TECHNICAL REPORT PLAZA NORTE ZINC-LEAD PROJECT, NORTHERN SPAIN

Report Prepared for:
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INDEX

LIST OF FIGURES

LIST OF TABLES

1. SUMMARY

Emerita Resources Corp. ("EMO" or the "Company") on behalf of its 50% owned subsidiary, Cantabrica del Zinc sl ("CZ") has completed a technical report for the Plaza Norte Project (the "Project" or the "Property") located near the city of Torrelavega, in northern Spain. This report presents the results of EMO's efforts and is intended to fulfil the technical report requirements for the Standards of Disclosure for Mineral Projects according to Canadian National Instrument 43-101 ("NI 43-101"). It also addresses the mineral exploration potential at its 3,600 hectares Plaza Norte zinc-lead exploration property.

EMO has not carried out any exploration on the property yet. All the activity has been focused on collecting and extracting information from the vast Asturiana de Zinc archives in the Mining School of Torrelavega with the purpose of creating a digital data base which allowed for analysis and geological interpretation. The company intends to carry out the exploration programs recommended in this Technical Report in furtherance of defining the zinc-lead mineralization potential at the Property.

EMO together with the Aldesa Group ("Aldesa"), a Spanish construction company, created CZ, with the objective of participating in public tenders in the Cantabria Region. CZ is a Joint Venture company.

CZ obtained the mineral rights in a public tender held by regional government of Cantabria. The tender was resolved on October 10^{th} 2017. The administrative process including granting of all required permits for completing exploration work on the Project were granted on December 14, 2018.

The tendered claims were previously held by Asturiana de Zinc (a subsidiary of Glencore in Spain) ("ASZA"), which lapsed after the company ceased its mining activities in 2003 at the adjacent Reocin mine, which was active for almost 150 years.

The Property is located within the so-called Iberian Massif. The Iberian Massif represents the westernmost extent of the Variscan chain in Europe and its geology is dominated by metamorphic and igneous rocks of Proterozoic age. Within the Massif, the Property is located in the Basque-Cantabrian Basin of Meso-Tertiary age, which is located in the northern limit of the Iberian Peninsula. Towards the south, it constitutes a thrust block on the Duero and Ebro Tertiary Basins, while towards the north it extends to the Vizcaya Gulf, its western limit is marked by the Asturian Paleozoic Massif and the eastern one by the Basque Paleozoic Massifs and the Pyrenees.

The main tectonic event in the area is Alpine age. The main structure in the area is a broad synclinal structure that stands out in the western end of the Basque-Cantabrian Basin, named the Santillana-San Román syncline, striking NE-SW. The Property covers most of the Santillana-San Román syncline. Along its outcropping flanks there are several zinc-lead deposits hosted by the Urgonian dolostones and controlled by faulting.

There is excellent access and infrastructure into and on the Property, and though the region has a history of mining, it has seen little in the way of modern exploration since AZSA left the region. Cantabria is one of the best economically developed areas in Spain. Representatives of CZ have held meetings with local authorities who have indicated that they are supportive of proposed exploration activities. Additionally, Spain offers a stable political regime and a competitive taxation system.

2. INTRODUCTION

2.1 Scope of work

EMO is a Canadian based exploration company actively engaged in the exploration, development, and production of mineral properties in Spain. EMO is headquartered in Toronto, Ontario, with management offices in Seville, Spain and a Project office in the City of Torrelevaga, and is listed on the TSX Venture Exchange (TSX.V:EMO). This report presents the results of EMO's efforts, and is intended to fulfil the technical report requirements for the Standards of Disclosure for Mineral Projects according to Canadian National Instrument 43-101 ("NI 43-101").

The Technical Report summarizes the available information relating to the potential of the Property to host economic zinc mineralization and details the work carried out by the Company to date.

2.2 Qualifications and Experience

The author, Joaquin Merino-M, M.Sc., P. is the Qualified Person, as defined in NI 43-101, responsible for the preparation of this Technical Report as defined by NI 43-101. The author is a professional geologist with over 25 years of experience in exploration and mining geology. He obtained a Bachelor of Science (Honours) from the University of Seville in 1991, and a Master of Science degree from Queen´s University, Canada. He is a Member of the Association of Professional Geoscientists of Ontario and has the appropriate relevant qualifications and experience as defined by NI 43-101. He is a member of EMO's board of directors and the president of the Company and therefore is not independent. The Author has visited the Plaza Norte Property on numerous occasions since 2016, most recently on December 16, 2018 to December 21, 2018.

2.3 Principal Sources of Information

In addition to the several site visits undertaken by the Author to the Property during the last two years and a half, this report relies extensively on public information from the ITGE (Spanish Geological Survey) and the available historical information (En la Universidad de ingeniería de minas de Torrelavega). The previous owner, AZSA, carried out numerous exploration campaigns including extensive diamond drilling. All this information was donated to the University of Cantabria and preserved in the library of the Torrelavega Mining School.

2.4 Abreviations

A full listing of abbreviations used in this report is provided below:

SYMBOLS	DESCRIPTION	SYMBOLS	DESCRIPTION
%	Percentage	EM	Environmental assessment
°	Degrees	Fe	Iron
°C	Degrees centigrade	g	Gram
Ag	Silver	GS	Specific gravity
Art	Article	H	Hydrogen
As	Arsenic	Ha	Hectáreas
AZSA	Asturiana de Zinc	I	Iodine
B.O.E.	Official State Bulletin	IGME	Spanish Mining and Geology Institute
C	Carbon	In	Indium
Ca	Calcium	JV	Joint Venture
CEE	European Economic Community	kg	Kilograms
cm	Centimeters	km	Kilometer
cm2	Square Centimeters	km2	Square kilometer
cm3	Cubic centimeters	L	Liters
CZ	Cantábrica del Zinc	lb	Pound
E	East	M	meter
m.a.	Million years	NO	Northwest
m2	Square meter	O	Oxygen
m3	Cubic meters	Pb	Lead
N	North	PEA	Preliminary Economic Assessment
NE	Northeast	PGM	Environmental management plan
NI43101	National Instrument 13-101	PI	Exploration permit
S	South // Sulfur	ppb	Parts per billion
Sb	Antimony	ppm	Parts per million
Se	Selenium	R.D.	Royal Decree
SE	SouthEast	RCA	Real Compañía Asturiana
seg	Second		

3. RELIANCE ON OTHER EXPERTS

The Author has reviewed the mineral titles published in the official gazette of Cantabria province, and has relied on the legal title opinion, dated January 10th, 2019 of Ramon Escudero Espin, of Trajano XXV Abogados, for determining the current validity of the title to the Property. Trajano XXV is a legal firm based in Spain, with significant experience representing companies in the mining industry within Spain.

4. PROPERTY DESCRIPTION AND LOCATION

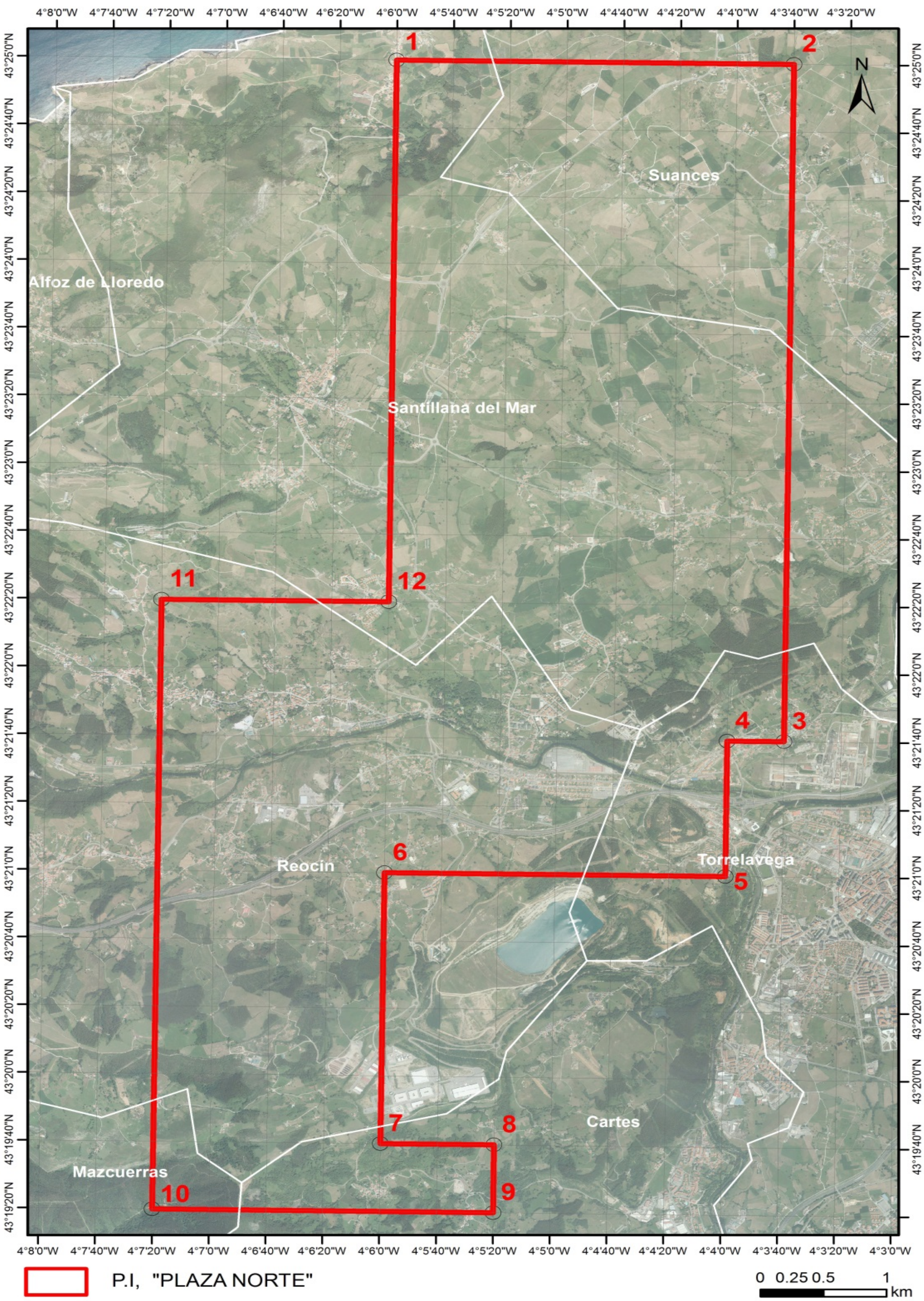
4.1 Project Location

The Plaza Norte Property is owned 100% by CZ and is located in the Santander Province of the Cantabria region. Cantabria region is one of the seventeen semi-autonomous regions of Spain and lies in the northern part of the country bordering to the west with Asturias, to the north with the Cantabrian Sea, to the east with Vasco Region and to the South with Castilla-Leon (Figure 1).

Figure 1: Project Location Map. Cantabria Region and counties.

