Darwin Metals Mining OZ Fund

Fund Name: INYOAG OZ Funding LLC

June 2021

OZONE CAPITAL MARKETS
A Qualified Opportunity Zone Sponsor

Darwin Executive Summary

- Large critical mine with strategic national importance restarting operations
- Mine has been maintained over past twenty years enabling expedited revenue generation
- Large in demand ores including Zinc, Silver, Tungsten, Lead and Copper ready to be mined
- Significant projected IRR based on indicated deposits with larger potential return for additional minerals found and increasing global demand

Project Darwin Executive Summary

Overview

- Darwin mine is restarting operations after being idled for 40+ years
- Recovery of mineral demand and prices will lead to immediate profitability
- Additional non-identified ores will increase return stream

Investment Opportunity

Darwin is selling a 20% interest in the Mine with a current value of $330 million;

Mine

Potential Largest Critical Mineral Mine in US

- Inyo County California
- Large deposits of Zinc, Tungsten, Silver, lead, copper, tellurium, germanium, cobalt, indium, and gold
- 9 identified critical minerals as determined by Department of Interior

Investment

$66 million

- Used to fund startup costs of mine and mills
- Equipment purchases and working capital
- Darwin will remain Debt free post transaction

Operations

Experienced Team

- 50+ year experienced mining professional overseeing operation
- Seasoned back-up mine operator
- Family-owned operation
- All permitting and water rights approved

Exit Strategy

Potential for 7-10X EBITDA

- Mine will be fully operational by Year 4
- Adjacent business lines potentially generating significant revenue
- Limited competitors with size and scale
- Potential useful life for additional 100 years

Transaction Highlights

Summary

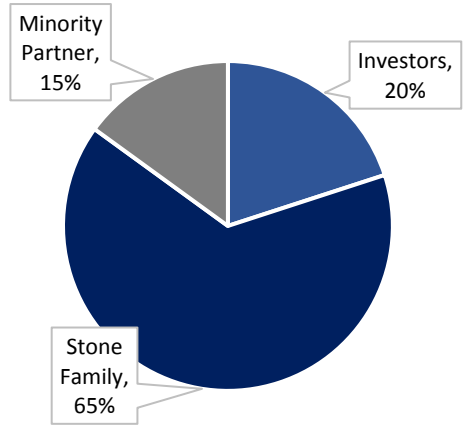
- ✓ $330 million valuation
  - ✓ 2.5x 2023E EBITDA
  - ✓ 2.3X 2024E EBITDA
- ✓ Cash infusion to get mine fully operable by Year 4 and generating positive cash flow in Year 1
- ✓ Darwin will remain debt free after equity raise
- ✓ Assuming EBITDA multiple of 7x investor IRR is 39%
- ✓ Assuming EBITDA multiple of 7x investor MOIC of 4.36x
- ✓ Assumed Year 5 enterprise value of $917 million ignoring potential revenues from adjacent business lines

Transaction

Uses of Cash

- Permitting, Safety, Legal $2.8 million
- Mine Startup Expenses $14.9 million
- Equipment & Development $42.3 million
- Working Capital and Fees $6 million

Ownership Post Closing



Mine History and Roadmap

Activities

Pre 1980

- Mined for over 100 years
- Originally owned by Signal Oil (Hearst/Rockefeller) the mine was purchased by Anaconda Copper in 1944
- Multiple owners purchased mine from Anaconda Copper until Stone Family purchased in 1996
- Foreign imported ore, mainly from China, were sold in market significantly depressing prices
- Zinc prices dropped 62% from 1974 - 1978

1980 - today

- Mine is not operating although Stone family has invested heavily to prepare mine for restarting operations
- Costs for bearing water rights, rights of way and mine security has been maintained
- Compiled engineering reports, detailed maps, drill cores and re-logs
- $7.5 million in equipment investment
- $155 million in operational infrastructure outside of mineral deposits

2022 - 2024

- Restart mine operations with $66 million capital raise
- Within six months of investment, mine will be producing revenue
- 44% Zinc sulfate liquid and powder capacity realized in Year 1 with full capacity reached in Year 2
- 50% of silver capacity in Year 1 and full capacity in Year 2
- Sulfide Mill generating revenue in Year 2 and full capacity at Year 3
- Large Limestone deposits mined based on demand with nearly limitless capacity over next 100 years

