Jervois Global Limited

Management Discussion & Analysis (“MD&A”)

For the Three Months and Nine Months Ended September 30, 2021

INTRODUCTION

This discussion and analysis of financial position and results of operations ("MD&A") is prepared as at November 15, 2021 and should be read in conjunction with the unaudited consolidated financial statements for the nine months ended September 30, 2021 of Jervois Global Limited (the "Company" or "Jervois" and, together with its subsidiaries, the "Group") with the related notes thereto. Those financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and Interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC") and in accordance with Australian Accounting Standards ("AASBs") (AASB 134 Interim Financial Reporting) adopted by the Australian Accounting Standards Board ("AASB"). All dollar amounts included therein and in the following MD&A are expressed in Australian dollars, except where noted.

This discussion contains forward-looking statements that involve risks and uncertainties. Such information, although considered to be reasonable by the Company's management at the time of preparation, may prove to be inaccurate and actual results may differ materially from those anticipated in the statements made.

FORWARD-LOOKING STATEMENTS

This MD&A contains "forward-looking information" and "forward-looking statements" (collectively, "forward-looking statements") within the meaning of the applicable Canadian securities legislation. All statements, other than statements of historical fact, are forward-looking statements and are based on expectations, estimates and projections as at the date of this MD&A. Any statement that involves discussion with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions, future events or performance (often, but not always using phrases such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates", or "believes" or variations (including negative variations) of such words and phrases, or state that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved) are not statements of historical fact and may be forward-looking statements.

Forward-looking statements relate, but are not limited, to: focus of the Company; estimation of mineral resources; magnitude or quality of mineral deposits; timing of integration of Freeport Cobalt, construction work to be undertaken at the Idaho Cobalt Operation ("ICO"), timing of production at ICO, preparation of studies on the SMP refinery and advancement of the Nico Young Project; future operations including restart plans; future exploration prospects; the completion and timing of future development studies; future growth potential of the Company's projects and future development plans; statements regarding planned exploration and development programs and expenditures, including anticipated commercial production on the Company's properties; Jervois' ability to obtain licenses, permits and regulatory approvals required to implement expected future business plans; changes in commodity prices and exchange rates; inflation and interest rate fluctuations; and the impact of COVID-19 on the timing of exploration work and development studies.

Forward-looking statements are necessarily based upon a number of factors and assumptions that, if untrue, could cause actual results, performance or achievements to be materially different from future results, performance or achievements expressed or implied by such statements. Forward-looking statements are based upon a number of estimates and assumptions that, while considered reasonable by the Company at this time, are inherently subject to significant business, economic and competitive uncertainties and contingencies that may cause the Company's actual financial results, performance, or achievements to be materially different from those expressed or implied herein. Some of the material factors or assumptions used to develop forward-looking statements include, without limitation, the future price of cobalt and nickel, anticipated costs and the Company's ability to fund its programs, the Company's ability to carry on exploration and development activities, the timing and results of drilling programs, the discovery of additional mineral resources on the Company's mineral properties, the timely receipt of required approvals and permits, including those approvals and permits required for successful project permitting, construction and operation of projects and refinery assets, the costs of operating and exploration expenditures, the Company's ability to operate in a safe, efficient and effective manner, the Company's ability to obtain financing as and when required and on reasonable terms; and the impact of COVID-19 and the resumption of business.
Forward-looking statements are subject to a variety of known and unknown risks, uncertainties and other factors that could

cause actual events or results to differ from those expressed or implied. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Certain important factors that could cause actual results, performance or achievements to differ materially from those in the forward-looking statements include, among others: (i) access to additional capital; (ii) uncertainty and variations in the estimation of mineral resources; (iii) health, safety and environmental risks; (iv) success of exploration, development and operations activities; (v) delays in obtaining or failure to obtain governmental permits, or non-compliance with permits; (vi) delays in getting access from surface rights owners; (vii) the fluctuating price of cobalt and nickel; (viii) assessments by taxation authorities; (ix) uncertainties related to title to mineral properties; (x) the Company's ability to identify, complete and successfully integrate acquisitions; (xi) volatility in the market price of Company's securities; (xii) start-up risks; (xiii) general operating risks; (xiv) dependence on third parties; (xv) changes in government regulation; (xvi) the effects of competition; (xvii) dependence on senior management; (xviii) impact of global economic conditions including specifically regions where the Company operates including the US, Europe, Brazil and Australia; and (xix) fluctuations in currency exchange rates and interest rates.

This list is not exhaustive of the factors that may affect any of the Company's forward-looking statements. Although the Company believes its expectations are based upon reasonable assumptions and have attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. See the section entitled "RISKS AND UNCERTAINTIES" below for additional risk factors that could cause results to differ materially from forward-looking statements.

Investors are cautioned not to put undue reliance on forward-looking statements. The forward-looking statements contained herein are made as of the date of this MD&A and, accordingly, are subject to change after such date. The Company disclaims any intent or obligation to update publicly or otherwise revise any forward-looking statements or the foregoing list of assumptions or factors, whether as a result of new information, future events or otherwise, except in accordance with applicable securities laws. Investors are urged to read the Company's filings with Canadian securities regulatory agencies, which can be viewed online under the Company's profile on SEDAR at www.sedar.com, and the Company's releases lodged with the Australian Securities Exchange ("ASX"), which can be viewed online under the Company's profile at https://www.asx.com.au/.

DESCRIPTION OF BUSINESS

Jervois was incorporated under the laws of Australia on October 25, 1962, as Jervois Mining Limited and changed its name to Jervois Global Limited on August 6, 2021.

On July 24, 2019, Jervois acquired the Idaho Cobalt Operation ("ICO"). ICO comprises the largest Canadian National Instrument ("NI") 43-101 compliant cobalt resource in the United States.

On September 29, 2020, Jervois announced the proposed acquisition of the São Miguel Paulista ("SMP") nickel and cobalt refinery ("SMP Refinery") situated in the city of São Paulo, Brazil from Companhia Brasileira de Alumíno ("CBA"). SMP Refinery had annual refined production capacity of 25,000 metric tonnes of nickel and 2,000 metric tonnes of cobalt and is currently on care and maintenance.

On September 2, 2021, Jervois confirmed it had closed its acquisition of 100% of Freeport Cobalt (renamed Jervois Finland), with an effective acquisition date of September 1, 2021. Jervois Finland is the Kokkola, Finland-based cobalt refining and specialty products business and consists of:

- a long-term refining capacity agreement with Umicore for the cobalt refinery in Kokkola, Finland (which is operated by Umicore) under which Jervois Finland has contractual rights to toll refine cobalt;
- long-term contracts with leading global suppliers of cobalt hydroxide, consistent with commitment to best practice responsible sourcing framework; and

- a downstream cobalt products manufacturing facility with an established marketing platform and long-term global customer base servicing clients primarily across Europe, the United States and Japan.

Jervois holds the Nico Young nickel and cobalt deposit located near Young, New South Wales, Australia. Nico Young comprises two distinct bodies of mineralization and are large, shallow, flat-lying structures.

Board and Management Updates

Jervois appointed Mr. David Issroff as a Non-Executive Director effective September 3, 2021, following the completion of the acquisition of Jervois Finland, as foreshadowed last quarter.

Jervois Finland leadership carried across from the Freeport Cobalt acquisition, with the appointment, following closing, of Mr. Sami Kallioinen (President and Managing Director), Ms. Pia Lehtonen (Financial Controller), Dr. Thomas Slotte (Director – Plant Support and Administration), Mr. Juha Järvi (Director – Technical Services), Mr. Jeff Blazek (Global Business Manager – Powder Metallurgy) and Mr. Mike Lacis (Global Business Manager – Chemicals, Catalysts and Ceramic).

During the quarter, former Xstrata plc executive Mr. Ian Woolsey joined the Company as Group Manager – Information Technology ("IT"). Mr. Woolsey joins after more than a decade with Glencore and Xstrata where he led the IT integration of major cross-border transactions including the Xstrata acquisition of MIM Holdings and Falconbridge, together with the Glencore-Xstrata merger. Mr. Woolsey will lead the IT integration of Jervois Finland, ICO and SMP as the appropriate systems, governance and controls are rolled out across the expanded group to reflect its maturity as an operating business of scale.

Domestic border restrictions inconsistent with rules applying elsewhere in the world at this advanced stage in the COVID-19 pandemic, continue to affect the viability of Australian based companies to successfully operate and compete on a global scale. During the quarter, Jervois' Chief Executive Officer, Mr. Bryce Crocker, relocated from Australia in order to continue managing the businesses effectively. Mr. Michael Rodriguez, Group Manager – Technical Services, will temporarily relocate from Western Australia to the Americas in early 2022 in order to continue his leadership of the SMP BFS and to work closely with each of Ausenco, the executive team in Brazil and the operating team at SMP whom will become Jervois employees upon envisaged closing of the acquisition by the end of Q1 2022.

Mr. David Selfe, Group Manager – Geology, has decided to leave the Company to pursue an alternate career opportunity within Western Australia. Many of Jervois' Directors and Management have worked with Mr. Selfe for nearly 25 years, since the early days of Murrin Murrin, Glencore's nickel-cobalt facility in Western Australia, and we wish him well.

Operations

Jervois Finland

Acquisition and Business Integration

On September 2, 2021, Jervois confirmed it had closed its acquisition of 100% of Jervois Finland, effective September 1, 2020, by purchasing all the shares of Freeport Cobalt Oy and four affiliated entities from Koboltti Chemicals Holdings Limited.

Jervois welcomed its new colleagues in the executive team and all operational employees at Kokkola. Detailed integration planning and execution is underway across commercial (including purchasing, sales, working capital and risk management), information technology, finance, environment and sustainability, governance, and technical services. Utilisation of Jervois Finland technical expertise and input as it pertains to battery chemicals including sulphates is underway with a specific focus on the restart plans for the SMP nickel-cobalt refinery in Brazil.

Sales and Marketing

The proforma third quarter revenue was US$76.9 million, representing cobalt sales volume of 1,415 metric tonnes. This was the strongest quarter for 2021 due to a combination of positive cobalt price momentum and strong sales volumes. Of this, US$25.3 million was under the ownership of Jervois during September 2021. The proforma year to date ("YTD") revenue was US$199.7 million based on cobalt sales volume of 3,983 metric tonnes. Production for the year to date is broadly in line with sales volumes.