The Plaza Norte Property is comprised of one exploration permit covering 3,600 hectares, located in the Municipalities of Reocin and Santillana del Mar, in the north part of Santander province, the only one province that comprises the Cantabria region. The Property is located approximately 25km southwest of Santander city, 400 km north of Madrid and 100 km west of Bilbao. The town of Torrelavega is the nearest population center and lies close to the southwestern border of the concession. The central coordinates are (412480 W / 4803064N) using UTM coordinates (datum ETRS89 Huso 30N), as shown in Figure 2. The topography of the area is generally flat, with an average elevation of 25 – 50 metres above sea level.

Figure 2 : Exploration Concession Limits for “Plaza Norte” Zinc Property.



4.2 Ownership

In late 2016, EMO and Aldesa entered into a letter of understanding to form a joint venture company with the purpose of participating in mining public tenders in the region of Cantabria. The joint venture agreement was formalized in April 2017. Aldesa is a Spanish construction company, with an extensive record in Spain and abroad. The joint venture company was named Cantabrica de Zinc (CZ). CZ is owned in equal percentage by Aldesa and EMO.

CZ participated in the tender process (see 4.4 Tenure Rights below). The application was successful and CZ was awarded with the exploration concessions for a period of three years with the option to renew. Although the tender was resolved in favor of CZ on October 10, 2017 the transfer of the title to the exploration concession on behalf of CZ along with permits necessary for conducting the exploration program were received by CZ on December 14, 2018.

4.3 Mining Law

The Spanish mining law currently in place dates back to 1973. It states that "All mineral deposits and any other geological resources are public property. The exploration of these resources may be conducted by the State directly, or may be transferred to private parties through mining rights".

Mining rights are applied to as mining claims (Cuadrículas Mineras, or "CM"). A mining claim can be between 25 and 28 hectares in size.

According to the mining law, there are three "mining rights" categories:

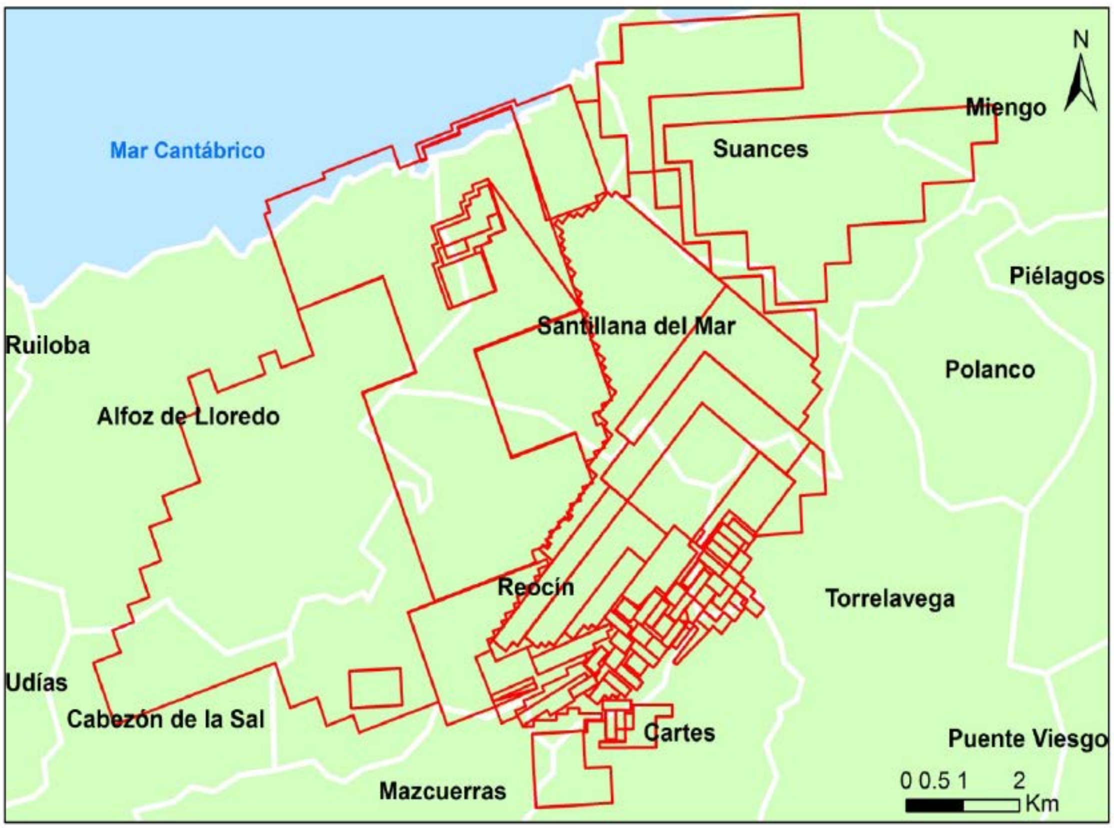
> <u>Permisos de exploración</u>. These are equivalent to prospection leases that allow exploration to be carried out as long as the applied technique does not affect or alter the land. It lasts for one year and is renewable for an additional year. The maximum size for the exploration lease is 3,000 CMs.
>
> <u>"Permisos de investigación"</u>. ("PI")These are equivalent to exploration concessions and are valid for three years, commencing the day they are announced in the regional Gazette. This period may be extended, subject to the exploration results being approved by the Industry-Energy and Mines bureau of Cantabria. The exploration concessions allow for the carrying out of exploration actives, which include trenching and drilling. Each exploration concession can have a maximum size of 300 CMs. A bond, equivalent to 10% of the planned investment for the first year, is requested by the local Authorities. The Plaza Norte Property is currently held under a "Permiso de Investigación" license.
>
> Exploration concessions are generally irrevocable but may lapse or terminate under the following two circumstances:
>
> • Failure by a concession holder to pay the annual concession fee (tasas anuales); or
>
> • Failure by a concession holder to meet investment requirements at the end of the three year period.
>
> <u>"Permisos de Explotación"</u>. These are equivalent to a mining concession. Any exploration concession may be turned into a mining concession. The mining concession allows for the extraction of mineral resources

and is granted for a period of 30 years that is renewable for two further 30 year periods. The maximum size for the mining concession is 100 CMs.

4.4 Tenure rights

In 2003, when Glencore closed its operation in Reocin mine, it also abandoned the exploration and exploitation concessions that held had in the region. The total Glencore property at that time was over 16,000 Ha (Figure 3).

Figure 3: Lapsed claims, Asturiana de Zinc.



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In May 2017, the government of Cantabria, through the “Direccion General de Industria”, announced in the Regional gazette the release for public bidding of all the exploration permits which were part of the Asturiana de Zinc group of concessions that had lapsed in the Cantabrian region.

The bidders had a one month period to present the technical and financial offers. The file CRM-1/2017, totalling 5,312 Ha, corresponds to the western side of the previous Asturiana de Zinc concession block. The central and eastern block was under the file CRM-2/2017 totaling 10,774 Ha. The CZ participated in the CRM-2/2017 only. It applied for 120 claims, which represents about 3,600 Ha.

The panel was form by a legal representative of the Regional Government, and technical officials of the “Direccion General de Industria”. The tender was regulated and validated accordingly to the Spanish mining law. The size of the requested property, the technical merits of the exploration project, the exploration proposed time to complete the work, the social and environmental proposals, and the investment per claims were the main aspects that were evaluated by the panel.

The tenders were resolved on October 10, 2017. All the participants were ranked in order of preference based on the panel's evaluations. Cantabrica de Zinc's proposal was ranked first in the list and therefore with the right to apply for the total of the requested claims.

The definitive granting act, consisting in the field demarcation and the consultation by the Dirección General de Industria, Comercio y Consumo -Consejería de Innovación, Industria, Turismo y Comercio- del Gobierno de Cantabria (the Government of Cantabria, in northern Spain) with the affected municipalities, was completed in October 2018. The granting period is 3 years which can be extended provided exploration works (Geophysics, Drilling, etc.) on the property is demonstrated. The concession period does not commence until the granting process is completed and the property awarded. The concessions were granted on December 14, 2018 and therefore the concessions will expire on December 14, 2021.

The "Plaza Norte" exploration concession covers 120 claims, totaling approximately 3,600 has. and is bounded by the following coordinates (Table 1).

Table 1: Plaza Norte P.I. concession coordinates (Lat/Long) (ETRS89 Zone 30N)

P.I. PLAZA NORTE			
County	CANTABRIA	Type	C
Tenure Type	Permiso de Investigación	Claims	120
Name	PLAZA NORTE	Area	3,600 Has
Municipalities			
Suances, Reocín, Torrelavega, Santillana del Mar, Cartes y Mazcuerras			
COORDINATES ETRS89			
Coordinate Point	Longitude (West)	Latitude (North)	Zone
1-PP	4° 6' 0''	43° 25' 0''	30
2	4° 3' 40''	43° 25' 0''	30
3	4° 3' 40''	43° 21' 40''	30
4	4° 4' 0''	43° 21' 40''	30
5	4° 4' 0''	43° 21' 0''	30
6	4° 6' 0''	43° 21' 0''	30
7	4° 6' 0''	43° 19' 40''	30
8	4° 5' 20''	43° 19' 40''	30
9	4° 5' 20''	43° 19' 20''	30
10	4° 7' 20''	43° 19' 20''	30
11	4° 7' 20''	43° 22' 20''	30
12	4° 6' 0''	43° 22' 20''	30

Once the concessions are granted, a bond representing 10% of the first year investment is typically requested by the Authorities. In this case, CZ has estimated a bond equivalent to €75,000 to be used for environmental remediation purposes.

To keep the exploration concessions in good standing, CZ must comply with annual concession fees (fees are determined by the size of the permit) and fulfill the exploration investment requirements.

The annual concession fees for "Plaza Norte" are estimated as follows:

- 1,500 € for the first claim.
- 12.00 € per each of the following claims.
- Approximate total annual concession fee 3,000 €

4.5 Royalties and related information

There are no known royalties, taxes or administrative liabilities associated to the exploration concession other than the annual concession fees and the exploration commitments. Spain does not levy mining royalties on minerals produced in the country.

4.6 Environmental liabilities

There are no known environmental liabilities to which the Property is subject.

4.7 Permits

There are no other required permits by the Cantabria Government or Federal Government ministries in order to carry out exploration activities.

The Plaza Norte Exploration concessions allow for all types of exploration activities, including trenching, drilling or any other work that might affect the surface land.

Only in the case of aggressive advanced exploration programs that would result in major ground disturbance, would an environmental governmental authorization be required. Such authorization, if required, would be issued by the Cantabria environmental agency, and usually requires filing a restoration plan.

Mineral rights and surface land rights are separate under Spanish law. In case of a conflict between the owner of surface land rights and the owner of mining rights, Spanish law applies a "temporal surface occupation" (expropiación temporal de territorio) allowing the mineral rights owner access to land in order to carry out its exploration work.

CZ has access agreements with local landowners covering the main exploration area of the Property. These agreements allow the Company to conduct surface exploration and prospecting, including trenching and soil sampling, as well as building drill pads in exchange for a monetary compensation.

