and the acquisition of attractive precious metal mineral properties, and with a number of other producers of silver. The ability of the Company to acquire precious metal mineral properties in the future will depend not only on its ability to develop its present properties, but also on its ability to select and acquire suitable producing properties or prospects for precious metal development or mineral exploration. Refer to "Risk Factors" below.

### Foreign Operations

The Company's revenue is currently dependent on production from the Platosa Property, its material producing property located in Mexico. The Company's operations are exposed to various levels of political, economic and other risks and uncertainties as discussed in "Risk Factors" below.

### Employees

As at December 31, 2015, the Company and its wholly-owned subsidiaries employed 254 individuals, along with 74 outside contractors on a fee-for-service basis for conducting mining, exploration and related activities.

### Specialized Skill and Knowledge

Most aspects of the Company's business require specialized skills and knowledge. Such skills and knowledge include the areas of geology, permitting, drilling, metallurgy, mining engineering, process engineering, logistical planning and implementation of exploration programs as well as finance and accounting. The Company has retained a number of employees and consultants with extensive experience in mining, geology, exploration and with the skills necessary to assist in the Company's day-to-day operations.

### Environmental Protection

The Company conducts mining and processing activities in Durango and Zacatecas State, Mexico, and exploration in Mexico. Such activities are subject to various laws, rules and regulations governing the protection of the environment, including requirements for closure and reclamation of mining properties.

In the jurisdictions where the Company operates, specific statutory and regulatory requirements impose standards which must be met throughout the exploration, development and operational stages of a mining property with regard to air quality, water quality, fisheries and wildlife protection, solid and hazardous waste management and disposal, noise, land use and reclamation. Changes in any applicable governmental regulations to which the Company is subject may adversely affect its operations. Failure to comply with any condition set out in any required permit or with applicable regulatory requirements may result in the Company being unable to continue to carry out its activities. The impact of these requirements cannot accurately be predicted.

The financial and operational effects of environmental protection requirements on the Company's capital expenditures, earnings and competitive position have not been significant in the year ended December 31, 2015, and are not expected to become significant i) in Canada until and unless the Company discovers a potentially economic deposit on one of its exploration properties; and ii) in Mexico, until the closure of existing mining operations and the Company undertakes reclamation activities on its properties. Details and quantification of the Company's reclamation and closure costs are discussed in the Company's audited consolidated financial statements and MD&A for the year ended December 31, 2015, available on SEDAR at www.sedar.com, as well as in the section entitled "Risk Factors" below.

## MATERIAL MINERAL PROJECTS

Pursuant to National Instrument 51-102 – Continuous Disclosure Obligations ("NI 51-102"), Excellon has identified the Platosa Property in Durango State, Mexico as its sole material property.

The Platosa Property in Durango State, Mexico is the Company's principal producing property, and the Company also holds the Miguel Auza property located in northern Zacatecas State, acquired via the Silver Eagle transaction as described above. Ore produced at the Platosa mine is processed at the Company's

mill located on the Miguel Auza property. The mine on the Miguel Auza property is currently not in operation and is flooded. The Company does not have plans to explore for or develop Mineral Resources at Miguel Auza at this time and is focusing its exploration efforts on the Platosa Property.

## PLATOSA PROPERTY, DURANGO STATE, MEXICO

The following information regarding the Platosa Property is supported by the Technical Report of the Platosa Property Report dated July 9, 2015 as prepared by Jason J. Cox, P.Eng., David Ross, M.Sc., P.Geo. and Robert Michaud, M.Sc., P.Eng., all of RPA. Mr. Cox, Mr. Ross and Mr. Michaud are independent "Qualified Persons" as defined in NI 43-101. Reference should be made to the full text of the Technical Report, which is incorporated by reference in its entirety into this AIF, and which is available for review under the Company's profile on SEDAR at www.sedar.com, and on the Company's website at www.excellonresources.com. Supplemental information, some of which supersedes or replaces that in the Technical Report has been prepared by the Company under the supervision of John Sullivan, Excellon's Vice President, Exploration, who is a Qualified Person for the purposes of NI 43-101.

*Property Description and Location*

The Platosa Property is located in the State of Durango, north-central Mexico, approximately 45 km north of the city of Torreón. Torreón is an industrial centre of more than one million people when combined with the adjacent cities of Gomez Palacio and Lerdo. The Torreón International Airport is serviced by several daily non-stop flights to and from Mexico City and the United States. The property is approximately a one-hour drive from the airport, via Mexico Highway 49, which is a major north-south trucking route. Rail and power transmission lines run parallel to the highway, and the entire project area is easily accessible year-round with two-wheel-drive vehicles.

Following a reduction in the area covered by the property in order to rapidly escalating holding costs the Company holds 75 Mining Concessions covering a total area of approximately 20,947 ha. These concessions and fractional concessions are held directly by Excellon, although some are subject to royalty agreements. Excellon also holds certain surface rights for portions of the property.

The Excellon-owned Miguel Auza flotation mill is located in the town of Miguel Auza, State of Zacatecas, 220 km south of the mine.

*Site Infrastructure*

The Platosa Property site and mine facilities include the following:

- The surface mine site and associated facilities, including offices, shops, compressors, fuel storage, electric substations, standby generators, crushing and stockpile facilities, portal, ventilation fan, ROM ore storage, underground and surface water settling ponds, diamond drill core logging and storage facilities, and dry facilities.
- Facilities providing basic infrastructure to the mine, including well-maintained gravel roads that access the site as well as a network of roads to service the various ancillary facilities, electric power distribution, and septic treatment.
- Underground infrastructure, including ramps, raises, ventilation/service raises, explosives magazines, dewatering pumps, and underground mobile equipment fleet.
- Excellent access by paved highway and gravel roads to the company-owned mill at Miguel Auza.
- Grid electric power supply to the site.

The Miguel Auza Property site and mill facilities include the following:

- The surface mill site and associated facilities, including offices, shops, compressors, fuel storage, electric substations, fine ore stockpile facilities, crushing, grinding, flotation, filtering circuits, concentrate storage facilities and assay laboratory.
- Facilities providing basic infrastructure to the mill, including well-maintained gravel roads that access the site as well as a network of roads to service the various ancillary facilities, electric power distribution, process water supply and septic treatment.
- A tailings disposal site.
- Grid electric power supply to the site.

The following infrastructure will be added to the mill site to support the LOM

- A replacement tailings disposal facility

*History*

Records of the early history of prospecting and mining in the Platosa area are not known to exist, however, it is speculated that the deposits were discovered by Spanish explorers in the 16$^{th}$ or 17$^{th}$ century. Small-scale mining was carried out at Platosa sporadically from that period up to the 1970s. The Villalobos family mined at Platosa in the early 1970s. Production records from the historic workings are poor, but from the extent of these mine workings, the total historic production from Platosa is estimated to be in the range of 25,000 t to 50,000 t.

Excellon acquired the historic Platosa mine property from the Villalobos family in 1996 and conducted reconnaissance mapping and sampling in 1997, after which time, Apex optioned the Platosa Property from Excellon.

Apex carried out mapping and geochemical sampling in 1998, and a diamond drilling program in 1999. The drilling discovered a sulphide body to the east of the old mine workings. In 1999, Apex carried out a CSAMT survey and an orientation soil gas mercury sampling program. In 2000, Apex completed additional drilling at Platosa. Excellon participated to some extent in the Apex exploration programs and then assumed control of the project in 2001 and continued the exploration work.

*Geology*

The Platosa area is underlain by Mesozoic shelf and slope facies sedimentary rocks, which lie atop of the Coahuila Platform, which is a fault-bounded uplifted basement block measuring approximately 100 km by 150 km. Surrounding the Coahuila Platform are Jurassic and Cretaceous sedimentary rocks of the Chihuahua Trough and Central Mexican Basin. Basement rocks are part of the Paleozoic Coahuila Terrane. Platosa lies near a major northwest fault structure on the southwestern margin of the Coahuila Platform, along a northwest-trending line of major CRDs.

The Platosa-Saltillera area is underlain by Cretaceous-age sedimentary rocks that have been intruded by Tertiary felsic to intermediate dykes and plutons. The sedimentary rocks strike generally northwest-southeast and have been extensively folded and faulted, with variable development of hornfels, marble, skarn, and recrystallization. The principal fault system in the property area is the PSZ, a 250 m to 1,500 m wide zone of fractures and shearing that traverses the eastern margin of the Sierra Bermejillo. The fault comprises at least five separate fault planes that strike north-northeasterly and dip steeply east and west. The structure has been traced for five kilometres northwest and southeast of Platosa. The Platosa Mine, along with the recent discoveries, lies near the intersection of the PSZ with northeasterly-trending fractures that are also controls to mineralization at other occurrences in the area.

*Mineralization*

**Massive Sulphides**

Mineralization at Platosa forms a series of mantos and chimneys localized at the intersection of the PSZ with a northeast-striking lineament. As presently known, the bodies are found within an irregularly shaped 800 m by 700 m area. Most mantos dip gently to the east and are often connected by local, small chimney structures forming a stair-step pattern for a collective dip of 18º towards the east. Depth from surface ranges from 60 m in the west to over 315 m in the east. Sulphide mineralization is massive, banded, disseminated and fracture-filling, fine to coarse-grained galena and sphalerite, with minor accessory pyrite. The primary silver mineral is acanthite, which occurs as coarse blebs and fine-grained intergrowths with galena. Native silver and proustite occur locally. Silver, lead, and zinc grades are often high, especially in the more massive sections. Silver grades in the thousands of grams per tonne are not uncommon. Lead and zinc sulphides can constitute over 80% of the rock mass in drill core.

Drilling in the known manto area has also occasionally intersected anomalous copper and gold values, the gold occurring with the massive sulphides in several holes in the 6A Manto and in a siliceous zone overlying but some distance above portions of the NE-1 Manto massive sulphides. Neither the copper nor gold is of sufficient continuity to be considered part of the Mineral Resource. Gangue minerals include fine-grained calcite, coarse gypsum, quartz, and fluorescent purple fluorite.

**Mineralization Proximal to Intrusive Systems**

A wide range of thermally metamorphosed rocks are found throughout the property. These include hornfels, skarnoid, and marble recrystallization of the carbonate host rocks. The heat source for the metamorphism is thought to be a polyphase intrusive body that may extend for several kilometres beneath the southwest flank of the Sierra Bermejillo. The extent of the body is revealed by regional aeromagnetic surveys flown by the Mexican Geological Survey and Excellon. Monzonite, granodiorite, granite, quartz-eye porphyry, and andesite porphyry have been found in isolated outcrops and drill holes throughout this area. Deeper holes drilled in this area have encountered copper-molybdenum-bearing veinlets and metasomatic skarn zones cutting the hornfels. Megaw (2002) postulated that these metamorphic and metasomatic fluids related to the deeper-seated portions of this intrusion were dammed below the relatively impermeable Lower Hornfels Formation and were only locally able to ascend into the upper carbonate units along faults and fractures.

In November 2007, hole EX07-LP422, drilled approximately 250 m northwest of the Guadalupe Manto, intersected marble and felsic intrusive rocks starting at a depth of 500 m. This was the first time intrusive rocks had been intersected in drilling on the eastern portion of the property. In the spring of 2010, hole EX10-LP763 drilled in the Rincon del Caido ("Rincon") area one kilometre northwest of the northwest corner of the Guadalupe Manto intersected anomalous gold, silver, copper, bismuth, and antimony over 3.3 m in a much wider marble unit, a portion of which was skarnified. A felsic intrusive was intersected at the bottom of the hole. One hole was drilled 200 m to the east in 2011 and intersected no significant mineralization. In early 2012 drilling was again undertaken at Rincon, this time 400 m east of hole EX10-LP763. In a series of holes starting with EX12-LP986, skarn-style sulphide mineralization was intersected between 500 and 600 m vertical at and immediately below a hornfels-marble contact 200 m to 300 m above an underlying felsic intrusive body, which itself is altered and carries a small amount of disseminated pyrite but no significant economic sulphides. All the Rincon drill holes bottomed in the intrusive, which may in fact be a sill and part of a larger intrusive complex responsible for the hydrothermal fluids carrying the sulphides found above.

