

Consolidated Financial Statements (expressed in thousands of US dollars)

For the years ended December 31, 2018 and 2017

Dated: March 29, 2019

A copy of this report will be provided to any shareholder who requests it.

### Management's Responsibility for the Financial Statements

The preparation and presentation of the accompanying consolidated financial statements, management's discussion and analysis ("MD&A") and all financial information in the Annual Report for MAG Silver Corp. (the "Company") are the responsibility of management and have been approved by the Board of Directors.

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). Financial statements, by nature, are not precise since they include certain amounts based upon estimates and judgments. When alternative methods exist, management has chosen those it deems to be the most appropriate in the circumstances. The financial information presented elsewhere in the Annual Report is consistent with that in the consolidated financial statements.

Management, under the supervision, and with the participation of, the Chief Executive Officer and the Chief Financial Officer, have a process in place to evaluate disclosure controls and procedures and internal control over financial reporting as required by Canadian and U.S. securities regulations. We, as Chief Executive Officer and Chief Financial Officer, will certify our annual filings with the Canadian Securities Administrators, as required in Canada by National Instrument 52-109 – *Certification of Disclosure*, and in the United States with the U.S. Securities and Exchange Commission as required by the Securities Exchange Act of 1934, as amended.

The Board of Directors is responsible for ensuring that management fulfills its responsibilities for financial reporting and is ultimately responsible for reviewing and approving the consolidated financial statements. The Board of Directors carries out this responsibility principally through its Audit Committee, which is independent from management.

The Audit Committee is appointed by the Board of Directors and reviews the consolidated financial statements and MD&A, considers the report of the external auditors, assesses the adequacy of our internal controls, including management's assessment described below, examines and approves the fees and expenses for the audit services, and recommends the independent auditors to the Board of Directors for the appointment by the shareholders. The independent auditors have full and free access to the Audit Committee and meet with it to discuss their audit work, our internal control over financial reporting and financial reporting matters. The Audit Committee reports its findings to the Board of Directors for consideration when approving the consolidated financial statements for issuance to the shareholders and management's assessment of the internal control over financial reporting.

### Management's Report on Internal Control over Financial Reporting

Management of MAG Silver Corp. ("MAG" or "the Company") is responsible for establishing and maintaining adequate internal control over financial reporting. Internal control over financial reporting is a process designed by, or caused to be designed under the supervision of the President and Chief Executive Office, and the Chief Financial Officer, and effected by the Board of Directors, management and other personnel to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with IFRS as issued by the IASB. It includes those policies and procedures that:

- i. pertain to the maintenance of records that accurately and fairly reflect, in reasonable detail, the transactions and dispositions of assets of MAG;
- ii. provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with IFRS as issued by the IASB, and that MAG's receipts and expenditures are made only in accordance with authorizations of management and MAG's directors; and
- iii. provided reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of MAG's assets that could have a material effect on the Company's consolidated financial statements.

Due to its inherent limitations, internal control over financial reporting may not prevent or detect misstatements on a timely basis. Also, projections of any evaluation of the effectiveness of internal control over financial reporting to future periods are subject to the risk that the controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Management assessed the effectiveness of MAG's internal control over financial reporting as of December 31, 2018, based on the criteria set forth in *Internal Control – Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission. Based on this assessment, management concludes that, as of December 31, 2018, MAG's internal control over financial reporting was effective.

The effectiveness of MAG's internal control over financial reporting, as of December 31, 2018, has been audited by Deloitte LLP, Independent Registered Public Accounting Firm, who also audited the Company's consolidated financial statements as at and for the year ended December 31, 2018, as stated in their report.

/s/ "George Paspalas"
George Paspalas
Chief Executive Officer

/s/ "Larry Taddei"
Larry Taddei
Chief Financial Officer

March 29, 2019

#### REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

### To the shareholders and the Board of Directors of MAG Silver Corp.

### **Opinion on the Financial Statements**

We have audited the accompanying consolidated statements of financial position of MAG Silver Corp. and subsidiaries (the "Company") as of December 31, 2018 and 2017, the related consolidated statements of loss and comprehensive loss, changes in equity and cash flows, for each of the two years in the period ended December 31, 2018, and the related notes (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2018 and 2017, and is financial performance and its cash flows for each of the two years in the period ended December 31, 2018, in conformity with International Financial Reporting Standards as issued by the International Accounting Standards Board.

We have also audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Company's internal control over financial reporting as of December 31, 2018, based on criteria established in *Internal Control — Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission and our report dated March 29, 2019 expressed an unqualified opinion on the Company's internal control over financial reporting.

### **Basis for Opinion**

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

/s/ Deloitte LLP

Chartered Professional Accountants Vancouver, Canada March 29, 2019

We have served as the Company's auditor since 1999.

#### REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

#### To the shareholders and the Board of Directors of MAG Silver Corp.

### **Opinion on Internal Control over Financial Reporting**

We have audited the internal control over financial reporting of MAG Silver Corp. and subsidiaries (the "Company") as of December 31, 2018, based on criteria established in *Internal Control* — *Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). In our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of December 31, 2018, based on criteria established in *Internal Control* — *Integrated Framework (2013)* issued by COSO.

We have also audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the consolidated financial statements as of and for the year ended December 31, 2018, of the Company and our report dated March 29, 2019, expressed an unqualified opinion on those financial statements.

### **Basis for Opinion**

The Company's management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting, included in the accompanying Management's Report on Internal Control over Financial Reporting. Our responsibility is to express an opinion on the Company's internal control over financial reporting based on our audit. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects. Our audit included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, testing and evaluating the design and operating effectiveness of internal control based on the assessed risk, and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

### **Definition and Limitations of Internal Control over Financial Reporting**

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

/s/ Deloitte LLP

Chartered Professional Accountants Vancouver, Canada March 29, 2019

# **Consolidated Statements of Financial Position**

(In thousands of US dollars, except shares)					
	Note	Decei	December 31, 2018		ember 31, 2017
ASSETS					
CURRENT					
Cash and cash equivalents	3	\$	130,180	\$	160,395
Accounts receivable	4		372		160
Prepaid expenses			327		287
TOTAL CURRENT ASSETS			130,879		160,842
INVESTMENTS	5		1,781		3,096
EQUIPMENT			35		47
INVESTMENT IN ASSOCIATE	6		81,214		57,074
EXPLORATION AND EVALUATION ASSETS	7		3,648		1,433
TOTAL ASSETS		\$	217,557	\$	222,492
LIABILITIES					
LIABILITIES					
CURRENT					
Trade and other payables		\$	1,563	\$	936
COMMITMENTS AND CONTINGENCIES	6,7,14				
DEFERRED INCOME TAXES	15		2,113		1,317
TOTAL LIABILITIES			3,676		2,253
EQUITY					
Share capital	8		392,916		392,554
Equity reserve			18,696		17,719
Accumulated other comprehensive income			(681)		1,214
Deficit			(197,050)		(191,248)
TOTAL EQUITY			213,881		220,239
TOTAL LIABILITIES AND EQUITY		\$	217,557	\$	222,492
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ON BEHALF OF THE BOARD (approved on March 25, 2019)

<u>/s/ "Peter Barnes"</u>
Peter Barnes, Director

Jill Leversage, Director

See accompanying notes to the consolidated financial statements

# **Consolidated Statements of Loss and Comprehensive Loss**

(In thousands of US dollars, except for shares and per share amounts)

			d		
	<b>N.T.</b> /		Decembe	er 31	2015
EVDENGEG	Note		2018		2017
EXPENSES  A convention and and it		Φ	522	ø	406
Accounting and audit		\$	533	\$	406
Amortization			15		20
Filing and transfer agent fees			254		290
Foreign exchange loss (gain)			72		(349)
General office expenses			843		755
Legal			468		309
Management compensation and consulting fees			2,697		2,521
Mining taxes and other property costs			1,121		1,091
Share based payment expense	8b,c,d		2,109		2,268
Shareholder relations			456		539
Travel			312		324
			8,880		8,174
INTEREST INCOME			3,118		1,755
GAIN ON SALE OF EXPLORATION AND EVALUATION ASS	ETS,				
NET OF TRANSACTION COSTS	7		1,151		-
CHANGE IN FAIR VALUE OF WARRANTS	5		(622)		342
EQUITY PICK UP FROM ASSOCIATE	6		227		308
LOSS FOR THE YEAR BEFORE INCOME TAX		\$	(5,006)	\$	(5,769)
DEFERRED INCOME TAX EXPENSE	15		(796)		(728)
LOSS FOR THE YEAR		\$	(5,802)	\$	( 6,497)
OTHER COMPREHENSIVE (LOSS) INCOME Items that will not be reclassified subsequently to profit or loss: UNREALIZED (LOSS) GAIN ON EQUITY SECURITIES,					
NET OF TAXES	5		(1,895)		332
TOTAL COMPREHENSIVE LOSS		\$	( 7,697)	\$	( 6,165)
BASIC AND DILUTED LOSS PER SHARE		\$	( 0.07)	\$	(0.08)
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDIN BASIC AND DILUTED	G		85,519,481	8	1,184,386

# Consolidated Statements of Changes in Equity

(In thousands of US dollars, except shares)									
						Unrealized	Accumulated		
		Common			Currency	gain (loss)	other		
		without pa	r value	Equity	translation	on equity	comprehensive		Total
	Note	Shares	Amount	Reserve	adjustment	securities	income (loss)	Deficit	equity
Balance, January 1, 2017		80,704,204	\$ 343,654	\$ 16,133	\$ 784	\$ 98	\$ 882	\$ (184,751)	\$ 175,918
Stock options exercised	8a,b	45,400	398	(115)	-	-	=	-	283
Stock options exercised cashless	8a,b	127,845	554	(554)	-	-	=	=	-
Restricted and performance share units converted	8a,c	1,700	13	(13)	-	-	=	=	-
Share based payment	8b,c,d	=	-	2,268	-	-	=	=	2,268
Issued for cash	8a	4,599,641	47,935	-	-	-	-	-	47,935
Unrealized gain on equity securities	5	-	_	_	_	332	332	_	332
Net loss		_	=	-	=.	=	-	(6,497)	(6,497)
Total Comprehensive Income (Loss)		-	-	-	-	332	332	(6,497)	(6,165)
Balance, December 31, 2017		85,478,790	\$ 392,554	\$ 17,719	\$ 784	\$ 430	\$ 1,214	\$ (191,248)	\$ 220,239
Stock options exercised cashless	8a,b	58,191	342	(342)	-	_	-	_	-
Restricted and performance share units converted	8a,c	2,495	20	(20)	-	_	-	_	_
	8b,c,d	-	-	1,339	-	-	-	-	1,339
Unrealized loss on equity securities	5	-	=	_	=	(1,895)	(1,895)	-	(1,895)
Net loss		-	_	-	=	<u>-</u>	-	(5,802)	(5,802)
Total Comprehensive loss		-	-	_	-	(1,895)	(1,895)	(5,802)	(7,697)
Balance, December 31, 2018		85,539,476	\$ 392,916	\$ 18,696	\$ 784	\$ (1,465)	\$ (681)	\$ (197,050)	\$ 213,881