The current outlook into Q4 and calendar year 2022 is positive, with Jervois seeing strong demand across its industrial customers in each of Europe, the United States and Japan. The contracting season is currently underway with a robust outlook in key market segments based on Jervois' customer feedback on their own sales projections, as global recovery from the COVID-19 pandemic gains momentum. Jervois is witnessing increasing concern from traditional users of cobalt regarding the potential shift of units into rising battery demand.

Chemicals, Catalysts and Ceramics

- Consumption strong in chemicals segments, 2022 forecast +5% growth versus 2021.
- Improving outlook in catalyst segment after delayed catalyst changeouts and softer consumption in refinery catalysts in 2021. Catalyst recycling business stable.
- Pigment production recovering from COVID-19 slowdown in parallel with ceramic tile production growth; strong outlook for 2022 with key accounts signalling growth in cobalt oxide requirements.

Powder Metallurgy

- Aerospace recovery has commenced; pace of automotive recovery less certain due to lack of semiconductors which continues to impact the sector.
- Mining and associated service providers experienced strong growth associated with a robust commodity price environment particularly in base metals.
- Across Jervois's global sales book into powder metallurgy, modest growth expected in 2022 matched to pace of recovery in end-use markets.

Batteries

- Demand for electric vehicle batteries continues to expand; demand growth for cobalt chemicals resilient in context of evolving battery cathode chemistries.
- Lithium-ion battery prices impacted by rising commodity and component costs.
- Cobalt sulphate producers pursuing premium increases to increased feed stock costs, and offset production and freight cost inflation.

Financial Performance

Jervois Finland proforma EBITDA was US$15.0 million and US$6.8 million YTD and Q3 2021, respectively; this included US$1.6 million for September 2021, which was adversely affected by the timing impact of higher current feedstock cost and lag in increased sales prices in a rising cobalt price environment.

Revenue performance continues to strengthen in line with higher cobalt prices (Figure 1). The cobalt hydroxide payable indicator is stable but at historically elevated levels.

Full year 2021 proforma EBITDA guidance of ≥ US$20 million is reconfirmed, underpinned by a forecast average US$25.00 per lb Fastmarkets Metal Bulletin ("MB") Standard Grade ("SG") cobalt price assumption for Q4 2021.[1] The Fastmarkets MB SG cobalt price as of November 12, 2021 is US$28.95 to US$29.30 per lb.

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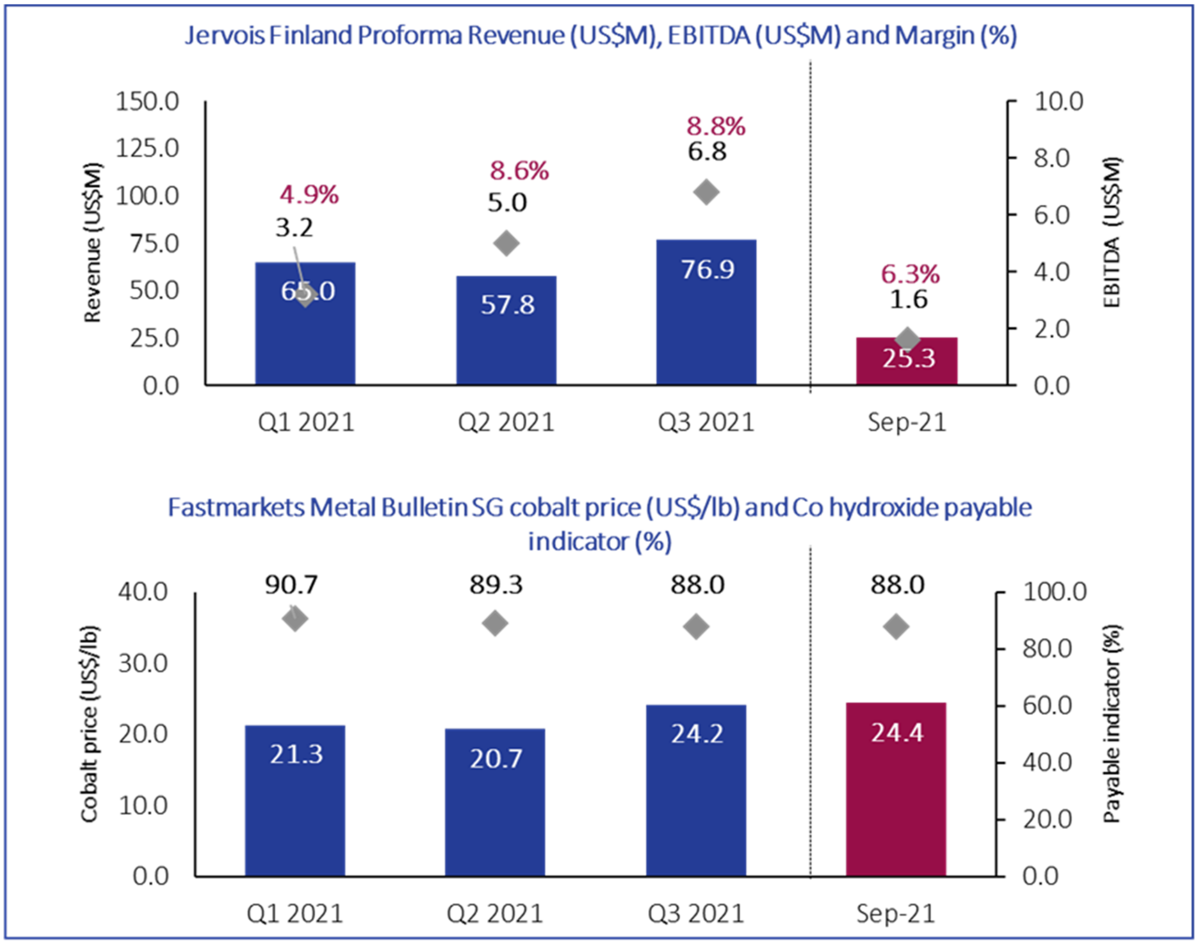
[1] Information on the basis of preparation for the financial information included for Jervois Finland is set out below.

Figure 1: Jervois Finland Financial Metrics and Market Price Indicators



Jervois Finland net working capital closed the quarter at US$94 million. Investment in working capital is a key enabler of the business and rose across 2021 due to rising cobalt prices.

As announced on October 29, 2021, Jervois Finland has entered into a secured US$75 million standby working capital facility with Mercuria Energy Trading SA ("Mercuria") (the "Facility"). The Facility will provide flexibility and headroom to fund working capital in higher cobalt price environments. Initial draw down is anticipated to occur in November 2021.

Basis of Preparation of Financial Information for Jervois Finland

Historical financial information for Jervois Finland is based on unaudited financial statements that have been prepared in accordance with US GAAP and accounting principles applied under its ownership by Freeport McMoRan Inc, prior to the acquisition by Jervois Global on September 1, 2021. A review of Jervois Finland's financial reporting practices is in progress. The purpose of the review is to align Jervois Finland to the Jervois group accounting policies which conform with AASBs and IFRS. Based on the current status, Jervois does not expect that this review will give rise to material adjustments, however changes to financial information could occur once the review is finalised in the fourth quarter of 2021.

EBITDA for historical periods is presented as net income after adding back tax, interest, depreciation, other income, and extraordinary items and is a non-IFRS/non-GAAP measure.

The Jervois Finland financial results for the period post-acquisition are consolidated into the Jervois consolidated financial statements. Financial information presented for the period prior to acquisition by Jervois on September 1, 2021 is presented on a proforma basis for illustrative purposes only.

The Jervois Finland 2021 forecast consists of unaudited results for January to September 2021, plus forecast results for October to December 2021. The forecast period includes an assumption of a forecast quoted Fastmarkets MB SG cobalt price of US$25/lb. Other forecast assumptions, including production, sales plans, costs, and exchange rates are based on Jervois' internal estimates.

Idaho Cobalt Operations, United States

As at October 29, 2021 Jervois has committed more than US$33.4 million of the total capital expenditure budget of US$92.6 million and more than 40 percent of all equipment and material for the project has been ordered. As part of the current construction cycle at site (more than US$100 million historically has been invested during prior work seasons), preparatory works commenced in Q2 2021, with the installation of equipment required to commission the water treatment plant ("WTP"), civil and concreting works for the fine ore bin installation, mill and flotation buildings erection, relining of the dry stack tailings facility, installation of the water pump back system and preparation of the portal bench including bolting and meshing of the slope above the proposed portal.

Great Basin Industrial, a local contractor, has been working with Jervois and M3 Engineering ("M3") on the completion of the Veolia designed WTP. Commissioning of the WTP started in September 2021 and is now water commissioned. Final punch list items for operation will be completed during Q4 2021.

Local Idaho company Scarrow Excavation has completed a portal bench extension and associated road network from the portal. It has also commenced the installation of the water pump back system from the portal to the process plant water distribution manifold and WTP.

Western United States construction company Capra Group ("Capra") has been active on site since late July 2021, commencing concrete and civil work for the mill and flotation building and civils for the fine ore bin. Capra has completed the concrete walls for the mill building and will finalise concrete walls for the flotation building in Q4 2021. The erection of the mill building has commenced and both the mill and concentrator buildings will be erected in Q4 2021, which will then allow indoor construction to continue through winter.

Northwest Linings and Geotextile Products, Inc. has completed the laying of a high-density polyethylene ("HDPE") liner on the dry stack tailings facility which will be used to temporarily store mine waste rock during mine development and mill dry stack tailings during operation when paste fill is not required. This liner installation has been certified to meet all standards required for a HDPE liner installation by geotechnical engineering company Newfields.

Small Mine Development ("SMD") has opened both the west and east portals. SMD anticipates reaching first ore in Q1 2022.

Jervois has ordered all long lead items for the process plant, including SAG mill, flotation cells, thickener, camp, transformers, and an on-line analyser. The SAG mill shell is currently in transit from Brazil and is expected to be delivered to site in December 2021.

Delivery of initial modules of the accommodation camp has been delayed into early Q1 2022, with full operations of the camp including kitchen and utilities now not expected until later in the quarter.

Certain key capital goods, specifically SAG mill parts to be shipped from Turkey, have also experienced logistical delays in anticipated delivery time to site. Jervois is currently reviewing and integrating the impact of these events with EPCM M3 and expect to have an updated construction schedule shortly. Given the absence of a camp at least across December and

January, final commissioning date will increasingly be influenced by weather conditions over the coming winter construction season, with safety of the workforce being prioritized.