Between March 2012 and April 2013, thirteen holes intersected significant sulphides at Rincon. In addition to silver, lead and zinc, the all intersections carried anomalous gold. Anomalous bismuth and

copper values were occasionally encountered within these intersections. Hole EX12-LP1019 had the thickest intersection and encountered 55.46 m at average grades of 132 g/t Ag, 3.13% Pb, 1.74% Zn and 0.075 g/t Au. Hole EX12-LP1038 had the most significant gold assays returning 13.07 g/t Au, 21.1 g/t Ag, 0.74% Pb, and 3.57% Zn over 7.25 m. These intersections are reported as core widths. Mineralization banding lies at highly variable angles to core axes in all the Rincon holes (as is typical of skarn-related sulphide mineralization) and there are currently insufficient intercepts to estimate the geometry of the mineralization. Additional drilling and 3D modelling are required to estimate true thicknesses. The marble-hosted, intrusive-related skarn-style sulphide mineralization, the presence of aplitic dykes within the marble, the persistent anomalous gold and the occasional presence of anomalous bismuth and copper suggest that the Rincon prospect could lie on the periphery of a large-tonnage, intrusive-related proximal CRD deposit similar to those found elsewhere in Mexico. A study to determine whether vectors can be found within the existing dataset to suggest the optimal drilling pattern for discovery of additional mineralization was completed in 2014 and the results, while not conclusive suggest that the centre of the system lies to the east-northeast.

*Exploration*

To December 31, 2015, a total of 330,645 m in 1,251 diamond drill holes had been completed at Platosa. Additional diamond drilling is recommended to explore for new high-grade manto CRD sulphides similar to that currently being mined at Platosa, and the for a high-tonnage intrusive-related CRD deposit, which may represent the source of the mantos.

Excellon has tested and used numerous exploration methods including airborne and ground geophysical surveying plus various types of geochemistry. Knowledge of regional and local geology and characteristics of mineralization combined with ground geophysical results prove to be the most effective exploration tools.

*Sampling Method and Approach*

Core is moved from the drill site to a covered core handling facility located north of the mine. An Excellon geologist logs the core and marks sample intervals. All drill core is then photographed. The geologist selects sample intervals to reflect lithologic, structural, or mineralization boundaries. Sample identifiers are marked directly on the core and core box. Sample lengths are limited to a maximum of 1.5 m in mineralized sections and 3.0 m in wall rocks. Field assistants split the weakly mineralized core with a standard blade-type core splitter. Intersections with significant sulphides are split with a diamond saw. The saw is cooled and cleaned with a continuous flow of fresh water. Unconsolidated material is split with a spatula. The half-core samples are collected in plastic bags for shipment to the laboratory. The remaining half is retained and stored at the Platosa site warehouse for future reference. Standards and blanks are inserted into each sample batch.

Groups of up to thirty or forty samples are placed in sealed bags for shipping. A list of samples in each sealed bag is submitted to the laboratory along with the sample list in each bag. The samples are ground transported to Durango by Excellon personnel.

No other sample preparation is carried out by Excellon personnel. RPA observes that the sampling protocols in use by Excellon personnel comply with standard industry practice and are appropriate for the deposit type.

*Sample Preparation and Analysis*

Between April 2005 and June 2008, all samples were sent to SGS Mineral Services (SGS) in Durango for preparation and analysis for silver, gold, lead, zinc, and copper. A portion of the pulps was then sent to the SGS laboratory in Toronto, Ontario, for multi-element ICP analysis. The Durango laboratory was upgraded in the summer of 2008 and since then all Excellon assaying has been carried out in Durango. In

the fall of 2009, the Durango laboratory received accreditation to ISO/IEC 17025. SGS is a reputable international laboratory that provides analytical services to the mining and mineral exploration industry worldwide.

Upon reception at SGS Durango, samples are sorted and checked against the sample submission form before entering the preparation laboratory. Samples are dried at 95°C for at least two hours, crushed to 90% passing 2 mm, split to 250 g, and pulverized to 90% passing 75 μm (200 mesh). The final pulp is submitted for analysis. A barren wash is used between samples.

A 0.20 g sample is subjected to a four-acid digestion and subsequently analyzed by Inductively Coupled Plasma (ICP-AES) (SGS procedure code ICP 40B), for 32 elements, including silver, lead, and zinc. Samples with greater than 10,000 ppm lead or zinc are analyzed by (ICP-AES (SGS procedure code ICP 90Q). Almost all analytical results used to estimate the resources were analysed by ICP90Q. A 0.20 g sample is prepared and added to a sodium peroxide flux prior to being fused in a furnace at 550°C. The resulting melt is cooled and then dissolved in 100 mL of an acid matrix solution. This solution is then analyzed by ICP-AES.

Silver and gold are analyzed by fire assay with an AA finish for gold and a gravimetric finish for silver (SGS procedure code FAG323). A 30 g prepared sample is fused with a mixture of lead oxide, sodium carbonate, and borax silica and then cupelled to yield a precious metal bead. Beads are weighed by microbalance. The silver in the bead is precipitated by acid forming silver chloride, and the gold is kept in solution for an AAS determination. The silver is then calculated by difference (Au+Ag concentration in bead minus Au concentration).

Before July 2011, SGS's internal Quality Assurance/Quality Control (QA/QC) protocol included a preparation duplicate every 50 samples and pulp duplicates every 12 samples. The laboratory also submitted method blanks, as well as a preparation blank at least once for each work order batch and inserted reference material every 25 samples. The protocol was modified in July 2011 to include QA/QC materials (preparation blanks, method blanks, duplicates, replicates, reference materials) to make up a total of 14% of Excellon's samples. For each laboratory batch, a QC report is produced and submitted on request to Excellon's QA/QC manager for review.

RPA notes that analytical results below the detection limit (BLD) of the analytical method have been treated differently over the years. Depending on the drilling campaign, these values have been entered into the assay table as either: zero grade, half the detection limit, or at the full detection limit. RPA recommends that all BLD values be assigned consistently at half the detection limit.

*Security*

Drill core is stored in several covered storage areas within the fenced and access-controlled property perimeter at the Platosa Mine site and in a locked warehouse in Bermejillo. In addition and more recently Excellon has begun cross-piling and palletizing the core and storing it outdoors adjacent to one of the covered areas, which also serves as the core logging location. The core boxes are labelled and depth markers have been placed at appropriate intervals. The drilling, sampling, and logging are carried out under the direct supervision of experienced technical people.

*Assay Quality Assurance and Quality Control (QA/QC)*

In early 2007, Excellon engaged an independent consultant to review and improve the Platosa QA/QC program. In May 2007, as a result of the initial review and recommendations, Excellon began submitting one Certified Reference Material (CRM) sample and one blank with each batch of 30 to 40 samples or less. Since then, Excellon has used its own in-house CRMs named PLA-2, PLA-3, PLA-4, PLA-5, PLA-6 and PLA-7 and continues to insert control materials approximately every 40 samples. Best efforts are made to insert CRMs within or before mineralized intercepts and blanks at the end of the mineralized intercepts. Periodic submission of pulp and reject duplicates is also part of Excellon's QA/QC program.

Excellon closely monitors results of the QA/QC program. Failures are reviewed and action is taken when required. RPA reviewed the QA/QC results from past programs (Ross, 2011, Ross, 2010, and Ross and Rennie, 2008) and found the protocols and results to be adequate to support Mineral Resource estimation.

From June 2011 until June 2013, there were sufficient control samples inserted in each of the 75 batches submitted and pertinent to this current resource estimation. Thirty-five batches returned CRM values outside the expected range for either silver, lead, or zinc. Among them twenty-six were not reanalyzed because they had insignificant mineralization. Nine of the thirty-five failed batches, or relevant portions of the batches, were resubmitted to SGS and the resource database was updated accordingly.

*Data Verification*

Data verification of the drill hole database included manual verification against hardcopy or original digital sources, a series of digital queries, and review of Excellon's QA/QC results. Excellon also compared results from the laboratory against drill hole logs for inconsistencies. The drill hole database was verified by RPA and is suitable for estimating Mineral Resources.

David Ross, P.Geo., Principal Geologist with RPA and an independent QP, visited the property most recently between July 30 and August 1, 2013. He visited the core shack and examined drill core, visited the underground operation and held discussions with Excellon and Cascabel geological and technical staff. On previous visits in 2007, 2009, and 2011, Mr. Ross was able to observe the drilling in progress at the Platosa site and noted that the work was being carried out in a competent fashion, using modern equipment that appeared to be in good repair and appropriate for the job.

*Mineral Resources*

An updated Mineral Resource estimate was prepared as at December 31, 2014, using the previous resource model dated December 31, 2013 minus areas that were mined during 2014. RPA also applied new NSR factors and a new incremental NSR cut-off value. No drilling has taken place on the property near the areas of known mineralization since the effective date of the previous model (December 31, 2013). The latest drill hole used in the current estimate was EX13LP1086.

RPA employed a block model constrained by wireframes, with an inverse distance method of grade interpolation. Block size was 5 m by 5 m by 2 m, and an initial search ellipsoid was spherical with a radius of 25 m followed by a second search with a radius of 50 m. The influence of high grade composites was restricted to 25 m. The sample database comprised drill hole samples composited to two-metre downhole lengths. The minimum width for the mineralization used in construction of the wireframe models was nominally 1.5 m and the NSR incremental cut-off cost used was US$146/t. RPA performed a global reconciliation against production and found the results to be acceptable after factoring in mine dilution.

Wireframe models were updated to incorporate mining and drilling information. For the purpose of reporting, the Platosa deposit has been sub-divided into seven areas. Each area is made up of several mantos and chimneys.

The updated estimate of Mineral Resources is provided in Table 1-2.

**TABLE 1-2 MINERAL RESOURCE ESTIMATE SUMMARY**
**AS OF DECEMBER 31, 2014**
**Platosa Property**

| Category | Tonnes (t) | Ag (g/t) | Pb (%) | Zn (%) | AgEq (g/t) | Contained Ag (oz) | Contained Pb (lb) | Contained Zn (lb) | Contained AgEq (oz) |
|---|---|---|---|---|---|---|---|---|---|
| Measured | 28,000 | 781 | 7.85 | 11.52 | 1,305 | 711,000 | 4,896,000 | 7,188,000 | 1,187,000 |
| Indicated | 400,000 | 758 | 8.31 | 9.77 | 1,248 | 9,747,000 | 73,214,000 | 86,098,000 | 16,046,000 |
| **M + I** | **428,000** | **760** | **8.28** | **9.88** | **1,252** | **10,457,000** | **78,110,000** | **93,286,000** | **17,233,000** |
| Inferred | 4,000 | 2,027 | 14.65 | 2.20 | 2,492 | 260,000 | 1,288,000 | 193,000 | 320,000 |

Notes:
1. CIM definitions were followed for the classification of Mineral Resources.
2. Mineral Resources are estimated at an incremental NSR cut-off value of US$146 per tonne.
3. NSR metal price assumptions: Ag US$17.00/oz, Pb US$0.90/lb, Zn US$1.00/lb.
4. Metal recovery assumptions: Ag 89%, Pb 76%, Zn 81%.
5. The silver equivalent (AgEq) is estimated from metallurgical recoveries, metal price assumptions, and smelter terms, which include payable factors, treatment charges, penalties, and refining charges.
6. Estimate is of Mineral Resources only and, because these do not constitute Mineral Reserves, they do not have any demonstrated economic viability.
7. Mineral Resource estimate prepared by David Ross, P.Geo., of Roscoe Postle Associates Inc., independent geological and mining consultants of Toronto, Ontario. Prepared as at December 31, 2014.
8. Totals may not add or multiply accurately due to rounding.

*Mineral Reserves*

A Mineral Reserve estimate has not been prepared for the Platosa deposit.

*Mining methods*

Historically, the mine has operated an average 26 days per month, however, recently this has been approaching 30 days per month. During 2015, Excellon mined approximately 4,540 tonnes per month (tpm), as water management slowed production late in the year. Prior to 2011, the mine suffered several water inflow incidents that disrupted production and the main risk to the production rate was excessive groundwater inflow and related flooding. The last of these major disruptions occurred in August 2010. Since then, improvements in water management practices, increased pumping capacity, the installation of three watertight doors, which enable areas of the mine to be isolated if necessary, and installation of an alternative power supply for the pumps have reduced the impact of water inflows into the mine to a manageable level.

Once a manto has been accessed, mineralized material is mined by a “Pilot and Slash” mining method, using jacklegs with some mining carried out using jumbos. Depending on the shape and orientation of the manto, the pilot heading can be inclined, declined or flat, to remain in mineralization. Several phases of back slashing (breasting), wall slashing, or floor slashing (benching) from the pilot heading may be required to extract all mineralized material. When larger openings are developed, rock bolting has been carried out or a pillar left for support until mining of the area has been completed. Mining to date indicates that the mantos are very irregular in shape and orientation, and are in many cases connected.