See accompanying notes to the consolidated financial statements

# **Consolidated Statements of Cash Flows**

For the year 100 pace with 100 pace	(In thousands of US dollars, unless otherwise stated)					
Commons   Comm						
Coss for the year   Items not involving cash:		Note		2018		2017
Coss for the year   Items not involving cash:	OPERATING ACTIVITIES					
Rems not involving eash:			\$	(5.802)	\$	(6.497)
Amortization         15         20           Change in fair value of warrants         5         622         (342)           Deferred income tax expense         15         796         728           Equity pick up from associate         6         (227)         (308)           Gain on sale of exploration and evaluation assets, net of transaction costs         7         (1,151)         -           Share based payment expense         8b,c,d         2,109         2,268           Unrealized foreign exchange loss (gain)         58         (355)           Changes in operating assets and liabilities         2         (212)         469           Accounts receivable         (39)         (106)         (106)         (114)         170           Net cash used in operating activities         (39)         (106)         (170)         (106)         (114)         170           Net cash used in operating activities         7         (2,216)         (1,420) <t< td=""><td>·</td><td></td><td>•</td><td>(-,)</td><td>*</td><td>(0,127)</td></t<>	·		•	(-,)	*	(0,127)
Change in fair value of warrants         5         622         (342)           Deferred income tax expense         15         796         728           Equity pick up from associate         6         (227)         (308)           Gain on sale of exploration and evaluation assets, net of transaction costs         7         (1,151)         -           Share based payment expense         8b,c,d         2,109         2,268           Unrealized foreign exchange loss (gain)         58         (355)           Changes in operating assets and liabilities         2(212)         469           Prepaid expenses         (39)         (106)           Trade and other payables         (114)         170           Net cash used in operating activities         (3,945)         (3,953)           INVESTING ACTIVITIES         Exploration and evaluation expenditures         7         (2,216)         (1,420)           Investment in equity securities         5         -         (1,704)           Disposition costs from sale of exploration and evaluation assets         7         (51)         -           Purchase of equipment         (3)         (13)         (13)           Redemption of term deposits         -         55,000           Net cash (used in) provided by investing activiti	<u> </u>			15		20
Deferred income tax expense         15         796         728           Equity pick up from associate         6         (227)         (308)           Gain on sale of exploration and evaluation assets, net of transaction costs         7         (1,151)         -           Share based payment expense         8b,c,d         2,109         2,268           Unrealized foreign exchange loss (gain)         58         (355)           Changes in operating assets and liabilities           Accounts receivable         (212)         469           Prepaid expenses         (39)         (106)           Trade and other payables         (114)         170           Net cash used in operating activities         (3,945)         (3,953)           INVESTING ACTIVITES         Exploration and evaluation expenditures         7         (2,216)         (1,420)           Investment in associate         6         (23,942)         (19,435)           Investment in equity securities         5         -         (1,704)           Disposition costs from sale of exploration and evaluation assets         7         (51)         -           Purchase of equipment         (3)         (13)         (13)           Redemption of term deposits         -         55,000      <		5				
Equity pick up from associate         6         (227)         (308)           Gain on sale of exploration and evaluation assets,         7         (1,151)         -           net of transaction costs         7         (1,151)         -           Share based payment expense         8b,c,d         2,109         2,268           Unrealized foreign exchange loss (gain)         58         (355)           Changes in operating assets and liabilities         4         (212)         469           Prepaid expenses         (39)         (106)         (106)           Trade and other payables         (114)         170           Net cash used in operating activities         (3,945)         (3,953)           INVESTING ACTIVITIES         2         2           Exploration and evaluation expenditures         7         (2,216)         (1,420)           Investment in equity securities         5         -         (1,704)           Disposition costs from sale of exploration and evaluation assets         7         (51)         -           Purchase of equipment         (3)         (13)         (13)           Redemption of term deposits         -         5,000           Net cash (used in) provided by investing activities         26,212         32,428 </td <td>e e e e e e e e e e e e e e e e e e e</td> <td></td> <td></td> <td></td> <td></td> <td>` ′</td>	e e e e e e e e e e e e e e e e e e e					` ′
Gain on sale of exploration and evaluation assets, net of transaction costs         7         (1,151)         -           Share based payment expense         8b,c,d         2,109         2,268           Unrealized foreign exchange loss (gain)         58         (355)           Changes in operating assets and liabilities         469         469           Accounts receivable         (212)         469           Prepaid expenses         (39)         (106)           Trade and other payables         (114)         170           Net cash used in operating activities         (3,945)         (3,953)           INVESTING ACTIVITIES         Exploration and evaluation expenditures         7         (2,216)         (1,420)           Investment in associate         6         (23,942)         (19,435)           Investment in equity securities         5         -         (1,704)           Disposition costs from sale of exploration and evaluation assets         7         (51)         -           Purchase of equipment         (3)         (13)         (13)           Redemption of term deposits         -         5,000           Net cash (used in) provided by investing activities         (26,212)         32,428           FINANCING ACTIVITIES         8         -         <						
net of transaction costs         7         (1,151)         -           Share based payment expense         8b,c,d         2,109         2,268           Unrealized foreign exchange loss (gain)         58         (355)           Changes in operating assets and liabilities         2         469           Accounts receivable         (212)         469           Prepaid expenses         (39)         (106)           Trade and other payables         (114)         170           Net cash used in operating activities         (3,945)         (3,953)           INVESTING ACTIVITIES         Exploration and evaluation expenditures         7         (2,216)         (1,420)           Investment in associate         6         (23,942)         (19,435)           Investment in equity securities         5         -         (1,704)           Disposition costs from sale of exploration and evaluation assets         7         (51)         -           Purchase of equipment         (3)         (13)         (13)           Redemption of term deposits         -         5,5000           Net cash (used in) provided by investing activities         (26,212)         32,428           FINANCING ACTIVITIES         8         -         283           Issuance				(== / )		(000)
Share based payment expense         8b,c,d         2,109         2,268           Unrealized foreign exchange loss (gain)         58         (355)           Changes in operating assets and liabilities         469           Accounts receivable         (212)         469           Prepaid expenses         (39)         (106)           Trade and other payables         (114)         170           Net cash used in operating activities         (3,945)         (3,953)           INVESTING ACTIVITIES         Exploration and evaluation expenditures         7         (2,216)         (1,420)           Investment in associate         6         (23,942)         (19,435)           Investment in equity securities         5         -         (1,704)           Disposition costs from sale of exploration and evaluation assets         7         (51)         -           Purchase of equipment         (3)         (13)         (13)           Redemption of term deposits         -         55,000           Net cash (used in) provided by investing activities         (26,212)         32,428           FINANCING ACTIVITIES         8         -         283           Issuance of common shares upon exercise of stock options         8         -         283	•	7		(1.151)		_
Unrealized foreign exchange loss (gain)         58         (355)           Changes in operating assets and liabilities         (212)         469           Accounts receivable         (39)         (106)           Prepaid expenses         (39)         (106)           Trade and other payables         (114)         170           Net cash used in operating activities         (3,945)         (3,953)           INVESTING ACTIVITIES         Exploration and evaluation expenditures         7         (2,216)         (1,420)           Investment in associate         6         (23,942)         (19,435)           Investment in equity securities         5         -         (1,704)           Disposition costs from sale of exploration and evaluation assets         7         (51)         -           Purchase of equipment         (3)         (13)         (13)           Redemption of term deposits         -         55,000           Net cash (used in) provided by investing activities         (26,212)         32,428           FINANCING ACTIVITIES         8         -         283           Issuance of common shares upon exercise of stock options         8         -         47,935           Net cash provided by financing activities         8         -         47,935 <td></td> <td></td> <td></td> <td>* ' '</td> <td></td> <td>2.268</td>				* ' '		2.268
Changes in operating assets and liabilities         (212)         469           Accounts receivable         (39)         (106)           Prepaid expenses         (39)         (106)           Trade and other payables         (114)         170           Net cash used in operating activities         (3,945)         (3,953)           INVESTING ACTIVITIES         Exploration and evaluation expenditures         7         (2,216)         (1,420)           Investment in associate         6         (23,942)         (19,435)           Investment in equity securities         5         -         (1,704)           Disposition costs from sale of exploration and evaluation assets         7         (51)         -           Purchase of equipment         (3)         (13)         (13)           Redemption of term deposits         -         5,000           Net cash (used in) provided by investing activities         (26,212)         32,428           FINANCING ACTIVITIES         8         -         283           Issuance of common shares upon exercise of stock options         8         -         283           Issuance of common shares, net of share issue costs         8         -         47,935           Net cash provided by financing activities         -         48	* * *	55,5,5		•		· ·
Accounts receivable         (212)         469           Prepaid expenses         (39)         (106)           Trade and other payables         (114)         170           Net cash used in operating activities         (3,945)         (3,953)           INVESTING ACTIVITIES         Exploration and evaluation expenditures         7         (2,216)         (1,420)           Investment in associate         6         (23,942)         (19,435)           Investment in equity securities         5         -         (1,704)           Disposition costs from sale of exploration and evaluation assets         7         (51)         -           Purchase of equipment         (3)         (13)         (13)           Redemption of term deposits         -         55,000           Net cash (used in) provided by investing activities         (26,212)         32,428           FINANCING ACTIVITIES         Susuance of common shares upon exercise of stock options         8         -         283           Issuance of common shares, net of share issue costs         8         -         47,935           Net cash provided by financing activities         -         48,218           EFFECTS OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS         (58)         355           (DECREASE) INCRE						()
Prepaid expenses         (39)         (106)           Trade and other payables         (114)         170           Net cash used in operating activities         (3,945)         (3,953)           INVESTING ACTIVITIES         Exploration and evaluation expenditures         7         (2,216)         (1,420)           Investment in associate         6         (23,942)         (19,435)           Investment in equity securities         5         -         (1,704)           Disposition costs from sale of exploration and evaluation assets         7         (51)         -           Purchase of equipment         (3)         (13)         (13)           Redemption of term deposits         -         55,000           Net cash (used in) provided by investing activities         (26,212)         32,428           FINANCING ACTIVITIES         Issuance of common shares upon exercise of stock options         8         -         283           Issuance of common shares, net of share issue costs         8         -         47,935           Net cash provided by financing activities         -         48,218           EFFECTS OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS         (58)         355           (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS         (30,215)         77,048	Changes in operating assets and liabilities					
Trade and other payables         (114)         170           Net cash used in operating activities         (3,945)         (3,953)           INVESTING ACTIVITIES         Exploration and evaluation expenditures         7         (2,216)         (1,420)           Investment in associate         6         (23,942)         (19,435)           Investment in equity securities         5         -         (1,704)           Disposition costs from sale of exploration and evaluation assets         7         (51)         -           Purchase of equipment         (3)         (13)         (13)           Redemption of term deposits         -         5,000           Net cash (used in) provided by investing activities         (26,212)         32,428           FINANCING ACTIVITIES         Issuance of common shares upon exercise of stock options         8         -         283           Issuance of common shares, net of share issue costs         8         -         47,935           Net cash provided by financing activities         -         48,218           EFFECTS OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS         (58)         355           (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS         (30,215)         77,048           (ASH AND CASH EQUIVALENTS, BEGINNING OF YEAR         160,395	Accounts receivable			(212)		469
Net cash used in operating activities (3,945) (3,953)  INVESTING ACTIVITIES  Exploration and evaluation expenditures 7 (2,216) (1,420) Investment in associate 6 (23,942) (19,435) Investment in equity securities 5 - (1,704) Disposition costs from sale of exploration and evaluation assets 7 (51) - Purchase of equipment (3) (13) Redemption of term deposits - 55,000  Net cash (used in) provided by investing activities (26,212) 32,428  FINANCING ACTIVITIES Issuance of common shares upon exercise of stock options 8 - 283 Issuance of common shares, net of share issue costs 8 - 47,935  Net cash provided by financing activities - 48,218  EFFECTS OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS (58) 355  (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS (30,215) 77,048 CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR 160,395 83,347	Prepaid expenses			(39)		(106)
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			\$		\$	