The opening of the portals was a historic step toward security of supply of cobalt for the United States and its allies. The Biden Administration recently discussed the perilous situation faced by the United States related to cobalt in its high-profile review of supply chain vulnerabilities. When ICO goes into production in 2022, it will mark the first time in decades that the United States will have a primary cobalt mine within its borders. Jervois looks forward to continuing its work with the political leadership of the United States, particularly with Governor Brad Little, the Idaho congressional delegation, and the Biden Administration. Jervois is committed to building an ethical, sustainable and secure Western alternative to the current Chinese-dominated cobalt supply chain, and to working with its diverse customer base across a wide range of key strategic industries in the United States, Europe and Japan.

São Miguel Paulista nickel and cobalt refinery, Brazil

In September 2021, Jervois announced that the Bankable Feasibility Study ("BFS") scope of work for SMP Refinery in São Paulo, Brazil was to be expanded to include a significant increase in the forecast pressure oxygen ("POX") leach circuit capacity.

The expanded BFS, led by Ausenco, will leverage the technical expertise the Company has gained through its acquisition of Jervois Finland, to include a dedicated crystalliser circuit for the production of nickel sulphate crystals, a premium product able to be delivered to both the plating and battery industries.

Nickel sulphate is trading at a significant premium to metal, a trend that Jervois' commercial team expects to continue due to the volume of nickel sulphate forecast to be derived from metal dissolution to satisfy global demand growth in battery markets.

Importantly, a larger POX offers greater feed flexibility as, in addition to sulphide concentrates, the autoclave circuit will be able to process mixed sulphides, mattes, hydroxide products, material from lithium-ion batteries known as "black mass" and other recycled materials. The expanded POX circuit will unlock sunk capital at SMP Refinery and enhance the operating flexibility and commercial value of the refinery.

This switch will be linked to restarting SMP Refinery at or close to its prior capacity of 25,000 metric tonnes of nickel and 2,500 metric tonnes of cobalt. As a result, the restart of SMP Refinery, and the associated Ausenco study release, will no longer be staged. Due to the flowsheet change, the completed Ausenco BFS is expected to be delivered by end Q1 2022.

Jervois remains confident in the attractiveness of restarting SMP Refinery, and that a larger, less staggered restart is the correct commercial approach given the Company's increased scale and market presence following its acquisition of Jervois Finland.

Jervois currently holds a lease over SMP Refinery, providing it access to undertake the BFS on a potential restart of the facility. Jervois has agreed with CBA (an investee company of Votorantim) to extend the outside date of closing of Jervois' acquisition of SMP Refinery from December 31, 2021, to March 31, 2022, however the R$1.5 million monthly lease charge will cease from the start of January 2022.

Closing of the SMP Refinery acquisition by Jervois is subject to several conditions precedent, including renewal of the São Paulo City Hall operating permit. CBA is complying with necessary legal procedures for renewal, and an updated license is expected to be received during 2021. Jervois' existing early termination option under the transaction sale and purchase agreement will also be extended to December 31, 2021.

The cash purchase price of R$125.0 million payable in tranches conditional upon permitting, restart BFS outcomes and future production thresholds – except for a R$15 million initial payment in December 2020 – remains payable in stages to June

2023. The next acquisition payment payable by Jervois will be R$47.5 million cash on closing.

Nico Young Nickel-Cobalt Project, New South Wales, Australia

The Company is continuing discussions on a suitable ownership structure and marketing strategy to secure a partner to advance into BFS.

Corporate Activities

Liquidity

Jervois ended the September 2021 quarter with A$43.3 million (US$31.2 million) in cash (excluding restricted cash associated with the US$100 million ICO Senior Secured Bond).

As announced on October 29, 2021, the Company's wholly owned subsidiaries, Jervois Suomi Holding Oy and Jervois Finland Oy (together, the "Borrowers"), entered into a secured loan facility (the "Facility") with Mercuria Energy Trading SA (the "Lender"), a wholly owned subsidiary of Mercuria Energy Group Limited ("Mercuria"), to borrow up to US$75 million. The Facility has a maturity date of December 31, 2024 and bears interest on amounts drawn at LIBOR plus 5%. There is an Accordion mechanism to accommodate additional borrowing capacity of US$75 million, which would take the overall standby working capital facility to US$150 million.

Terms for the Accordion have been negotiated and it remains uncommitted until notice is provided by Jervois, and certain conditions have been satisfied including Lender consent. Until the Accordion is converted into a committed facility, Jervois Finland will pay no associated fees. Under the facility, the Borrowers can draw to the lower of the maximum amount or 80 per cent of the collateral value, where collateral is defined as the value of Jervois Finland's inventory and receivables, calculated monthly.

The facility is secured against the shares in Jervois Finland and its assets and is guaranteed by Jervois. A maximum of US$50 million is permitted to be transferred out of the Jervois Finland group of companies, for other general purposes in the Jervois group.

At the time of closing the acquisition of Jervois Finland on September 1, 2021, Jervois Finland had US$98 million net working capital on its balance sheet, approximately US$23 million more than US$75 million "target" working capital communicated in the ASX announcement, *Jervois to acquire Freeport Cobalt for US$160 million* (July 27, 2021). Working capital levels fluctuate according to the cobalt market price environment, and other factors.

Jervois expects to utilize the facility to fund working capital levels more than the US$75 million "target". The committed facility amount provides headroom to fund working capital in a higher cobalt price environment.

Due to current cobalt prices and buoyant market expectations, Jervois expects initial utilisation of US$32.5 million to occur in November 2021, subject to satisfaction of customary conditions precedent including those related to execution of security documentation over the assets of Jervois Finland. Jervois will use proceeds to fund higher working capital levels at Jervois Finland should market prices increase and, where required, for funding of the Group's development activities, including the R$47.5 million[2] cash acquisition payment for SMP Refinery that Jervois expects to fall due in the first quarter of 2022 in line with the anticipated closing.

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[2] Equivalent to US$8.9 million at USD/BRL exchange rate of 5.35.

Equity Financing

During the quarter Jervois raised approximately A$313 million in equity via the issuance of new fully paid ordinary shares, associated with the acquisition of Jervois Finland (the "Offer").

Jervois applied proceeds from the Offer to fund the acquisition of Jervois Finland, for ICO development expenditure and for general corporate purposes, including advancement of the BFS at SMP Refinery.

Jervois insiders and principals contributed A$3.57 million to the Offer, which included A$1.0 million from Mr. David Issroff, who Jervois appointed to its Board following completion of its acquisition of Freeport Cobalt.

Existing substantial shareholder AustralianSuper Pty Limited invested an additional A$73.9 million in the Offer to support the acquisition of Jervois Finland and the advancement of both ICO and SMP.

As part of the Offer, Mercuria, one of the world's largest integrated energy and commodities companies with approximately US$100 billion in annual turnover, acquired a significant equity position in the Company, via the investment of A$45.7 million. Mercuria and Jervois agreed to work together to advance their commercial footprint in nickel and cobalt markets, with the US$75 million standby working capital facility with Jervois Finland the initial step in this relationship.

First Drawdown of Bond Offering

The first of two drawdowns of 50% of the US$100 million Bond Offering proceeds from the escrow account continues to be anticipated in Q4 2021, following satisfaction of the conditions precedent to withdrawal, as outlined in the company announcement on July 5, 2021, which include inter alia Jervois spending US$35 million toward the ICO project.

RPM Global, the independent engineer engaged by the Bond Trustee, visited ICO in September 2021. The purpose of the visit was to gather information for the Cost-to-Complete Test, one of conditions precedent to withdrawal from the escrow account, and in accordance with the Bond Terms.

Environmental, Social, Governance and Compliance

In light of closing of the Jervois Finland acquisition, an area of emphasis in Q3 2021 included review and integration of ESG systems and processes. Jervois Finland was the first cobalt chemical producer in the world to achieve Responsible Minerals Initiative ("RMI") Conformant Downstream Facility status and support for ethical sourcing practices continues to be a high priority. Actions were therefore prioritized to ensure continued conformance with OECD Due Diligence for Responsible Minerals Supply Chains. This included transparent communications with upstream suppliers and customers, formal registration of changes with RMI and by providing required disclosures and links to the RMI grievance mechanism through the launching of the Jervois Finland website (www.jervoisfinland.com). In conjunction with this, selected policies and procedures, including Jervois' Supplier Standard, were rolled out across the expanded organisation.

Jervois Finland has a mature ESG framework and, in conjunction with the integration process, progress was made towards formalizing inter-operation communications and collaboration on ESG between Jervois's operating sites in Finland, the United States and Brazil. This was reinforced by formation of an internal Climate Action Working Group. which aims to advance and formalize Jervois' climate strategies and commitments in 2022. Building on Jervois' climate efforts reported in previous quarters, Jervois Finland brings substantial depth in climate responsiveness. Efforts range from operational actions to improve energy efficiency and reduce waste and water consumption to tangible progress in cobalt recycling to considerable research and development aiming to increase contribution to the circular economy and participation in the "Towards carbon neutral metals (TOCANEM)" program in co-operation with Business Finland, among others.

In conjunction with the Company's broader approach to ESG, Jervois has increased its engagement in various initiatives and associations, including the Cobalt Institute's Responsible Sourcing and Sustainability Committee ("RESSCOM"), leadership roles in its Cobalt REACH Consortium and engagement in the United States Zero Emission Transportation Association ("ZETA"), of which the Company is a founding member alongside industry leaders such as Tesla, Albemarle and Livent.

Company Name Change

Effective September 3, 2021, for the purposes of ASX and TSX-V listings, the Company's name changed from Jervois Mining Limited to Jervois Global Limited following shareholder approval on July 29, 2021. There was no change to the ASX or TSX-V code for Jervois, which remained JRV, and there was no change to the International Securities Identification Number which remained AU000000JRV4.

Non-core Assets

Jervois' non-core assets are summarized on the Company's website.

Jervois has initiated a partnering process for its Ugandan exploration portfolio.

OVERALL PERFORMANCE

The Group's operating segments are outlined below:

Australia	Includes Nico Young and other Australian tenement licenses held.
Brazil	Includes SMP Refinery currently under lease in São Paulo, Brazil.
Finland	Includes the cobalt refining and specialty products business located in Kokkola, Finland.
United States	Includes ICO, encompassing a cobalt-copper-gold mine under construction in Lemhi County outside of the town of Salmon, Idaho.
Other	Consists of non-core exploration not related to Australia and the United States, corporate costs, including acquisition costs and financing costs. This is not a reportable segment.