2024 Onward

- Mine fully operational at 2,000 tons of ore per day
- 2,000 tons per day of water capacity secured Additional Revenues:
  - ✓ Gold
  - ✓ Additional Silver Deposits
  - ✓ Document Storage
  - ✓ Waste Entombment

The Opportunity

Darwin Facts

- Darwin has performed drilling on 0.1% of its minable land
- Current inferred assets leads to profitability in year 1 of operations
- The Unknown assets of Darwin represent a free option for investors as only current assets are being considered for enterprise value
- Darwin, through investment, has secured water rights to mine in perpetuity
- Darwin has been contacted by the DOE due to its deposits having strategic importance to the United States
- Darwin was once the largest silver mine in the USA and largest strategic metal mine with 150 miles of workings and 38 miles of rail still in place

Darwin Mine Overview

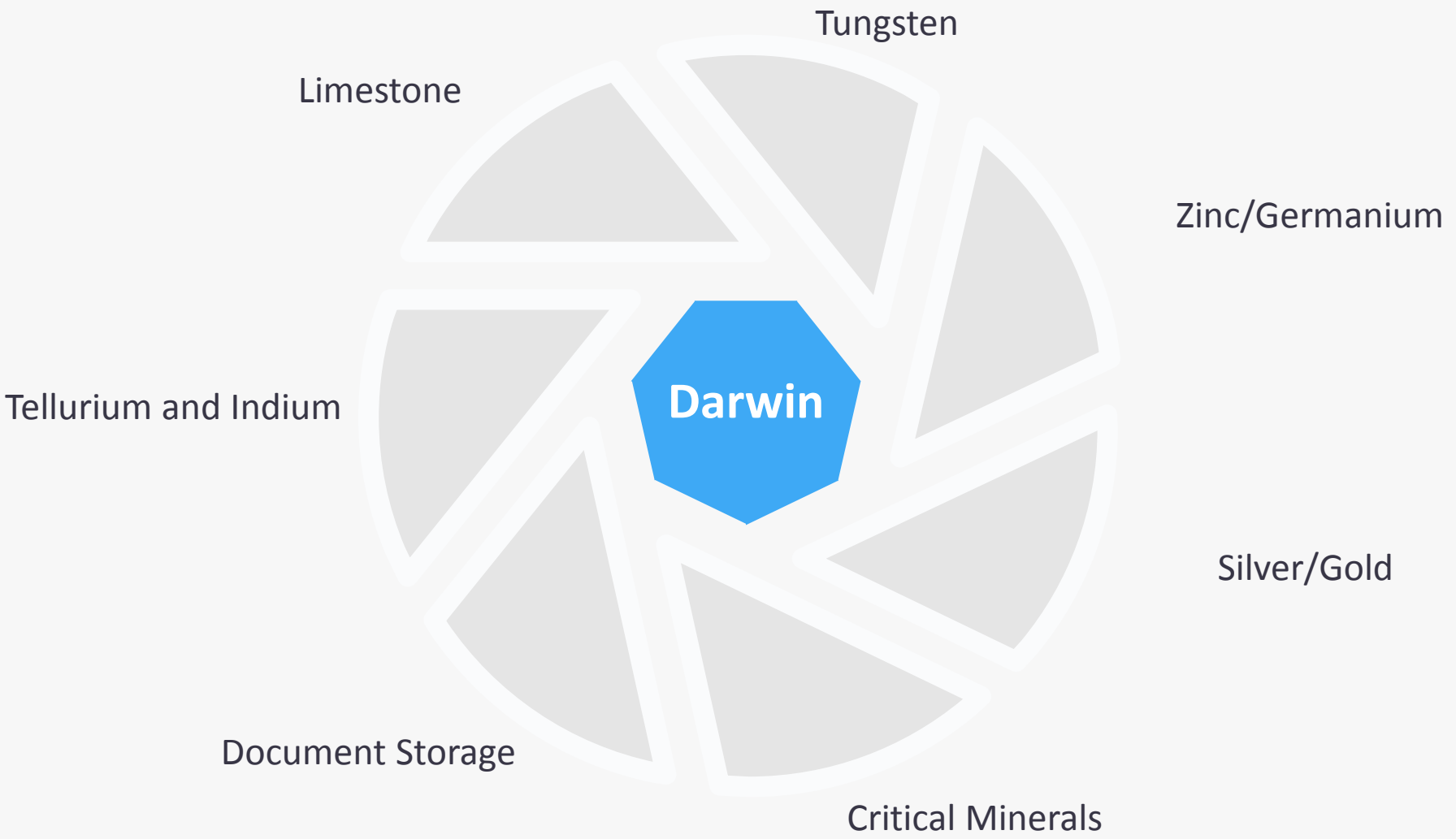
Darwin sits on over 500 million lbs. of Zinc with a In-Situ value of $1.5 billion and 32+ million troy ounces of Silver with a current market value of $845 million amongst other minerals