No additional permits will be required to access the exploration area.

4.8 Other relevant factors

To the Author's knowledge, there are no additional factors that could affect access, title, or the right to conduct work on the Property.

5. ACCESSIBILITY, LOCAL RESOURCES AND INFRAESTRUCTURE, CLIMATE, AND PHYSIOGRAPHY

5.1 Accessibility

The Property can be reached by car from the provincial city of Santander through an excellent road network, including dual carriageway highways and paved federal and provincial roads The main communication routes of Cantabria are organized around two main corridors, parallel to the Cantabrian Sea (east to west), and that of the Besaya valley, which connects with the Central Plateau (south to north). At the intersection of these roads occurs in the municipality of Torrelavega, which is 1.5 Km from the property. These main roads cross and communicate the surroundings of the study area. Travel time from Santander is less than one hour. High-voltage power lines and a railway line which lead to the port of Santander cross the area. Torrelavega the second largest city in this region, with over 56,000 inhabitants, provides all the basic services, good accommodation, and lies approximately 1.5 kilometres east of the Property. Santander is the political and administrative center of the Region, hosting all the regional ministries and agencies, including the Energy, Industry and Mines Bureau.

Access to the Property is by vehicle from Torrelavega, going west for 1.5 Km towards Santander using national road N430. This road crosses the length of the exploration permits from east to west.

5.2 Local Resources and Infrastructure

Virtually the entire Cantabria region is served by a well-developed transport network, reliable energy and water supply, high-speed communications system and all the services of modern cities such as Santander, Torrelavega, Castrourdiales or Camargo, in population range from 100,000 to 30,000 inhabitants.

Cantabria has a privileged geographical situation, in the center of the Spanish north coast. Santander´s port has important commercial and tourist connections with Europe (Figure 5). The nearness and connections with Bilbao and Basque Country is a key advantage, due to its dynamic business ecosystem.

There are two main highways that cross the Cantabria Region. One from east to west, the A-8, and another one from north to south, the A67. A series of local paved roads connecting different localities with these two main highways complete the regional road network. The highway A-8 goes through the center of the property, from east to west (Figure 4). The access to most of the property is by local roads as CA-340, CA-131, CA-333 and CA-336 than run approximately east-west, and CA-353 that runs north-south. There multiple trails and dirty road across the property.

As with the road infrastructure, the railway is structured in Cantabria in two main directions, east-west and north-south. The east-west line goes parallel to the coast and is a narrow gauge operated by FEVE. The other national railway company, RENFE provides the same services but for the north-south route, that communicates the north of Spain with Madrid, which is wide-gauge.

The nearest airport is Santander Airport, which is about a one hour drive from the Project. There are domestic flights, primarily from Madrid, and international flights from London, Dublin, Brussels, Rome, Milan, Frankfurt, Paris and Amsterdam. A second international airport located about three hours drive from the Project is located in Bilbao, one of the largest cities in Spain, which connects with the major airports in Europe and overseas.

The main communications infrastructures of the region are:

- Santander Airport
- Cantabrian Motorway (Autovía A-8, European route E-70)
- Cantabria-Meseta Motorway (Autovía A-67)
- Narrow-gauge railway Santander-Oviedo (FEVE)
- Narrow-gauge railway Santander-Bilbao (FEVE)
- Broad-gauge railway Santander-Palencia-Valladolid-Ávila-Madrid (RENFE)
- Broad-gauge high-speed railway Santander-Torrelavega-Valladolid-Segovia-Madrid (RENFE)
- Ferry line Santander-Plymouth

Cantabria represents the central part of what is known as the "Green Spain", meaning that Cantabria has abundant water year-round, providing electricity and irrigation networks.

The population of Cantabria is approximately 600,000 inhabitants, which represents approximately 1.25% of the Spanish population. The population is distributed in the larger cities such as Santander and Torrelavega and dispersed in very small villages scattered around the countryside. The population is highly educated, with access to the Cantabria University or to other universities in Spain. The region provides all the necessary services and has a cultural heritage dating back to pre-roman times.

The University of Cantabria is the most important high education institution in the region. Although its main campus is in Santander city, the mining School, is based in Torrelavega, very close to the Property. The mining school has an average of 30 students per year, with main courses on metallurgy, mine mechanics and mining.

Figure 4: Free highways and national roads network, Cantabria Region.

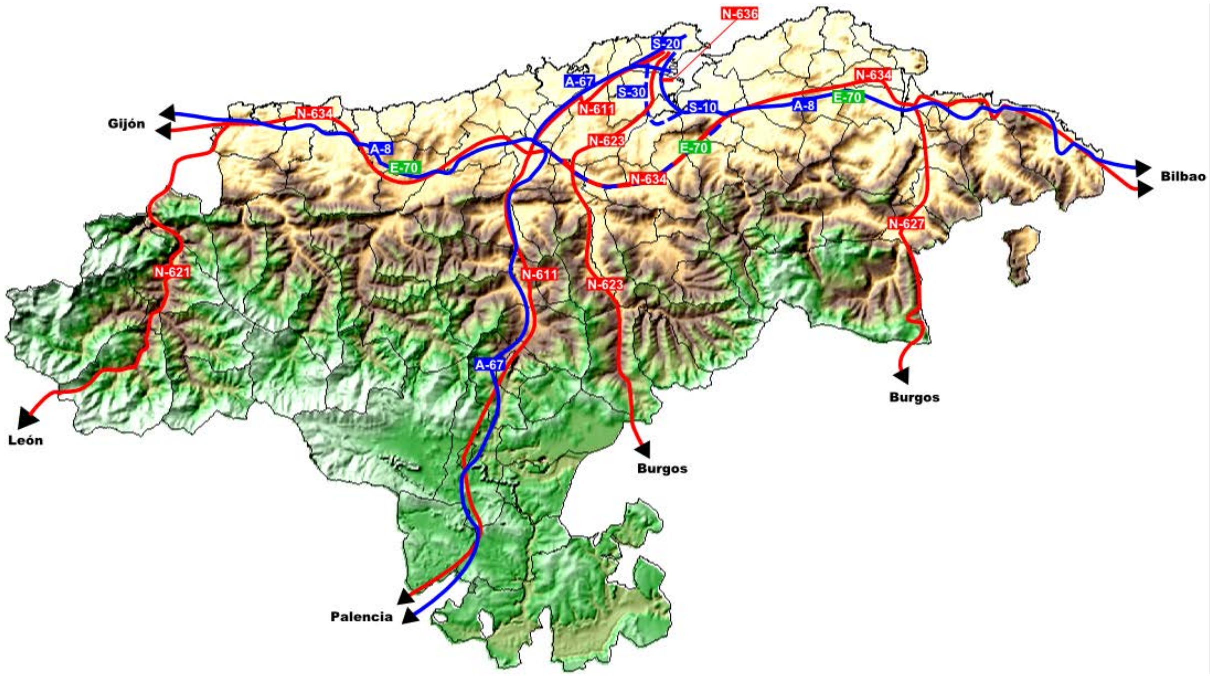


Figure 5: Santander Harbor

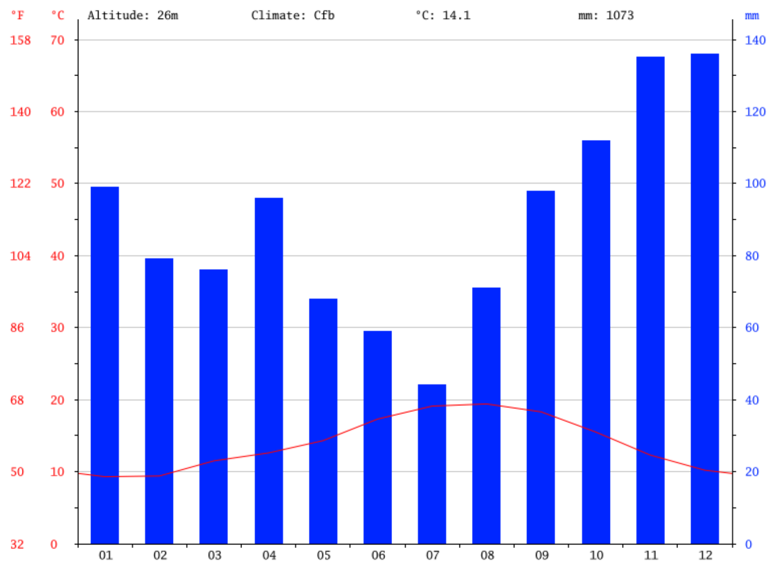
5.3 Climate

In the autonomous community of Cantabria, the climate is cool and damp on the coast, due to the influence of the Atlantic Ocean, while in inland areas it becomes colder with increasing altitude, and more continental in the south.

In the area of interest, the winters are mild and rainy, and summers are cool and fairly sunny. Atlantic frontal systems can pass all year round, although they grant a relative lull in summer, when, however, thunderstorms can break out in the afternoon or in the evening.

The influence and proximity of the sea allows temperatures to be smooth. The temperatures usually oscillate between the 8 º C of average in winter and the 20 º C of approximate average temperature in the summer time (Figure 6).

Figure 6: Average temperature and raining in Santander



The study area is characterized by abundant rainfall, persistent cloudiness and low aridity. The rainfall curve in the Cantabrian coast is characterized by winter highs and a significant decrease during the summer. Snow although abundant in the mountains during most of the year, in the valleys, where the project is located, is very rare. There are no impediments to work in the area because of the weather.

5.4 Physiography

Cantabria is a mountainous and coastal region, with important natural resources and it has three distinct areas which are well differentiated morphologically from north to south; The Coast, the Valleys and the Mountains.

Santander Bay is the most prominent indentation in the coastline, to the south, the coastal strip rises to meet the mountains. This is a barrier made up of abruptly rising mountains parallel to the sea. The mountains are made of limestone with karst topography. They form deep valleys running north-south, the torrential rivers are short, fast flowing and of great eroding power, so the slopes are steep.

The valleys define different natural regions, delimited physically by the mountain ranges, Liébana, Saja-Nansa, Besaya, Pas-Pisueña, Miera, Asón-Gándara. The property of interest is located between the Besaya and Saja valleys. The topography is gentle and dominated by farming.

Most of the land is used for agriculture (barley) and grazing (cattle, horses) with some local forestry. Tourism has been a prominent economic activity in the region in recent years (Figure 7).

Figure 7: Landscape view, Plaza Norte property

The mountain region belongs the Escudo Range, a range of 600 to 1,000 metres high that covers 15 or 20 km in a parallel line to the coast in the West part of Cantabria. Towards the south are higher mountains, the tops of which form the watershed between the basins of the Rivers Ebro, Duero and the rivers that flow into the Bay of Biscay. The great limestone masses of Picos de Europa also stand out in the southwest of the region, where most of the summits exceed 2,500 m, and their topography is shaped by the former presence of glaciers.

6. HISTORY

6.1 Introduction

Spain has been producing precious metals since about 750 BC, when the ancient Phoenicians traded in the Mediterranean. Most of the mines were at the heart of two large mineralized zones, one in the south known as the Iberian Pyritic Belt (IPB), and one to the northwest of the peninsula known as the Iberian Massif.