During the three months and nine months ended September 30, 2021, the following results were recorded:

Three months ended September 30, 2021	**Australia A$'000**	**Brazil A$'000**	**Finland A$'000**	**USA A$'000**	**Other A$'000**	**Total A$'000**
Revenue from external customers						
Timing of revenue recognition:						
At a point in time	-	-	33,396	-	-	**33,396**
Over time	-	-	-	-	-	**-**
	-	-	33,396	-	-	**33,396**
Other income	-	-	-	1	186	**187**
Segment expense	(779)	(950)	(31,323)	(619)	(8,577)	**(42,248)**
Depreciation and amortisation	-	(254)	(325)	(72)	(4)	**(655)**
Interest income	-	-	1	-	-	**1**
Interest expense	-	(586)	-	-	-	**(586)**
Net foreign exchange loss	-	-	(96)	(9)	(77)	**(182)**
Income tax expense	-	-	(309)	-	-	**(309)**
Segment result	(779)	(1,790)	1,344	(699)	(8,472)	**(10,396)**
Segment assets	7,880	30,379	389,435	263,374	13,024	**704,092**
Segment liabilities	-	(26,317)	(100,204)	(151,456)	(9,344)	**(287,321)**

Nine months ended September 30, 2021	Australia A$'000	Brazil A$'000	Finland A$'000	USA A$'000	Other A$'000	Total A$'000
Revenue from external customers						
Timing of revenue recognition:						
At a point in time	-	-	33,396	-	-	**33,396**
Over time	-	-	-	-	-	**-**
	-	-	33,396	-	-	**33,396**
Other income	-	-	-	105	229	**334**
Segment expense	(877)	(2,494)	(31,323)	(1,415)	(16,413)	**(52,522)**
Depreciation and amortisation	-	(786)	(325)	(199)	(13)	**(1,323)**
Interest income	-	-	1	-	-	**1**
Interest expense	-	(1,858)	-	-	-	**(1,858)**
Net foreign exchange (loss)/gain	-	-	(96)	(4)	223	**123**
Income tax expense	-	-	(309)	-	-	**(309)**
Segment result	(877)	(5,138)	1,344	(1,513)	(15,974)	**(22,158)**
Segment assets	7,880	30,379	389,435	263,374	13,024	**704,092**
Segment liabilities	-	(26,317)	(100,204)	(151,456)	(9,344)	**(287,321)**

The comparative results for the three months and nine months ended September 30, 2020, are set out below:

Three months ended September 30, 2020	Australia A$'000	Uganda A$'000	USA A$'000	Other A$'000	Total A$'000
Other income	-	-	25	198	**223**
Segment expense	(35)	-	(42)	(1,551)	**(1,628)**
Depreciation and amortisation	-	-	(53)	(4)	**(57)**
Interest expense	-	-	-	-	**-**
Net foreign exchange loss	-	-	(180)	(18)	**(198)**
Segment result	(35)	-	(250)	(1,375)	**(1,660)**
Segment assets	8,342	20,359	81,288	7,298	**117,287**
Segment liabilities	-	-	(10,454)	(553)	**(11,007)**

Nine months ended September 30, 2020	Australia A$'000	Uganda A$'000	USA A$'000	Other A$'000	Total A$'000
Other income	-	-	65	269	**334**
Segment expense	(436)	(667)	4	(4,970)	**(6,069)**
Depreciation and amortisation	-	-	(184)	(13)	**(197)**
Interest income	-	-	-	12	**12**
Interest expense	-	-	(38)	-	**(38)**
Net foreign exchange (loss)/gain	-	-	(13)	13	**-**
Segment result	(436)	(667)	(166)	(4,689)	**(5,958)**
Segment assets	8,342	20,359	81,288	7,298	**117,287**
Segment liabilities	-	-	(10,454)	(553)	**(11,007)**

DISCUSSION OF OPERATIONS

Please see "Operations" above for management's analysis of the Group's operations for the period. The following highlights the key operating incomes and expenditures during the current three and nine months ended September 30, 2021.

Three-month period ended September 30, 2021, and 2020

During the three months ended September 30, 2021, the Company incurred a net loss of A$10.4 million (three months ended September 30, 2020: A$0.1 million). The losses are comprised of the following major items:

- Revenue of A$33.4 million (three months end September 30, 2020: A$nil) represents sales to customers for the one-month period ending September 30, 2021, being the period under which Jervois Finland was under the Company's control.

- Cost of goods sold of A$30.7 million (three months end September 30, 2020: A$nil) represents production-related costs for the one-month period ending September 30, 2021, being the period under which Jervois Finland was under the Company's control.

- Employee costs of A$1.4 million (three months ended September 30, 2020: A$0.3 million) includes amounts paid to the Directors, the CEO, Senior Executives, and other employees. The increase period-on-period reflects the increase in the number of staff employed within the Company.

- Share-based compensation of A$0.9 million (three months ended September 30, 2020: A$0.6 million) during the current and prior quarter was the fair value of the stock options granted in the current and prior period amortized over their vesting period and applied to the quarter.

- Business development costs of A$2.9 million (three months ended September 30, 2020: A$0.06 million) includes professional fees in relation to the acquisition of Jervois Finland as well as ongoing professional, study and SMP BFS fees in relation to the acquisition of SMP Refinery. For the three months ended September 30, 2020, these costs were mainly related to completing the acquisition of eCobalt.

- Other acquisition costs of A$3.7 million (three months end September 30, 2020: A$nil) includes the Finnish transfer tax charged in relation to the acquisition of Jervois Finland.

Nine-month period ended September 30, 2021, and 2020

During the nine months ended September 30, 2021, the Company incurred a net loss of A$22.2 million (nine months ended September 30, 2020: A$4.4 million) and a comprehensive loss of A$11.3 million (nine months ended September 30, 2020: A$5.3 million). The losses are comprised of the following major items:

- Revenue of A$33.4 million (nine months end September 30, 2020: A$nil) represents sales to customers for the one-month period ending September 30, 2021, being the period under which Jervois Finland was under the Company's control.

- Cost of goods sold of A$30.7 million (nine months end September 30, 2020: A$nil) represents production-related costs for the one-month period ending September 30, 2021, being the period under which Jervois Finland was under the Company's control.

- Employee costs of A$3.7 million (nine months ended September 30, 2020: A$0.9 million) includes amounts paid to the Directors, the CEO, Senior Executives, and other employees. The increase period-on-period reflects the increase in the number of staff employed within the Company.

- Share-based payments of A$2.8 million (nine months ended September 30, 2020: A$2.0 million) was the fair value of the stock options granted in the current and prior period amortized over their vesting period and applied to the period.

- Business development costs of A$6.0 million (nine months ended September 30, 2020: A$0.3 million) includes professional fees in relation to the acquisition of Jervois Finland as well as ongoing professional, study and SMP BFS fees in relation to the acquisition of SMP Refinery. For the nine months ended September 30, 2020, these costs were mainly related to completing the acquisition of eCobalt.

- Other acquisition costs of A$3.7 million (three months end September 30, 2020: A$nil) includes the Finnish transfer tax charged in relation to the acquisition of Jervois Finland.

- Professional fees of A$1.1 million (nine months ended September 30, 2020: A$1.2 million) includes general legal advice of A$0.4 million, accounting, audit, and tax fees of A$0.4 million, advisory fees of A$0.1 million and investor relations fees of A$0.1 million. For the three months ended September 30, 2020, higher advisory fees were incurred in relation to the acquisition of eCobalt.

- Interest expense of A$1.9 million (nine months ended September 30, 2020: A$nil) relates to the interest incurred on the SMP Refinery lease.

- Security quotations and filing fees of A$0.5 million (nine months ended September 30, 2020: A$0.1 million) relates to annual sustaining and filing fees on the ASX and TSXV.

QUARTERLY FINANCIAL DATA

SUMMARY OF QUARTERLY RESULTS

	Three-month period ended September 30, 2021 A$'000	Three-month period ended June 30, 2021 A$'000	Three-month period ended March 31, 2021 A$'000	Three-month period ended December 31, 2020 A$'000
Total revenue	$33,396	Nil	Nil	Nil
Shareholders' equity	$416,771	$115,600	$120,319	$121,517
Net loss from continuing operations	($10,396)	($7,009)	($4,753)	($22,480)
Comprehensive loss for the period attributable to shareholders	($758)	($5,481)	($5,029)	($27,973)
Loss per share for the period attributable to shareholders	(0.921) cents	(0.874) cents	(0.594) cents	(2.951) cents

	Three-month period ended September 30, 2020 A$'000	Three-month period ended June 30, 2020 A$'000	Three-month period ended March 31, 2020 A$'000	Three-month period ended December 31, 2019 A$'000
Total revenue	Nil	Nil	Nil	$3,100
Shareholders' equity	$106,280	$110,748	$124,065	$110,788
Net loss from continuing operations	($1,660)	($2,401)	($1,897)	($1,209)
Comprehensive loss for the period attributable to shareholders	($5,291)	($14,094)	$12,531	($1,209)
Loss per share for the period attributable to shareholders	(0.258) cents	(0.374) cents	(0.311) cents	(0.195) cents

The activities of the Company over the above periods consist of numerous workstreams. Following the announcement of the acquisition of M2 Cobalt in January 2019, these activities consisted of exploration activities in Uganda (prior to the transaction closing, Jervois had extended a loan to fund continued exploration). Following the completion of the acquisition of eCobalt in July 2019, the Company undertook a drilling program at ICO during the second half of calendar year 2019 in order to support the completion of the updated ICO BFS. In June 2019, the Company completed a private placement to raise A$16.5 million (before expenses), with the funds being used to execute the ICO BFS study work and associated resource drilling, together with Ugandan exploration activities. In the December 2019 quarter, the Company sold its non-core assets and royalties. In the September 2020 quarter, the Company announced the acquisition of SMP Refinery and, in the December 2020 quarter, completed a private placement to raise A$45 million (before expenses), with the funds being used to commence early works at ICO and studies related to the restart of SMP Refinery. Due to the results of the exploration activities in Uganda, along with the political situation in-country, the Company impaired its Ugandan assets, contributing the majority of the loss in the December 2020 quarter. In the March and June 2021 quarters, the majority of the losses incurred were driven by general operational costs as well as business development activities in relation to SMP Refinery and the acquisition of Jervois Finland. In the September 2021 quarter, the Company raised approximately A$313 million (before expenses) in equity via the issuance of new fully paid ordinary shares, associated with the acquisition of Jervois Finland. In addition, the Company completed settlement of a US$100 million senior secured bond facility. The bonds were issued by the Company's wholly owned subsidiary, Jervois Mining USA Limited, with the proceeds to be applied towards capital expenditures, operating costs and other costs associated with the construction of ICO and bringing it into production.