Darwin has patented Zinc oxide and sulfide claims and current markets will enable Darwin to yield margins over 75% on Zinc deposits

Mine is located within a Qualified Opportunity Zone in Inyo County, California creating tax incentives for US investors with capital gains

Demand increases for minerals combined with supply shortages provides for optimal operating environment

Potential Mine Revenue Sources



Darwin Mine Evaluation – Known Quantities

Zinc	558 million lbs. (253k tons) with In-Situ market value of $1.5 billion
Lead	147 million lbs. with In-Situ market value of $133 million
Silver	33 million troy ounces with In-Situ market value of $850 million
Industrial Limestone	Nearly limitless supply with finished product market value of $15 billion
Tungsten	8 million pounds with In-Situ market value of $103 million
Other	Recent drillings have indicated additional 748 million ounces of Silver and 1mm ounces of Gold

Important Mine Attributes

- Independent tests on Ore already conducted with samples available
- Darwin has rights to 0.32 CF per second of water resulting in 75 million gallons per annum in water
- Oxide is extracted using hydrometallurgical leach while sulfide ore is extracted via flotation
- Sulfuric acid will initially be used from external plant although future operations include a sulfuric acid plant on site

Darwin Management Team

Jack Stone, CEO

Jack Stone is the CEO of the Darwin Mine and has over 50 years experience in mining. Jack has worked at every operating mine in the Western United States including the Darwin Mine in 1976 before the mine was closed.

Nick Stone, COO

Nick is director of operations for the mine and has over 25 years experience with the Darwin Mine. Nick is a certified MSHA instructor and has led major crushing and mining operations at multiple Nevada operations.

Earl Harrison, Keyman

Earl is a mine engineer with over 50 plus years of underground experience. Earl previously worked for the Anaconda Victoria Mine.

Larry Lien, Project Management

Larry is an expert in design and building of Membrane Technology Applications and Industrial Process Developments with a focus waste waters, mining and oil & gas Industries. Larry has over 40 years experience in the mining field.