### **Notes to the Consolidated Financial Statements**

For the years ended December 31, 2018 and 2017

(Expressed in thousands of US dollars unless otherwise stated)

#### 1. NATURE OF OPERATIONS

MAG Silver Corp. (the "Company" or "MAG") was incorporated on April 21, 1999 under the Company Act of the Province of British Columbia and its shares were listed on the TSX Venture Exchange on April 21, 2000 and subsequently moved to a TSX listing on October 5, 2007.

The Company is an exploration and development company working on mineral properties that it has a direct or indirect interest in, that have either been staked or acquired by way of option agreement. The Company has not yet determined whether these mineral properties contain any economically recoverable ore reserves. The Company defers all acquisition, exploration and development costs related to the properties on which it is conducting exploration. The recoverability of these amounts is dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development of the interests, and future profitable production, or alternatively, upon the Company's ability to dispose of its interests on a profitable basis.

Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements and non-compliance with regulatory requirements.

Address of registered offices of the Company: 2600 – 595 Burrard Street Vancouver, British Columbia, Canada V7X 1L3

Head office and principal place of business: 770 – 800 West Pender Street Vancouver, British Columbia, Canada V6C 2V6

### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### Statement of compliance

These consolidated financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). IFRS comprises IFRSs, International Accounting Standards ("IASs"), and interpretations issued by the IFRS Interpretations Committee ("IFRICs") and the former Standing Interpretations Committee (SICs).

The accounting policies of the Company and its subsidiaries have been applied consistently to all periods presented herein except for policies stated below:

**IFRS 2** *Share-based payment.* In June 2016, the IASB issued amendments to IFRS 2 *Share-based Payment* to address certain issues related to the accounting for cash settled awards and the accounting for equity settled awards that include a 'net settlement feature' in respect of employee withholding taxes. The Company adopted this standard as of January 1, 2018 and it had no impact on the consolidated financial statements.

### **Notes to the Consolidated Financial Statements**

For the years ended December 31, 2018 and 2017

(Expressed in thousands of US dollars unless otherwise stated)

IFRS 9 Financial Instruments. The Company adopted all the requirements of IFRS 9 Financial Instruments ("IFRS 9") as of January 1, 2018 and elected not to retrospectively restate comparative periods. This standard replaces the guidance in IAS 39 Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is classified and measured at amortized cost or fair value, replacing the multiple determination rules in IAS 39. The classification now depends on the entity's business model for managing its financial instruments and the contractual cash flow characteristics of the instrument. The Company's classification of its financial instruments has not changed significantly as a result of the adoption of the new standards. Financial assets previously classified as available for sale are now classified as fair value through other comprehensive income. The requirements in IAS 39 for classification and measurement of financial liabilities were carried forward in IFRS 9, so the Company's accounting policy with respect to financial liabilities is unchanged. The Company's accounting policy for financial instruments has been updated to reflect the new IFRS 9 standard (see Note 2(e)).

IFRS 15 Revenue from Contracts with Customers. The final standard on revenue from contracts with customers was issued on May 8, 2014 and is effective for annual reporting periods beginning on or after January 1, 2018. The core principle of IFRS 15 is that an entity should recognize revenue to depict the transfer of control of goods to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods. The Company adopted this standard as of January 1, 2018 and it had no impact on the consolidated financial statements as the Company's only source of income to date is interest income from high interest savings accounts and term deposits which is not within the scope of IFRS 15.

**IFRIC 22** Foreign currency transactions and advance consideration. In December 2016, the IASB issued IFRS interpretation, IFRIC 22 which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when a related non-monetary asset or non-monetary liability arising from the payment or receipt of advance consideration in a foreign currency is derecognized. The Company has adopted this standard as of January 1, 2018 and it had no impact on the consolidated financial statements.

These consolidated financial statements have been prepared on a historical cost basis except for the revaluation of certain financial instruments, which are stated at their fair value.

These consolidated financial statements were authorized for issuance by the Board of Directors of the Company on March 25, 2019.

#### (a) Basis of consolidation

These consolidated financial statements include the accounts of the Company and its controlled subsidiaries. Control exists when the Company has power over the investee, is exposed or has rights to variable returns from its involvement with the investee, and has the ability to use its power over the investee to affect the amount of the investor's returns. Subsidiaries are included in the consolidated financial results of the Company from the effective date that control is obtained up to the effective date of disposal or loss of control. The principal wholly-owned subsidiaries as at December 31, 2018 are Minera Los Lagartos, S.A. de C.V., and Minera Pozo Seco S.A. de C.V. All intercompany balances, transactions, revenues and expenses have been eliminated upon consolidation.

# **Notes to the Consolidated Financial Statements**

For the years ended December 31, 2018 and 2017

(Expressed in thousands of US dollars unless otherwise stated)

These financial statements also include the Company's 44% interest in the Juanicipio Joint Venture (*Note*  $\delta$ ), an associate (*Note* 2(b)) accounted for using the equity method.

Where necessary, adjustments have been made to the financial statements of the Company's subsidiaries and associates prior to consolidation, to conform the significant accounting policies used in their preparation to those used by the Company.

#### (b) Investments in Associates

The Company conducts a portion of its business through an equity interest in associates. An associate is an entity over which the Company has significant influence, and is neither a subsidiary nor a joint arrangement, and includes the Company's 44% interest in Minera Juanicipio S.A. de C.V., a Mexican incorporated joint venture company. The Company has significant influence when it has the power to participate in the financial and operating policy decisions of the associate but does not have control or joint control over those policies.

The Company accounts for its investments in associates using the equity method. Under the equity method, the Company's investment in an associate is initially recognized at cost and subsequently increased or decreased to recognize the Company's share of earnings and losses of the associate and for impairment losses after the initial recognition date. The Company's share of earnings and losses of associates are recognized in profit or loss during the period. Distributions received from an associate are accounted for as a reduction in the carrying amount of the Company's investment.

### *Impairment*

At the end of each reporting period, the Company assesses whether there is any evidence that an investment in associate is impaired. The Company has performed an assessment for impairment indicators of its investment in associate as of December 31, 2018 and noted no impairment indicators. This assessment is generally made with reference to the timing of exploration work, work programs proposed, exploration results achieved, and an assessment of the likely results to be achieved from performance of further exploration by the associate. When there is evidence that an investment in associate is impaired, the carrying amount of such investment is compared to its recoverable amount. If the recoverable amount of an investment in associate is less than its carrying amount, the carrying amount over the recoverable amount, is recognized in the period of impairment. When an impairment loss reverses in a subsequent period, the carrying amount of the investment in associate is increased to the revised estimate of recoverable amount to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had an impairment loss not been previously recognized. A reversal of an impairment loss is recognized in net earnings in the period the reversal occurs.

### (c) Significant Estimates

The preparation of consolidated financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenditures during the reported period. Significant estimates used in

### **Notes to the Consolidated Financial Statements**

For the years ended December 31, 2018 and 2017

(Expressed in thousands of US dollars unless otherwise stated)

preparation of these financial statements include estimates of the recoverable amount and any impairment of exploration and evaluation assets and of investment in associates, recovery of receivable balances, estimates of fair value of financial instruments where a quoted market price or secondary market for the instrument does not exist, provisions including closure and reclamation, share based payment expense, and income tax provisions. Actual results may differ from those estimated. Further details of the nature of these estimates may be found in the relevant notes to the consolidated statements.