The mines provided, zinc, lead, copper, silver gold which contributed to the economic prosperity and culture of the Greek and, later, to the Roman Empires. Historical records indicate that the Romans produced more than 200 tonnes of gold from more than 600 mines of different types, including the large Las Médulas mine which yielded up to 1.6 tonnes of gold (Lewis and Jones, 1970).

Following the collapse of the Roman empire, the mines were rediscovered in the 16th century and were operated occasionally until the 1780s. During the Napoleonic Wars, the mines were left largely idle, but by the mid-1850s they were put up for tender to provide funds to the government and were acquired by British and German companies operating in the country. Probably the best known case is the Rio Tinto Company, which bought the Rio Tinto mine (Rio Tinto mine was the world's leading copper producer between 1877 and 1891).

The lead-zinc mineralization in the Santillana syncline area, has been known since the roman times, although not until mid 19th century is when the Reocin mine entered in a formal production period under the "Compagnie Royale Asturianne des Mines", a Belgium company. The production increased during first quarter of the 20th century becoming one of the largest zinc producers in Europe and has been continuously active until its closure in 2003, due to low zinc prices, high energy cost related to the dewatering of the UG mine, and stability issues in the pit.

In the beginnings, the Reocin mine exploited the outcrops and the mineralization closer to surface by means of a cut to open Pit, denominated "Zanjón" and continued the operation at depth by room and pillar mining, assending to the workings through deferent inclined ramps. In 1936, coincident with the Spanish Civil War, the Santa Amelia shaft was sunk (Figure 8) for personnel and shipping ore purposes while heavy equipment and vehicles accessed through the main ramp. At that point in time the mineralization occurred within a 3.5 km long and 800 meters wide area. The thickness of the known orebodies varied from 2 to 40 meters.

Figure 8: Amelia shaft, 414 m.

The mineral treatment included a rotating crusher, with subsequent milling by bar mill to later pass to a ball mill, which reduced the size to 200 meshes (0.075 mm), as the released size for the flotation circuit, which was differential for sphalerite and galena. Subsequently, the pulp passed to a thickener tank and press filter for solidification. The Zn concentrate was sent to San Juan de Nieva (Asturias) where it was refined by electrolysis.

6.2 Prior Ownership

The mine at the Property was developed initially by the “Compagnie Royale Asturianne des Mines”, in 1856. Later, in 1981, the mine and all the surrounding mining properties were acquired by Asturiana de Zinc S.A. (Asturiana), a subsidiary of Glencore.

Modern exploration had its peak during the 1980s and 1990s, conducted mostly by Asturiana. The mine also underwent a modernization process: in 1982 the pit shell was expanded, in 1983 the mill plant increased capacity up to 3,000 tpd, in 1985 a new ramp was constructed, in 1990 the shaft was deepened to -414 m and the mill capacity increased to 4,000 tpd. When Asturiana ceased its operations in 2003, it also decided to drop all its exploration licenses, which covered more than 16,000 hectares.

When the Property was abandoned in 2003, Asturiana left all the documentation generated over the years to the regional government. The regional government at that time decided to donate all the historical documents to the University of Cantabria, who organized, classified and stored the documents in the Mining School of Torrelavega (Figure 9).

Figure 9: Mining School at Torrelavega, University of Cantabria

6.3 Historical Exploration and Resource Estimates

Most of the historical exploration was carried out by Asturiana de Zinc S.A. during the 1980s and 1990s. Geophysical surveys, extensive soil and rock sampling, topography, petrography, structural analysis and diamond drilling among other exploration techniques were applied in different campaigns within the concessions limits aimed to identify other potential orebodies, similar to that one exploited in the Reocin mine.

All the historical information in the area of the Santillana Syncline is available in hard copies in the Torrelavega Mining School library, under the ID of "AZSA data room" including all the drill log sheets and assays (Figure 10).

The core assays were carried out in the AZSA facility lab. Unfortunately, there were no QA/QC protocols in place at the time, however the mill reconciliation from the producing mine provided ample confirmation with respect to the assay data. Half of the core was preserved in the core boxes. A significant amount of drill core has been preserved in the Peñarolla coreshack facilities, in the province of Cordoba, where the Instituto Geologico-IGME-(National Geological Service) keeps drill core from all over Spain (Figure 11).

Figure 10: Mining School library. Asturiana de Zinc Files.

Figure 11: Coreshack in Peñarroya, Cordoba province. Santillana Synclane core boxes. (CZ)

The relevant historical exploration data that has been integrated into the Plaza Norte digital project by CZ are:

- A high-resolution satellite image and detailed topographic map at 2 m contour intervals. The map covers most of the AZSA exploration concessions, including the main targets selected by CZ, named "Queveda", "Yuso" and "Mercadal "
- Detailed geological mapping from different sectors at 1:500, and 1:1000 scale.
- Several soil geochem campaigns for lead and zinc (Figure 12); and Mobile Metal Ion as a method of geochemical prospecting aimed to identify anomalies at depth (Figure 13).
- An Induced Polarization geophysical campaign and several gravimetry campaigns across de Santillana Syncline. Historical interpretation indicated major northwest-southeast structural corridors (Figure 14).
- A total of 312 diamond drill holes all from surface, totaling 145,000 m of drilling approximately (Table 2). The drilling program in general can be considered successful, since AZSA located mineraled bodies similar to others existing in the district of the Santillana Syncline. Different tectonic blocks were interpreted that affect the location of the orebodies which is also revealed by the gravimetric anomalies.

Figure 12: Geochemical anomalies in the Queveda-Sinclinal de Santillana area (CZ-AZSA)

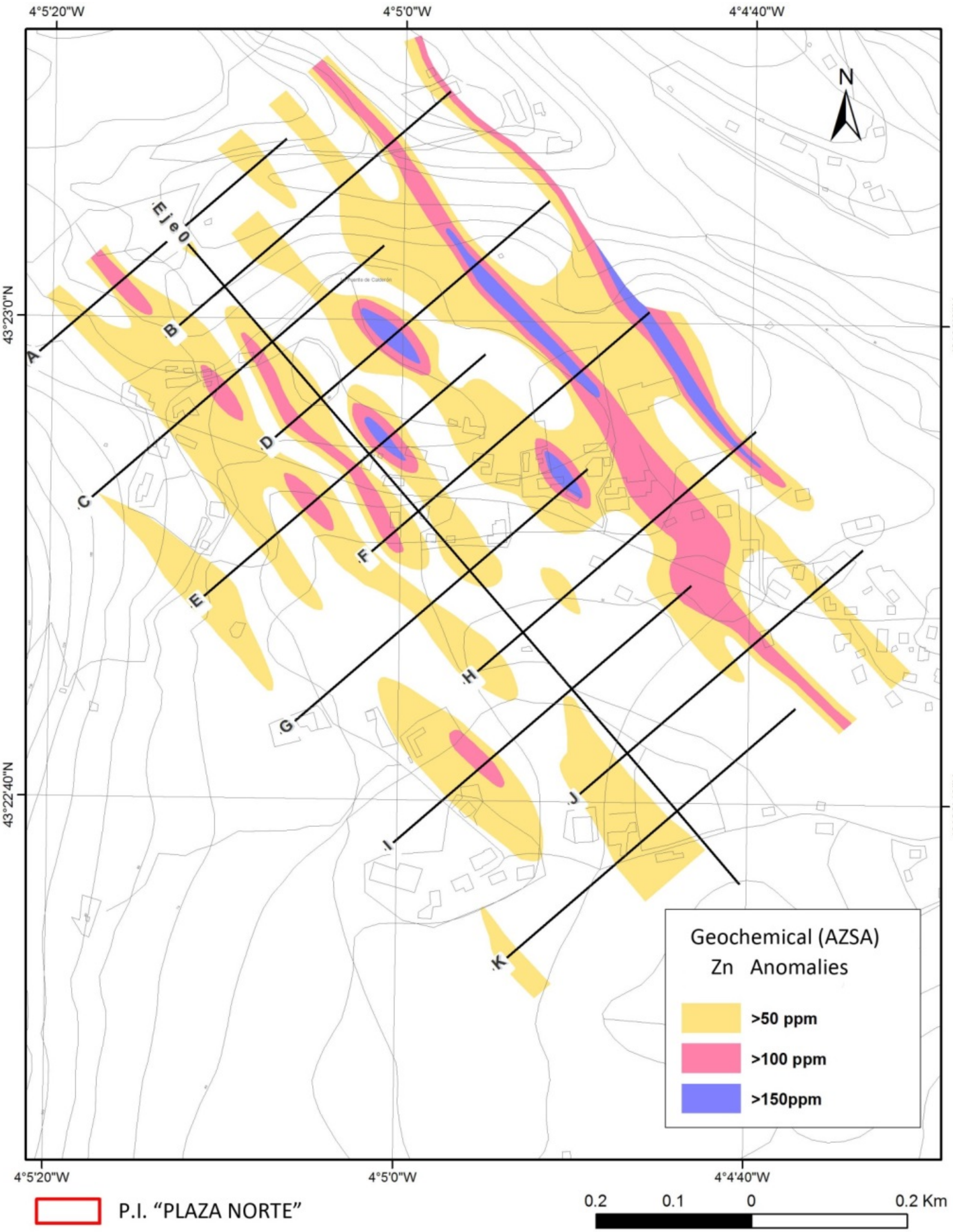

4°5'20"W
4°5'0"W
4°4'40"W
43°23'0"N
43°22'40"N
N
Eje 0
A
B
C
D
E
F
G
H
I
J
K
Geochemical (AZSA)
Zn Anomalies
>50 ppm
>100 ppm
>150ppm
P.I. "PLAZA NORTE"
0.2
0.1
0
0.2 Km

Figure 13: Results for the MMI campaign in Queveda area. (IGME)