Transaction Details

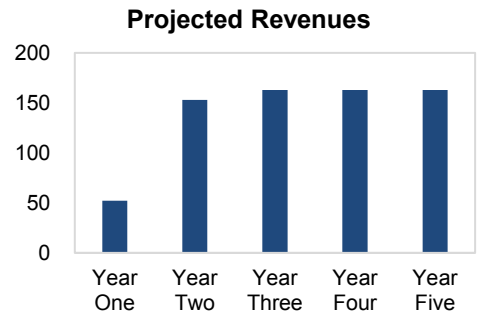
Investment Overview

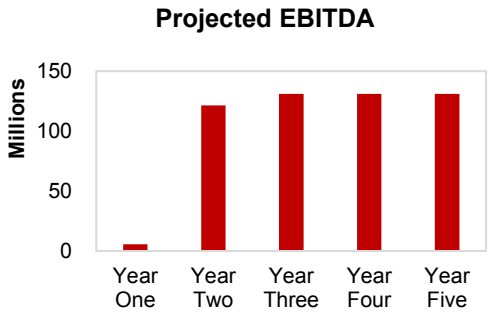
Total Investment
$66M

Ownership Stake
20%

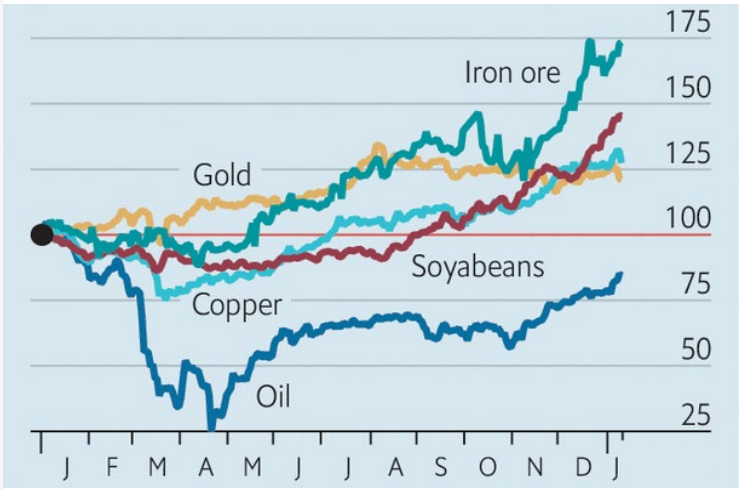
Projected 5 Year IRR
39%

Expected Revenue and EBITDA





Positive Market Trends



Short Term Financial Goals
- $5 million EBITDA Year 1
- $131 million EBITDA Year 3

Strategic Alignment
- Non-modeled revenue growth
  - Gold
  - Mercury Entombment
  - Document storage
  - Additional Mineral Deposits (i.e. Gold)

Projected MOIC
4.36x

Investor Payback
47% by Year 3
95% by Year 5

Current Mine Enterprise Value
$330 million

Projected 2027 Enterprise Value
$917 million

Base Management Estimates

Estimate Total Revenue ($ millions)	Year 1	Year 2	Year 3	Year 4	Year 5
Total Revenue	52	153	163	163	163
Operating Costs	45	27	27	27	27
SGA	2	5	5	5	5
Total Costs	47	32	32	32	32
EBITDA	6	121	131	131	131

Key Assumptions

- Prices of minerals are based on current values – no appreciation forecasted
- 2,000 tons per day under current water conditions; potential for more given strategic resources
- No forecasted revenue from additional deposits found or adjacent businesses
- Adjacent business have potential for $20 million per annum in EBITDA

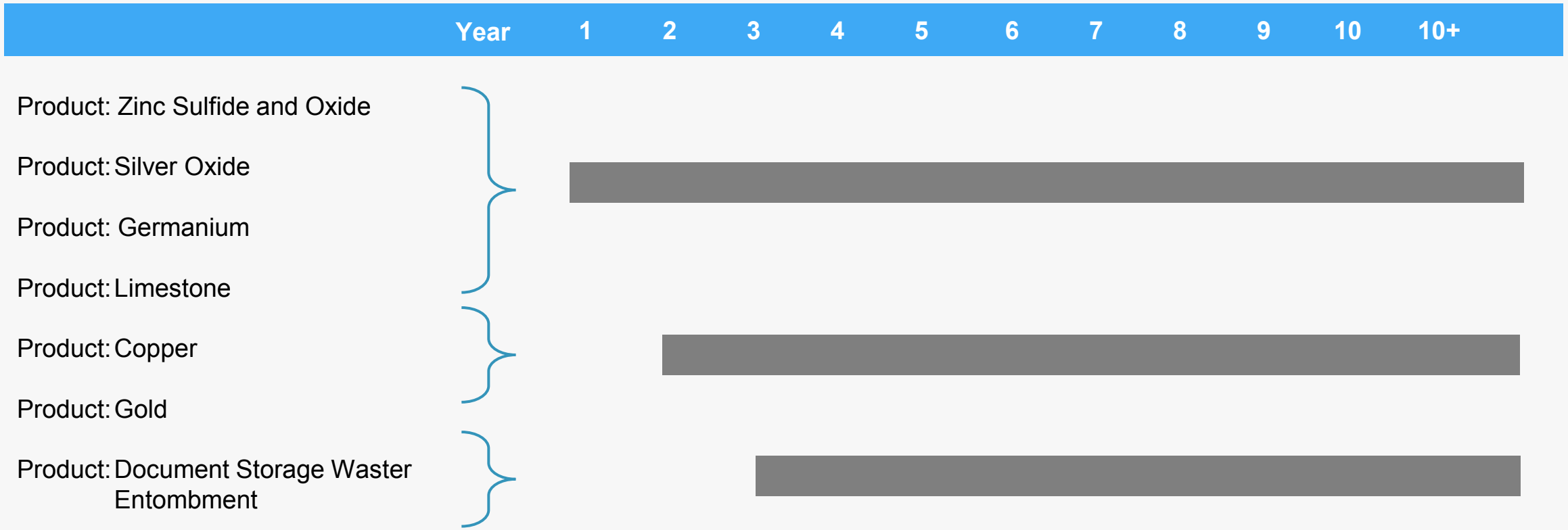
Realistic Mine Potential

Incremental Revenue Estimates ($ millions)	Year 1	Year 2	Year 3	Year 4	Year 5
Know Mining Revenue	52	153	163	163	163
Gold Revenue	0	5	15	20	25
Germanium	0	15	32	32	32
Storage Revenue	0	0	2	5	5
Total Revenue	52	173	212	220	225
Operating Costs	45	27	27	27	27
SGA	2	5	5	5	5
Total Costs	47	32	32	32	32
EBITDA	6	141	180	188	193