### (d) Critical judgments

The Company makes certain critical judgments in the process of applying the Company's accounting policies. The following are those judgments that have the most significant effect on the consolidated financial statements:

- (i) The Company reviews and assesses the carrying amount of exploration and evaluation assets, and its investment in associates for impairment when facts or circumstances suggest that the carrying amount is not recoverable. Assessing the recoverability of these amounts requires considerable professional technical judgment, and is made with reference to the timing of exploration work, work programs proposed, exploration results achieved by the Company and by others in the related area of interest, and an assessment of the likely results to be achieved from performance of further exploration (see *Notes 2(b) and 2(g)*).
- (ii) In the normal course of operations, the Company may invest in equity investments for strategic reasons. In such circumstances, management considers whether the facts and circumstances pertaining to each investment result in the Company obtaining control, joint control or significant influence over the investee entity. In some cases, the determination of whether or not the Company has control, joint control or significant influence over the investee entities requires the application of significant management judgment to consider individually and collectively such factors as:
  - The purpose and design of the investee entity.
  - The ability to exercise power, through substantive rights, over the activities of the investee entity that significantly affect its returns.
  - The size of the company's equity ownership and voting rights, including potential voting rights.
  - The size and dispersion of other voting interests, including the existence of voting blocks.
  - Other investments in or relationships with the investee entity including, but not limited to, current or possible board representation, loans and other types of financial support, material transactions with the investee entity, interchange of managerial personnel or consulting positions.
  - Other relevant and pertinent factors.

If the Company determines that it controls an investee entity, it consolidates the investee entity's financial statements as further described in note 2(a). If the Company determines that it has joint control (a joint venture) or significant influence (an associate) over an investee entity, then it uses the equity method of accounting to account for its investment in that investee entity as further described in note 2(b). If, after careful consideration, it is determined that the Company neither has control, joint control nor significant influence over an investee entity, the

# **Notes to the Consolidated Financial Statements**

For the years ended December 31, 2018 and 2017

(Expressed in thousands of US dollars unless otherwise stated)

Company accounts for the corresponding investment in equity interest as fair value through other comprehensive income investment as further described in note 2(e), and classifies the investment as current or non-current depending on management's intention with respect to the investment and whether it expects to realize the asset within the next twelve months.

#### (e) Financial instruments

The Company adopted all the requirements of IFRS 9 as of January 1, 2018.

#### Financial assets

Financial assets are classified as either financial assets at fair value through profit or loss ("FVTPL"), fair value through other comprehensive income ("FVTOCI") or amortized cost. The Company determines the classification of financial assets at initial recognition.

### (i) Financial assets at FVTPL

Financial assets carried at FVTPL are initially recorded at fair value and transaction costs are expensed in profit or loss. Equity instruments that are held for trading and all equity derivative instruments are classified as FVTPL. Equity derivative instruments such as warrants listed on a recognized exchange are valued at the latest available closing price. Warrants not listed on a recognized exchange, but where a secondary market exists, are valued at independent broker prices (if available) traded within that secondary market. If no secondary market exists, the warrants are valued using the Black Scholes option pricing model. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets held at FVTPL are included in profit or loss in the period in which they arise.

### (ii) Financial assets at FVTOCI

Financial assets carried at FVTOCI are initially recorded at fair value plus transaction costs with all subsequent changes in fair value recognized in other comprehensive income (loss). For investments in equity instruments that are not held for trading, the Company can make an irrevocable election (on an instrument-by-instrument bases) at initial recognition to classify them as FVTOCI. The Company has made this election on transition to IFRS 9. On the disposal of the investment, the cumulative change in fair value remains in other comprehensive income (loss) and is not recycled to profit or loss.

#### (iii) Financial assets at amortized cost

Financial assets are classified at amortized cost if the objective of the business model is to hold the financial asset for the collection of contractual cash flows, and the asset's contractual cash flows are comprised solely of payments of principal and interest. The Company's accounts receivable are recorded at amortized cost as they meet the required criteria. A provision is recorded based on the expected credit losses for the financial asset and reflects changes in the expected credit losses at each reporting period (see impairment below).

### **Notes to the Consolidated Financial Statements**

For the years ended December 31, 2018 and 2017

(Expressed in thousands of US dollars unless otherwise stated)

#### Financial liabilities

Financial liabilities are initially recorded at fair value and subsequently measured at amortized cost, unless they are required to be measured at FVTPL (such as derivatives) or the Company has elected to measure at FVTPL. The Company's financial liabilities include trade and other payables which are classified at amortized cost.

The Company has completed a detailed assessment of its financial instruments as at January 1, 2018. The following table shows the original classification under IAS 39 and the new classification under IFRS 9:

	IAS 39	IFRS 9
Cash and cash equivalents	FVTPL	FVTPL
Equity securities	Available-for-sale	FVTOCI
Equity derivative securities (warrants)	FVTPL	FVTPL
Accounts receivable	Loans and receivable	Amortized cost
Trade and other payables	Amortized cost	Amortized cost

The Company has elected to classify investments in equity securities as FVTOCI as they are not considered to be held for trading, and future changes in value will be reflected in OCI, including gains or losses on disposal of investments.

The adoption of this standard did not have a material impact on the Company's consolidated financial statements but resulted in certain additional disclosures. The carrying value and measurement of all financial instruments remains unchanged as at January 1, 2018 as a result of the adoption of the new standard.

#### **Impairment**

IFRS 9 requires an 'expected credit loss' model to be applied which requires a loss allowance to be recognized based on expected credit losses. This applies to financial assets measured at amortized cost. The expected credit loss model requires an entity to account for expected credit losses and changes in those expected credit losses at each reporting date to reflect changes in initial recognition. In other words, it is no longer necessary for a credit event to have occurred before credit losses are recognized.

#### (f) Cash and cash equivalents

Cash and cash equivalents include cash on hand, bank deposits, and term deposits with original maturities of three months or less.

### (g) Exploration and evaluation assets

With respect to its exploration activities, the Company follows the practice of capitalizing all costs relating to the acquisition, exploration and evaluation of its mining rights and crediting all revenues

# Notes to the Consolidated Financial Statements

For the years ended December 31, 2018 and 2017

(Expressed in thousands of US dollars unless otherwise stated)

received against the cost of the related interests. Option payments made by the Company are capitalized until the decision to exercise the option is made. If the option agreement is to exercise a purchase option in an underlying mineral property, the costs are capitalized and accounted for as an exploration and evaluation asset. At such time as commercial production commences, the capitalized costs will be depleted on a units-of-production method based on proven and probable reserves. If a mineable ore body is discovered, exploration and evaluation costs are reclassified to mining properties. If no mineable ore body is discovered, such costs are expensed in the period in which it is determined the property has no future economic value.

Exploration and evaluation expenditures include acquisition costs of rights to explore; topographical, geological, geochemical and geophysical studies; exploratory drilling; trenching and sampling; all costs incurred to obtain permits and other licenses required to conduct such activities, including legal, community, strategic and consulting fees; and activities involved in evaluating the technical feasibility and commercial viability of extracting mineral resources. This includes the costs incurred in determining the most appropriate mining/processing methods and developing feasibility studies. Expenditures incurred prior to the Company obtaining the right to explore are expensed in the period in which they are incurred.

When an exploration project has entered into the advanced exploration phase and sufficient evidence of the probability of the existence of economically recoverable minerals has been obtained, pre-operative expenditures relating to mine preparation works are capitalized to mine development costs. Activities that are typically capitalized include costs incurred to build shafts, drifts, ramps and access corridors to enable ore extraction from underground.

### *Impairment*

Management reviews the carrying amount of exploration and evaluation assets for impairment when facts or circumstances suggest that the carrying amount is not recoverable. This review is generally made with reference to the timing of exploration work, work programs proposed, exploration results achieved by the Company and by others in the related area of interest, and an assessment of the likely results to be achieved from performance of further exploration. When the results of this review indicate that indicators of impairment exist, the Company estimates the recoverable amount of the deferred exploration costs and related mining rights by reference to the potential for success of further exploration activity and/or the likely proceeds to be received from sale or assignment of the rights. When the carrying amounts of exploration and evaluation assets are estimated to exceed their recoverable amounts, an impairment loss is recorded in the statement of loss. The cashgenerating unit for assessing impairment is a geographic region and shall be no larger than the operating segment. If conditions that gave rise to the impairment no longer exist, a reversal of impairment may be recognized in a subsequent period, with the carrying amount of the exploration and evaluation asset increased to the revised estimate of recoverable amount to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had an impairment loss not been previously recognized. A reversal of an impairment loss is recognized in profit or loss in the period the reversal occurs.

### (h) Equipment

Equipment is recorded at cost less accumulated amortization and impairment losses if any, and is amortized at the following annual rates:

### **Notes to the Consolidated Financial Statements**

### For the years ended December 31, 2018 and 2017

(Expressed in thousands of US dollars unless otherwise stated)

Computer equipment 30% declining balance Office equipment 30% declining balance

When parts of an item of equipment have different useful lives, they are accounted for as separate equipment items (major components) and depreciated over their respective useful lives.

#### (i) Income taxes

Deferred income taxes relate to the expected future tax consequences of unused tax losses and unused tax credits and differences between the carrying amount of statement of financial position items and their corresponding tax values. Deferred tax assets, if any, are recognized only to the extent that, in the opinion of management, it is probable that sufficient future taxable profit will be available to recover the asset. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of substantive enactment.

### (j) Provisions

Provisions are liabilities that are uncertain in timing or amount. The Company records a provision when and only when:

- (i) The Company has a present obligation (legal or constructive) as a result of a past event;
- (ii) It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- (iii) A reliable estimate can be made of the amount of the obligation.

Constructive obligations are obligations that derive from the Company's actions where:

- (i) By an established pattern of past practice, published policies or a sufficiently specific current statement, the Company has indicated to other parties that it will accept certain responsibilities; and
- (ii) As a result, the Company has created a valid expectation on the part of those other parties that it will discharge those responsibilities.

Provisions are reviewed at the end of each reporting period and adjusted to reflect management's current best estimate of the expenditure required to settle the present obligation at the end of the reporting period. If it is no longer probable that an outflow of resources embodying economic benefits will be required to settle the obligation, the provision is reversed. Provisions are reduced by actual expenditures for which the provision was originally recognized. Where discounting has been used, the carrying amount of a provision increases in each period to reflect the passage of time. This increase (accretion expense) is included in profit or loss for the period.

### Closure and reclamation

The Company records a provision for the present value of the estimated closure obligations, including reclamation costs, when the obligation (legal or constructive) is incurred, with a

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corresponding increase in the carrying value of the related assets. The carrying value is amortized over the life of the mining asset on a units-of-production basis commencing with initial commercialization of the asset. The liability is accreted to the actual liability on settlement through charges each period to profit or loss.