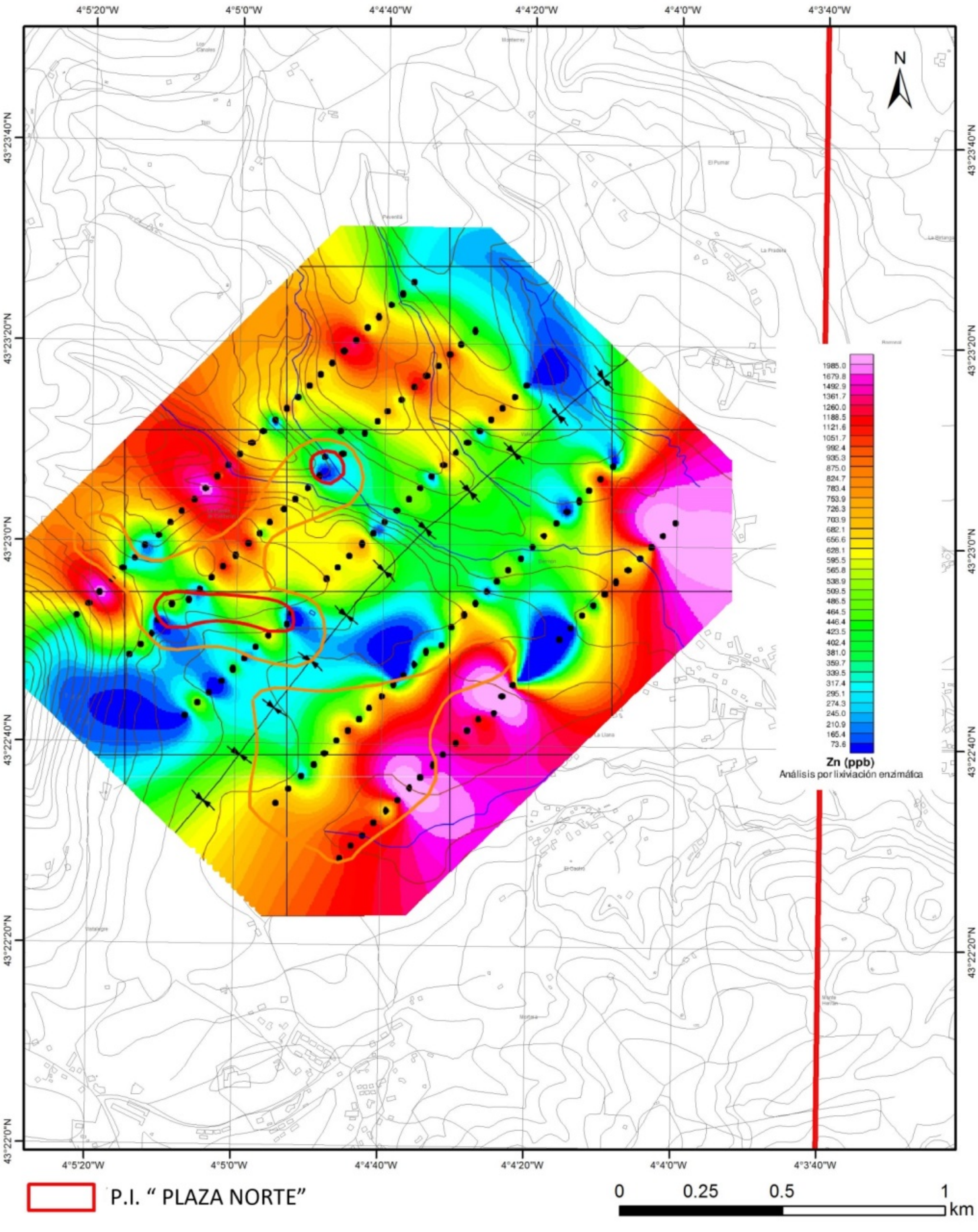


Figure 14: Geophysics in the Queveda-Sinclinal de Santillana area. (AZSA)

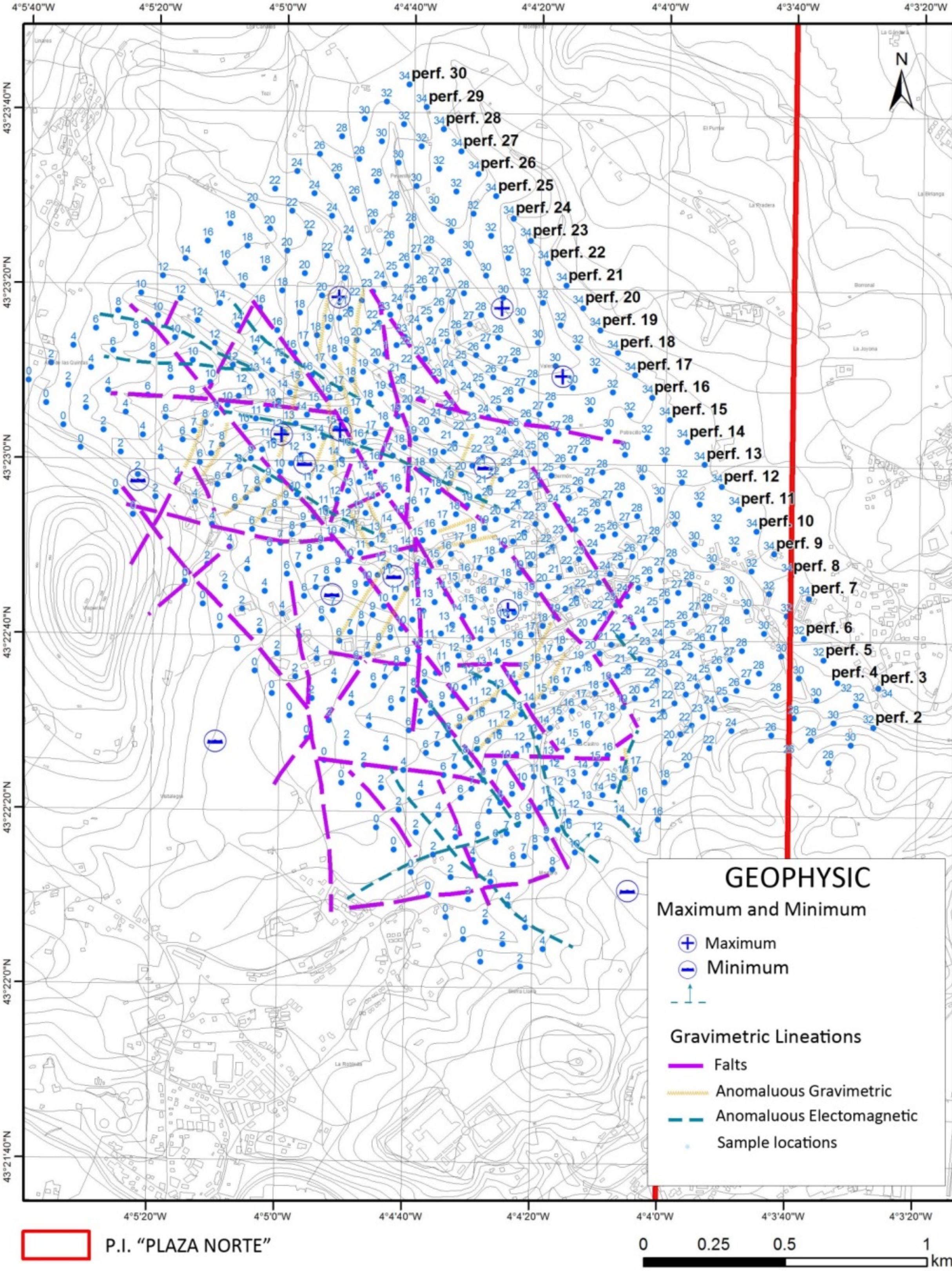


Table 2: Total Diamond Drilling performed by AZSA. (AZSA)

AREAS	DDH	TOTAL (m)
Sinclinal de Santillana	163	93,341
Mercadal-Reocín Exteriores	76	35,554
Novales-Udías	73	15,896
TOTAL DDH	**312**	**144,792**

AZSA carried out an extensive exploration program over almost two decades, including more than 300 drill holes, half of which are preserved in good condition (Figure 15). All the drilling was exploration drilling with the sole objective of identifying new orebodies and therefore there is no resource estimation in compliance with the NI 43-101 requirements.

However, as a result of the exploration AZSA estimated a potential of 8.0M tonnes grading 8.6% Zn in the area of Queveda, about 1.5 Km north of the Reocin pit (AZSA internal report, (Table 3). The other two target areas that were identified by AZSA are "Yuso" located 1.0Km north of Queveda, and Mercadal which is located southwest of the Reocin pit. Figure 16 shows the collar location for most of the surface drilling performed in the Santillana Syncline.

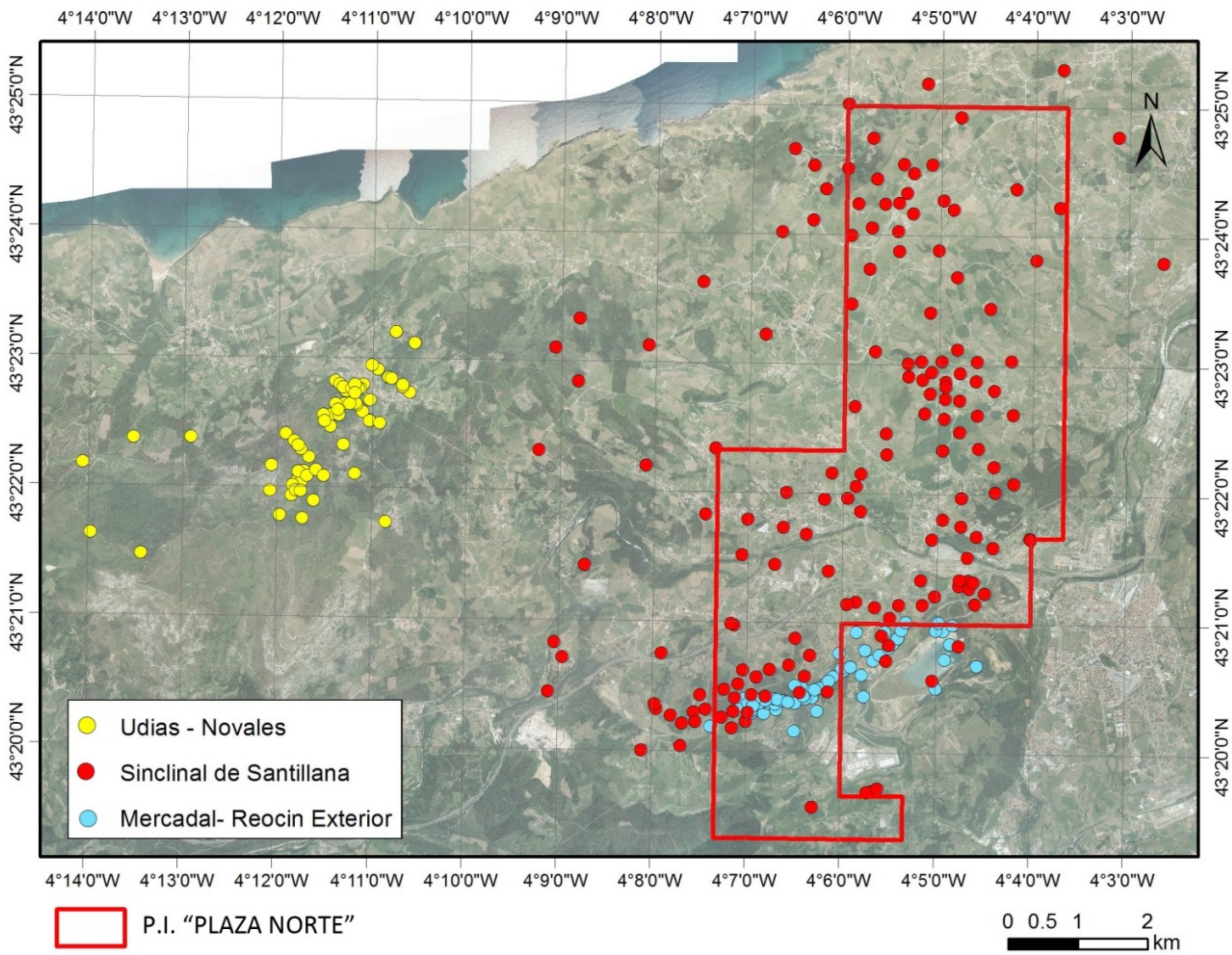
Table 3: Geological potential estimated by AZSA

ESTIMATED GEOLOGICAL POTENTIAL BY AZSA (1999) QUEVEDA AREA						
	WIDTH	**AREA**	**VOLUME**	**DENSITY**	**TONNAGE**	**% Zn**
LOWER ALBIAN	6.31	319,225	2,016,081	3.06	6,173,187	10,19
LOWER ALBIAN POOR	1.5	130,150	195,262	2.78	542,828	1,72
UPPER ALBIAN	1.42	340,500	483,556	2.85	1,377,462	4,26
ALBENSE TOTAL	**-**	**789,875**	**2,694,899**	**3.00**	**8,093,477**	**8,62**

Figure 15: Santillana syncline Drill Hole S-534 at (IGME) Peñarroya Core shack. (CZ)

A qualified person as defined by NI 43-101 has not done sufficient work on behalf of EMO to classify the historical estimate as a current mineral resource and EMO is not treating the historical estimate as a current mineral resource or mineral reserve. The resource estimate is a historical estimate and should not be relied upon.