A significantly higher than normal number of mining faces is required to achieve production targets. This increased flexibility is required as headings can change classification from mill feed to waste from one round to the next or become unavailable due to unexpected water inflow requiring grouting.

Mining experience to date has shown the ground to be very competent, with little ground support required and high extraction achieved. As the mineralized material is high grade, there can be a tendency to over-

excavate the mining headings to ensure full extraction. Back calculation of previously mined areas compared to the Mineral Resource estimate suggests that the mining recovery factor ranges from 85% to 95% and dilution is in the range of 10% to 25% depending on the size and orientation of the manto. The current LOM plan is based on the Mineral Resources as of December 31, 2014. The potentially mineable portion of the Mineral Resources has been estimated using a mining recovery factor of 95% and average dilution of 20% at zero grade.

Excellon reports that the underground ventilation system capacity is sufficient at present but must be augmented as the water management program progresses. It has been determined that a new fan can be installed in an existing ventilation raise to accomplish this requirement. The fan has already been purchased and is on site.

*Mineral Processing*

There is currently no mineral processing carried out at the Platosa site. The ore produced from the mine is crushed to 3/8 inch on site and since mid-March 2009, has been processed at the Excellon-owned flotation mill in the town of Miguel Auza located 220 km south of the mine. The mill was acquired when Excellon took over Silver Eagle in early 2009. The Miguel Auza mill operates a conventional grinding/flotation/filtering circuit producing separate silver-lead and silver-zinc concentrates. It has the capacity to process approximately 350 tpd of the high-grade Platosa ore with size of the flotation circuit being the limiting factor. This capacity exceeds the mine production rate and, as a consequence, the mill operates on a variable schedule of several days on then several days off depending on mine and shipping schedules. Certain maintenance activities are carried out on the days when the mill is not operating in order to minimize disruptions.

The Miguel Auza concentrator produces both marketable silver-lead and silver-zinc concentrates with metal recovery rates that meet industry standards for similar ore types.

Metallurgical recoveries and concentrate grades for the remaining LOM plan have been estimated based on actual and historical mill performance results. The daily production rate in 2015 and most of 2016 remains at current levels, approximately half of the mill's processing capacity. During this period, the mill will continue on its current several days on and several days off schedule. Beginning in 2017, as mine production is forecast to increase, the mill capacity utilization increases proportionately reaching 92% in 2018. Since the LOM production rate remains below the current plant's processing capacity, expansion of the milling circuit will not be required.

The current tailings pond had an original capacity of 305,800 tonnes. The final 1.8 m high lift of the tailings dam was completed as planned during 2014, and as of mid-June 2015, the remaining capacity was 80,000 tonnes, sufficient for approximately 16 months of operation.

*Market Studies*

The principal commodities at Platosa are freely traded, at prices that are widely known, so that prospects for sale of any production are virtually assured.

The concentrates produced from the Platosa deposit are of marketable grade and do not contain any deleterious elements or contaminants which would limit the number of smelters capable of processing the concentrates.

*Environmental, Permitting and Social Considerations*

**Permits at Platosa**

Most mining activities are carried out under the terms of a permit called Planta de beneficio y presa de jales de la Unidad La Platosa (Mill and Tailings Management Area of Platosa), issued by the Mexican Secretaria de Medio Ambiente y Recursos Naturales y Pesca (The Secretariat of Environment and Natural Resources, or SEMARNAT). This permit was issued in 2008 to allow for construction of a concentrator and tailings management area on site. A bond was not required. To maintain the permit in good standing, Excellon must report activities on an annual basis, particularly any changes such as an increase in production. The permit expires in 2023 and can be renewed.

The operation holds a second permit, called Licencia Ambiental Unica (Environmental Licence), issued by SEMARNAT in 2013. This permit governs particulate emissions from the crushing plant and storage and disposal of hazardous wastes in general. The permit remains valid for as long as there are no significant changes in emissions or use of hazardous materials at the operation. In addition, Excellon must adhere to the plans outlined in its permit application.

Platosa also holds an explosives permit issued by the Secretaria de la Defensa Nacional (The Secretariat of National Defence). This permit is valid until December 31, 2016 and must be renewed on an annual basis.

Exploration activities, particularly drilling, are also governed by SEMARNAT regulations. In January 2015, Excellon received approval of its application for a change of land use (Cambio de Uso de Suelo) covering the areas in which it plans to carry out diamond drilling when exploration drilling resumes. The approval of affected surface rights holders is required as part of the permitting and drilling process. Excellon owns the surface rights for most of the affected areas and has ongoing cordial business relations with the owners of the remaining lands encompassed by the permit. The permit is valid for five years, however, given that exploration plans often change depending on results obtained, it is likely that it will be necessary to seek a revision to the permit as the drilling program progresses.

**Environmental Monitoring at Platosa**

There is no concentrator or tailings area at the Platosa Mine site. There are small piles of spoils from historic artisanal mining activities in several locations on the property, however, Excellon has no responsibility for these. There is no evidence of acid mine drainage at any of these sites and they do not appear to present a hazard. The mine has a waste rock disposal area adjacent to the portal, however, since completion of the main ramp, there has been little or no waste transported to surface. There is also a mine water settling pond system located near the mine and a series of ditches/canals and another settling pond, some of which are concrete lined, leading from the mine to the northern portion of the property where the mine water is distributed on the surrounding surface area in accordance with Mexican mining regulations. Excellon reports that regular independent, government-approved sampling and analysis indicates that the discharged mine water is of agricultural quality, similar in character to groundwater found elsewhere in the regional basin.

Excellon reports that the property and mine are inspected regularly by PROFEPA, SEMARNAT's inspection branch, and other governmental authorities, and with occasional minor exceptions, the operation has always been found to comply with Mexican environmental, safety, and general labour law requirements.

### Permits at Miguel Auza

Operating permits for Miguel Auza are below. The "Conditional approval of environmental impact statement" is an umbrella permit that references the other listed permits and has no expiry date provided conditions in the other permits are met.

| Permit Type | Area Included | Effective Date | Expiry Date |
|---|---|---|---|
| Subsurface water use | Mill & General Property | August 1994 | August 2024 |
| Water Discharge | General Property | January 2008 | January 2018 |
| Conditional approval of environmental impact statement | General Property | September 2005 | September 2016 |
| Change of Land Use | Ramp & tailings area | September 2005 | None |
| Registration of Excellon's Plan to Handle Hazardous Waste at its Metallurgical Operation | General Property | December 2012 | None |
| Conditional approval of environmental impact statement | General Property | October 2013 | None |

The registration of Excellon's plan to handle hazardous waste is not a permit per se. Excellon submitted a plan to handle such waste and this document is SEMARNAT's acceptance of the plan. It remains valid for as long as there are no significant changes in the amounts or use of hazardous materials at the operation.

### Environmental Monitoring at Miguel Auza

Water discharged into the environment is monitored by sampling every three months using two composited samples, and is based on the concession title. This information is submitted to CONAGUA. Process water is also sampled every three months as part of internal controls. The process water samples are taken from the tailings dam, according to SEMARNAT regulation NOM-001-SEMARNAT-1996.

Well monitoring is done by semester and is reported in the Manifestación de Impacto Ambiental (MIA) to SEMARNAT and PROFEPA, and the results are compared to regulation NOM-001-SEMARNAT-1996.

Additional monitoring of dust particles in each of the cardinal points surrounding Miguel Auza is carried out annually and results are reported to SEMARNAT.

### Closure and Rehabilitation

Mine and mill closure costs for Platosa are based on a reclamation and closure plan study completed by Servicios Multiples Integrades, S.C. in December 2011. Miguel Auza closure costs reflect a reclamation and closure plan study completed by Acro Technologies de la Laguna, S.A. de C.V. (Acro) in March 2012. Both cost estimates were updated by Acro in December 2013. Including ongoing rehabilitation costs they total $915,000 for Platosa and $523,000 for Miguel Auza.

*Optimization Plan*

In late 2014, the Company engaged Hydro-Ressources and Technosub of Quebec, Canada to investigate alternative water management solutions through which mine operations could achieve consistent, increased production rates and lower costs. In April 2015, the Company released the results of a hydrogeological study prepared by Hydro-Ressources and Technosub (the "Optimization Plan"), which confirmed that dry mining conditions are achievable at Platosa and which proposes to replace the current

grouting and pumping process with a more efficient and permanent dewatering system. The Optimization Plan was further revised and announced in November 2015, with the primary revision being a decrease in the initial capital required to implement the program.

The Optimization Plan, as revised, aims to maintain and increase a localized "cone of depression" of the water table below mine workings. Historical data and field observations have already identified that pumping began creating a localized drawdown as pumping operations exceeded ~9,000 gpm at Platosa in 2009. The drawdown trend subsequently increased with increased rates of pumping. Data indicates drawdown rates of ~0.35 metres/month at ~9,000 gpm, 0.75 metres/month at 10,000 gpm and 1.8 metres/month at 18,000 gpm.

The water table is relatively flat throughout the mine site area, indicating a highly permeable local rock formation, particularly near the orebody. Water levels in nearby monitoring wells are over 30 metres higher than at the mine, and over 50 metres higher in private wells located further away from Platosa. Therefore, drawdown trends indicate that lateral influx into the mine area is limited by lower permeability (i.e. fewer water-bearing faults) in the surrounding area and indicative of the restricted recharge rate of water into the mine area. Conservatively, the drawdown rate should increase to 3.8 metres per month when the Optimization Plan is fully implemented, in due course allowing access to, and production from, dry mineralization more rapidly.

Current pumping operations are primarily conducted directly from the mining face, resulting in increased pumping costs and wear-and-tear on pumping and piping equipment, decreased pump efficiency and regular movement of pumps as mining faces advance. Following implementation of the optimization project, pumping will be conducted directly from strategically drilled drain wells targeting high flow zones approximately 100 metres below mine workings, thus allowing high efficiency pumps to pump clean water directly from faults below the mine.

Each drain well will be equipped with a high efficiency submersible pump to increase flow and maintain consistent pumping in advance of development. Booster pumps will be used to efficiently transit water out of the mine via existing Robbins raises. The Company has already drilled six drain holes underground, which demonstrate impressive yield via gravity flow and will serve as the initial drain wells.

*Capital/Operating Cost Estimates and Economic Analysis*

The following summarizes key economic metrics disclosed in the Technical Report in respect of the Optimization Plan. These metrics do not necessarily reflect the impact of the revisions to the Optimization Plan announced in November 2015, but are indicative of the beneficial impact of the program.

The Technical Report is preliminary in nature and includes inferred mineral resources that are considered too speculative geologically to have the economic considerations applied to them that would enable them to be categorized as mineral reserves. Mineral resources that are not mineral reserves do not have demonstrated economic viability. Thus, there is no certainty that the results of the economic analysis contained within the Technical Report will be realized.

| Base case of $17/oz silver, $0.90/lb lead, $1.00/lb zinc | |
|---|---|
| **IRR** | • 118% after-tax IRR with a 1.9 year payback on invested capital |
| **NPV** | • $39 million after-tax $NPV^{7.5\%}$ |
| **Mine Life** | • 6 years (2015-2020) |
| **Invested Capital** | • $9.9 million (prior to November 2015 revisions) |

| Base case of $17/oz silver, $0.90/lb lead, $1.00/lb zinc | | |
|---|---|---|
| | **LOM (2015-2020)** | **Peak Production (2016-2019)** |
| **Net After-Tax Cash Flow** | • $54.4 million | • $58.4 million |
| **Average Annual Metal Production Recovered** | • 1.6 million ounces silver<br>• 10.4 million pounds lead<br>• 11.8 million pounds zinc | • 1.9 million ounces silver<br>• 12.2 million pounds lead<br>• 14.3 million pounds zinc |
| **Production Costs** | • $7.58 total cash cost per payable silver ounce<br>• $12.37 AISC per payable silver ounce | • $6.02 total cash cost per payable silver ounce<br>• $9.00 AISC per payable silver ounce |

**Preliminary Economic Assessment of the Optimization Project**

| After-Tax NPV | | | | | |
|---|---|---|---|---|---|
| | **-20%** | **-10%** | **Base Case** | **+10%** | **+20%** |
| **Ag (oz)** | $13.60 | $15.30 | **$17.00** | $18.70 | $20.40 |
| **Pb (lb)** | $0.72 | $0.81 | **$0.90** | $0.99 | $1.08 |
| **Zn (lb)** | $0.80 | $0.90 | **$1.00** | $1.10 | $1.20 |
| **$NPV^{7.5\%}$ ('000s)** | $(662) | $19,405 | **$39,472** | $59,539 | $79,607 |
| **IRR (%)** | 6% | 56% | **118%** | 221% | 466% |
| **Payback(1) (years)** | 3.0 | 2.3 | **1.9** | 1.5 | 1.25 |

(1) Payback on operating cash flow including capital expenditure assuming April 1, 2015 commencement of optimization project and investment.