The provision for closure and reclamation is reviewed at the end of each reporting period for changes in estimates and circumstances. There was no provision recorded by the Company for closure and reclamation as at December 31, 2018 or December 31, 2017.

The operating company of the Company's investment in associate, Minera Juanicipio, S.A. de C.V., recorded a provision for reclamation and remediation costs of \$450 and capitalized a corresponding asset as at December 31, 2018 (December 31, 2017: \$393) (see *Note 6*).

### (k) Functional currency and presentation currency

The functional currency of the parent, its subsidiaries, and the investment in associate is the United States dollar ("US\$").

Each entity within the Company determines its own functional currency, and the items included in the financial statements of each entity are measured using that functional currency. The functional currency determination involves certain judgments in evaluating the primary economic environment, and the Company reconsiders the functional currencies of each entity if there is a change in the underlying transactions, events and conditions which determine the primary economic environment.

The Company's reporting and presentation currency is the US\$.

#### (1) Foreign currency transactions

Transactions incurred in currencies other than the Company's functional currency (foreign currencies) are recorded at the rates of exchange prevailing at the dates of the transactions. At each statement of financial position date, monetary assets and liabilities are translated using the period end foreign exchange rate. Non-monetary assets and liabilities are translated using the historical rate on the date of the transaction. Non-monetary assets and liabilities that are stated at fair value are translated using the rate on the date that the fair value was determined. All gains and losses on translation of these foreign currency transactions are included in profit or loss.

#### (m) Loss per common share

Basic loss per share is based on the weighted average number of common shares outstanding during the year.

Diluted loss per share is computed using the weighted average number of common and common equivalent shares outstanding during the year. Common equivalent shares consist of the incremental common shares upon the assumed exercise of stock options and warrants, and upon the assumed conversion of deferred share units and units issued under the Company's share unit plan, to the extent their inclusion is not anti-dilutive.

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As at December 31, 2018, the Company had 2,817,280 (December 31, 2017: 2,995,721) common share equivalents consisting of common shares issuable upon the exercise of outstanding exercisable stock options, restricted and performance share units, and deferred share units were not included for the purpose of calculating diluted loss per share as their effect would be anti-dilutive.

### (n) Share based payments

The fair value of equity-settled share-based payment awards are estimated as of the date of the grant and recorded as share-based payment expense in the consolidated statements of loss over their vesting periods, with a corresponding increase in equity. The amount recognized as an expense is adjusted to reflect the number of awards for which the related service and non-market vesting conditions are expected to be met. Market price performance conditions are included in the fair value estimate on the grant date with no subsequent adjustment to the actual number of awards that vest. Forfeiture rates are estimated on grant date, and adjusted annually for actual forfeitures in the period. Changes to the estimated number of awards that will eventually vest are accounted for prospectively. Share based payment awards with graded vesting schedules are accounted for as separate grants with different vesting periods and fair values.

The fair value of stock options is estimated using the Black-Scholes-Merton option valuation model. The fair value of restricted and deferred share units, is based on the fair market value of a common share equivalent on the date of grant. The fair value of performance share units awarded with market price conditions is determined using the Monte Carlo pricing model and the fair value of performance share units with non-market performance conditions is based on the fair market value of a common share equivalent on the date of grant.

### (o) Changes in Accounting Standards

The Company has reviewed new accounting pronouncements that have been issued but are not yet effective at December 31, 2018. These include:

IFRS 16 Leases. In January 2016, the IASB published a new accounting standard, IFRS 16 – Leases (IFRS 16) which replaces IAS 17 – Leases and its associated interpretative guidance. IFRS 16 applies a control model to the identification of leases, distinguishing between a lease and a service contract on the basis of whether the customer controls the asset being leased. For those assets determined to meet the definition of a lease, IFRS 16 introduces significant changes to the accounting by lessees, introducing a single, on-balance sheet accounting model that is similar to current finance lease accounting, with limited exceptions for short-term leases or leases of low value assets. Lessor accounting remains similar to current accounting practice. The standard is effective for annual periods beginning on or after January 1, 2019.

The Company will adopt this standard on the effective date and select the cumulative catch-up approach resulting in no restatement of prior year comparatives. The Company will also elect to apply the available exemptions as permitted by IFRS 16 to recognize a lease expense on a straight line basis for short term leases (lease term of 12 months or less) and low value assets. The Company will also elect to apply the practical expedient whereby leases with terms that end within 12 months of the date of initial application would be accounted for in the same way as short term leases.

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As at December 31, 2018, the Company has undertaken and completed a detailed review of its existing operating lease contracts and service contracts and has identified which contracts contain right of use assets within the scope of IFRS 16. The Company does not expect the new standard to have a significant impact on the Company's consolidated financial statements.

**IFRIC 23** *Uncertainty over Income Tax Treatments*, provides guidance on the accounting for current and deferred tax liabilities and assets in which there is uncertainty over income tax treatments. The Interpretation is applicable for annual periods beginning on or after January 1, 2019. Earlier application is permitted. The Company intends to adopt the Interpretation in its financial statements for the annual period beginning January 1, 2019. The Company does not expect the application of the Interpretation to have a significant impact on the Company's consolidated financial statements.

**Annual Improvements 2015-2017 Cycle.** In December 2017, the IASB issued narrow-scope amendments to IFRS 3- Business Combinations, IFRS 11-Joint Arrangements, IAS 12 – Income Taxes and IAS 23 -Borrowing Costs. These amendments are effective for annual periods beginning on or after January 1, 2019 and are not expected to have significant impact on the Company's consolidated financial statements.

### 3. CASH AND CASH EQUIVALENTS

The Company's cash and cash equivalents include cash on hand, bank deposits and term deposits with original maturities of three months or less, as follows:

	Interest	December 31,		December 31,
	Rate	2018		2017
Cash at bank and on hand	0 - 2.53%	\$ 55,180	\$	30,395
Term deposit (less than 90 days)	2.54 - 2.69%	75,000		130,000
Cash and cash equivalents		\$ 130,180	\$	160,395

Term deposits classified as 'cash equivalents' are comprised of bank term deposits with a term to maturity of less than three months from date of acquisition and interest only payable if held to maturity.

### 4. ACCOUNTS RECEIVABLE

	Dece	ember 31,	December 31,		
		2018		2017	
Goods and services tax ("GST") recoverable	\$	22	\$	23	
Mexican value added tax ("IVA") recoverable		133		30	
Interest receivable		217		107	
	\$	372	\$	160	

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#### 5. INVESTMENTS

The Company holds investments as follows:

The Company holds investments as follows.	Dec	ember 31,	De	ecember 31,
		2018		2017
Equity securities (strategically acquired)	\$	1,742	\$	2,435
Warrants		39		661
	\$	1,781	\$	3,096

During the year ended December 31, 2018, the Company recorded an unrealized loss of \$1,895, net of nil tax, in other comprehensive income (loss) (December 31, 2017: \$332 unrealized gain) on investments in equity securities designated as FVTOCI instruments. The following table summarizes the movements of equity securities:

	December 31,	De	cember 31,
	2018		2017
Equity securities, beginning of year	\$ 2,435	\$	550
Additions (see Note 7)	1,202		1,553
Unrealized (loss) gain for the year	(1,895)		332
Equity securities, end of year	\$ 1,742	\$	2,435

During the year ended December 31, 2018, the Company recorded an unrealized loss of \$622, in the statement of income (loss), on warrants held and designated as FVTPL (December 31, 2017: \$342 unrealized gain). The following table summarizes the movements in warrants:

	De	cember 31,	Dece	eember 31,	
		2018		2017	
Warrants, beginning of year	\$	661	\$	168	
Additions		-		151	
Change in fair value of warrants		(622)		342	
Warrants, end of year	\$	39	\$	661	

### 6. INVESTMENT IN ASSOCIATE ("MINERA JUANICIPIO S.A. DE C.V.")

The Company acquired a 100% interest in the Juanicipio property effective July 16, 2003. Pursuant to an agreement effective July 1, 2005 (the "Agreement") with Industrias Peñoles, S.A. de C.V. ("Peñoles"), the Company granted Peñoles or any of its subsidiaries an option to earn a 56% interest in the Juanicipio Property in Mexico in consideration for Peñoles conducting \$5,000 of exploration on the property over four years and Peñoles purchasing \$1,000 of common shares of the Company in two tranches for \$500 each.

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In mid 2007, Peñoles met all of the earn-in requirements of the Agreement. In December 2007, the Company and Peñoles created an operating company named Minera Juanicipio, S.A. de C.V. ("Minera Juanicipio") for the purpose of holding and operating the Juanicipio Property. In 2008, MAG was notified that Peñoles had transferred its 56% interest of Minera Juanicipio to Fresnillo plc ("Fresnillo") pursuant to a statutory merger. Minera Juanicipio is held 56% by Fresnillo and 44% by the Company. Fresnillo is the operator of Minera Juanicipio, and with its affiliates, beneficially owns 11.4% of the common shares of the Company as at December 31, 2018, as publicly reported. In December 2007, all mineral rights and surface rights relating to the Juanicipio project held by the Company and Peñoles, respectively, were ceded into Minera Juanicipio. Minera Juanicipio are required to be shared by the Company and Fresnillo pro-rata based on their ownership interests in Minera Juanicipio, and if either party does not fund pro-rata, their ownership interest will be diluted in accordance with the Minera Juanicipio shareholders agreement.

The Company has recorded its investment in Minera Juanicipio using the equity basis of accounting. The cost of the investment includes the carrying value of the deferred exploration and mineral and surface rights costs incurred by the Company on the Juanicipio Property and contributed to Minera Juanicipio plus the required net cash investment to establish and maintain its 44% interest.

The Company's investment relating to its interest in the Juanicipio property and Minera Juanicipio is detailed as follows:

	December 31,			December 31,
		2018		2017
Joint venture oversight expenditures incurred 100% by MAG	\$	330	\$	754
Cash contributions to Minera Juanicipio (1)		23,583		18,700
Total for the current year		23,913		19,454
Equity pick up of current income for the year (2)		227		308
Balance, beginning of year		57,074		37,312
Balance, end of year	\$	81,214	\$	57,074

<sup>(1)</sup> Represents the Company's 44% share of Minera Juanicipio cash contributions for the year.