Figure 16: DDH locations in the area of Reocín, Mercadal, Novales-Udías (Santillana Syncline).

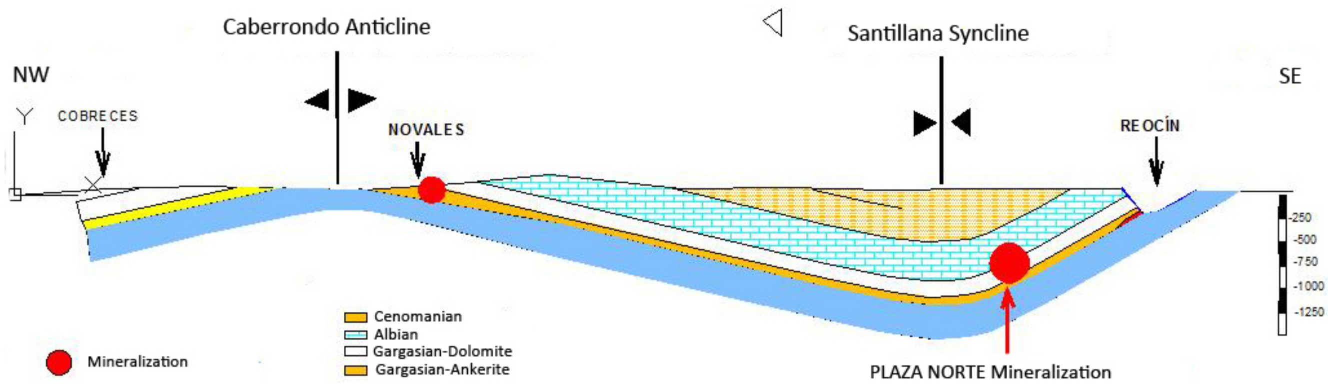


6.4 Historical production

Several zinc-lead mines of the same style have been in production in the Santillana Syncline. Mercadal, Siguenza, Nobales, Udias, and a few other small mines of about 50,000 to 75,000 tonnes per year at high grades (8-14% Zn) were in production intermittently during the last two centuries. Only the Reocin mine stood up as a major zinc producer, particularly since mid-20th century. All of them, including Reocin, at some point in time were outcropping mineral occurrences as they are located on the flanks of the syncline where the topography exposes the Albian rock units, which is the hosting lithology for most of the orebodies.

The Property encompasses most of the Santillana Syncline and the potential targets at depth (Figure 17). Historical production from the Property came from the deeper underground portion of the Riocin Mine, and the Mercadal deposit with an estimated production of 2.0M @ 1.5%Pb and 10.0%Zn, located at the south end of the property where the Albian rocks outcrop (Torrelavega Mining School Archives).

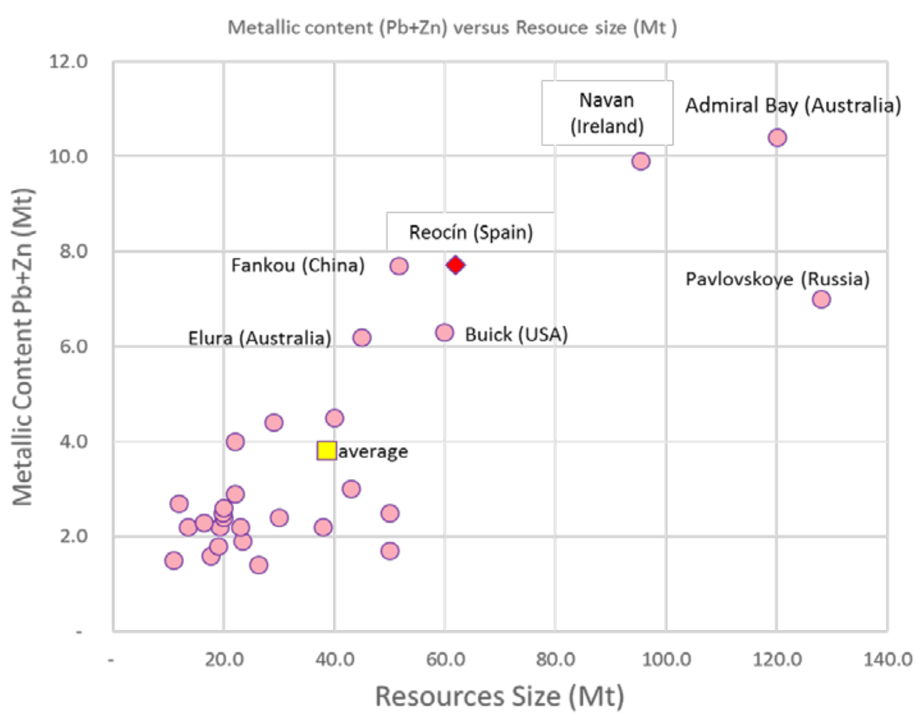
Figure 17: NW Syncline Geological cross Section. (CZ)



The Reocin mine had historical production of 62.0M t grading 11.0% Zn, 1.4% Pb (USGS paper: **"Compilation of Mineral Resource Data for Mississippi Valley-Type and Clastic-Dominated Sediment-Hosted Lead-Zinc Deposits",** 2009) during almost 150 years of continuous exploitation. At the end of the mine life, the average grade was 8.5% Zn and 0.9% Pb, and remaining reserves (not in compliance with NI 43-101 standards) were estimated at 2.5 million tonnes (pers. Comm. José Ramón Fernández, Former General Manager).

The figure below shows the metallic content and resources size for a group of deposits of the similar deposit type as Reocin. Reocin mine doubles the average metal content of its class of deposit.

Figure 18: Metal content in MVT deposit around the world



7. GEOLOGICAL SETTING AND MINERALISATION

7.1 Regional Geology

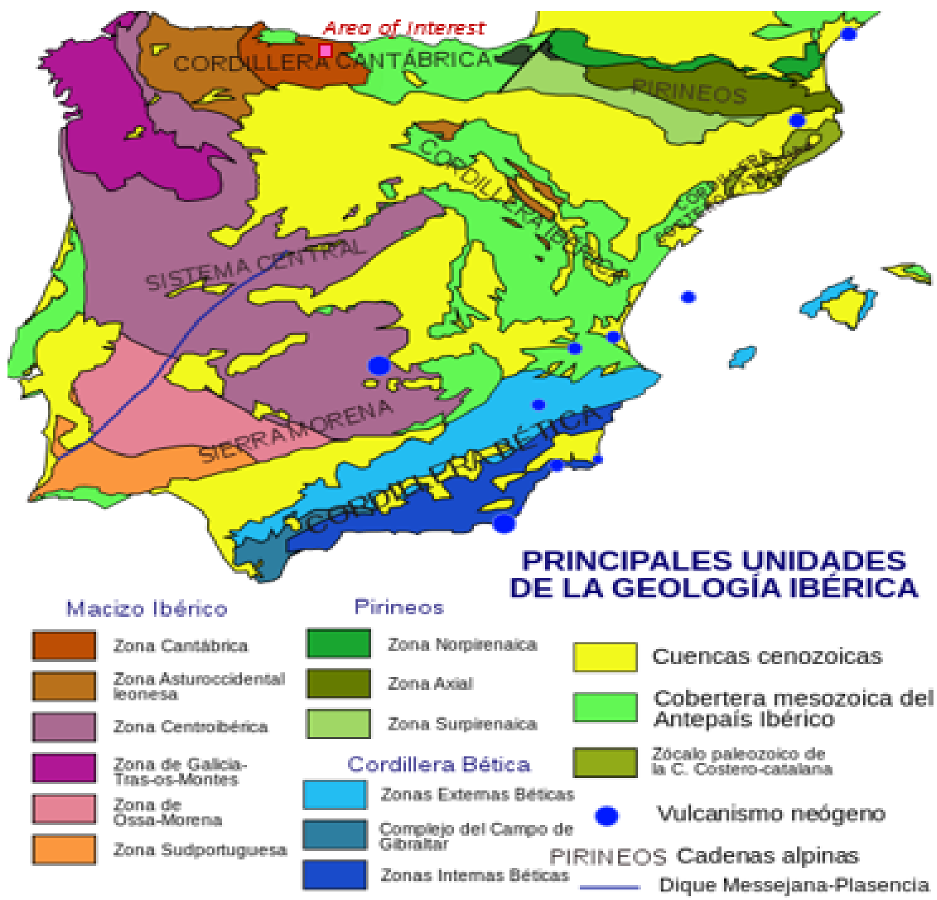
Geologically, Spain can be subdivided into two broad geological terrains:

1. A siliceous terrain dominated by hard and therefore durable crystalline rocks (granite, schist and gneiss) with little or no carbonate rocks underlying the North and the West of the Iberian Peninsula, and forming typically acidic soils;

2. A limestone-rich terrain dominated by sedimentary rocks deposited in basins underlying the heavily weathered Meseta region in the Central and Eastern parts of the Iberian Peninsula.

The Iberian Peninsula contains rocks ranging in age from the upper Neo-Proterozoic Ediacaran Period (635-542 Ma) to Recent, and almost every lithology is represented. The core of the Iberian Peninsula consists of a Hercynian cratonic block known as the Iberian Massif. The northeastern boundary of this block is marked by the Pyrenean Fold Belt, and the southeastern boundary is represented by the Betic Fold belt. These two fold belts are part of the Alpine thrust and fold belt. The northern part of the Iberian Peninsula is dominated by rocks deformed and exposed as a result of the Late Paleozoic Hercynian (or Variscan) orogeny. This Hercynian fold belt is mostly buried by Mesozoic and Tertiary cover rocks on the east side, but outcrops locally throughout the Iberian Chain and the Catalonian Coastal Ranges (see Figure 19).