Key Assumptions

- Base case is limited to known minerals where operations can be quickly scaled; Incremental revenue
- Additional drilling is still occurring and incremental deposits are being evaluated; Incremental deposits are bonus for investors as they are not part of currently modeled enterprise value
- 1.7x 2026E EBITDA

Revenue Roadmap



Market Conditions

Mining Role in Movement to Clean Energy

Critical Minerals

Issue

- Clean energy technologies require essential minerals to operate
- Solar, wind and battery technology all require minerals to operate
- IEA expects demand to grow between 700-4200% over the next five years

Darwin

- Has 9 of the DOI critical mineral list in addition to vast deposits of zinc and silver

Timing

Issue

- Current production levels cannot meet demands of clean energy revolution and Biden Clean Energy Plan
- IEA estimates that it takes 16 years to move mining projects from discovery to production

Darwin

- Mine will be operational within 6 months of funding completion due to the infrastructure put in place by the Stone Family

Water

Issue

- Mining requires massive amounts of water resource particularly for critical minerals such as Germanium
- Mining can lead to water contamination risks if not discharged in an appropriate manner

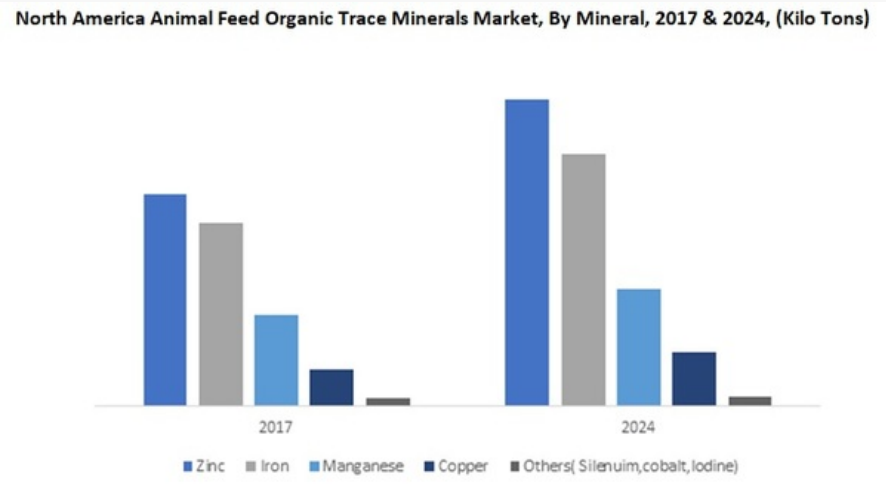
Darwin

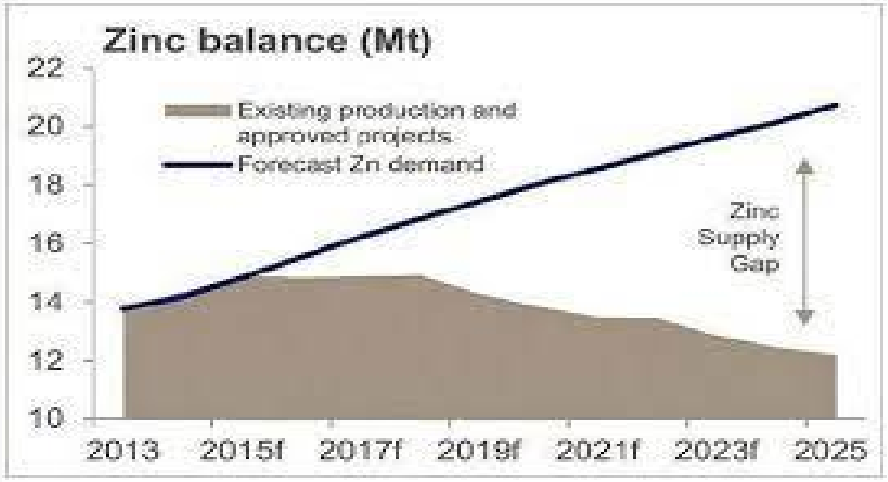
- Stone family has invested personal assets to ensure the maximum water rights of the mine