Summary of financial information of Minera Juanicipio (on a 100% basis reflecting adjustments made by the Company, including adjustments for differences in accounting policies):

<sup>(2)</sup> Represents the Company's 44% share of Minera Juanicipio's income for the year, as determined by the Company.

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	De	ecember 31,	December 31,
		2018	 2017
Cash and cash equivalents	\$	16,715	\$ 9,639
IVA and other receivables		9,146	3,861
Total current assets		25,861	13,500
Minerals, surface rights, exploration & development expenditures		161,975	116,117
Total assets	\$	187,836	\$ 129,617
Payables to Peñoles and other vendors	\$	5,736	\$ 1,217
Total current liabilities		5,736	 1,217
Provision for reclamation and remediation costs		450	393
Deferred income tax liability		6,515	6,962
Total liabilities		12,701	8,572
Shareholders equity		175,135	121,045
Total liabilities and equity	\$	187,836	\$ 129,617
	De	ecember 31,	December 31,
		2018	2017
Deferred income tax recovery	\$	436	\$ 965
Exchange gain (loss)		80	(265)
Net income	\$	516	\$ 700
MAG's 44% equity pick up	\$	227	\$ 308

Evaluation and exploration expenditures and initial development expenditures, capitalized directly by Minera Juanicipio for the year ended December 31, 2018 amounted to \$45,858 (December 31, 2017: \$34,192).

There are no direct operating expenses or income in Minera Juanicipio, as all mineral, surface rights, and exploration and development expenditures are capitalized.

### 7. EXPLORATION AND EVALUATION ASSETS

(a) In 2017, the Company entered into an option earn-in agreement with a private group whereby the Company can earn up to a 100% interest in a prospective land claim package. To earn a 100% interest in the property package, the Company must make combined remaining cash payments of \$425 over the second, third, fourth and fifth annual anniversaries of the agreement, and the vendors would retain a 2% net smelter returns royalty ("NSR"). There are no further exploration funding requirements under the agreement as at December 31, 2018.

### **Notes to the Consolidated Financial Statements**

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(b) In late 2018, the Company entered into an option agreement with a private group whereby the Company has the right to earn 100% ownership interest in a company which owns a prospective land claim package. The Company paid \$150 upon signing the agreement. To earn 100% interest in the property, the Company must make combined remaining cash payments of \$1,850 over the next 10 years, and fund a cumulative of \$30,000 of eligible exploration expenditures by the tenth anniversary date of the agreement. Included in these commitments, is a firm commitment of \$1,250 of eligible exploration expenditures in 2019, with the balance of both the cash payments and exploration commitments optional at the Company's discretion. The vendors would retain a 2% NSR.

To December 31, 2018, the Company has incurred the following exploration and evaluation expenditures on the properties:

		Year ended	Year ended
	Dece	mber 31, 2018	December 31, 2017
Exploration and evaluation assets:			
Acquisition costs of mineral and surface rights	\$	150	\$ 75
Geochemical		125	103
Camp and site costs		58	95
Geological consulting		1,086	806
Geophysical		93	-
Land taxes and government fees		445	196
Legal, community and other consultation costs		109	47
Travel		149	111
Total for the year		2,215	1,433
Balance, beginning of year		1,433	
Balance, end of year	\$	3,648	\$ 1,433

Included in exploration and evaluation assets at December 31, 2018 are trade and payables of \$13 (December 31, 2017: \$13), a non-cash investing activity.

The Company also holds mineral property concessions to the Cinco de Mayo property in Mexico, upon which a full impairment has been recognized in prior years. As a result, expenditures incurred to maintain these concessions and to potentially restore surface access, are no longer capitalized as exploration and evaluation assets, but rather are expensed as part of 'mining taxes and other property costs' on the statement of loss and comprehensive loss.

On June 22, 2018, the Company sold its previously impaired Lagartos concessions in the Zacatecas Silver District to Defiance Silver Corp ("Defiance") for consideration of 5,000,000 shares of Defiance. The Defiance shares, valued at \$1,202 upon closing, are included in 'equity securities' in Investments (see *Note 5*). Transactions costs on the sale of the property were \$51.

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#### 8. SHARE CAPITAL

### (a) Issued and outstanding

The Company is authorized to issue an unlimited number of common shares without par value.

As at December 31, 2018, there were 85,539,476 shares outstanding (December 31, 2017: 85,478,790).

On November 28, 2017, the Company closed a non-brokered private placement offering and issued 4,599,641 common shares at \$10.47 per share, for gross proceeds of \$48,158. The Company paid legal and filing costs of \$223 resulting in net proceeds of \$47,935.

During the year ended December 31 2018, no stock options were exercised for cash and 135,000 stock options were exercised under a less dilutive cashless exercise provision of the plan, whereby 58,191 shares were issued in settlement of the stock options and the remaining 76,809 options were cancelled.

During the year ended December 31, 2017, 45,400 stock options were exercised for cash proceeds of \$283. An additional 225,000 stock options were exercised under a less dilutive cashless exercise provision of the plan, whereby 127,845 shares were issued in settlement of the stock options and the remaining 97,155 options were cancelled.

During the year ended December 31, 2018, 2,495 restricted share units were converted into shares.

During the year ended December 31, 2017, 682 restricted share units and 1,018 performance share units were converted into shares.

### (b) Stock options

The Company may enter into Incentive Stock Option Agreements with officers, employees, and consultants. On June 15, 2017, the Shareholders re-approved the Company's rolling Stock Option Plan (the "Plan"). The maximum number of common shares that may be issuable under the Plan is set at 5% of the number of issued and outstanding common shares on a non-diluted basis at any time, provided that the number of common shares issued or issuable under the combined Plan and Share Unit Plan ( $Note\ 8(c)$ ) shall not exceed 5% of the issued and outstanding common shares of the Company on a non-diluted basis. Options granted under the Plan have a maximum term of 5 years. As at December 31, 2018, there were 1,734,294 stock options outstanding under the Plan and 400,000 inducement options outstanding outside of the Plan.

Stock option grants are recommended for approval to the Board of Directors by the Compensation Committee consisting of three independent members of the Board of Directors. At the time of a stock option grant, the exercise price of each option is set and in accordance with the Plan, cannot be lower than the market value of the common shares at the date of grant.

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The following table summarizes the Company's option activity for the year:

			Weighted		7	Weighted
	Year ended		average	Year ended		average
	December 31,	exer	cise price	December 31,	exerc	ise price
	2018	(C	C\$/option)	2017	(C	\$/option)
Outstanding, beginning of year	2,269,294	\$	9.50	2,254,172	\$	8.71
Granted	_		_	285,522		13.91
Exercised for cash	_		-	(45,400)		8.19
Exercised cashless	(135,000)		7.94	(225,000)		7.46
Outstanding, end of year	2,134,294	\$	9.59	2,269,294	\$	9.50

Although no stock options were granted during the year ended December 31, 2018 (December 31, 2017: 285,522 stock options were granted with a weighted average grant date fair value of \$1,070 or \$3.75 per option), the Board of Directors approved in 2018 a designated value of \$967 of options to be granted subsequent to year end.

The following table summarizes the Company's stock options outstanding and exercisable as at December 31, 2018:

	Exercise price (\$C/option)	Number outstanding	Number exercisable	Weighted average remaining contractual life (years)
(1)	5.35	400,000	400,000	0.25
	5.86	380,000	380,000	0.25
	9.16	21,666	21,666	1.70
	9.28	368,333	368,333	1.93
	10.02	187,500	187,500	1.48
	10.04	263,500	263,500	0.50
	13.91	285,522	95,174	3.93
	17.55	227,773	151,849	2.93
	C\$5.35 - C\$17.55	2,134,294	1,868,022	1.47

<sup>(1)</sup> Inducement options issued outside the Company's Plan as an incentive to attract senior officers for employment.

During the year ended December 31, 2018, the Company recorded share based payment expense of \$904 (December 31, 2017: \$893) relating to stock options vested to employees and consultants in the year.

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### (c) Restricted and performance share units

On June 15, 2017, the Shareholders re-approved a share unit plan (the "Share Unit Plan") for the benefit of the Company's officers, employees and consultants. The Share Unit Plan provides for the issuance of common shares from treasury, in the form of Restricted Share Units ("RSUs") and Performance Share Units ("PSUs"). The maximum number of common shares that may be issuable under the Share Unit Plan is set at 1.5% of the number of issued and outstanding common shares on a non-diluted basis, provided that the number of common shares issued or issuable under the combined Share Unit Plan and Stock Option Plan ( $Note \ 8(b)$ ) shall not exceed 5% of the issued and outstanding common shares on a non-diluted basis. RSUs and PSUs granted under the Share Unit Plan have a term of 5 years unless otherwise specified by the Board, and each unit entitles the participant to receive one common share of the Company subject to vesting criteria, and in the case of PSUs, performance criteria.

In the year ended December 31, 2018, no RSUs were granted (December 31, 2017: nil) and 2,495 RSUs were converted and settled in common shares (December 31, 2017: 682). As at December 31, 2018, there were 43,343 RSUs issued and outstanding under the Share Unit Plan, all of which had vested and are convertible into common shares of the Company.

In the year ended December 31, 2018, although no PSUs were granted (December 31, 2017: 88,665) the Board of Directors approved a designated dollar amount of \$886 to be granted subsequent to year end. No PSUs were converted and settled in common shares in the year ended December 31, 2018 (December 31, 2017: 1,018) and 40,946 PSUs previously issued (December 31, 2017: nil) were forfeited as the Company failed to meet a performance factor within the performance period. The Company reversed the previously recognized share-based payment expense in relation to the forfeited PSUs in the amount of \$284.

As at December 31, 2018, there were 186,904 PSUs issued and outstanding under the Share Unit Plan, of which 29,154 had vested and are convertible into common shares of the Company. Included in the PSUs at December 31, 2018, are 157,750 PSUs with vesting conditions subject to a market share price performance factor measured over a three-year performance period, resulting in a PSU payout range from 0% or nil PSUs to 200% or 315,500 PSUs. The Company estimates the fair value of the PSUs on grant date using the Monte Carlo simulation model.

The Company recognized a share-based payment expense of \$319 (December 31, 2017: \$411) relating to RSUs and PSUs vesting in the year.