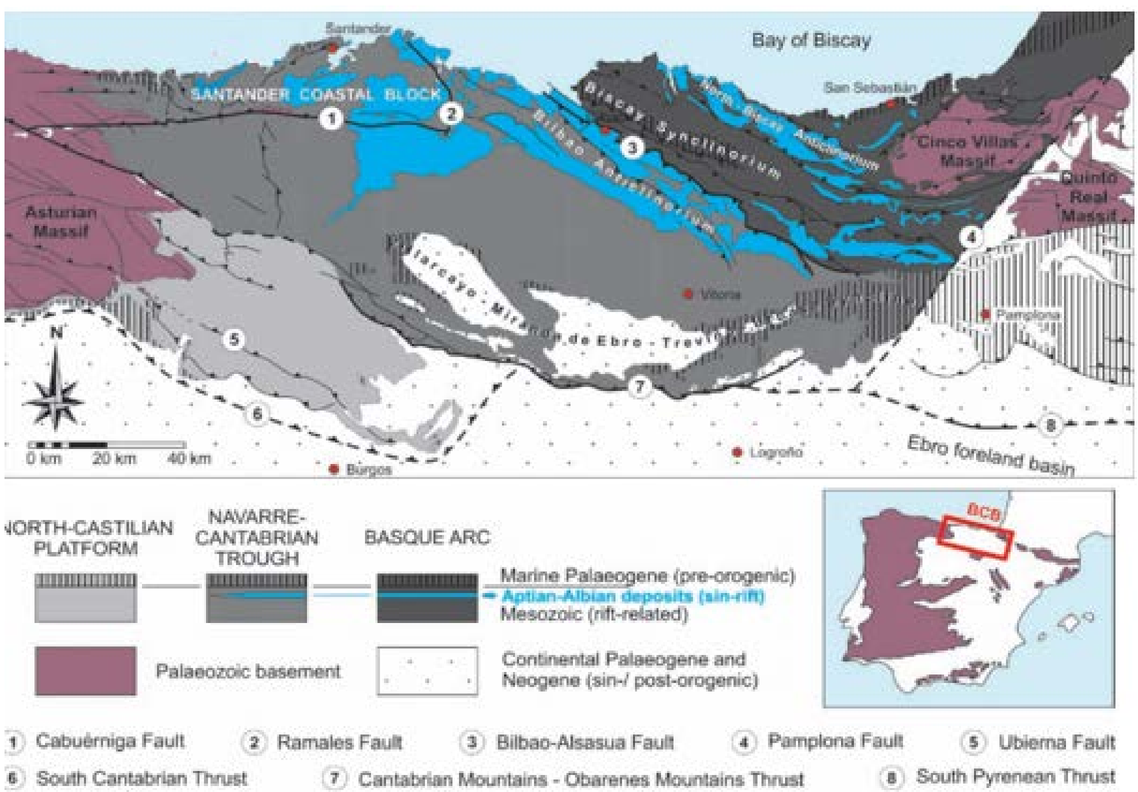
Figure 19: Major geological units in the Iberian Belt



The Plaza Norte Property is located within the Basque-Cantabrian Basin of Meso-Tertiary age, which is located in the northern limit of the Iberian Peninsula. Towards the south it constitutes a thrust block on the Duero and Ebro Tertiary Basins, while towards the north it extends to the Vizcaya Gulf, its western limit is marked by the Asturian Paleozoic Massif and the eastern one by the Basque Paleozoic Massifs and the Pyrenees.

This inner plate basin formed during the Triassic related to the beginning of the opening of the North Atlantic and, as a consequence of the opening of the Biscay Bay, was bounded to the northwest and southeast by transform faults. Figure 20 shows the three domains considered by Barnolas and Pujalte (2004) within the Basque-Cantabrian basin, and which approximately coincide with the North Iberian and European paleomargin segments, especially from the Middle Cretaceous, when these paleomargins were individualized.

Figure 20: Regional Geology



7.2 Property Geology

The Property is located within the Iberian Massif domain, in the Basque-Cantabrian Basin of Meso-Tertiary age (see above).

7.2.1 Sedimentary Units

The local geology is relatively simple. Several distinct geological units can be identified within the area corresponding to Jurassic, Cretaceous, Paleocene, Eocene and Quaternary units, all of WHICH ARE represented On the geological sheet #34 of Torrelavega. Figure 21 & Figure 22

Figure 21: Local Geology. Torrelavega Sheet. (IGME) (Magna Nº 34, series 1: 25,000)

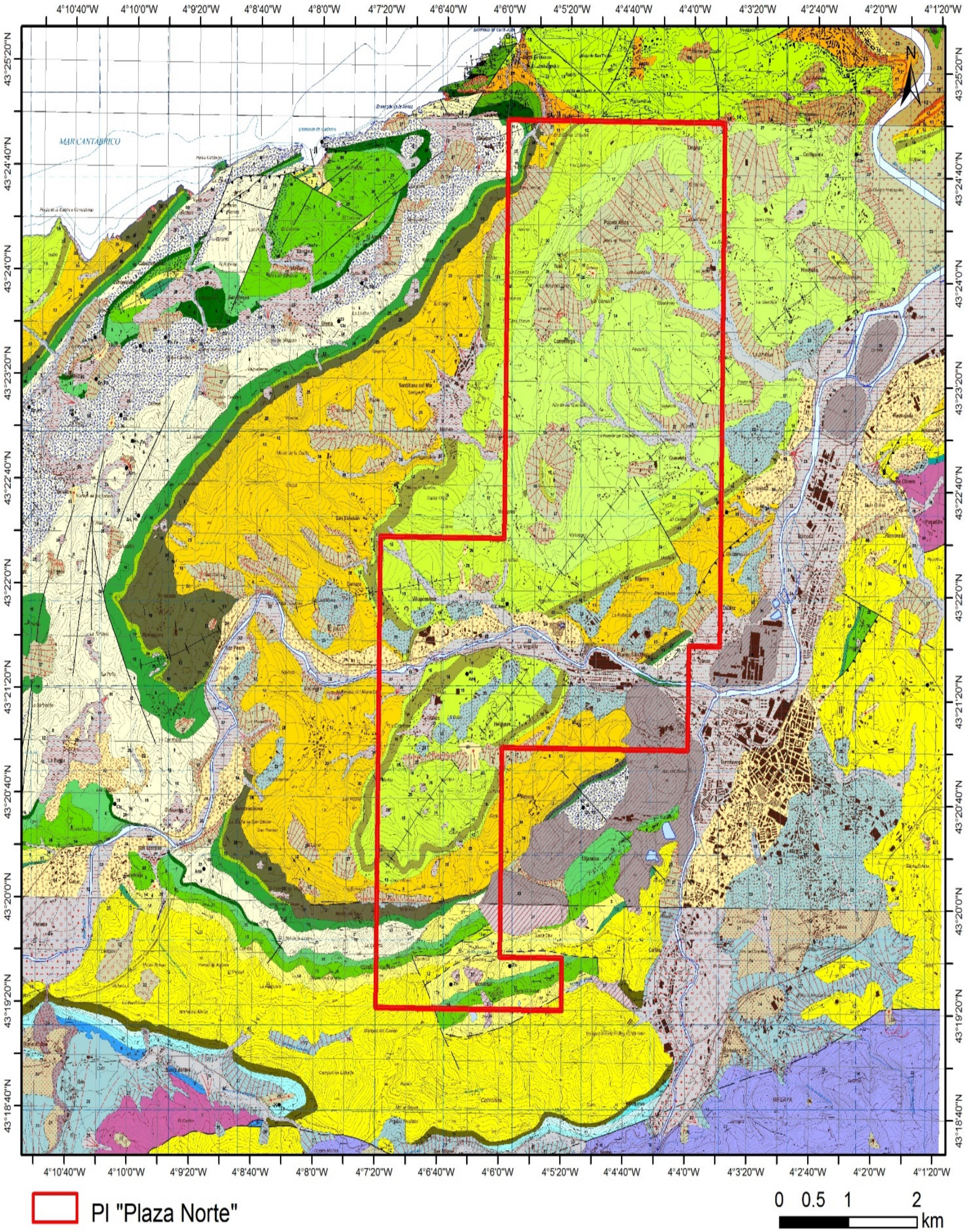
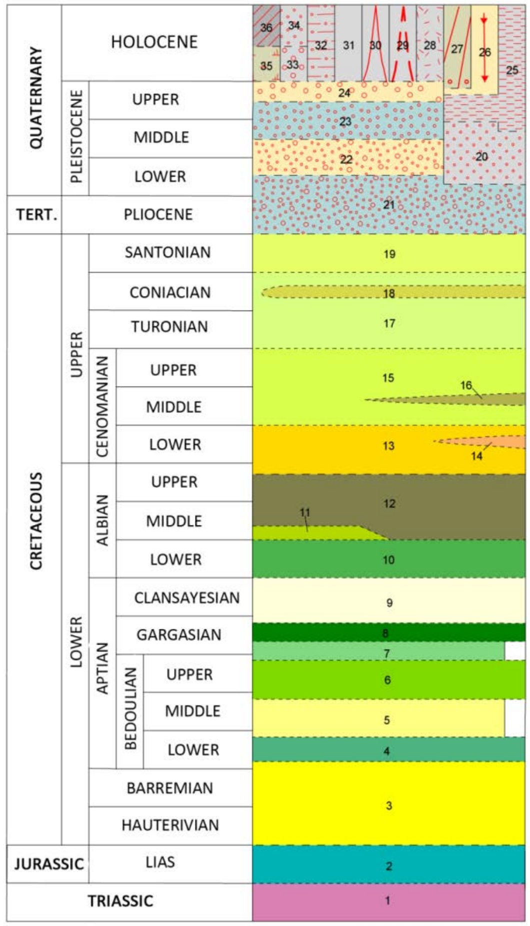


Figure 22: Stratigraphic Column for Santillana Syncline area. (IGME) (Magna Nº 34, series 1: 25,000)



Upper Jurassic and Cretaceous

During the Upper Jurassic and Cretaceous, thick sedimentary piles (approximately 15000 m) were deposited with a high sedimentation rate. At the same time, rifting and basin opening processes continued during this period.

The stratigraphic record from this period covers three major complexes (Rat, 1959):

- the Upper Jurassic-Barremian-Bedoulian Complex at the base formed by continental siliciclastic sediments.
- the Upper Aptian-Middle Albian, known as the Urgonian Complex formed by shelf carbonates with rudist reefal carbonates, and basin shales with siliciclastic interbeds.
- the Upper Albian-Cenomanian, known as the Supra-Urgonian Complex formed by deep water turbidites and fluvial siliciclastic sediments.

From an economic point of view, the most relevant group for mineralization is the Urgonian Complex, that can reach several kilometers of thickness, although in the area of interest varies from less than 100 m to 500 m. The complex is limited at the base by siliciclastic formations and at the top by a sandy complex. Most of the characteristic facies are comprised of various limestones.