The initial capital cost of the Optimization Project was estimated to total $9.9 million (see below for subsequent revisions). The payback period for the base case was estimated at 1.9 years following commencement of the Optimization Project and investment, which was calculated from April 1, 2015 and assumed commencement of surface well drilling early in the third quarter of 2015. For further discussion regarding the estimated period of capital investment and the period in which the Optimization Project will reach full impact, refer to "Timeframe for Implementation," below.

**Baseline Production Metrics**

| | | **LOM** | | **Peak Production** | |
|---|---|---|---|---|---|
| | | **(2015-2020)** | **(annual avg.)** | **(2016-2019)** | **(annual avg.)** |
| **Tonnes Ore(1)** | t ('000s) | 505 | 84 | **384** | **96** |
| **Ore/day** | tpd | 256 | 256 | **274** | **274** |
| **Head Grades(1)** | | | | | |
| **Ag** | g/t | 638 | 638 | **681** | **681** |
| **Pb** | % | 6.8% | 6.8% | **7.0%** | **7.0%** |

| | | LOM | | Peak Production | |
|---|---|---|---|---|---|
| | | (2015-2020) | (annual avg.) | (2016-2019) | (annual avg.) |
| **Zn** | % | 8.1% | 8.1% | **8.6%** | **8.6%** |
| **Recoveries** | | | | | |
| **Ag** | % | 90% | 90% | **91%** | **91%** |
| **Pb** | % | 82% | 82% | **82%** | **82%** |
| **Zn** | % | 77% | 77% | **79%** | **79%** |
| **Metals Produced** | | | | | |
| **Ag** | oz ('000s) | 9,316 | 1,553 | **7,608** | **1,902** |
| **Pb** | lb ('000s) | 62,424 | 10,404 | **48,644** | **12,161** |
| **Zn** | lb ('000s) | 71,017 | 11,836 | **57,144** | **14,286** |
| **Pb Conc.** | t | 47,237 | 7,873 | **36,802** | **9,200** |
| **Zn Conc.** | t | 63,498 | 10,583 | **51,093** | **12,773** |

(1) Tonnes of mineable ore and estimated head grades are derived from the application of a 95% mineability factor and 20% dilution to Platosa's mineral resources.

### Payable Metal Cash Cost Summary

| | LOM (2015-2020) | | | Peak Production (2016-2019) | | |
|---|---|---|---|---|---|---|
| Ag oz payable ('000s) | 8,492 | | | 6,932 | | |
| Tonnes produced | 504,504 | | | 383,541 | | |
| | **$ M** | **$/t** | **$/oz** | **$ M** | **$/t** | **$/oz** |
| Mining | 101.6 | 201.4 | 11.97 | 72.3 | 188.5 | 10.43 |
| Processing | 31.1 | 61.6 | 3.66 | 23.4 | 61.0 | 3.37 |
| *Operating Cash Cost before by-product credits & royalties* | 132.7 | 263.0 | 15.63 | 95.7 | 249.5 | 13.80 |
| By-product credits [(1)] | (68.9) | (136.5) | (8.11) | (54.3) | (141.5) | (7.83) |
| Royalties[(2)] | 0.5 | 1.1 | 0.06 | 0.3 | 0.9 | 0.05 |
| **Total cash cost** | **64.3** | **127.6** | **7.58** | **41.7** | **108.9** | **6.02** |
| Corporate G&A | 15.9 | 31.5 | 1.87 | 10.7 | 27.9 | 1.54 |
| Accretion and amortization of reclamation costs | 0.4 | 0.9 | 0.05 | 0.3 | 0.8 | 0.04 |
| Sustaining Exploration | 5.0 | 9.8 | 0.58 | 3.3 | 8.5 | 0.47 |
| Sustaining Capital Expenditure [(3)] | 19.8 | 39.2 | 2.33 | 6.4 | 16.8 | 0.93 |
| **Total sustaining costs** | **41.1** | **81.4** | **4.83** | **20.7** | **54.0** | **2.99** |
| **All-in sustaining costs** | **105.4** | **209.0** | **12.37** | **62.4** | **162.9** | **9.00** |

(1) Net of TC/RC charges.

(2) Advance royalties payable in respect of the Company's Miguel Auza property. Mexican mining tax royalties are included in operating cash costs.
(3) Sustaining capital expenditures include initial $9.9 million capital investment on optimization project.

During the peak production period of 2016 to 2019 as outlined in the Technical Report, average annual production is estimated to total approximately 96,000 tonnes containing 1.7 million payable silver ounces. Sustaining exploration and sustaining capital expenditures reflect expenditures required in respect of currently defined mineral resources, and expenditures in these areas may be increased to define and access mineralization that may be discovered in the future.

**Sensitivity to Metal Prices and Discount Rate**

| After-Tax NPV$^{7.5\%}$ ('000s) | | | | | |
|---|---|---|---|---|---|
| **Metal Prices** | | | **Discount rate** | | |
| **Ag (oz)** | **Pb (lb)** | **Zn (lb)** | **5%** | **7.5%** | **10%** |
| $13.60 | $0.72 | $0.80 | 360 | (662) | (1,544) |
| $15.30 | $0.81 | $0.90 | 22,097 | 19,405 | 17,036 |
| **$17.00** | **$0.90** | **$1.00** | **43,835** | **39,472** | **36,617** |
| $18.70 | $0.99 | $1.10 | 65,572 | 59,539 | 54,197 |
| $20.40 | $1.08 | $1.20 | 87,310 | 79,607 | 72,778 |

**Cost and Timeframe for Implementation**

The revision to the Optimization Plan announced in November 2015 primarily reduced the estimated capital costs of implementing the program from the previously estimated $9.9 million to $6 million, as set out and in the following timeframes:

| Description | Month | Cost |
|---|---|---|
| **Phase I – installation of high efficiency sump and booster pumps; drilling pilot wells** | 0-3 | $1.42 M |
| **Phase II – drilling of primary wells and installation of booster pumps** | 3-6 | $1.54 M |
| **Phase III – installation of submersible pumps in primary wells and additional booster pumps** | 6-10 | $2.31 M |
| **Technical studies and installation (casing, screen, etc.)** | - | $0.29 M |
| **Contingency** | - | $0.44 M |
| | **Total:** | **$6.00 M** |

Expenditures on the Optimization Plan will be phased over the period of implementation. The installation of the system is expected to take approximately ten months, though the benefits of the increasing drawdown rate will begin to be realized during implementation. As mine workings are currently up to 25 metres below the local water table, a period will be required to lower water levels below existing mine-workings and ongoing development.

The optimization project will be implemented independently of ongoing day-to-day operations, which will continue as usual during the implementation period.

**Continued Optimization of Platosa Operations**

The aim of the Optimization Project is to increase production rates and lower costs. The Technical Report

analysis is based on historical rates of dry versus wet mine production and development, with the identified advantages of dry mining including:

- increased development rates;
- increased production volume;
- elimination of grouting activities;
- increased machine hour availability and reduced maintenance costs; and
- reduced pumping costs in the longer term.

Platosa has no significant capacity constraints on increasing production beyond current rates, with spare mill, ramp, personnel and equipment capacity of 50% or more.

*Conclusions*

On several occasions since 2007, when mine workings began to extend below the local water table, the mining operation experienced groundwater inflows that exceeded pumping capacity and caused production disruptions. To help control these occurrences, Excellon engaged in an intensive program of reactive grouting and pumping to control and prevent water inflows.

In late 2014 and early 2015, Hydro-Ressources conducted field work investigations to assess and understand the groundwater flow in the Platosa Mine area and develop a dewatering plan. The Optimization Plan consists of replacing some underground pumps with higher-capacity equipment, and drilling of four new surface wells. Implementation of the Mine Dewatering Project is estimated to draw down the local water table at a rate of four metres per month, and allow for development and mining to be performed under dry conditions. Compared to the challenges of operating under wet conditions, dewatering of the underground ahead of mining results in the following improvements:

- Significantly increased development rates;
- Increased production volume;
- Significant reduction or elimination of grouting activities;
- Increased mobile equipment availability and reduced maintenance costs.

In RPA's opinion, the Technical Report cash flow analysis demonstrates that spending the $9.9 million in capital required for the Optimization Plan would provide positive economic returns. The Technical Report's economic results are dependent on achieving the projected drawdown rate. In the event that drawdown is faster than estimated, production rate increases will be realized earlier, and economic results will improve accordingly.

RPA had the following conclusions by area:

**Geology and Resources**

The Platosa Property is underlain by folded and faulted Mesozoic sedimentary rocks, locally intruded by dykes and sills of Laramide age. The Platosa mineral deposit is thought to represent the distal portion of a high-temperature epigenetic silver-lead-zinc CRD. This distal portion, located at the intersection of the Platosa Structural Zone with a northeast-striking lineament, is characterized by series of mantos collectively forming the current Mineral Resource. A regional exploration program is underway to search for proximal-style CRD mineralization. This could be a mineralized intrusive body and/or a mineralized skarn adjacent to such an intrusive and may represent a large-tonnage deposit.

The exploration work conducted by Excellon on the Platosa Property has been performed in a competent

manner according to accepted industry standards. The exploration methods and strategies are appropriate for the geological environment and styles of mineralization present. The drill hole database was verified by RPA and is suitable for Mineral Resource estimation work.

The sulphide mineralization intersected at and around the mine has not been completely closed off by drilling. There is excellent potential to discover additional manto style mineralization around the current Mineral Resources. In addition, several excellent exploration targets, including the Rincon del Caido prospect, may lie on the periphery of a large-tonnage, intrusive-related proximal CRD deposit similar to those found elsewhere in Mexico.

Mineral Resources were estimated and classified by RPA following CIM best practices. Using an incremental NSR cut-off value of US$146/t, Measured plus Indicated Mineral Resources are estimated to total 428,000 tonnes grading 760 g/t Ag, 8.28% Pb, and 9.88% Zn, containing 10.457 million ounces Ag, 78.110 million pounds Pb, and 93.286 million pounds Zn. Inferred Mineral Resources are estimated to total 4,000 tonnes grading 2,027 g/t Ag, 14.65% Pb, and 2.20% Zn, containing 260,000 ounces Ag, 1.288 million pounds Pb, and 193,000 pounds Zn. The Mineral Resources are insensitive to both NSR cut-off value and silver price.

The estimate is of Mineral Resources only and, because these do not constitute Mineral Reserves, they do not have any demonstrated economic viability.

**Mining**

There are no Mineral Reserves estimated on the property. Underground mining to date has confirmed that the individual mantos are highly irregular and unpredictable with respect to shape, dip, thickness, extent, and grade. This variability extends both horizontally and vertically. The design of stope mining shapes, a necessary precursor in the process of estimating of Mineral Reserves, cannot be accurately accomplished based on the current drill information. Mining shapes, mining sequences, and modifying factors cannot be determined with a sufficient level of accuracy to convert Mineral Resources to Mineral Reserves based on the CIM definitions for reporting Mineral Reserves.

For most underground deposits, the inability to define accurate stope shapes and prepare an accurate mining sequence and LOM plan would be a significant production and economic risk. This is not the case at Platosa, however, due to the high operating margin, which results from the higher than average grade of the deposit.

The ground has been very competent and, in general, very little ground support is required. There has been no problem to date extracting all the mineralized material. As the mineralized material is high grade, there can be a tendency to over-excavate the mining headings to ensure full extraction. Back calculation of previously mined areas compared to the Mineral Resource estimate suggests that the mining recovery factor ranges from 85% to 95% and dilution is in the range of 10% to 25% depending on the size and orientation of the manto.

**Processing**

The Miguel Auza concentrator produces both marketable silver-lead and silver-zinc concentrates with metal recovery rates that meet industry standards for similar ore types.

The current tailings pond has a design capacity of 305,800 tonnes. A final 1.8 m high lift of the tailings dam was completed as planned during 2014. As of early mid-June 2015, the tailings pond had an estimated remaining capacity of 80,000 tonnes, sufficient for approximately 16 months of operation. A

new tailings management facility will be ready for use at that time.