Source: The Role of Critical Minerals in Clean Energy Transition, https://www.iea.org/events/the-role-of-critical-minerals-in-clean-energy-transitions-world-energy-outlook-special-report

Zinc Usage

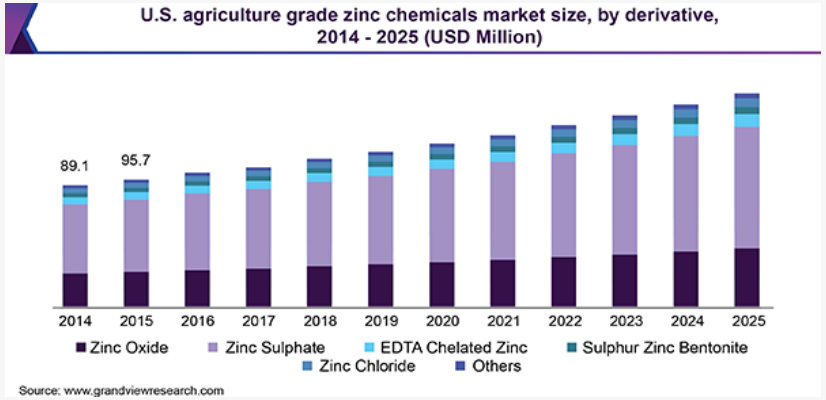
Farming	**Zinc is essential nutrient in animal diet and also an essential component of fertilizer**
Paint	**Zinc oxide used as an essential ingredient in primers and exterior paint**
Oil	**Zinc oxide important agreement in motor oil and general lubricants**
Ceramics	**Zinc oxide is used in production of flooring products and bathroom fixtures among other uses**
Pharma	**Zinc used in multiple everyday products such as sunscreen, skin cream and ointments to treat burns**
Rubber	**Zinc essential product in vulcanized rubber used in multiple products such as shows, conveyer belts and erasers**



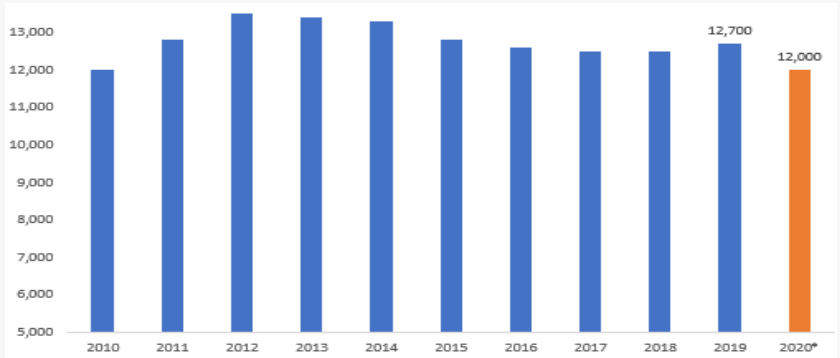


Zinc Positive Market Momentum

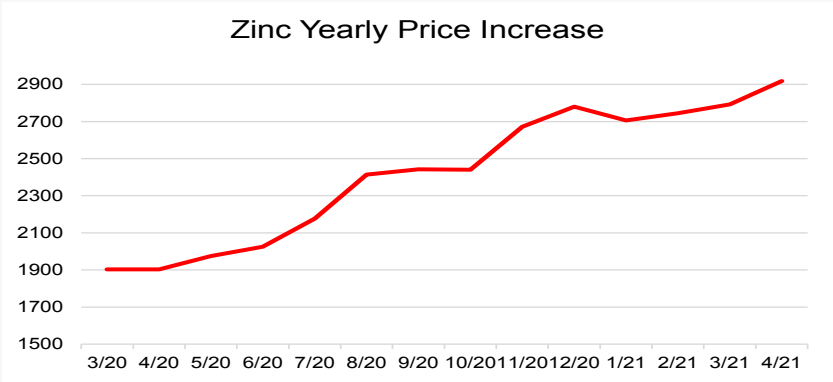
Increasing Demand of Zinc….