#### (d) Deferred share units

On June 15, 2017, the Shareholders re-approved a Deferred Share Unit Plan (the "DSU Plan") for the benefit of the Company's non-executive directors. The DSU Plan provides for the issuance of common shares from treasury, in the form of Deferred Share Units ("DSUs"). Directors may also elect to receive all or a portion of their annual retainer and meeting fees in the form of DSUs. DSUs may be settled in cash or in common shares issued from treasury, as determined by the Board at the time of the grant. The maximum number of common shares that may be issuable under the DSU Plan is set at 1.0% of the number of issued and outstanding common shares on a non-diluted basis.

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Although no DSUs were granted during the year ended December 31, 2018 (December 31, 2017: 66,325 DSUs were granted under the plan and 13,109 DSUs were granted to directors who elected to received their retainer and meeting fees in the form of DSUs rather than cash), the Company has recorded a liability and share based payment expense in respect of \$770 in 2018 DSUs to be granted subsequent to year end. An additional DSU share-based payment expense of \$116 was recognized in the year ended December 31, 2018 with respect to Directors who elected to receive all or a portion of their annual retainer and meeting fees in the form of DSUs (December 31, 2017: \$964 of combined DSU share based payment expense).

Under the DSU plan, no common shares are to be issued, or cash payments made to, or in respect of a participant in the DSU Plan prior to such eligible participant's termination date. As at December 31, 2018, there are 452,739 DSUs issued and outstanding under the DSU Plan, all of which have vested.

As at December 31, 2018, there are 2,417,280 common shares issuable under the combined share compensation arrangements referred to above (the Plan, the Share Unit Plan and the DSU Plan) representing 2.83% of the issued and outstanding common shares on a non-diluted basis, and there are 2,715,089 share-based awards available for grant under these combined share compensation arrangements.

#### 9. CAPITAL RISK MANAGEMENT

The Company's objectives in managing its liquidity and capital are to safeguard the Company's ability to continue as a going concern and to provide financial capacity to meet its strategic objectives. The capital structure of the Company consists of its equity (comprising of share capital, equity reserve, accumulated other comprehensive income and deficit), net of cash, cash equivalents and term deposits.

Capital as defined above is summarized in the following table:

	De	ecember 31,	December 31,		
		2018		2017	
Equity	\$	213,881	\$	220,239	
Cash and cash equivalents		(130,180)		(160,395)	
	\$	83,701	\$	59,844	

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue debt, acquire or dispose of assets.

In order to facilitate the management of its capital requirements, the Company prepares annual expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. The annual and updated budgets are approved by the Board of Directors. The Company does not pay out dividends.

As at December 31, 2018, the Company does not have any long-term debt and is not subject to any externally imposed capital requirements.

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The Company currently has sufficient working capital (\$129,316 as at December 31, 2018) to maintain all of its properties and currently planned programs for a period in excess of the next year. In management's opinion, the Company is able to meet its ongoing current obligations as they become due. However, the Company may require additional capital in the future to meet its future project and other related expenditures (see *Note 14*) as the Company is currently not generating any cash flow from operations. Future liquidity may therefore depend upon the Company's ability to arrange additional debt or equity financing.

#### 10. FINANCIAL RISK MANAGEMENT

The Company's operations consist of the acquisition, exploration and development of projects primarily in the Americas. The Company examines the various financial risks to which it is exposed and assesses the impact and likelihood of occurrence. These risks may include credit risk, liquidity risk, currency risk, interest rate risk and other price risks. Where material, these risks are reviewed and monitored by the Board of Directors.

#### (a) Credit risk

Counterparty credit risk is the risk that the financial benefits of contracts with a specific counterparty will be lost if a counterparty defaults on its obligations under the contract. This includes any cash amounts owed to the Company by those counterparties, less any amounts owed to the counterparty by the Company where a legal right of set-off exists and also includes the fair values of contracts with individual counterparties which are recorded in the financial statements.

### (i) Trade credit risk

The Company is in the exploration stage and has not yet commenced commercial production or sales. Therefore, the Company is not exposed to significant trade credit risk and overall the Company's credit risk has not changed significantly from December 31, 2017.

### (ii) Cash

In order to manage credit and liquidity risk the Company's policy is to invest only in highly rated investment grade instruments backed by Canadian commercial banks.

### (iii) Mexican value added tax

As at December 31, 2018, the Company had a receivable of \$133 from the Mexican government for value added tax (*Note 4*). Management expects the balance to be fully recoverable within the year.

The Company's maximum exposure to credit risk is the carrying value of its cash and cash equivalents, and accounts receivable, as follows:

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	De	ecember 31,	De	ecember 31,
		2018		2017
Cash and cash equivalents	\$	130,180	\$	160,395
Accounts receivable (Note 4)		372		160
	\$	130,552	\$	160,555

### (b) Liquidity risk

The Company has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements, its exploration and development plans, and its various optional property and other commitments (see *Notes 7 and 14*). The annual budget is approved by the Board of Directors. The Company ensures that there are sufficient cash balances to meet its short-term business requirements.

The Company's overall liquidity risk has not changed significantly from the prior year.

### (c) Currency risk

The Company is exposed to the financial risks related to the fluctuation of foreign exchange rates, both in the Mexican peso and Canadian dollar, relative to the US\$. The Company does not use any derivative instruments to reduce its exposure to fluctuations in foreign exchange rates. The Company is also exposed to inflation risk in Mexico.

Exposure to currency risk

As at December 31, 2018, the Company is exposed to currency risk through the following assets and liabilities denominated in currencies other than the functional currency of the applicable entity:

December 31, 2018 (in US\$ equivalent)	Mex	ican peso	Canadian dollar		
Cash	\$	31	\$	259	
Accounts receivable		133		23	
Prepaid		8		-	
Investments		-		1,781	
Accounts payable		(119)		(424)	
Net assets exposure	\$	53	\$	1,639	

*Mexican peso relative to the US\$* 

Although the majority of operating expenses in Mexico are both determined and denominated in US\$, an appreciation in the Mexican peso relative to the US\$ will slightly increase the Company's cost of operations in Mexico related to those operating costs denominated and determined in Mexican pesos. Alternatively, a depreciation in the Mexican peso relative to the US\$ will decrease

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the Company's cost of operations in Mexico related to those operating costs denominated and determined in Mexican pesos.

An appreciation/depreciation in the Mexican peso against the US\$ will also result in a gain/loss to the extent that the Company holds net monetary assets (liabilities) in pesos. Specifically, the Company's foreign currency exposure is comprised of peso denominated cash, prepayments and value added taxes receivable, net of trade and other payables. The carrying amount of the Company's net peso denominated monetary assets at December 31, 2018 is 1,038 pesos (December 31, 2017: 1,085 net peso monetary liabilities). A 10% appreciation in the peso against the US\$ would result in a gain at December 31, 2018 of \$5 (December 31, 2017: \$5 loss), while a 10% depreciation in the peso relative to the US\$ would result in an equivalent loss.

Mexican peso relative to the US\$ - Investment in Associate

The Company also conducts a portion of its business through its equity interest in its associate, Minera Juanicipio (see Note 6). The Company accounts for this investment using the equity method, and recognizes the Company's 44% share of earnings and losses of Minera Juanicipio. Minera Juanicipio also has a US\$ functional currency, and is exposed to the same currency risks noted above for the Company.

An appreciation/depreciation in the Mexican peso against the US\$ will also result in a gain/loss to the extent that Minera Juanicipio holds net monetary assets (liabilities) in pesos, comprised of peso denominated cash, value added taxes receivable, net of trade and other payables. The carrying amount of Minera Juanicipio's net peso denominated monetary assets at December 31, 2018 is 139,630 pesos (December 31, 2017: 79,857 pesos). A 10% appreciation in the peso against the US\$ would result in a gain at December 31, 2018 of \$789 (December 31, 2017: \$450) in Minera Juanicipio, of which the Company would record 44% or \$347 equity pick-up (December 31, 2017: \$198), while a 10% depreciation in the peso relative to the US\$ would result in an equivalent loss.

*C*\$ relative to the *US*\$

The Company is exposed to gains and losses from fluctuations in the C\$ relative to the US\$.

As general and administrative overheads in Canada are denominated in C\$, an appreciation in the C\$ relative to the US\$ will increase the Company's overhead costs as reported in US\$. Alternatively, a depreciation in the C\$ relative to the US\$ will decrease the Company's overhead costs as reported in US\$.

An appreciation/depreciation in the C\$ against the US\$ will result in a gain/loss to the extent that MAG, the parent entity, holds net monetary assets (liabilities) in C\$. The carrying amount of the Company's net Canadian denominated monetary assets at December 31, 2018 is C\$2,235 (December 31, 2017: C\$6,236). A 10% appreciation in the C\$ against the US\$ would result in gain at December 31, 2018 of \$164 (December 31, 2017: \$497) while a 10% depreciation in the C\$ relative to the US\$ would result in an equivalent loss.

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#### (d) Interest rate risk

The Company's interest revenue earned on cash and cash equivalents is exposed to interest rate risk. A decrease in interest rates would result in lower relative interest income and an increase in interest rates would result in higher relative interest income.

#### 11. FINANCIAL INSTRUMENTS AND FAIR VALUE DISCLOSURES

The Company's financial instruments include cash and cash equivalents, accounts receivable, investments, and trade and other payables. The carrying values of cash and cash equivalents, accounts receivable, and trade and other payables reported in the consolidated statement of financial position approximate their respective fair values due to the relatively short-term nature of these instruments.

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value hierarchy establishes three levels to classify the inputs to valuation techniques used to measure fair value as described below:

- Level 1: Unadjusted quoted prices in active markets that are accessible at the measurement date for identical assets or liabilities.
- Level 2: Observable inputs other than quoted prices in Level 1 such as quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets and liabilities in markets that are not active; or other inputs that are observable or can be corroborated by observable market data.
- Level 3: Unobservable inputs which are supported by little or no market activity.