## QUALITY ASSURANCE/QUALITY CONTROL ("QA/QC")

The Company's exploration programs are subject to QA/QC and security programs, which conform to industry standard best practices in the sampling and analysis of drill core and are in compliance with NI 43-101. This matter is discussed in detail in the Technical Summary above.

## RISK FACTORS

An investment in the Common Shares involves a high degree of risk and must be considered speculative due to the many risk factors facing companies in the mining industry that could materially affect the Company. Certain of such risks are:

### *Fluctuation of Metal Prices*

Even if commercial quantities of mineral deposits are discovered, there is no guarantee that a profitable market will exist for the sale of the metals produced. Factors beyond the control of the Company may affect the marketability of any substances discovered. The prices of various metals have experienced significant movement over short periods of time, and are affected by numerous factors beyond the control of the Company, including international economic and political trends, expectations of inflation, currency exchange fluctuations, interest rates and global or regional consumption patterns, speculative activities and increased production due to improved mining and production methods. The supply of and demand for metals are affected by various factors, including political events, economic conditions and production costs in major producing regions. There can be no assurance that the price of any minerals contained in a deposit will be such that the Company's properties can be mined at a profit. The Company is particularly exposed to the risk of movement in the price of silver. Declining market prices for silver could have a material effect on the Company's profitability, and the Company's policy is not to hedge its exposure to silver.

### *No Assurance of Profitability*

The Company has a limited history of earnings and due to the nature of its business there can be no assurance that the Company will be profitable. The Company has not paid dividends on its Common Shares since incorporation and does not anticipate doing so in the foreseeable future. The only present source of funds available to the Company is from the anticipated cash flow generated by the Company's mining activities at the Platosa Property or through the sale of its equity shares, short-term high-cost borrowing, or the sale or optioning of a portion of its interest in its mineral properties. Even if the results of exploration are encouraging, the Company may not have sufficient funds to conduct the further exploration that may be necessary to determine whether or not a commercially mineable deposit exists. While the Company may generate additional working capital through cash flow from mining operations, further equity offerings, short-term borrowing or through the sale or possible syndication of its properties, there is no assurance that any such funds will be available on favourable terms, or at all. At present, it is impossible to determine what amounts of additional funds, if any, may be required. Failure to raise such additional capital could put the continued viability of the Company at risk.

### *Resource Exploration and Development is a Speculative Business*

Resource exploration and development is a speculative business and involves a high degree of risk, including, among other things, unprofitable efforts resulting not only from the failure to discover mineral deposits but from finding mineral deposits which, though present, are insufficient in size to return a profit from production. The marketability of natural resources that may be acquired or discovered by the

Company will be affected by numerous factors beyond the control of the Company. These factors include market fluctuations, the proximity and capacity of natural resource markets, and government regulations, including regulations relating to prices, taxes, royalties, land use, importing and exporting of minerals and environmental protection. The exact effect of these factors cannot be accurately predicted, but the combination of these factors may result in the Company not receiving an adequate return on invested capital. The majority of exploration projects do not result in the discovery of commercially mineable deposits of ore.

***Dependence on Operations in Mexico***

The Company's operations at the Platosa Property and the Miguel Auza mill in Mexico will account for all of the Company's commercial production in 2015, and will continue to account for all of the Company's commercial production until such time as any other potential mines on the Company's properties are developed and placed into commercial production, or the Company makes an acquisition of a producing mine. Any adverse condition affecting mining or milling conditions at the Platosa mine or the Miguel Auza mill could be expected to have a material adverse effect on the Company's financial performance and results of operations. The Company also anticipates using revenue generated by its operations at Platosa to finance a substantial portion of the capital expenditures required for its exploration activities. Unless the Company can successfully develop and bring into production other mineral projects on its existing properties or otherwise acquire mineral-producing assets, the Company will be dependent on Platosa for its commercial production. Further, there can be no assurance that the Company's current exploration and development programs at its projects will result in any new economically viable mining operations or yield new mineral resources to replace and expand current mineral resources.

***Failure to Achieve Production Estimates***

Estimates of future production from the Platosa Property operations as a whole are derived from a mine plan prepared by Platosa's engineering staff on an annual basis and adjusted during the year to reflect conditions encountered during underground development and mining activities. These plans are reviewed by senior management and are subject to change. The Company cannot give any assurance that it will achieve its production estimates. The failure to achieve the anticipated production estimates could have a material and adverse effect on any or all of the Company's future cash flows, results of operation and financial condition. The mine plan has been developed based on, among other things, mining experience, Mineral Resource estimates, assumptions regarding ground conditions and physical characteristics of the Platosa mineralization (such as hardness, specific gravity and presence or absence of certain metallurgical characteristics) and estimated rates and costs of production.

Actual production may vary from estimates for a variety of reasons, including risks and hazards of the types discussed above, and as set out below:

- actual ore mined varying from estimates in grade, tonnage and metallurgical recoveries and other characteristics;
- mining dilution;
- excessive water encountered during mine development and production;
- ramp wall failures or cave-ins;
- ventilation and adverse temperature levels underground;
- industrial accidents;
- equipment failures;
- natural phenomena such as inclement weather conditions, floods, blizzards, droughts, rock slides and earthquakes;
- encountering unusual or unexpected geological conditions;

- changes in power costs and potential power shortages;
- shortages of principal supplies needed for operation, including explosives, fuels, chemical reagents, water, equipment parts and lubricants;
- restrictions imposed by government agencies;
- labour shortages or strikes;
- civil disobedience and protests; and
- inability to find and retain qualified personnel.

Such occurrences could result in damage to mineral properties, interruptions in production, injury or death to persons, damage to the Company's property or the property of others, environmental damage, monetary losses and legal liabilities. These factors may cause a mineral deposit that has been mined profitably in the past to become unprofitable.

***Uncertainty of Resource Estimates***

The Mineral Resource estimates in respect of the Platosa property are based on limited information acquired through drilling and, in some cases, through underground exploration and mining. No assurance can be given that the anticipated tonnages and grades will be achieved or that the indicated level of recovery will be realized. The grade of mineralization actually recovered may differ materially and adversely from the estimated average grades in the resource estimate. Future production could differ dramatically from resource estimates for, among others, the following reasons:

- mineralization or formations could be different from those predicted by drilling, sampling and similar examinations;
- increases in operating mining costs and processing costs could adversely affect Mineral Resources;
- the grade of the Mineral Resources may vary significantly from time to time and there is no assurance that any particular level of silver, lead or zinc may be recovered from the Mineral Resources; and
- declines in the market price of silver, lead or zinc may render the mining of some or all of the Mineral Resources uneconomic.

Any of these factors may require the Company to reduce its Mineral Resource estimates or increase its cost estimates. Short-term factors, such as the need for the additional development of a deposit or the processing of new different grades, may impair the Company's profitability. Should the market price of metals fall, the Company could be required to materially write down its investment in mining properties or delay or discontinue production or the development of new projects.

***Mineral Reserves***

The Company has not defined any Mineral Reserves on its concessions at the Platosa Property and there can be no assurance that any of the concessions under exploration contain commercial quantities of any minerals. Even if commercial quantities of minerals are identified, there can be no assurance that the Company will be able to exploit the resources or, if the Company is able to exploit them, that it will do so on a profitable basis. Substantial expenditures may be required to locate and establish Mineral Reserves, to develop metallurgical processes and to construct mining and processing facilities at a particular site, and substantial additional financing may be required. It is impossible to ensure that the exploration or development programs planned by the Company will result in a profitable commercial mining operation. The decision as to whether a particular property contains a commercial mineral deposit and should be brought into production will depend on the results of exploration programs and/or feasibility studies, and the recommendations of duly qualified engineers and geologists. Several significant factors will be considered, including, but not limited to: (i) the particular attributes of the deposit, such as size, grade and proximity to infrastructure; (ii) metal prices, which are highly cyclical; (iii) government regulations, including regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting of

minerals and environmental protection; (iv) ongoing costs of production; and (v) availability and cost of additional funding. The exact effect of these factors cannot be accurately predicted, but the combination of these factors may result in the Company not receiving an adequate return on invested capital.

***Surface Rights and Access***

Although the Company acquires the rights to some or all of the minerals in the ground subject to the mineral tenures that it acquires, or has a right to acquire, in most cases it does not thereby acquire any rights to, or ownership of, the surface to the areas covered by its mineral tenures. In such cases, applicable mining laws usually provide for rights of access to the surface for the purpose of carrying on mining activities, however, the enforcement of such rights can be costly and time consuming. It is necessary to negotiate surface access or to purchase the surface rights if long-term access is required. There can be no guarantee that, despite having the right at law to access the surface and carry on mining activities, the Company will be able to negotiate satisfactory agreements with any such existing landowners/occupiers for such access or purchase of such surface rights, and therefore it may be unable to carry out planned mining activities. In addition, in circumstances where such access is denied, or no agreement can be reached, the Company may need to rely on the assistance of local officials or the courts in such jurisdiction, the outcomes of which cannot be predicted with any certainty. The inability of the Company to secure surface access or purchase required surface rights could materially and adversely affect the timing, cost or overall ability of the Company to develop any mineral deposits it may locate.

On November 9, 2012, the Company's operating subsidiary received a statement of claim from the Ejido La Sierrita, which participated in thebelow referenced illegal blockade. The claim alleges that the subsidiary breached the surface rights agreement with the Ejido for access to 1,100 hectares of exploration ground and includes demands for (i) the termination of the surface rights agreement (ii) one year's surface rent in respect of such termination and (iii) 55 million pesos (~Cdn.$4.4 million) in respect of alleged damages.

The Company, in consultation with its legal counsel in Mexico, considers the Ejido's claims unfounded, baseless and a response to Company's previously filed action for damages in respect of losses caused by the illegal blockade and rescission in respect of the Ejido's breaches of the surface rights agreement by participating in the illegal blockade. The Company intends to vigorously defend the claims made against it.

***Safety and Security***

The La Platosa mine is located in the State of Durango, Mexico. Criminal activities in the region may disrupt operations, prevent the Company from hiring qualified personnel or impair the Company's ability to access sources of capital. Risks associated with conducting business in the region include risks related to personnel safety and asset security. These risks may result in serious adverse consequences including, among other things, personal injury, crime related activity and disturbances, and damage or theft of Company property. Given the importance of operations in the State of Durango for the Company, such events resulting from criminal activity could have a material adverse effect on the Company's cash flows, earnings, results of operations and financial condition, and make it more difficult for the Company to obtain any necessary financing. Although the Company has developed procedures regarding these risks, due to the unpredictable nature of criminal activities, there is no assurance that the Company's efforts are able to effectively mitigate risks and safeguard personnel and Company property effectively.

***Permits and Licenses***

The operations of the Company require licenses and permits from various governmental authorities. The Company currently has all permits and licences that it believes are necessary to carry out its current

exploration, development and mining operations at its projects including, without limitation, the permits required to construct and operate a mill at Platosa. The Company may require additional licences or permits in the future and there can be no assurance that the Company will be able to obtain all such additional licenses and permits. In addition, there can be no assurance that any existing licences and permits will be renewable if and when required or that such existing licences and permits will not be revoked.

***The Company is Dependent on Its Workforce at the Platosa Property and is Therefore Sensitive to Labour Disruptions***

The Company is dependent on its workforce at its material producing property and mill operations in Mexico. The Company endeavours to maintain good relations with its workforce in order to minimize the possibility of strikes, lock-outs and other stoppages at the site. Relations between the Company and its employees may be impacted by changes in labour relations which may be introduced by, among other things, employee groups, competing labour unions, and the relevant governmental authorities in whose jurisdictions the Company carries on business.

During 2011 and 2012, operations at the Company's La Platosa mine were interrupted by illegal blockades and associated demonstrations relating to a campaign by competing unions to acquire control of Excellon's workforce. Certain of these demonstrations included participation by members of the Ejido. The demonstrations impeded access by the Company's workforce to the mine resulting in lost days of production and, in respect of one interruption, an adverse impact on the financial results of the Company. Further labour disruptions at La Platosa mine could have a material adverse impact on the Company's business, results of operations and financial condition.

The Company's employees are represented by a labour union under a collective labour agreement. The Company may not be able to satisfactorily renegotiate the collective labour agreement when it expires. In addition, the existing labour agreement may not prevent a strike or work stoppage at our facilities in the future, and any such work stoppage could have a material adverse effect on the Company's earnings.

***Mining Industry is Intensely Competitive***

The Company's business is the acquisition, exploration, development, and exploitation of mineral properties. The mining industry is intensely competitive and the Company competes with other companies that have far greater financial resources, more significant investments in capital equipment and mining infrastructure for the ongoing development, exploration and acquisition of mineral interests, as well as for the recruitment and retention of qualified employees.