LIQUIDITY AND CAPITAL RESOURCES

The financial statements have been prepared on a going concern basis which assumes that the Company will be able realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The continuing operations of the Company are dependent upon the future cash flow performance of its assets and its ability to continue to raise adequate additional financing in circumstances where this is required.

	September 30, 2021 A$'000	September 30, 2020 A$'000
Working capital[3]	149,389	4,986

Net cash used in operating activities for the current quarter was A$1.3 million (September 30, 2020: inflow of A$0.8 million). The net cash used in operating activities for the current period consists primarily of cash received from Jervois Finland customers, offset by payments for production, staff and administration costs as well as business development expenditure. In the prior period, this consisted primarily of staff and administration costs.

Net cash used in investing activities for the current quarter was A$219.6 million (September 30, 2020: outflow of A$1.3 million). Net cash used in investing activities for the current period consists primarily of net cash used for the acquisition of Jervois Finland as well as ICO development expenditure. In the prior period, this consisted primarily of exploration and development expenditure at both ICO and Uganda.

Net cash inflow from financing activities during the current quarter was A$231.2 million (September 30, 2020: inflow of A$0.2 million) and was the result of net proceeds from the issuance of shares via the equity raise, offset by transfers to the bond escrow and debt service accounts and repayments on the SMP Refinery lease liability. In the prior period, the inflow was as a result of the exercise of options.

The Company has sufficient funds to meet the minimum expected operational, development, exploration, and administration expenses through the ensuing fiscal year.

Equity Issuance during the Three Months to September 30, 2021

The Company issued 711,429,832 new ordinary shares and raised approximately A$313 million in total under the retail entitlement offer and institutional placement and institutional component of the entitlement offer. In addition, the Company issued 1,391,000 new ordinary shares following the exercise of options.

Equity Issuance during the Nine Months to September 30, 2021

The Company issued 711,429,832 new ordinary shares in relation to the above noted capital raising and a total of 12,378,500 new ordinary shares following the exercise of options and warrants.

OFF-BALANCE SHEET ARRANGEMENTS

The Company does not have any off-balance sheet arrangements.

[3] Represents current assets less current liabilities, including cash and cash equivalents but excluding funds held in escrow and undrawn bond borrowings.

RELATED PARTY TRANSACTIONS

The Company acquired a related party relationship between prior M2 Cobalt management personnel, Dr. Jennifer Hinton and Mr. Tom Lamb and an external services company Great Rift Geosciences ("Great Rift") via the M2 Cobalt merger. Acquired in June 2019, Jervois used Great Rift to provide Ugandan exploration management services including local administration and in-country management, accounting, payroll and treasury services, offices including a core shed and sample preparation area, employee accommodation, and exploration staffing. Dr. Jennifer Hinton and Mr. Tom Lamb are also principals and co-owners of Great Rift. The commercial arrangements with Great Rift were conducted on arms-length terms. Upon suspension of all exploration activities in Uganda, the relationship with Great Rift was terminated in February 2021. Amounts below represent payments to Great Rift (Canada) and Great Rift (Uganda) at which Dr. Hinton and Mr. Lamb are Directors. Payments made to Great Rift were solely for the in-country services outlined above. No loans have been made to key management personnel as of September 30, 2021.

	September 30, 2021 A$'000	September 30, 2020 A$'000
Management services – Great Rift	43	201

PROPOSED TRANSACTIONS

There are no proposed transactions.

SUBSEQUENT EVENTS

On October 29, 2021, the Company's wholly owned subsidiaries, Jervois Suomi Holding Oy and Jervois Finland Oy (together, the "Borrowers"), entered into a secured loan facility (the "Facility") with Mercuria Energy Trading SA, a wholly owned subsidiary of Mercuria Energy Group Limited, to borrow up to US$75 million. The Facility is secured against the assets, including working capital, of the Borrowers and is guaranteed by the Company. The Facility has a maturity date of December 31, 2024 and bears interest on amounts drawn at LIBOR plus 5%.

SIGNIFICANT ACCOUNTING POLICIES, CRITICAL JUDGEMENTS AND ESTIMATES

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results may differ from those estimates. Estimates are reviewed on an ongoing basis based on historical experience and other factors considered relevant under the circumstances. Revisions to estimates on the resulting effects of carrying amounts of the Company's assets and liabilities are accounted for prospectively.

All of the Company's significant accounting policies and estimates are included in Notes 2 and 3 of its audited consolidated financial statements for the period ended December 31, 2020.

New or Amended Accounting Standards and Interpretations Adopted

The consolidated entity has adopted all the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board that are mandatory for the current reporting period.

Disclosure Controls and Procedures

The Chief Executive Officer ("CEO") and Chief Financial Officer ("CFO") are responsible for designing internal controls over financial reporting in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the Company's financial statements for external purposes in accordance with IFRS. The design of the Company's internal control over financial reporting was assessed as of the date of this Management Discussion and Analysis.

Management's Responsibility for Financial Statements

Information provided in this report, including the financial statements, is the responsibility of management. In the preparation of these statements, estimates are sometimes necessary to make a determination of future value for certain assets or liabilities. Management believes such estimates have been based on careful judgments and have been properly reflected in the accompanying financial statements. Management maintains a system of internal controls to provide reasonable assurances that the Company's assets are safeguarded and to facilitate the preparation of relevant and timely information.

FINANCIAL INSTRUMENTS AND CAPITAL MANAGEMENT

The Company's financial liabilities, accounts payable and accrued liabilities, and other payables, are measured at amortized cost. Its financial assets, cash, and interest receivables are also measured at cost. The Company's carrying values of these items approximate their fair value due to the relatively short periods to maturity of the instruments.

The Company considers its capital to be the components of shareholders' equity. The Company's objective when managing capital is to maintain adequate levels of funding to support the development of its business and maintain the necessary corporate and administrative functions to facilitate these activities. This is done primarily through equity financing. Future financings are dependent on market conditions and there can be no assurance the Company will be able to raise funds in the future. The Company invests all capital that is surplus to its immediate operational needs in short-term, highly liquid, high-grade financial instruments. There were no changes to the Company's approach to capital management during the quarter. The Company is not subject to externally imposed capital requirements. The Company has sufficient working capital to meet its projected minimum financial obligations for the next twelve months.

OUTSTANDING SHARE DATA

The following table summarizes the Company's outstanding share data as of the date of this MD&A, namely November 15, 2021:

	Number of shares issued or issuable
Common shares	1,516,276,911
Stock options	93,257,451(1)(2)
Performance rights	2,351,165,(1)(2)

Notes:

1) On July 12, 2021, 750,000 shares options were granted to employees with an exercise price of A$0.565, vesting on commercial completion of ICO (subject to continued employment) and expiring on August 8, 2029. On July 12, 2021, 2,500,000 shares options were granted to employees with an exercise price of A$0.565, vesting on August 9, 2024 (subject to continued employment) and expiring on August 8, 2029. On September 1, 2021, 1,000,000 share options were granted to employees with an exercise price of A$0.555, vesting on September 1, 2024 (subject to continued employment) and expiring on August 31, 2029. On September 1, 2021, 6,250,000 shares options were granted to employees with an exercise price of A$0.48, vesting on September 1, 2024 (subject to continued employment) and expiring on August 31, 2029. On October 1, 2021, 1,936,083 performance rights were granted,

vesting on February 17, 2022, 2023 and 2024 (subject to continued employment). On July 22, 2021 500,000 options were exercised. On November 4, 2021, 266,666 options were exercised. On November 15, 2021, 898,383 options were exercised.

2) Details of all share options and performance rights on issue are set out below. The share option exercise prices referenced below reflect the price each holder would have to pay to acquire one ordinary share of Jervois. Pursuant to ASX Listing Rule 6.22.2 options will be repriced as a result of the Accelerated Non Renounceable Entitlement Issue undertaken by the Company in August 2021. The Company will include updated details in its 2021 Annual Financial Statements. Where options are held by insiders, options will be repriced following applicable shareholder approval.

Description	Number
Options @ A$0.15 exercisable until 30 November 2022	13,834,951
Options @ A$0.295 exercisable until 1 July 2023	7,500,000
Options @ A$0.29 exercisable until 30 September 2023	5,000,000
Options @ A$0.345 exercisable until 30 May 2024	100,000
Options @ A$0.24 exercisable until 1 June 2024	2,500,000
Options @ A$0.305 exercisable until 18 June 2024	2,500,000
Options @ A$0.24 exercisable until 15 August 2024	2,500,000
Options @ A$0.24 exercisable until 30 September 2024	5,000,000
Options @ A$0.31 exercisable until 30 September 2025	5,000,000
Options @ A$0.20 exercisable until 14 August 2027	750,000
Options @ A$0.20 exercisable until 15 August 2027	10,700,000
Options @ A$0.15 exercisable until 31 March 2028	9,572,500
Options @ A$0.325 exercisable until 18 October 2028	7,500,000
Options @ A$0.29 exercisable until 3 January 2029	6,000,000
Options @ A$0.29 exercisable until 28 February 2029	3,250,000
Options @ A$0.50 exercisable until 28 February 2029	500,000
Options @ A$0.565 exercisable until 8 August 2029	3,250,000
Options @ A$0.555 exercisable until 31 August 2029	1,000,000
Options @ A$0.480 exercisable until 31 August 2029	6,250,000
Options @ A$0.345 exercisable until 30 May 2024	300,000
Options @ A$0.20 exercisable until 31 May 2025	250,000
eCobalt Options exercisable until 28 June 2022 at C$0.71 each	1,344,750
eCobalt Options exercisable until 28 June 2023 at C$0.61 each	1,179,750
eCobalt Options exercisable until 1 October 2023 at C$0.53 each	1,980,000
Performance rights vesting to 17 February 2024	1,936,083
Performance rights vesting on 1 April 2024	415,082

RISK FACTORS

This section discusses some of the risks associated with Jervois Global Limited, formerly called Jervois Mining Limited (the "Company" or "Jervois" and, together with its subsidiaries, the "Group") and some of the risks in connection with the acquisition of Freeport Cobalt (renamed Jervois Finland) (the "Acquisition").