The Company's financial assets or liabilities as measured in accordance with the fair value hierarchy described above are:

	 Year ended December 31, 2018									
	 Level 1	Level 2		Level 3			Total			
Cash and cash equivalents	\$ 130,180	\$	-	\$	-	\$	130,180			
Investments (Note 5) <sup>(1)</sup>	1,742		39		-		1,781			
	\$ 131,922	\$	39	\$	-	\$	131,961			

	 Year ended December 31, 2017									
	Level 1		Level 2		Level 3		Total			
Cash and cash equivalents	\$ 160,395	\$	-	\$		- \$	160,395			
Investments (Note 5) <sup>(1)</sup>	2,435		661			-	3,096			
	\$ 162,830	\$	661	\$		- \$	163,491			

<sup>(1)</sup> The fair value of equity securities quoted in active markets, is determined based on a market approach reflecting the closing price of each particular security as at the statement of financial position date. The

### **Notes to the Consolidated Financial Statements**

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closing price is a quoted market price obtained from the exchange that is the principal active market for the particular security, and therefore equity securities are classified within Level 1 of the fair value hierarchy. The fair values of equity securities and warrants that are not quoted in active markets are valued based on quoted prices of similar instruments in active markets or using valuation techniques where all inputs are directly or indirectly observable from market data and are classified within Level 2 of the fair value hierarchy.

There were no transfers between levels 1, 2 and 3 during the year ended December 31, 2018. During the year ended December 31, 2017, the Company's investments previously classified within Level 2 were transferred to Level 1 after the securities were listed on the TSX Venture exchange in December 2017, offset by additions to level 2 for warrants acquired during the year.

### 12. SEGMENTED INFORMATION

The Company operates primarily in one operating segment, being the exploration and development of mineral properties in Mexico. The majority of the Company's long term assets are located there and the Company's executive and head office is located in Canada.

#### 13. RELATED PARTY TRANSACTIONS

The Company does not have offices or direct personnel in Mexico, but rather is party to a Field Services Agreement, whereby it has contracted administrative and exploration services in Mexico with MINERA CASCABEL S.A. de C.V. ("Cascabel") and IMDEX Inc. ("IMDEX"). Dr. Peter Megaw, the Company's Chief Exploration Officer, is a principal of both IMDEX and Cascabel, and is remunerated by the Company through fees to IMDEX. In addition to corporate executive responsibilities with MAG, Dr. Megaw is responsible for the planning, execution and assessment of the Company's exploration programs, and he and his team developed the geologic concepts and directed the acquisition of the Juanicipio Project.

During the year, the Company incurred expenses with Cascabel and IMDEX as follows:

	December 31,	December 31,
	2018	2017
Fees related to Dr. Megaw:		
Exploration and marketing services	\$ 424	\$ 379
Travel and expenses	75	98
Other fees to Cascabel and IMDEX:		
Administration for Mexican subsidiaries	72	92
Field exploration services	384	508
	\$ 955	\$ 1,077

All transactions are incurred in the normal course of business, and are negotiated on terms between the parties which are believed to represent fair market value for all services rendered. A portion of the expenditures are incurred on the Company's behalf, and are charged to the Company on a "cost + 10%" basis. The services provided do not include drilling and assay work which are contracted out independently from Cascabel and IMDEX. Included in trade and other payables at December 31, 2018 is \$107 related to these services (December 31, 2017: \$286).

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(Expressed in thousands of US dollars unless otherwise stated)

Any amounts due to related parties arising from the above transactions are unsecured, non-interest bearing and are due upon receipt of invoices.

The Company holds various mineral property claims in Mexico upon which full impairments have been recognized. The Company is obligated to a 2.5% NSR royalty on the Cinco de Mayo property payable to the principals of Cascabel under the terms of an option agreement dated February 26, 2004, whereby the Company acquired a 100% interest in the property from Cascabel, and under the terms of assignment agreements entered into by Cascabel with its principals.

The immediate parent and ultimate controlling party of the consolidated group is MAG Silver Corp. (incorporated in British Columbia, Canada).

The details of the Company's significant subsidiaries and ownership interests are as follows:

Significant subsidiaries of the Company are as follows:

Name	Country of	Principal	MAG's effective interest			
	Incorporation	Activity	2018 (%)	2017 (%)		
Minera Los Lagartos, S.A. de C.V.	Mexico	Exploration	100%	100%		
Minera Pozo Seco S.A. de C.V.	Mexico	Exploration	100%	100%		

Balances and transactions between the Company and its subsidiaries, which are related parties of the Company, have been eliminated on consolidation and are not disclosed in this note.

Minera Juanicipio, S.A. de C.V. ("Minera Juanicipio"), created for the purpose of holding and operating the Juanicipio Property, is held 56% by Fresnillo plc ("Fresnillo") and 44% by the Company. Fresnillo is the operator of Minera Juanicipio, and with its affiliates, beneficially owns 11.4% of the common shares of the Company as at December 31, 2018, as publicly reported. Minera Juanicipio is currently governed by a shareholders agreement. All costs relating to the project and Minera Juanicipio are required to be shared by the Company and Fresnillo pro-rata based on their ownership interests in Minera Juanicipio (see *Note 6*).

During the year, compensation of key management personnel (including directors) was as follows:

	Dec	eember 31, 2018	De	ecember 31, 2017
Salaries and other short term employee benefits	\$	1,567	\$	1,540
Share based payments (Note 8(b), (c), and (d))		1,369		1,409
	\$	2,936	\$	2,949

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, and consists of its Directors, the Chief Executive Officer and the Chief Financial Officer.

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#### 14. COMMITMENTS AND CONTINGENCIES

The following table discloses the contractual obligations of the Company and its subsidiaries as at December 31, 2018 for committed exploration work and committed office lease and other obligations.

				s than year	1-3	Years	3-5 Y	ears	e than ears
	T	otal	2	2019	2020-	-2021	2022-	-2023	4 & ver
Committed exploration expenditures	\$	1,250	\$	1,250		-		-	ı
Minera Juanicipio (1)&(2)		-		-		-		-	-
Office and other commitments		353		217		136		-	_
<b>Total Obligations and Commitments</b>	\$	1,603	\$	1,467	\$	136	\$	-	\$

<sup>1)</sup> Although the Company makes cash advances to Minera Juanicipio as cash called by the operator Fresnillo (based on approved Minera Juanicipio budgets), they are not contractual obligations. The Company intends, however, to continue to fund its share of cash calls and avoid dilution of its ownership interest in Minera Juanicipio.

The Company also has optional commitments for property option payments and exploration expenditures as outlined above in *Exploration and Evaluation Assets*. There is no obligation to make any of those payments or to conduct any work on its optioned properties. As the Company advances them, it evaluates exploration results and determines at its own discretion which option payments to make and which additional exploration work to undertake in order to comply with the funding requirements.

The Company could be subject to various investigations, claims and legal and tax proceedings covering matters that arise in the ordinary course of business activities. Each of these matters would be subject to various uncertainties and it is possible that some matters may be resolved unfavourably to the Company. Certain conditions may exist as of the date of the financial statements are issued, which may result in a loss to the Company but which will only be resolved when one or more future events occur or fail to occur. The Company is not aware of any such claims or investigations, and as such has not recorded any related provisions and does not expect such matters to result in a material impact on the results of operations, cash flows and financial position.

### 15. INCOME TAXES

The income taxes recognized in profit or loss is as follows:

	December 31,	December 31,
	2018	2017
Deferred tax expense	\$ (796)	\$ (728)
Total income tax expense	\$ (796)	\$ (728)

<sup>2)</sup> According to the operator, Fresnillo, contractual commitments for processing equipment of \$23,100 and for development contractors of \$69,500 with respect to the Juanicipio Project have been committed to as at December 31, 2018.

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The provision for income taxes reported differs from the amounts computed by applying statutory Canadian federal and provincial tax rates to the loss before tax provision due to the following:

	December 31,	December 31,
	2018	2017
Loss for the year before income taxes	\$ (5,006)	\$ (5,769)
Statutory tax rate	27%	26%
Recovery of income taxes computed at statutory rates	1,352	1,500
Share based payments	(569)	(588)
Mexican inflationary adjustments	(1,002)	(80)
Differing effective tax rate on loss in foreign jurisdiction	63	93
Impact of change in statutory tax rates	-	444
Unrecognized deferred tax assets	1,516	(4,671)
Impact of foreign exchange and other	(2,156)	2,574
Total income tax expense	\$ (796)	\$ (728)

The approximate tax effect of each item that gives rise to the Company's unrecognized and recognized deferred tax assets and liabilities as at December 31, 2018 and 2017 are as follows:

	D	December 31,		December 31,	
		2018		2017	
Deferred income tax assets					
Exploration and evaluation assets	\$	1,031	\$	1,303	
Non-capital losses		1,761		872	
Capital losses		551		-	
Other		4		35	
	\$	3,347	\$	2,210	
Deferred income tax liablities					
Exploration and evaluation assets	\$	(27)	\$	-	
Investment in associate		(3,493)		(3,429)	
Unrealized capital gain on foreign exchange		(1,940)		-	
Other		_		(98)	
	\$	(5,460)	\$	(3,527)	
Net deferred income tax liability	\$	(2,113)	\$	(1,317)	

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The Company's movement of net deferred tax liabilities is described below:

	December 31,			December 31,	
		2018		2017	
At January 1	\$	(1,317)	\$	(589)	
Deferred income tax expense through income statement		(796)		(728)	
At December 31	\$	(2,113)	\$	(1,317)	

The Company has the following deductible temporary differences for which no deferred tax assets have been recognized:

	December 31,			December 31,		
		2018	expiry dates		2017	
Non-capital losses	\$	70,659	2020-2038	\$	69,925	
Exploration and evaluation assets		17,261	no expiry		21,103	
Financing fees		1,737	2039 - 2041		3,657	
Other		3,135	no expiry		2,977	
Total	\$	92,792		\$	97,662	

At December 31, 2018, the Company has non-capital loss carry forwards in Canada aggregating \$37,717 (December 31, 2017: \$40,373) which expire over the period between 2026 to 2038, available to offset future taxable income in Canada, and the Company has capital loss carry forwards in Canada of \$4,081 (December 31, 2017: \$1,635) which are available only to offset future capital gains for Canadian tax purposes and may be carried forward indefinitely.

At December 31, 2018, the Company has tax loss carry forwards in Mexico aggregating \$39,074 (December 31, 2017: \$32,249) which expire over the period 2020 to 2028, available to offset future taxable income in Mexico.

At December 31, 2018, the Company has \$187 (December 31, 2017: \$23) included in cash that is held by foreign subsidiaries, and hence not available to fund domestic operations unless the funds were repatriated. There are no taxes payable on the funds should the Company choose to repatriate them, however, the Company does not intend to repatriate these funds in the next year.