***Infrastructure***

Mining, processing, development and exploration activities depend, to one degree or another, on adequate infrastructure. Reliable roads, bridges, power sources and water supply are important determinants, which affect capital and operating costs. Unusual or infrequent weather phenomena, sabotage, government or other interference in the maintenance or provision of such infrastructure, could adversely affect the Company's business.

***Uninsured or Uninsurable Risks***

In the course of exploration, development and production of mineral properties, several risks and, in particular, unexpected or unusual geological or operating conditions, may occur. It is not always possible to fully insure against such risks, and the Company may decide not to take out insurance against such risks as a result of high premiums or other reasons. Should such liabilities arise they could reduce or

eliminate any future profitability and result in an increase in costs and a decline in value of the Common Shares.

***Government Regulation***

Any exploration, development or mining operations carried on by the Company will be subject to government legislation, policies and controls relating to prospecting, development, production, environmental protection, mining taxes, health and safety, and employment standards. As indicated above, the Company requires permits and licenses from a variety of governmental authorities. The Company's mining, exploration and development projects could be adversely affected by amendments to such laws and regulations, by future laws and regulations, by more stringent enforcement of current laws and regulations, by changes in policies affecting foreign trade, investment, mining and repatriation of financial assets, by shifts in political attitudes and by exchange controls and currency fluctuations. The Company cannot predict the extent to which future legislation and regulation could cause additional expense, capital expenditures, restrictions, and delays in the development of its properties, including those with respect to unpatented mining claims. Further, there can be no assurance that the Company will be able to obtain or maintain all necessary licenses and permits that may be required to carry out exploration, development and mining operations at its projects.

***Recent Reforms in Mexico***

The Company's operations in Mexico are subject to Mexican federal and State laws and regulations. In 2013, the Mexican Congress approved a tax reform package, which came into effect on January 1, 2014. The tax reform includes, among other things, maintaining the current corporate tax rate of 30% (previously scheduled as 29% in 2014 and 28% in 2015), a broadened tax base, the elimination of the single rate business tax, the introduction of a 7.5% mining royalty on profits derived from the sale of minerals and the introduction of an extraordinary mining royalty of 0.5% on the gross income derived from the sale of precious metals. In addition, a new 10% withholding tax on dividend distributions to non-residents (subject to income tax treaty provisions) will be imposed at the distributing company level. The tax reform applies on a prospective basis and therefore could have a material impact on the Company's future earnings and cash flows, and possibly on future capital investment decisions.

***Tax Reassessments in Mexico***

In 2013, the Mexican tax authority (Servicio de Administración Tributaria – "SAT") in the state of Zacatecas completed an income tax audit of the 2008 and 2009 years in respect of one of the Company's Mexican subsidiaries. As a result of this audit, on February 24, 2014 and March 13, 2014 the Company received notice of reassessments from SAT for 2009 and 2008 respectively, denying deductions in the amount of 115.2 million pesos ($6,700,000) and 72.9 million pesos ($4,200,000), respectively, that relate primarily to foreign exchange losses. The combined impact of the 2009 and 2008 reassessments is a reduction in the available non-capital loss balance totaling 188.1 million pesos ($10,900,000), which, consequently, would result in a reduction in the deferred tax asset balance of $3,300,000 and a corresponding increase in deferred income tax expense. Management was of the view that there was a strong case to support the Company's position, particularly because the SAT has only made adjustments to foreign exchange losses but has not made offsetting adjustments to foreign exchange gains recognized in the same period. Accordingly, the Company appealed the 2008 and 2009 reassessments through the SAT's appeal procedures.

In December 2014, the Company was notified by SAT that a favourable resolution had been issued, confirming the Company's tax treatment of the foreign exchange losses in its 2009 annual tax return and has since received a formal tax reassessment notice. In October 2015, the Company was notified by the SAT that a favourable resolution had been issued, confirming the Company's tax treatment of the foreign

exchange losses in its 2008 annual tax return. The Company expects to receive formal tax reassessment notice from the SAT reflecting the favourable resolution for 2008. Accordingly, management believes, based on the tax advice from its tax advisors that it is more likely than not that that the Company's position will be sustained and no amounts related to this issue has been recorded in the financial statements as of December 31, 2015.

***Environmental Matters***

Existing and possible future environmental legislation, regulations and actions could cause significant expense, capital expenditures, restrictions and delays in the activities of the Company, the extent of which cannot be predicted and which may well be beyond the capacity of the Company to fund. The Company's right to exploit the mining properties is subject to various reporting requirements and to obtaining certain government approvals and there is no assurance that such approvals, including environmental approvals, will be obtained without inordinate delay or at all.

Environmental legislation is evolving in a manner which will require, in certain jurisdictions, stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and a heightened degree of responsibility for companies and their officers, directors and employees. No certainty exists that future changes in environmental regulation, if any, will not adversely affect the Company's operations or development properties. Environmental hazards may exist on the Company's properties which are unknown to management at present and which have been caused by previous owners or operators of the properties.

Failure to comply with applicable environmental laws, regulations and permitting requirements may result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Parties engaged in the exploration or development of exploration properties may be required to compensate those suffering loss or damage by reason of such parties' activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations.

***Decommissioning and Site Rehabilitation Costs***

During the year ended December 31, 2015, the Company re-assessed its reclamation costs at each of its mines based on updated mine life estimates, rehabilitation and closure plans. The total undiscounted amount of estimated cash flows required to settle the Company's obligations is $1.5 million, which has been discounted using a risk free rate of 0.74%, of which $0.9 million of the reclamation obligation relates to the Platosa mine, and $0.6 million relates to the Miguel Auza mine. The present value of the reclamation liabilities may be subject to change based on management's current estimates, changes in the remediation technology or changes to applicable laws and regulations. Such changes will be recorded in the accounts of the Company as they occur.

The costs of performing the decommissioning and reclamation must be funded by the Company's operations. These costs can be significant and are subject to change. The Company cannot predict what level of decommissioning and reclamation may be required in the future by regulators. If the Company is required to comply with significant additional regulations or if the actual cost of future decommissioning and reclamation is significantly higher than current estimates, this could have an adverse impact on the Company's future cash flows, earnings, results of operations and financial condition.

***Foreign Countries and Regulatory Requirement***

Certain of the Company's projects and interests are located in Mexico and Ecuador, where mineral exploration and mining activities may be affected in varying degrees by political instability, economic conditions, expropriation or nationalization of property and changes in government regulations such as

tax laws, business laws, environmental laws and mining laws, affecting the Company's business in these countries. Any changes in regulations or shifts in political conditions are beyond the control of the Company and may adversely affect its business, or if significant enough, may make it impossible to continue to operate in these countries. Operations may be affected in varying degrees by government regulations with respect to restrictions on production, price controls, foreign exchange restrictions, export controls, income taxes, expropriation of property, environmental legislation and mine safety.

***Compliance with Anti-corruption Laws***

The Company's operations are governed by, and involve interaction with, many levels of government in Mexico. The Company is subject to various anti-corruption laws and regulations such as the Canadian Corruption of Foreign Public Officials Act, which prohibit a company and its employees or intermediaries from bribing or making improper payments to foreign officials or other persons to obtain or retain business or gain some other business advantage. The Platosa Mine is located in Mexico and, according to Transparency International, Mexico is perceived as having fairly high levels of corruption relative to Canada. The Company cannot predict the nature, scope or effect of future regulatory requirements to which the Company's operations might be subject or the manner in which existing laws might be administered or interpreted.

Failure to comply with the applicable anti-corruption laws and regulations could expose the Company and its senior management to civil or criminal penalties or other sanctions, which could materially and adversely affect the Company's business, financial condition and results of operations. Likewise, any investigation of any alleged violations of the applicable anti-corruption legislation by Canadian or foreign authorities could also have an adverse impact on the Company's business, reputation, financial condition and results of operations. Although the Corporation has adopted policies to mitigate such risks, such measures may not be effective in ensuring that the Company, its employees or third party agents will comply with such laws.

***Dependence upon Others and Key Personnel***

The success of the Company's operations will depend upon numerous factors, many of which are beyond the Company's control, including the ability to produce minerals; the ability to attract and retain additional key personnel in sales, marketing, technical support and finance; and the ability and the operating resources to develop and maintain the properties held by the Company. These and other factors will require the use of outside suppliers as well as the talents and efforts of personnel and consultants hired or retained by the Company. There can be no assurance of success with any or all of these factors on which the Company's operations will depend.

***Currency Fluctuations***

The Company maintains its accounts in Canadian and US dollars and Mexican pesos. The Company's operations are in Mexico and some of its payment commitments and exploration expenditures under the various agreements governing its rights to the Platosa and Miguel Auza properties are denominated in US dollars, making these rights subject to foreign currency fluctuations. Such fluctuations may materially affect the Company's financial position and results. The Company does not currently engage in any hedging or price protection programs to manage such risk.

***Price Fluctuations and Share Price Volatility***

In recent years, the securities markets in the United States and Canada have experienced a high level of price and volume volatility, and the market price of securities of many companies, particularly those considered development stage companies, have experienced wide fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such

companies. There can be no assurance that continual severe fluctuations in price will not occur.

***Liquidity Risk***

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The primary source of funds available to the Company is cash flow generated by the Platosa Mine. The Company has in place a planning and budgeting process to help determine the funds required to support the Company's normal operating requirements on an ongoing basis, to support its exploration plans, and to ensure that it will have sufficient liquidity to meet its liabilities when due. To the extent the Company does not believe it has sufficient liquidity to meet these obligations, management will consider securing additional funds through equity or debt transactions.

As at December 31, 2015, the Company had outstanding accounts payable excluding accrued liabilities, which are due within 90 days or less. In addition, annual payments of approximately $550,000 (adjusted annually for inflation) under a surface rights lease with Ejido are payable until 2037, subject to the resolution of the Corporation's claim to rescind this contract, as discussed below.

***Credit Risk***

Credit risk is the risk of unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to cash and cash equivalent. Management believes the credit risk on cash and cash equivalents is very low since the Company's cash and cash equivalents balance are held at large international financial institutions with strong credit ratings.

The Company is exposed to credit risk from its customer, which is a large multi-national corporation operating in the mining and oil & gas industries. Accounts receivable are subject to normal industry credit risks and are considered low.

***Acquisition Strategy***

As part of the Company's business strategy, it has sought and will continue to seek new exploration, development and mining opportunities in the resource industry. As a result, the Company may from time to time acquire additional mineral properties or securities of issuers which hold mineral properties. In pursuit of such opportunities, the Company may fail to select appropriate acquisition candidates or negotiate acceptable arrangements, including arrangements to finance acquisitions or integrate the acquired businesses and their personnel into the Company. The Company cannot assure that it can complete any acquisition or business arrangement that it pursues on favourable terms, or that any acquisitions or business arrangements completed will ultimately benefit the Company.

***Conflicts of Interest***

Certain directors and officers are directors and/or officers of other mineral exploration companies and as such may, in certain circumstances, have a conflict of interest, if any, which arise will be subject to and governed by procedures prescribed by the Company's governing corporate law statute which requires a director of a corporation who is a party to, or is a director or an officer of, or has some material interest in any person who is a party to, a material contract or proposed material contract with the Company to disclose his or her interest and, in the case of directors, to refrain from voting on any matter in respect of such contract unless otherwise permitted under such legislation.

## DIVIDENDS

The Company currently intends to retain future earnings, if any, to finance the growth and development of its business. During the last three fiscal years ended December 31, 2015, the Company did not pay any dividends. The Company does not currently have any intention to pay dividends.

## DESCRIPTION OF CAPITAL STRUCTURE

### Common Shares

The Company's authorized share capital consists of an unlimited number of Common Shares of which 55,024,279 Common Shares were issued and outstanding as at December 31, 2015. The holders of Common Shares are entitled to receive notice of and attend all meetings of shareholders with each Common Share entitling the holder to one vote on all matters voted on by shareholders, including the election of directors. Holders of Common Shares are entitled to receive dividends when, as and if declared by the Board. The *Business Corporations Act* (Ontario) provides that a corporation may not declare or pay a dividend if there are reasonable grounds for believing that the corporation is, or would after the payment of the dividend, be unable to pay its debts as they become due in the ordinary course of business. In the event of the dissolution, liquidation, or winding up of Excellon, holders of Common Shares are entitled to share rateably in any assets remaining after the satisfaction in full of the prior rights of creditors, including holders of Excellon's indebtedness.