The Group's business is subject to a number of risks both specific to its business and of a general nature which may impact on its future performance (both before and after the Acquisition). Investors should carefully consider and evaluate the Company, the Group's business, and the Acquisition having regard to their investment objectives and financial circumstances and take into consideration the risks set out in this section and other risks relevant to the Group and the Acquisition.

The list of risks below should not be taken as an exhaustive list of the risks faced by the Group or by investors in the Company. Those risks, and others not specifically referred to below, may in the future materially affect the financial performance of the Group and the value of the shares.

Investors should also note that the uncertainties and risks created by the COVID-19 pandemic could materially change the Group's risk profile at any point after the date of this presentation and adversely impact its financial position and prospects in the future.

1. ACQUISITION RISKS

1.1 Future earnings may not be as expected

The Company has undertaken financial and business analysis of Freeport Cobalt to determine its attractiveness to the Company and whether to pursue the Acquisition. It is possible that such analysis, and the best estimate assumptions made by the Company, draw conclusions and forecasts in relation to guidance and synergy statements that are inaccurate, or which will not be realised in due course. To the extent that the actual results achieved by Jervois Finland are different than those anticipated or any unforeseen difficulties emerge in integrating Jervois Finland , there is a risk that the profitability and future earnings of the operations of Jervois Finland and the Group may differ (including in a materially adverse way) from the performance as described.

1.2 Historical liability

There is a risk that the Company, as the new owner of Jervois Finland, may become directly or indirectly liable for any liabilities that Jervois Finland has incurred in the past, which were not identified or able to be quantified during due diligence or which are greater than expected, and for which there is no protection for the Company (either in the form of insurance or by way of representations, warranties and indemnities in the stock purchase agreement).

1.2 Synergies may not be realised

The Company's decision to proceed with the Acquisition was premised on a variety of assumptions, including the realisation of various synergy benefits. There is no assurance that the Acquisition will perform as the Company currently expects or that the Company will achieve the expected synergies which could have a material adverse effect on the Group's business and the price of the Company's securities.

1.4 Cobalt prices

A significant proportion of Jervois Finland's product sales are based on prices linked to the quoted prices for cobalt. Purchases of cobalt hydroxide, which is refined and then processed into a range of cobalt products, are priced according to a percentage of quoted cobalt prices. Changes in the quoted price of cobalt impact Jervois Finland's sales, costs, profitability, cash flow, and working capital requirements. Rapid or material adverse movements in the quoted price of cobalt, may lead to financial losses and may adversely impact liquidity of the Group.

1.5 Feed supply payables

The cobalt hydroxide (feed supply) cost is typically paid as a percentage of the cobalt price and may be influenced by levels of available supply feed stock. In market conditions where there is limited supply feed, the Group may need to pay a higher percentage to secure supply. Historically a higher payable is often associated with higher cobalt prices, however this is not always the case. If a higher payable is required without a commensurate change in the quoted price of cobalt, this may impact the operating margin and therefore the future profitability of Jervois Finland.

1.6 Risks to availability of supply

In view of forecast growth in demand for cobalt, there is a risk that supply availability will be limited. ESG issues will limit preferred supply, and material that is available from sources meeting ESG requirements (including Jervois Finland's sources of supply) will be in higher demand. There is also a risk that if availability of supply is materially constrained that feed supply prices increase adversely impacting the future profitability of Jervois Finland .

1.7 Cooperation with Umicore

Jervois Finland operates at a shared facility with Umicore, and future cooperation with Umicore on matters related to the operation of the facilities is essential. Any material loss of cooperation or dispute may adversely impact the Jervois Finland business

1.8 Integration risk

The Acquisition involves the integration of the Jervois Finland business, which has previously operated independently to the Group. Consequently, there is a risk that the integration of the Jervois Finland business may be more complex than currently anticipated. The integration could also encounter unexpected costs, challenges or issues, or take longer than expected, divert management's attention from other areas of the Group's business or not deliver the expected benefits. This may affect the Group's operating and financial performance.

1.9 Change of control risk

Certain Jervois Finland supply contracts contain terms which may entitle the customer to terminate the contract on a change of control, which entitlement may be triggered by the Acquisition. These contracts represent a minor proportion of total supply contracts.

2. RISKS TO THE GROUP

2.1 Coronavirus (COVID-19) and global health crisis

The COVID-19 global pandemic and efforts to contain it may have an impact on the Group's business. These may extend to local impacts at the operational level, international travel restrictions, together with the broader global economic fallout. The Group continues to monitor the situation and the impact COVID-19 may have on the Group's mineral properties and refinery assets. Should the virus spread, travel bans remain in place or one or more of the Group's executives become seriously ill, the Group's ability to advance its mineral properties or refinery assets may be impacted. Similarly, the Group's ability to obtain financing may be impacted as a result of COVID-19 and efforts to contain the virus. Additionally, the Company's share price may also be adversely affected in the short-to-medium term by the economic uncertainty caused by COVID-19.

2.2 Limited operating history

The Company's principal assets currently involve 100% indirect ownership in Jervois Finland, a lease and purchase option over the SMP Refinery and 100% indirect ownership in Jervois USA.

Jervois USA's principal asset is a permitted and partially constructed cobalt-copper mine in Idaho, United States referred to herein as ICO. The remainder of the construction will be funded by the Bond Offering and the funds raised under the Offer. Jervois USA is still in the early stages of restarting construction meaning that Jervois USA will be subject to all the risks inherent in the establishment of, inter alia, an underground mine and surface grinding and flotation metallurgical processing facilities. The ICO Project holds an approved Plan of Operation, an access agreement for site access, and associated land claims. Investors should note that Jervois USA has no history of earnings, and there can be no assurance that the Jervois USA's ICO Project or any other property or business that Jervois USA may acquire or undertake will generate earnings, operate profitably or provide a return on investment in the future.

Although Jervois USA has initiated measures to mitigate risks related to geology, mining, processing and transportation through the ICO Bankable Feasibility Study ("ICO BFS") and certain drilling and testwork programs in 2019, geological and successful and economic extraction and processing risk will always remain. Jervois USA plans to take further mitigating actions by infill drilling once underground access has been opened.

The key risks related to Jervois USA identified in the ICO BFS moving forward are:

Geology:

Geology interpretation – sub-surface modelling of geological characteristics is based on drilling information, surface mapping and ore deposit models. This carries data accuracy and interpretation risk. To minimise this risk, factors such as nearby mine knowledge, downhole surveying and structural models have been used to develop the resource model. The ore deposit is stratiform with mineralization confined to the BTE rock unit which has been identified well from drill logging. By their nature, stratiform deposits display a high continuity.

Drill spacing – the orebody has been drilled on a nominal 200ft sectional spacing, however the central zone which is the first to be mined has been infilled to a 100ft spacing. Gaining access to drill at surface is difficult due to the steep terrain, it is planned to infill drill from underground commencing within months of opening the first portal. Initial planned stopes will be infill drilled to 50ft spacing for ore definition and grade control.

Assay data – pre-2009 assay data is incomplete with respect to arsenic assays. Examination of drill ore intercepts with QEMScan reveals that arsenic is mostly associated with cobalt as the mineral Cobaltite. Therefore arsenic is mainly contained within the orebody and has a close direct relationship to cobalt.

Oxidation – oxidized ore shows poor recoveries. This ore is identified by low sulphur content and is excluded from the reserve.

Faulting displacement – a detailed 3D structural model has been formed of the major faults occurring in the orebody area. These have been shown to be subparallel to the orebody strike and only minor displacements of the orebody occur. There may be minor fault splays which remain unknown in extent and orientation however the occurrence of these will be defined by close spaced underground drilling.

Grade estimation – the selected method of grade estimation is ID2. This method was chosen over other statistical methods for preservation of the high-grade components of the ore intercepts which is appropriate to the selective mining method to be employed. Indicator and ordinary kriging were found to smear grades on a local scale which is not acceptable for selective mining. As the drill intercept density increases via underground drilling, conditional simulation methods will be employed to further enhance grade definition.

Mining:

Contractor performance – Currently Jervois USA has opted for a contract miner option and operation of the mine is reliant on contractor performance.

Geological interpretation – The mine schedule is based on resource estimation and any scheduling is based on geological interpretation.

Ground conditions – Seismic conditions may reduce mine output.

Metallurgy and processing:

Recovery of metal may be hindered by poor head grade delivery from the mine.

Recovery of metal may be hindered by poor operation of the plant.

Through-put of material may be hindered by poor maintenance.

Infrastructure:

Significant current infrastructure is already in place. Risks such as adverse weather, forest fires and other climatic risks may impact this infrastructure.

Future infrastructure development that may be required could be impacted by climatic risks.

Logistics and Transportation:

Delivery of supplies to the mine may be hindered by adverse weather.

Site access and road usage – limiting road traffic and access to the site is an environmental and safety risk which will be mitigated during operations by completing construction of the camp which will accommodate the bulk of mining resources or labour. Material and equipment deliveries will be managed or controlled through the Salmon warehouse to ensure deliveries to site are coordinated.

Permitting:

Demonstrating the effectiveness of the pump-back system/groundwater capture zone prior to initiating mining activities below the water table.

Ability of the water treatment plant to meet agency compliance.

Submittal and approval of various plans to the agency and the uncertainty in obtaining the approval by the agencies.

Final outcome of the Point of Compliance issued by the State of Idaho regarding groundwater quality threshold levels for the project.

Uncertainty of regulatory or rule changes by the State of Idaho or the U.S. federal government during construction and/or operations.

Construction:

Construction of environmental systems – environmental systems and early works include completion of the portal bench, miners dry and mining infrastructure, commissioning of the water treatment plant and pump back systems. This work has to be completed before mining development can commence in October 2021 and is subject to seasonal construction and started in June 2021.

Long lead procurement schedule risk – procurement of the SAG mill in Q1 2021 is on the Process Plant critical path and was achieved within the required time frame. In order to complete EC&I installation during winter 2021, the mechanical installation and the milling building construction has to be completed in November 2021.