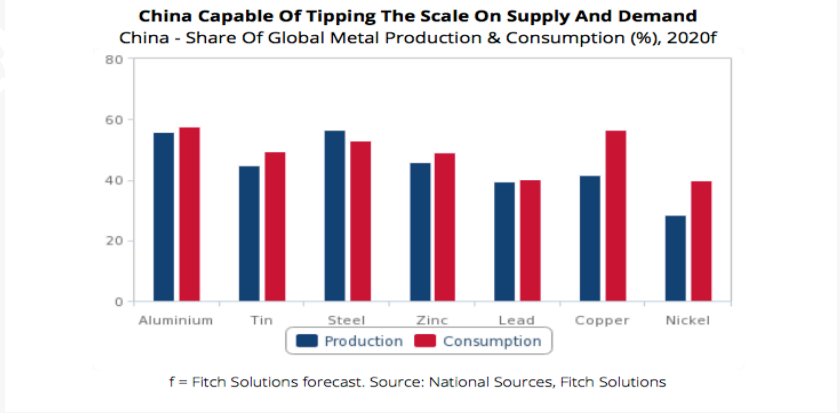
…decreasing Supply of Zinc



Price Appreciation….

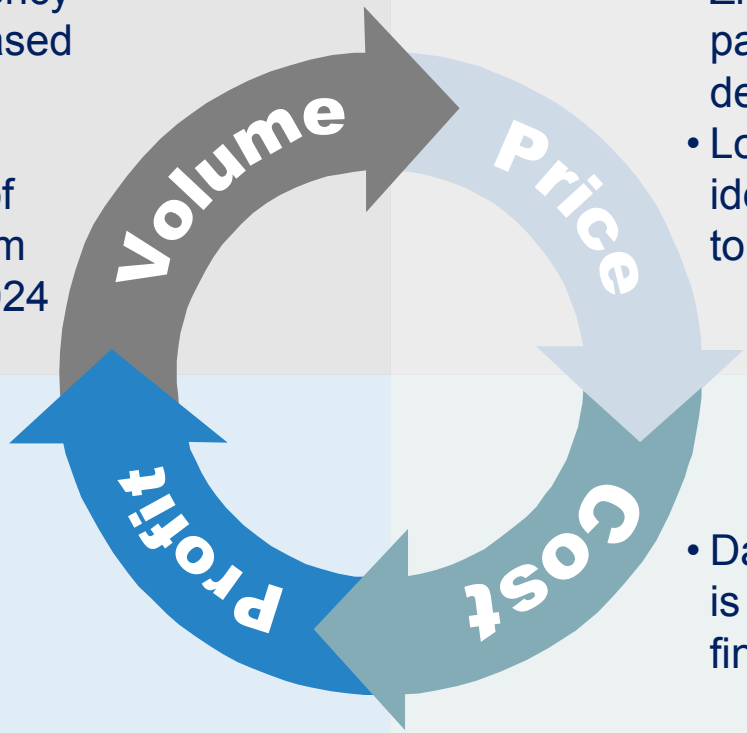


…China uses more than they Mine



Agricultural Demand for Zinc Sulfate

- Zinc dietary deficiency is leading to increased use in agricultural industry
- Expected growth of 80k tons per annum through at least 2024



- Zinc prices rising over past 12 months due to demand increases
- Long timeframe from identification of deposit to actual mining

- Darwin mine expected to have margins over 80% after Year 1

- Darwin price to extract is factored into financials

Zinc Air Battery Market Momentum

- Currently used to power smaller devices such as hearing aids, watches and small appliances
- New battery chemistry for Zinc-Air batteries eliminates previous limitations fueling growth prospects
- Potential to replace Lithium-ion batteries which dominate electric vehicle market

Growth Opportunity

- Limited availability of Lithium has market receptive all new Zinc battery technology
- New technology allows for batteries to be recharged hundreds of times
- Potential for use in electric vehicles as technology improves and lithium becomes more scarce

Market Size

- Expected market size of $2.7 billion by 2027 according to Fortune Business Insights
- Lower manufacturing costs driving change to metals based rechargeable batteries

Additional Uses

- Replace lead acid batteries which dominate data center market
- Green energy revolution driven by wind and solar have driven growth in battery marketplace
- All off grid energy storages
- Micro girds in developing countries

Competitive Advantages

- Safety due to being less flammable than other batteries and non-toxic
- Ease of storage
- Long shelf life of batteries (discharge rate of only 2% per annum)

Darwin Critical Mineral List

9 of US Governments 35 mineral list (DOI/DOE)

Antimony

- Enables power sources (solar, wind, battery, nuclear)
- Military use for night goggles, ammunition, tanks etc.