Since November 28, 2011, the Company has maintained an ongoing normal course issuer bid program, which was approved by the TSX in November 2011 and subsequently renewed on an annual basis. The program expired in December 2015. From the institution of the normal course issuer bid in November 2011 to December 2, 2015 (the expiry date), the Company repurchased 1,580,200 Common Shares.

### Options to Purchase Common Shares

The Company's incentive stock option plan permits its Board to grant to directors, officers, employees and service providers of the Company incentive stock options to purchase a designated number of authorized but unissued Common Shares up to but not exceeding 10% of the issued and outstanding Common Shares at any point in time. As of March 23, 2016, there were 1,475,000 stock options outstanding.

### Deferred Share Units

The Company's DSU Plan provides for the grant of DSUs to directors, officers and employees of the Corporation to allow such persons to participate in the long term success of the Corporation and to promote a greater alignment of interests between the participants designated under the DSU Plan and the Shareholders of the Corporation. Each DSU entitles the holder to receive, subject to adjustment as provided for in the DSU Plan, a lump sum cash payment or, at the Corporation's discretion, Common Shares awarded from treasury or from market purchases equal to the whole number of DSUs credited to the DSU Participant plus a cash settlement for any fraction of a DSU upon the retirement of the holder from the Company. As at March 23, 2016, there were 1,621,409 DSUs outstanding.

### Restricted Share Units

The Company's RSU Plan provides for the grant of RSUs to directors, officers and employees of the Corporation to allow such persons to participate in the long term success of the Corporation and to promote a greater alignment of interests between the participants designated under the RSU Plan and the Shareholders of the Corporation. Each RSU entitles the holder to receive, subject to adjustment as

provided for in the RSU Plan, a lump sum cash payment or, at the Corporation's discretion, Common Shares awarded from treasury or from market purchases equal to the whole number of RSUs credited to the RSU Participant plus a cash settlement for any fraction of a RSU upon the retirement of the holder from the Company. The terms and conditions of vesting of each Grant are determined by the Compensation Committee at the time of the Grant. As of March 23, 2016, there were 1,109,911 RSUs outstanding.

**Convertible Debentures**

On November 27, 2015, the Company issued C$5.61 million principal amount of Debentures. The Debentures have a term of four years and are convertible into Common Shares prior to maturity at a conversion price of $0.50 per Common Share. The Debentures bear interest at an annual rate of 3.75%, payable in cash semi-annually. Interest on the Debentures may alternatively be paid in Common Shares at the Company's option based on (i) the 10-day volume-weighted average price ("VWAP") of the Common Shares prior to the payment date and (ii) an effective rate of interest of 5% for the applicable period.

On or after November 27, 2017 and prior to maturity, the Company may accelerate conversion of the Debentures as follows: (i) 50% of the principal amount, provided that the 20-day VWAP of the Common Shares is $1.10; and (ii) the remaining 50% principal amount provided that the 20-day VWAP of the Common Shares is $1.40.

The purchasers of the Debentures were also issued 2,002,772 Common Share purchase warrants ("Warrants"). Each Warrant is exercisable at a price of $0.50 for a period of four years from the date of issuance.

On May 27, 2017 (the "Put Date"), Debentureholders shall have the option to request repayment in cash of the outstanding principal amount of the Debentures plus accrued interest by providing the Company with two months prior written notice and a one month period for repayment following the Put Date.

In connection with the Debenture financing, the Company granted 480,000 broker warrants entitling the holder to purchase one Common Share at an exercise price of $0.50 per Common Share prior to November 27, 2018.

**Shareholder Rights Plan**

The Board of Company has adopted a shareholder rights plan (the "**Plan**") on March 24, 2015 on the terms and conditions substantially set forth in the Shareholder Rights Plan Agreement dated as of March 24, 2015 between the Company and Computershare Investor Services Inc., as rights agent. The Plan was subsequently approved by Shareholders on May 28, 2015. The Company adopted the Plan to ensure the fair treatment of shareholders in connection with any takeover bid for Common Shares of the Company. The Plan seeks to provide shareholders with adequate time to properly assess a take-over bid without undue pressure. It is also intended to provide the Board with more time to fully consider an unsolicited take-over bid and, if considered appropriate, to identify, develop and negotiate other alternatives to maximize shareholder value. A full text of the Rights Plan Agreement may also be viewed in electronic format under the Company's profile on the SEDAR website at www.sedar.com.

## MARKET FOR SECURITIES

The Company's Common Shares are listed and posted for trading on the TSX under the symbol "EXN". The table set out below presents the high and low sale prices for the Common Shares and trading volume,

on a monthly basis on the TSX and alternate trading systems during the fiscal period ended December 31, 2015.

| Month and Year | High ($) | Low ($) | Volume |
|---|---|---|---|
| 2015 | | | |
| December | 0.33 | 0.195 | 4,435,137 |
| November | 0.315 | 0.24 | 1,714,130 |
| October | 0.41 | 0.305 | 1,078,127 |
| September | 0.435 | 0.34 | 506,829 |
| August | 0.465 | 0.35 | 562,800 |
| July | 0.51 | 0.365 | 823,473 |
| June | 0.57 | 0.49 | 1,077,099 |
| May | 0.68 | 0.49 | 1,170,976 |
| April | 0.60 | 0.495 | 853,301 |
| March | 0.68 | 0.51 | 504,107 |
| February | 0.89 | 0.64 | 762,033 |
| January | 0.95 | 0.61 | 2,075,339 |

## PRIOR SALES

The following table sets out stock options, DSUs and RSUs issued by the Company during the fiscal year ended December 31, 2015.

| Date of Issuance | Number of Securities | Type of Security | Price per Security |
|---|---|---|---|
| February 1, 2015 | 25,000 | Stock Options | $0.87 |
| February 6, 2015 | 3,147 | DSUs | $0.80 |
| April 6, 2015 | 317,236 | DSUs | $0.57 |
| April 6, 2015 | 425,000 | RSUs | $0.57 |
| April 6, 2015 | 640,000 | Stock Options | $0.57 |
| July 2, 2015 | 160,750 | DSUs | $0.50 |
| October 1, 2015 | 224,391 | DSUs | $0.36 |
| December 31, 2015 | 697,741 | DSUs | $0.31 |
| December 31, 2015 | 445,000 | RSUs | $0.31 |
| December 31, 2015 | 150,000 | Stock Options | $0.31 |

## DIRECTORS AND OFFICERS

The names, provinces and country of residence, period during which each has served as a director where applicable, positions held with the Company and principal occupation for the past five years of the directors and executive officers are as set out below. The term of office of each current director will expire at the next annual meeting or when his or her successor is duly elected or appointed. The directors who are members of the Company's Audit Committee, Nominating and Corporate Governance Committee, Compensation Committee and Health, Safety and Environmental Committee are noted

below.

| Name, Province and Country of Residence and Position with the Company | Director/Officer since | Principal occupation |
|---|---|---|
| **ANDRÉ Y. FORTIER** [(1) (3) (4)]<br>Chairman and Director<br>Quebec, Canada | March 16, 2005 | Corporate Director. Former SVP of Noranda, CEO of Kerr Addison Mines, and Campbell Resources. Former Chairman of Conseil de Patronat du Québec. |
| **THOR E. EATON** [(2) (3) (4)]<br>Director<br>Ontario, Canada | August 8, 2011 | Businessman; Chairman of Notae Investments Ltd. since 1998; Trustee of The Thor E. & Nicole Eaton Family Charitable Foundation since 1999; Director of Metaris Inc. since 1993; Director of Pelangio Exploration Inc. since May 2013; Director of Lateegra Gold Corp. from October 2010 to August 2011; Director of Attwell Capital Inc. from June 2009 to September 2010; Director of West Timmins Mining Inc. from September 2006 to November 2009; Director of Fralex Therapeutics from March 2005 to June 2009. |
| **ALAN R. MCFARLAND** [(1) (2) (4)]<br>Director<br>New York, USA | November 23, 2006 | Businessman; Managing Member of McFarland Dewey & Co. since 1989. Former director of Placer Dome Inc. and Masonite International Inc. Founding Director of the World Resources Institute. |
| **TIMOTHY J. RYAN** [(1) (2) (3)]<br>Director<br>British Columbia, Canada | March 27, 2006 | Businessman; Founder and President of First General Securities Inc. since 1982. Founder of First Silver Reserve, which operated the San Martin Mine acquired by First Majestic Silver in 2006. |
| **OLIVER FERNÁNDEZ** [(4)]<br>Director<br>Mexico City, Mexico | October 25, 2012 | Businessman; Founder and President of Grupo Empresarial Maestro, S.A. de C.V. (Credito Maestro). Former General Manager of Grupo IBADESA, Vice President of Camil Group and Founder and President of FERDAM. |
| **NED GOODMAN**<br>Director<br>Toronto, Ontario | July 28, 2015 | Founder and Director of Dundee Corporation, the Dundee group of companies. Director of DREAM Unlimited Corp., Dundee Sustainable Technologies Inc., Goodman Gold Trust and Oban Mining Corporation. Previously director of the Company from April 2013 to February 2014. |
| **BRENDAN CAHILL**<br>Director, President and Chief Executive Officer<br>Ontario, Canada | July 23, 2012 (director since April 30, 2013) | President of the Corporation since October 2012 and Chief Executive Officer since March 2013; previously Executive Vice President from July 2012. Former Vice President Corporate Development and Corporate Secretary of Pelangio Exploration Inc. (until July 2012), Corporate Secretary of Pelangio Mines Inc. (until Mar. 2009), director of Lateegra Gold Corp. (until Aug. 2011). Member of the Young Presidents Organization. |
| **RUPY DHADWAR**<br>Chief Financial Officer<br>Ontario, Canada | August 7, 2012 | Chief Financial Officer of the Company since August 2012 and previously the Company's Controller since January 2010. Previously, Chartered Accountant at MacGillivray Partners, Chartered Accountants. |
| **JOHN R. SULLIVAN**<br>Vice President, Exploration<br>Ontario, Canada | January 1, 2007 | Vice President, Exploration of the Company since January 2007; Senior Geologist with Watts, Griffis and McOuat Limited from March 2003 to December 2006. |

Notes:

(1) Member of the Audit Committee
(2) Member of the Nominating and Corporate Governance Committee
(3) Member of the Compensation Committee
(4) Member of the Health, Safety and Environmental Committee

Based on the disclosure available on the System for Electronic Disclosure by Insiders and confirmation by Management, as of March 23, 2016, the directors and executive officers of the Company, as a group,

beneficially owned, directly or indirectly, or exercised control or direction over 5,440,212 Common Shares, representing 9.9% of the issued and outstanding Common Shares.

**Cease Trade Orders**

To the best of the Corporation's knowledge, none of the directors or executive officers of the Company is, as at the date of this AIF, or has been within 10 years before the date hereof, a director, chief executive officer or chief financial officer of any company, including the Company, that: (i) was subject to a cease trade or similar order or an order that denied the relevant company access to any exemption under securities legislation, in any case that was in effect for more than 30 consecutive days that was issued while the director or executive officer was acting in the capacity as director, chief executive officer or chief financial officer; or (ii) was subject to an order that was issued after the director or executive officer ceased to be a director, chief executive officer or chief financial officer and which resulted from an event that occurred while that person was acting in the capacity as director, chief executive officer or chief financial officer.

**Bankruptcies**

To the best of the Company's knowledge, except as noted below, none of the directors or executive officers of the Company, or shareholders holding sufficient Common Shares to materially affect the control of the Company is, as at the date of this AIF, or has been within 10 years before the date hereof, a director, chief executive officer or chief financial officer of any company, including the Company, that, while that person was acting in that capacity, or within a year of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets; or (ii) has become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or become subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets of the director, executive officer or shareholder. André Fortier was the President and Chief Executive Officer of Campbell, which made application under the Companies' Creditors Arrangements Act in January 2009. Mr. Fortier was also President of Campbell's subsidiary, Meston Resources Inc., which made a petition for bankruptcy in October 2008.

**Penalties and Sanctions**

None of the directors or executive officers of the Company or, to the Company's best knowledge, shareholders holding sufficient Common Shares to materially affect the control of the Company is, as at the date of this AIF, or has been within 10 years before the date hereof, subject to:

(i) any penalties or sanctions proposed by a court relating to securities legislation or by a securities regulatory authority or have entered into a settlement agreement with a securities regulatory authority, or

(ii) any other penalties or sanctions imposed by a court or regulatory body that would likely be considered important to a reasonable investor in making an investment decision.