Detail design schedule risk – detail design is important in terms of the construction schedule for both environmental systems/infrastructure and Process Plant Construction.

Commissioning:

Under delivery of ore to the Mill creating the requirement for stop start operations of the Mill.

Not fully trained operators affecting performance.

Catastrophic failure of equipment in the initial start up and commissioning phase.

Marketing:

The cobalt at ICO is contained within cobaltite, a mineral composed of cobalt, arsenic and sulphur. The ICO cobalt concentrate therefore contains elevated arsenic, as the arsenic cannot be separated from cobalt using conventional sulphide flotation methods. The marketability of the ICO concentrate is more limited due to the arsenic which requires specialised and safe extraction (such as that which Jervois plans to undertake at the SMP refinery via the use of a pressure oxidative leach ("POX") autoclave).

Arsenic will also deport to the copper concentrate, in quantities likely sufficient to trigger penalties from customers (which were incorporated into the ICO BFS marketing assumptions), but not in adequate volumes to affect the marketability of the concentrate or to render it a 'complex' material for global copper smelters.

2.3 Infrastructure and logistics

Jervois USA's business depends on adequate infrastructure, including reliable power sources, water supply, roads and other infrastructure. Water shortages, power outages, sabotage, community, government or other interference in the maintenance or provision of such infrastructure could adversely affect Jervois USA's business, financial condition and results of operations.

2.4 Risks related to the Jervois USA's financial situation

The proceeds from Jervois USA's Bonds will be used towards payment of capital expenditures, operating expenses and financing costs (including payment of interests on the Bonds) associated with the development of the ICO Project. The proceeds from the issue of Bonds and from the Offer are expected to be sufficient for the Group to bring the ICO Project into production. If there is a shortfall in funding for ICO Project the Group has a history of successful equity fund raising and may also enter into pre-payment, mineral streams or inventory financing transactions, any, or a combination of which, may provide sufficient financing to bring the ICO Project into production. There can be no assurance that the Group will be able to obtain or access additional funding if required, or that the terms associated with the funding will be reasonable. If the Group, as concerns Jervois USA and the ICO Project, is unable to obtain such additional funding, lease payments, work commitments, rental payments and option payments, if any, may not be satisfied and could result in a loss of property ownership or earning opportunities for Jervois USA and the Group.

The management of the Group will have some discretion concerning the timing and size of the expenditures for development of the ICO Project. As a result, an investor will still be subject to the judgment of the management of the Group for the application of the proceeds of the Bond and the Offer. Further, the results and the effectiveness of the application of the proceeds are uncertain. If the proceeds are not applied effectively, the Group's results of operations and the value of the shares or secured assets may be materially and adversely affected.

2.5 Risks related to tax

Jervois USA's future effective tax rates may be volatile or adversely affected by changes in its business or U.S. or foreign tax laws, including: the partial or full release of the valuation allowance recorded against its net U.S. deferred tax assets; expiration of or lapses in the research and development tax credit laws; transfer pricing adjustments; tax effects of stock-based compensation; or costs related to restructurings. In addition, Jervois USA is subject to the examination of its income tax returns by the Internal Revenue Service and other tax authorities. Although Jervois USA regularly assess the likelihood of adverse outcomes resulting from these examinations to determine the adequacy of its provision for income taxes, there is no assurance that such determinations by it are in fact adequate. Changes in the Jervois USA's effective tax rates or amounts assessed upon examination of its tax returns may have a material, adverse impact on its cash flows and financial condition.

2.6 Reliance on management

The success of the Group depends to a large extent upon its ability to retain the services of its senior management and key personnel. The loss of the services of any of these persons could have a materially adverse effect on the Group's business and prospects. There is no assurance that the Group can maintain the services of its Directors, officers or other qualified personnel required to operate its business.

2.7 Group's operations are subject to human error

Despite efforts to attract and retain qualified personnel, as well as the retention of qualified consultants, to manage Group's interests, and even when those efforts are successful, people are fallible and human error could result in significant uninsured losses to Group. These could include loss or forfeiture of mineral claims or other assets for non-payment of fees or taxes, significant tax liabilities in connection with any tax planning effort Group might undertake and legal claims for errors or mistakes by Group personnel.

2.8 Community and stakeholder relations

The Group's relationships with the community in which it operates are critical to ensure the future success of its existing operations and the construction and development of its projects. The future success of the Group is reliant on a healthy relationship with local communities in which the Group operates. While the Group is committed to operating in a socially responsible manner, there is no guarantee that its efforts will be successful, in which case interventions by third parties could have a material adverse effect on the Group's business, financial position and operations.

2.9 Risks related to insurance and insurance coverage

Exploration, development and production operations on mineral properties and in refineries involve numerous risks, including unexpected or unusual geological operating conditions, ground or slope failures, fires, environmental occurrences and natural or climate change related phenomena such as prolonged periods of inclement weather conditions, floods and wildfires. It is not always possible to obtain insurance against all such risks and the Group may decide not to insure against certain risks because of high premiums or other reasons. Such occurrences could result in damage to, or destruction of, mineral properties or production facilities, personal injury or death, environmental damage to the Group's' properties or the properties of others, delays in exploration, development or mining operations, supply chain disruptions, monetary losses and possible legal liability. Should such liabilities arise, they could reduce or eliminate future profitability and result in increasing costs and a decline in the value of the securities of the Group. If the Group is unable to fully fund the cost of remedying an environmental problem, it might be required to suspend operations or enter costly interim compliance measures pending completion of a permanent remedy. The lack of, or insufficiency of, insurance coverage could adversely affect the Group's future cash flow and overall profitability.

2.10 Competition risk in the market in which the Group operates

Significant and increasing competition exists for appropriate supply of feedstock for the mineral processing assets of the Group and the limited number of mining and mineral processing acquisition opportunities available. Additionally, new mineral processing facilities may be commissioned that will be in competition for the supply of feedstock and the sale of products in which the Group operates. The Group expects to leverage its increased size and market exposure to secure appropriate feed supply and to selectively seek strategic acquisitions in the future, however, there can be no assurance that suitable feed supply or acquisition opportunities will be identified. As a result of this existing or potentially new competition, some of which is with large established mining or refining companies with substantial capabilities and greater financial and technical resources than the Group, the Group may be unable to acquire adequate feed supply on suitable terms and this may impact the operating margin and therefore the future profitability of the Group. Additionally, the Group may be unable to acquire additional attractive mining or mineral processing assets on terms it considers acceptable. In addition, the Group's ability to consummate and to effectively integrate any future acquisitions on terms that are favourable to the Group may be limited by the number of attractive acquisition targets, internal demands on resources, competition from other companies and, to the extent necessary, the Group's ability to obtain financing on satisfactory terms, if at all.

2.11 Conflicts of interests

Certain Directors and officers of the Group are, and may continue to be, involved in the mining and mineral exploration industry through their direct and indirect participation in corporations, partnerships or joint ventures which are potential competitors of the Group. Situations may arise in connection with potential acquisitions or investments where the other interests of these Directors and officers may conflict with the interests of the Group. Directors and officers of the Group with conflicts of interest will be subject to the procedures set out in applicable corporate and securities legislation, regulation, rules and policies.

2.12 Liquidity risk

The Group is at a development stage with opportunities to progress to an operating phase at the ICO Project and the SMP Refinery, however the Group has not yet generated positive cash flow from these assets. The Acquisition has resulted in the Group becoming a revenue generating group and will require working capital to manage its operations and therefore it is subject to liquidity risk. Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group is devoting significant resources to the development of its assets, and will do so to the acquired business however there can be no assurance that it will generate positive cash flow from operations in the future. The Group expects to continue to incur negative consolidated operating cash flow and losses until such time as it achieves commercial production at a particular project. Due to the lack of positive operating cashflow, the Group manages liquidity risk by maintaining adequate cash reserves, by continuously monitoring actual and forecast cash flows, and matching the maturity profiles of financial assets and liabilities.

2.13 Currency fluctuations

The Group's operations make the Group subject to foreign currency fluctuations and such fluctuations may materially affect the Group's financial position, operational results and cashflows. The Group typically raises equity in Australian dollars and reports its financial results in Australian dollars, however the majority of its transactions are denominated in U.S. dollars and with significant exposure to the Euro and Brazilian Real. The Group does not currently use an active hedging strategy to reduce the risk associated with currency fluctuations

2.14 Commodity price risk

The Group is not currently a producing entity so it is not directly exposed to fluctuations in commodity prices although these will affect equity market sentiment, the value of its securities and its ability to raise further capital on desired terms. As Jervois USA and SMP Refinery transition to become producers, this risk will become the most material factor affecting its financial results.

The development of Jervois USA's assets and the restart of the SMP Refinery may be dependent on the future prices of cobalt, nickel and copper. Once the Group's assets enter commercial production, Jervois USA's and SMP refinery profitability may be significantly affected by changes in the market prices of these commodities.

Jervois Finland is directly exposed to the price of cobalt. Jervois Finland's profitability may be significantly affected by changes in the market price of cobalt.

Metal prices are subject to volatile price movements, which can be material and occur over short periods of time and which are affected by numerous factors, all of which are beyond the Group's control. Such factors include, but are not limited to, interest and exchange rates, inflation or deflation, fluctuations in the value of the U.S. dollar and foreign currencies, global and regional supply and demand, speculative trading, the costs of and levels of metal production, and political and economic conditions. Such external economic factors are in turn influenced by changes in international investment patterns, monetary systems, the strength of and confidence in the U.S. dollar (i.e. the currency in which the prices of metals are generally quoted) and political developments. The effect of these factors on the prices of base and precious metals, and therefore the economic viability of the Group's investments, cannot be accurately determined. The prices of cobalt, nickel and copper have historically fluctuated widely, and future price declines could cause the development of (and any future commercial production from) Jervois USA's properties of the Group's refinery and downstream productions assets to be impracticable or uneconomic. As such, Group may determine that it is not economically feasible to commence or continue commercial production on one or more of its assets, which could have a material adverse impact on the Group's financial performance and results of operations, inter alia, the Group's ability to fulfill its financial obligations such as financial obligations under the Bonds.