Bismuth

- Often seen as a safer replacement for lead
- Used in semi-conductors, cosmetics, pharma and iron castings

Cobalt

- Aircraft engine parts
- Batteries which are fueling the green revolution
- Electroplating

Fluorspar

- Key Component in steelmaking
- Manufacture enamels, glass and fiberglass, and welding rod coatings

Germanium

- Critical to semi-conductor industry
- Optical lenses for surveillance and reconnaissance

Indium

- Important component of flat screen technologies and solar panels
- Light emitting diodes

Manganese

- Important in steelmaking
- Used in battery making process

Tellurium

- Important to steelmaking
- Used to vulcanize rubber, tinting of glass and solar cells
- Used in x-ray technology

Tungsten

- Electrodes, heating units and lighting
- Used in military applications such as bullet proof vehicles

Pursuant to Executive Order 13817 of December 20, 2017, "A Federal Strategy to Ensure Secure and Reliable Supplies of Critical Minerals," the Secretary of the Interior on February 16, 2018, presented a draft list of 35 mineral commodities deemed critical under the definition provided in the Executive Order.

Silver

	Darwin has In-Situ silver value of $0.9 billion at current prices; Recently drilled ore bodies indicate additional 18 million ounces of silver with current market value of $0.5 billion; Silver deposits alone are only 17% of Enterprise Value of raise
	11% expected increase in silver demand in 2022 (World Silver Institute) driven by jewelery, 5G technology electrical requirements and solar panels
	United States imports 6,500 tons annually of silver due to its lack of domestic production
	Bank of America recently forecasted that silver could rise to $35 per ounce in 2022 (40% increase) and $50 per ounce in the near future (Nearly 100% increase)

Germanium – National Strategic Resource

- Mined by Darwin as part of the Zinc extraction process
- Part of the US National Defense Stockpile
- In 2010 added to European Union's raw materials of critical concern

Mined Along with Zinc

- Germanium is a byproduct of Zinc therefore Darwin production yields Germanium without additional costs
- Does not affect mine daily output as Zinc as it is byproduct of Zinc mining

Military Uses

- Infrared optical lenses and windows which enable effective operation of weapon systems in harsh weather
- Unmanned remotely operated weapons and aircraft
- Infrared imaging devices used for surveillance, reconnaissance and target acquisition applications
- Border control

Commercial Uses

- Fiber Optic Cables
- Semiconductors

Irreplaceable

- Silicon is used as replacement due to its scarcity albeit at the expense of performance
- Silicon is used in Fiber Optic space although no substitute exists for its military applications thus its strategic importance to governments

Gold

	**No** forecasted revenue in base case despite Darwin sitting on an estimated 100,000 ounces of gold with current market value of $180 million (55% of Enterprise Value)
	Additional gold deposits possible in future drillings
	5 acre parcel (900 feet depth) being evaluated with potential for additional 1 million ounces of gold ($1.8 billion or 5.5x enterprise value)
	Goldman Sachs recently forecasted Gold to hit $2,000 per ounce and further indicated Gold a better store of value than Bitcoin

Darwin Management Team

Wally Sullivan, CEO

John (Wally) Sullivan has been a successful entrepreneur in the institutional financial space since 1993. He has been involved in the founding, building, and selling of trading firms and platforms including Pulse Trading Inc. and the BlockCross ATS. He subsequently was CEO of Javelin Capital Markets (a derivative exchange) and is on the board of Northern Bank and Trust in Woburn, MA.

Bob Donahue, EVP

Robert Donahue: a 30 year Wall Street veteran. Was an Executive Director at JP Morgan Securities in the Institutional Equity Sales and Trading division. He has extensive experience in Capital Markets, Equity and Fixed Income Execution , Sales and Research.

Ed McElwreath, EVP

Ed McElwreath is a 40-year Wall Street veteran. He was a managing director of Citibank, co head of the government bond department and global treasury sales manager. He has been the consultant and advisor to many prominent Wall Street Firms, and most recently ran Arbor Sales and Trading in New York (a Trading, Sales, and Research Broker Dealer). Mr. McElwreath holds Series 24, 7, 63 FINRA Registrations.

Charlie Steele, EVP

Charles Steele spent 20 years on Wall Street in Institutional Fixed Income Sales. He was later a co-partner in a startup quantitative Hedge Fund and ran Business Development for Javelin Capital Markets.

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