**Conflicts of Interest**

To the knowledge of the Company, no director or officer of the Company has an existing or potential conflict of interest with the Company or any of its subsidiaries except to the extent that certain officers and directors of the Company also act as officers and directors of other corporations active in mining and exploration, which may compete with the Company for business opportunities. Such directors are

required by law, however, to act honestly and in good faith with a view to the best interests of the Company and its shareholders and to disclose any personal interest which they may have in any material transaction which is proposed to be entered into with the Company and to abstain from voting as a director for the approval of any such transaction.

**Audit Committee's Charter**

The purpose of the Company's Audit Committee is to provide assistance to the Board in fulfilling its responsibilities with respect to matters involving the financial reporting process, the system of internal control and management of financial risks, the audit process, and the Company's process for monitoring compliance with laws and regulations and its own code of business conduct. A copy of the Company's Audit Committee Charter is attached as Schedule "A" and is available on the Company's website at www.excellonresources.com.

**Composition of the Audit Committee**

The members of the Audit Committee are Timothy J. Ryan (Chairman), Andre Y. Fortier and Alan R. McFarland. All current members of the Audit Committee meet the independence criteria set out in National Instrument 52-110 – Audit Committees ("**NI 52-110**").

Based on information provided by each director, the Board determined that all members of the Audit Committee are "financially literate" as that term is defined in NI 52-110.

**Relevant Education and Experience**

The education and experience of each member of the Audit Committee that is relevant to the performance of Audit Committee responsibilities is described below:

Timothy J. Ryan: Mr. Ryan holds an undergraduate degree in Commerce from the University of Saskatchewan and an MBA from the University of Western Ontario and, since 1982, has been founder and president of First General Securities Inc., a private venture capital investment and advisory firm. In addition, he is the former chairman of Discovery Enterprises Inc., a British Columbia Crown Corporation formed to apply capital and advisory resources to early stage innovative enterprises. In those capacities, and as a director and chair of audit committees in other public companies (including publicly traded mining companies), Mr. Ryan has had extensive experience in analyzing and evaluating financial statements and in the general application of applicable accounting standards and principles.

André Y. Fortier: Mr. Fortier was President and Chief Executive Officer of Campbell Resources Inc., a public mining company, from 2001 to 2009. Prior to that, he was Chairman and Chief Executive Officer of MSV Resources Inc. and GeoNova Explorations Inc. and a director of Mazarin Mining Corporation and Southern Africa Corporation, all of which are public mining companies. In his position as such, Mr. Fortier has gained extensive experience with understanding the accounting principles used by mining and exploration companies in their financial statements, as well as analyzing and evaluating financial statements that present a breadth and level of complexity of accounting issues that are generally comparable to the breadth and complexity of issues likely to be raised by the Company's financial statements. In his capacity as Chairman and Chief Executive Officer, he has also had significant experience in understanding internal controls and procedures for financial reporting.

Alan R. McFarland: Mr. McFarland has over 45 years of experience in the field of investment banking. His work has covered a range of investment banking activities including general corporate advisory work on financial strategies, mergers, acquisitions and divestitures, public and private financings, venture capital, tax shelters, securities analysis, and corporate restructurings. He was a director and the Chair of the Audit Committee of Placer Dome, Inc. and a Director of Masonite International Corporation. In the course of his work, he has gained extensive experience in evaluating financial statements, including those of companies in the mining industry, that present a breadth and level of complexity of accounting issues

that are generally comparable to the breadth and complexity of issues likely to be raised by the Company's financial statements.

**Audit Committee Oversight**

Since the commencement of the Company's most recently completed financial year, there has not been a recommendation of the Audit Committee to nominate or compensate an external auditor which was not adopted by the Company's Board of Directors.

**Pre-Approval Policies and Procedures**

The Audit Committee has a practice of pre-approving audit and non-audit services provided by the independent auditor. The Committee has delegated to its Chair, the authority, to be exercised between regularly scheduled meetings of the Audit Committee, to pre-approve audit and non-audit services provided by the independent auditor. All such pre-approvals shall be reported by the Chair at the meeting of the Audit Committee next following the pre-approval.

**External Auditor Service Fees**

The fees billed by the Company's auditor in each of the last two fiscal years are as follows:

| | **Year ended December 31, 2015** | **Year ended December 31, 2014** |
|---|---|---|
| Audit Fees[(1)] | $206,000 | $195,000 |
| Audit Related Fees[(2)] | $66,000 | $64,000 |
| Tax Fees[(3)] | $128,000 | $212,000 |
| **Total** | **$400,000** | **$471,000** |

Notes:

(1) The aggregate audit fees billed in connection with statutory and regulatory filings, principally for the audit of the annual financial statements.

(2) The aggregate fees billed for assurance and related services that are reasonably related to the performance of the audits or reviewing the Corporation's financial statements and are not included under "Audit Fees".

(3) The aggregate fees billed for services related to tax compliance, tax advice and tax planning, including tax return preparation and other compliance matters.

## LEGAL PROCEEDINGS AND REGULATORY ACTIONS

Other than as disclosed herein, management is not aware of any material litigation matters involving the Company outstanding as of the date hereof. Refer to "Risk Factors – Surface Rights and Access" for a description of outstanding litigation between the Company and the Ejido.

During the fiscal year ended December 31, 2015, the Company was not subject to:

(a) any penalties or sanctions imposed by a court relating to securities legislation or by a securities regulatory authority;

(b) any other penalties or sanctions imposed by a court or regulatory body that would likely be considered important to a reasonable investor in making an investment decision; or

(c) any settlement agreements entered into with a court relating to securities legislation or with a securities regulatory authority.

## INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

No directors or executive officers of the Company and no person or company that is the direct or indirect beneficial owner of, or who exercises control or direction over, more than 10% of the Common Shares or any of their respective associates or affiliates, has or has had a material interest, direct or indirect, in any material transaction, whether proposed or concluded, which had, or may have, a material effect on the Company or its subsidiaries within the three most recently completed financial years or during the current financial year.

## TRANSFER AGENTS AND REGISTRARS

The Company's transfer agent and registrar for its Common Shares in Canada is TMX Equity Transfer Services Inc., 200 University Avenue, Suite 300, Toronto, Ontario, M5H 4H1.

## MATERIAL CONTRACTS

During the year, the Company entered into the following material contracts, both of which are currently in effect:

(a) Shareholder Rights Plan Agreement dated as of March 24, 2015 with Computershare Investor Services Inc. (subsequently assigned to TMX Equity Transfer Services Inc.); and

(b) Debentures dated November 27, 2015 (as further described above) with various debentureholders,

a copy of each of which is available under the Company's SEDAR profile at www.sedar.com. No other material contracts are currently outstanding.

## INTERESTS OF EXPERTS

Mr. David Ross, M.Sc., P.Geo, and Mr. Robert Michaud, M.Sc., P.Eng., both of RPA. prepared the Technical Report. To management's knowledge, neither Mr. Ross nor Mr. Michaud have any registered or beneficial interest, direct or indirect, in any securities or other property of the Company.

To the Company's knowledge as at March 23, 2016, the persons or companies referred to above beneficially owned, directly or indirectly, less than 1% of the outstanding securities of the Company.

PricewaterhouseCoopers LLP, Chartered Professional Accountants, Licensed Public Accountants, is the auditor of the Company and has advised the Company that they are independent in accordance with the Rules of Professional Conduct of the Chartered Professional Accountants of Ontario.

## ADDITIONAL INFORMATION

Additional information relating to the Company may be found under the Company's profile on SEDAR at www.sedar.com.

Additional information, including directors' and officers' remuneration and indebtedness, principal holders of the Company's Common Shares and the Common Shares authorized for issuance under the Company's stock option plan, is contained in the Company's management information circular filed on SEDAR for the upcoming annual meeting of shareholders to be held on May 10, 2016.

Additional financial information is provided in the Company's consolidated Financial Statements and Management's Discussion and Analysis for its financial year ended December 31, 2015.

**SCHEDULE "A"**

# EXCELLON RESOURCES INC.

## Audit Committee Charter

## (Adopted by the Board on December 14, 2004)

## Overall Purpose / Objectives

The Audit Committee will assist the board of directors (the "Board") in fulfilling its responsibilities. The Audit Committee will review the financial reporting process, the system of internal control and management of financial risks, the audit process, and the Company's process for monitoring compliance with laws and regulations and its own code of business conduct. In performing its duties, the committee will maintain effective working relationships with the Board of Directors, management, and the external auditors and monitor the independence of those auditors. To perform his or her role effectively, each committee member will obtain an understanding of the responsibilities of committee membership as well as the Company's business, operations and risks.

## Authority

The Board authorizes the audit committee, within the scope of its responsibilities, to seek any information it requires from any employee and from external parties, to obtain outside legal or professional advice and to ensure the attendance of Company officers at meetings as appropriate.

## Organization

Membership

The Audit Committee will be comprised of at least three members, a majority of which are not officers or employees of the Company.

The chairman of the Audit Committee will be nominated by the committee from time to time.

A quorum for any meeting will be two members.

The secretary of the Audit Committee will be the Secretary of the Company, or other such person as may be nominated by the Chairman of, and approved by, the Audit Committee.

Attendance at Meetings

The Audit Committee may invite such other persons (e.g. the President or Chief Financial Officer) to its meetings, as it deems appropriate.
Meetings shall be held not less than four times a year. Special meetings shall be convened as required. External auditors may convene a meeting of the Audit Committee if they consider that it is necessary.

The proceedings of all meetings will be minuted.

**Roles and Responsibilities**

The Audit Committee will:

Gain an understanding of whether internal control recommendations made by external auditors have been implemented by management.

Gain an understanding of the current areas of greatest financial risk and whether management is managing these effectively.

Review significant accounting and reporting issues, including recent professional and regulatory pronouncements, and understand their impact on the financial statements.

Review any legal matters which could significantly impact the financial statements as reported on by the Company's counsel and meet with outside independent counsel whenever deemed appropriate.

Review the annual and quarterly financial statements including Management's Discussion and Analysis with respect thereto, and all annual and interim earnings press releases, prior to public dissemination, including any certification, report, opinion or review rendered by the external auditors and determine whether they are complete and consistent with the information known to committee members; determine that the auditors are satisfied that the financial statements have been prepared in accordance with generally accepted accounting principles.

Pay particular attention to complex and/or unusual transactions such as those involving derivative instruments and consider the adequacy of disclosure thereof.

Focus on judgmental areas, for example those involving valuation of assets and liabilities and other commitments and contingencies.

Review audit issues related to the Company's material associated and affiliated companies that may have a significant impact on the Company's equity investment.

Meet with management and the external auditors to review the annual financial statements and the results of the audit.

Evaluate the fairness of the interim financial statements and related disclosures including the associated Management's Discussion and Analysis, and obtain explanations from management on whether:

(a) actual financial results for the interim period varied significantly from budgeted or projected results;

(b) generally accepted accounting principles have been consistently applied;

(c) there are any actual or proposed changes in accounting or financial reporting practices; or

(d) there are any significant or unusual events or transactions which require disclosure and, if so, consider the adequacy of that disclosure.

Review the external auditors' proposed audit scope and approach and ensure no unjustifiable restriction or limitations have been placed on the scope.

Review the performance of the external auditors and approve in advance provision of services other than auditing. Consider the independence of the external auditors, including reviewing the range of services

provided in the context of all consulting services bought by the Company. The Board authorizes the Chairman of the Audit Committee to approve any non-audit or additional audit work which the Chairman deems as necessary and to notify the other members of the Audit Committee of such non-audit or additional work.

Make recommendations to the Board regarding the reappointment of the external auditors and the compensation to be paid to the external auditor.

Review any significant disagreement among management and the external auditors in connection with the preparation of the financial statements.

Review and approve the Company's hiring policies regarding partners, employers and former partners and employees of the present and former external auditors of the Company.

Establish a procedure for:

(a) the confidential, anonymous submission by employees of the Company of concerns regarding questionable accounting or auditing matters; and

(b) the receipt, retention and treatment of complaints received by the Corporation regarding accounting, internal accounting controls, or auditing matters.

Meet separately with the external auditors to discuss any matters that the committee or auditors believe should be discussed privately in the absence of management.

Endeavour to cause the receipt and discussion on a timely basis of any significant findings and recommendations made by the external auditors.
Ensure that the Board is aware of matters which may significantly impact the financial condition or affairs of the business.

Perform other functions as requested by the full Board.

If necessary, institute special investigations and, if appropriate, hire special counsel or experts to assist, and set the compensation to be paid to such special counsel or other experts.

Review and recommend updates to the charter; receive approval of changes from the Board.