2.15 Exploration and development

Resource exploration and development is a speculative business and involves a high degree of risk. There is no certainty that the expenditures to be made by the Group in the exploration of its mineral properties or otherwise will result in discoveries of commercial quantities of minerals. The marketability of natural resources which may be acquired or discovered by the Group will be affected by numerous factors beyond the control of the Group. These factors include market fluctuations, the proximity and capacity of natural resource markets and processing equipment, government regulations, including regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting of minerals and environmental protection. The exact effect of these factors cannot be accurately predicted, but the combination of these factors may result in the Group not receiving an adequate return on invested capital.

2.16 Tenements, licences and permits

Jervois USA holds permits for the operation of the ICO Project. Each of these have certain requirements and obligations attached to them, which if not met, will result in Jervois USA losing the rights to operate in these land areas and the resulting negative impact to the future prospects of Jervois USA.

There is no guarantee that title to the Group's mining leases, exploration licenses, environmental licenses and other tenure of property will not be challenged or impugned. The Group's tenure, permits and licenses may be subject to prior unregistered agreements, transfers, leases or native land claims and title may be affected by such unidentified or unknown claims or defects. Furthermore, any concession, permit or license may be withdrawn or the terms and conditions thereof, be changed by the relevant authority if the Group does not comply with its obligations under applicable laws or such specific concession, permit or license or if there otherwise are compelling reasons, (e.g. effects of the operations that could not have been foreseen at the time of authorization of such concessions, permits and licenses). In particular, mining tenements are subject to expenditure and work commitments which must be complied with in order to keep the tenements in good standing. In certain circumstances, these commitments may be varied at the discretion of the relevant mining authority. Failure to meet these commitments could lead to forfeiture of the tenement. Where tenement expenditures and work commitments or other regulatory requirements are not complied with, regulatory exemptions may need to be applied for within specified periods. Should exemptions not be applied for in time, or are applied for in time but are not ultimately granted, fines may be payable to avoid the tenements being forfeited or, in extreme cases, the tenements may be forfeited.

Obtaining the necessary governmental licenses or permits is a complex and time-consuming process. There can be no assurance that the Group will be able to maintain or obtain all necessary licenses and permits that may be required to carry out exploration, development and mining operations or refinery activities at its projects. This could materially and adversely affect its business, results of operations, financial conditions or prospects. The ICO Project and SMP Refinery will require certain permits through construction and commissioning and the requirement for the City Hall permit at SMP Refinery is a condition precedent to completing the acquisition of SMP Refinery.

2.17 Environmental risks and other regulatory requirements

The activities of the Group are subject to environmental regulations promulgated by government agencies from time to time. Environmental legislation generally provides for restrictions and prohibitions on spills, releases or emissions of various substances produced in association with certain mining or refining industry operations, such as seepage from tailings disposal areas, which would result in environmental pollution. A breach of such legislation may result in imposition of fines and penalties. In addition, certain types of operations, including any proposed development of the Group's mineral properties and restart of the SMP Refinery may require the submission and approval of environmental impact assessments.

Failure to comply with applicable environmental laws, regulations and permitting requirements may result in enforcement actions including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment or remedial actions. There is a risk that the Group due to its engagement in mining and mineral processing activities will be required to compensate those suffering loss or damage by reason of such activities and may have civil or criminal fines or penalties imposed upon them for violation of applicable laws or regulations.

Amendments to current environmental laws, regulations and permits governing operations and activities of mining and metallurgical processing companies may change. Regulatory requirements surrounding site reclamation and remediation activities, or more stringent implementation thereof, could have a material adverse impact on the Group and cause increases in capital expenditures or production costs or reduction in levels of operational production, or require abandonment or delays in the development of new sites. There are no current amendments that the Group is aware of that may impact the assets of the Group.

2.18 Calculation of mineral resources and mineral reserves and limitations on mineral resource estimates

There is a degree of uncertainty attributable to the calculation of mineral reserves, mineral resources and corresponding grades being mined or dedicated to future production. Until mineral reserves or mineral resources are actually mined and processed, the quantity of mineral reserves or mineral resources and grades must be considered as estimates only. In addition, the quantity of mineral reserves or mineral resources may vary depending on mineral prices. Any material change in the quantity of mineral reserves, mineral resources, grade or stripping ratio may affect the economic viability of the ICO Project. In addition, there can be no assurance that mineral recoveries in small-scale laboratory tests will be duplicated in larger scale tests under on-site conditions or during production.

No assurance can be given that any particular level of recovery of minerals will in fact be realized or that identified mineral resources will ever qualify as a commercially mineable (or viable) deposit which can be legally and economically exploited. In addition, the grade of mineralization which may ultimately be mined may differ from that indicated by drilling results and such differences could be material. Production can be affected by such factors as permitting regulations and requirements, weather, environmental factors, unforeseen technical difficulties, unusual or unexpected geological formations and work interruptions. The estimated mineral resources of Jervois USA should not be interpreted as assurances of commercial viability or of the profitability of any future operations. Moreover, certain of the mineral resources are reported at an "inferred" level. Inferred mineral resources have a substantial degree of uncertainty as to their existence, and economic and legal feasibility. Accordingly, there is no assurance that inferred mineral resources reported herein will ever be upgraded to a higher category. Investors are cautioned not to assume that part or all of an inferred mineral resource exists or is economically or legally mineable.

Jervois engaged independent consulting firms to both prepare (Orix Geosciences) and audit (CSA Global) the ICO mineral resource model. RPM Global were engaged by Jervois as Independent Engineer for lenders, and part of their scope was to also review the mineral resource estimate. RPM Global's recommendation was that the resource classification must be solely based on drillhole spacing and, as a result, Measured tonnes should be changed to Indicated, and Indicated tonnes changed to Inferred tonnes. No change to the Inferred resource was recommended. Jervois and Orix disagree with RPM Global's opinion, which is also inconsistent with prior mineral resource estimates at ICO from Micon. However, if the recommendation by RPM Global is accepted, the Group will be required to undertake additional infill drilling at ICO in order to increase the confidence in the mineral resource and mineral reserve estimates. The outcome of the drilling may result in an updated mine plan being prepared to take into account any changes to classification, tonnes and metal grades and may result in the operations at ICO reaching commercial production later than currently expected.

3. GENERAL RISKS

3.1 Economic conditions and other global or national issues

General economic conditions, laws relating to taxation, new legislation, trade barriers, movements in interest and inflation rates, current exchange controls and rates, national and international political circumstances (including wars, terrorist acts, sabotage, subversive activities, security operations, labour unrest, civil disorder and states of emergency), natural disasters (including fires, earthquakes and floods), and quarantine restrictions, epidemic and pandemics, may have an adverse effect on the Group's operations.

3.2 Market conditions

Share market conditions may affect the value of the Company's quoted securities regardless of the Group's operating performance. Share market conditions are affected by many factors such as:

- general economic outlook;
- introduction of tax reform or other new legislation;
- interest rates and inflation rates;
- changes in investor sentiment toward particular market sectors;
- the demand for, and supply of, capital; and
- terrorism or other hostilities.

The market price of securities can fall as well as rise and may be subject to varied and unpredictable influences on the market for equities in general. Neither the Company nor its Directors warrant the future performance of the Company or any return on an investment in the Company.

3.3 Dilution risk

Existing shareholders who do not participate in the Placement or the Entitlement Offer will have their percentage shareholding in the Company diluted. Depending on the size of a shareholder's existing holding and the number of shares allocated to them, a participating shareholder may still be diluted even though they participate in the Placement or the Entitlement Offer.

3.4 Market liquidity

There can be no guarantee of an active market for the Company's shares or that the price of the Company's shares will increase. There may be relatively few potential buyers or sellers of the Company's shares at any time. This may increase the volatility of the market price of the Company's shares. It may also affect the prevailing market price at which shareholders are able to sell their shares in the Company.

3.5 Climate change risks

The main climate change risks are associated with changes in the frequency, intensity, spatial extent, duration, and timing of weather and climate events and conditions. Potential effects, such as those related to flooding, droughts, forest fires, insect outbreaks, erosion, landslides and others, may pose risks to operations and their safety, environmental, social and financial performance. Potential adverse effects may occur in terms of geotechnical stability, water supply systems and water balance, working conditions (humidity, heat stress), construction schedules, site access, reclamation as well as supply chain disruptions (e.g. access to inputs, shipping of products), among others. Economic implications of climate change may pose additional risks through reduced global demand for products and increased costs of inputs, among others. Although, through its expanding ESG regime, the Group is taking steps to mitigate its carbon emissions and assess and respond to climate change risks within its business and management processes, the nature and intensity of potential adverse impacts of climate change cannot be precisely ascertained.

3.6 Dividends

Any future determination as to the payment of dividends by the Company will be at the discretion of the Directors and will depend on the financial condition of the Company, future capital requirements and general business and other factors considered relevant by the Directors. No assurance in relation to the payment of dividends or franking credits attaching to dividends or franking credits attaching to dividends can be given to the Company.

3.7 Force majeure

The Group's projects now or in the future may be adversely affected by the risks outside the control of the Company including labour unrest, civil disorder, war, subversive activities or sabotage, fires, floods, explosions or other catastrophes, epidemics or quarantine restrictions.

3.8 Taxation

The acquisition and disposal of shares will have tax consequences, which will differ depending on the individual financial affairs of each investor. All potential investors in the Company are urged to obtain independent financial advice about the consequences of acquiring shares from a taxation viewpoint and generally.

3.9 Litigation risks

The Company is exposed to possible litigation risks including native title claims, tenure disputes, environmental claims, occupational health and safety claims and employee claims. Further, the Company may be involved in disputes with other parties in the future which may result in litigation. Any such claim or dispute if proven, may impact adversely on the Company's operations, reputation, financial performance and financial position.

3.10 Influence of third-party stakeholders

Assets in which the Group holds an interest, including fixed assets and infrastructure / utilities, which the Group intends to utilize in carrying out its general business mandates, may be subject to interests or claims by third party individuals, groups, or companies. If such third parties assert any claims, the Group's' activities may be delayed even if such claims are not meritorious. Such claims may result in significant financial loss and loss of opportunity for the Group.

ADDITIONAL INFORMATION

Additional information about the Company is available on the Company's website, www.jervoisglobal.com and on SEDAR at http://www.sedar.com.

BOARD APPROVAL

The Board of Directors of the Company has approved this MD&A.

QUALIFIED PERSON'S STATEMENT

The scientific and technical disclosure included in this MD&A has been reviewed and approved by David Selfe who is a full-time employee of the company and a Fellow of the Australasian Institute of Mining and Metallurgy and who is a Qualified Person as defined by NI 43-101.