In general terms, the Aptian-Albian interval corresponds to an important rift stage, originated by the movements opening the Bay of Biscay (García- Mondéjar, 1989). This setting provided for the rising of mineralizing fluids which metasomatized the Urgonian limestone.

The Cretaceous corresponds to the period most represented in the study area and where the mineralized districts of the Basque-Cantabrian basin are located.

Paleocene, Eocene and Quaternary units

The Tertiary (Lower Paleocene-Eocene), outcrops exclusively in the nucleus of the Santillana syncline and consists of limestone-dolomitic materials lying concordantly on the Cretaceous Complex. It has no economic relevance.

The Quaternary has a very small extension and is represented by heterogeneous materials. Different terraces related to the Saja, Besaya and Pas rivers geomorphologies have been mapped in the area of interest, as well as colluvial and alluvial deposits. It has no economic relevance.

7.2.2 Structural Geology

The controlling tectonic activity in the area is Alpine age. The main structure in the area is a wide synclinal structure that underlays the western end of the Basque-Cantabrian Basin, named the Santillana-San Román syncline, striking NE-SW (**Figure 23**). The property encloses most of the Santillana-San Román syncline. Along its outcropping flanks there are several zinc-lead deposits hosted by the Urgonian dolostones and controlled by faulting.

The Reocín deposit is located on the southeast flank, near the periclinal end of the syncline, towards Torrelavega town (Figure 24). Reocin is a stratabound ore deposit 3300 m long and 800 m wide, formed by different mineralized and overlapped bodies with variable zinc and lead grades, locally reaching thicknesses up to 100 m including interlayer barren zones. All the mineralization is hosted in the Urgonian limestone rocks, which are heavily dolomitized in this area. Reocin is a world class deposit, concentrating more than 6 million tonnes of Zn and nearly 1 million tonnes of lead.

Figure 23: Tectonic Map of the Syncline Zone of Santillana (IGME)

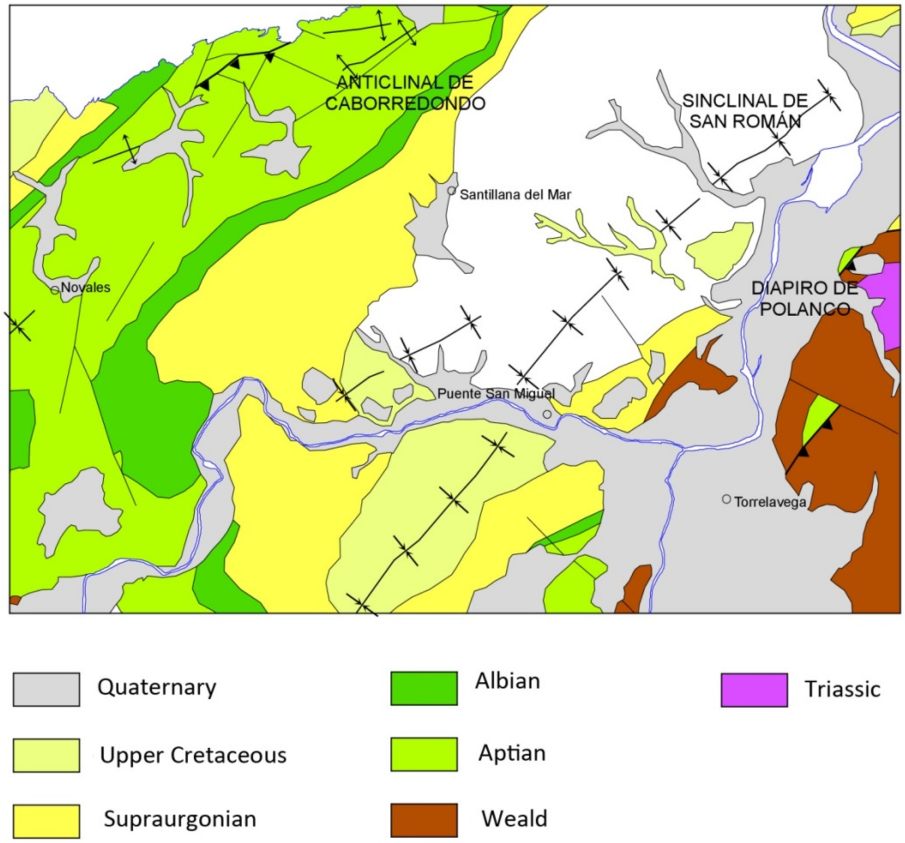
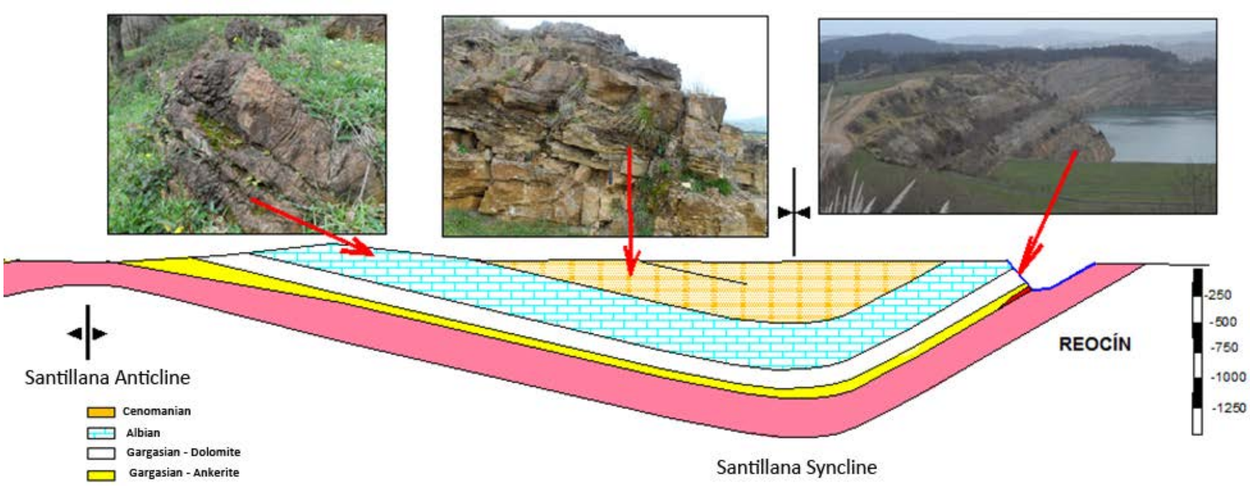


Figure 24: NE-SE cross section of the Santillana Syncline. (CZ)



7.2.3 Hydrothermal alteration

The main hydrothermal alteration process related to mineralization is dolomitization (i.e. replacing calcite by dolomite). Field and petrographic observations indicate that dolomitization was a polyphase process, which episodes of hydrofracturing and host-rock dissolution, related to episodic expulsion of overpressured basinal fluids through faults and fracture systems, were associated with phases of host-rock dolomitization and void cementation. The dolomitization process affecting the Urgonian Complex (Aptian, Albian and Lower Cenomanian carbonates) is closely related to the zinc-lead mineralization. The alteration halos can be as thick as several tens of meters, and also varies along the strata depending on the sediment facies. The alteration contact can be abrupt, changing from an almost unaltered limestone rock to an intensly dolomite altered rock and vice versa. The most common composition of hydrothermally altered limestones is ankerite ($CaFe(CO3)2$), which gives a typical orange-pink color to the rock (Figure 25). The dolomitized bodies can be irregular in shaped and variable in size from several metres to hundreds of metres and also appear as tabular bodies within particular layers.

There are several interpretations about the genesis of the hydrothermal dolomitization process, from theories that allude to a sedimentary process to theories that relate the process with fracturing. Conclusions based on the analysis of the existing data in the Pb-Zn district of the Basque-Cantabrian Basin, support the hypothesis on the importance of structural control in the formation of the dolomitic levels, which makes the understanding of the structural setting a key element for succeeding in exploration.

Figure 25: Dolomitized levels of the Gargasian.

7.3 Mineralization

The mineralogy in the area is not very diverse, ore mineralization in the district consists mainly of sulfides of the sphalerite (ZnS), Galena (PbS) and Iron sulfides represented by pyrite ($FeS2$) and / or marcasite ($FeS2$). The sphalerite is clearly in dominant proportions over the rest of sulfides. Less abundant minerals and of lesser economic importance are also wurtzite $(Zn,Fe)S$, melnikovite $Fe9S8$ and greenockite CdS. Dolomite ($CaMg(CO3)2$) and calcite ($Ca CO3$) appear as a companion to the ore (Figure 26).

The sphalerite blende is the main ore for zinc and usually occurs in various forms from massive, in forms of crystals of small size, to botroidal and filling fractures, although the most frequent texture is banded. The lightcolored bands are less iron-rich compared to the dark colored bands. Galena is presented in millimeter crystals associated with sphalerite and marcasite.

Figure 26: Reocin Samples: (1) Sfalerite, (2) Galena, (3) Marcasite, (4) Calcite .(mindat.org)

Barite has only been documented in the la Florida mine, forming a discontinuous layer with no economic relevance. The present of fluorite has not been documented in any of the know zinc deposits in the region, while the presence of lead carbonates of cerussite (CO_3Pb), zinc carbonate smithsonite variety (CO_3Zn) and others has been found in the upper UG levels of several deposits and in the open pit in Reocin mine, suggesting supergenic processes.

8. DEPOSIT TYPE

Present knowledge confirms the hydrothermal character of the deposits present in the Santillana Syncline, were originated by the escape of rising fluids leaching the existing metals in pre-Urgonian sediments (black slates) and depositing them while circulating through the Gargasian carbonates, along synsedimentary faults. The moment of the origin of the deposit is controversial, although the dolomitization- mineralization relationships point to a late diagenetic (epigenetic) model of the Mississippi Valley type, with features typical of a hydrothermal karstic deposit.

Mississippi Valley-Type deposits (MVT) account for about 25% of the global resources for Pb and Zn in sediment- and volcanic hosted deposits [MVT + volcanic hosted massive sulphide (VHMS) + sedimentary exhalative (SEDEX) + sandstone lead (ss-Pb)]. The figure below shows the location of the main MVT deposits on the world.

Figure 27: Mississippi Valley Distribution. (USGS)

The most important characteristics of MVT deposits, modified from Leach and Sangster (1993) and taken from Leach and others (2005), are:

(1) they are epigenetic.

(2) they are not associated with igneous activity.

(3) they are hosted mainly by dolostone and limestone, rarely in sandstone.

(4) the dominant minerals are sphalerite, galena, pyrite, marcasite, dolomite, and calcite, whereas barite is typically minor to absent and fluorite is rare.

(5) they occur in platform carbonate sequences commonly at flanks of basins or foreland thrust belts.

(6) they are commonly stratabound but may be locally stratiform.

(7) they typically occur in large districts;

(8) the ore fluids were basinal brines with ~10 to 30 wt. percent salts.

(9) they have crustal sources for metals and sulfur.

(10) temperatures of ore deposition are typically 75°C to about 200°C.

(11) the most important ore controls are faults and fractures, dissolution collapse breccias, and lithological transitions.

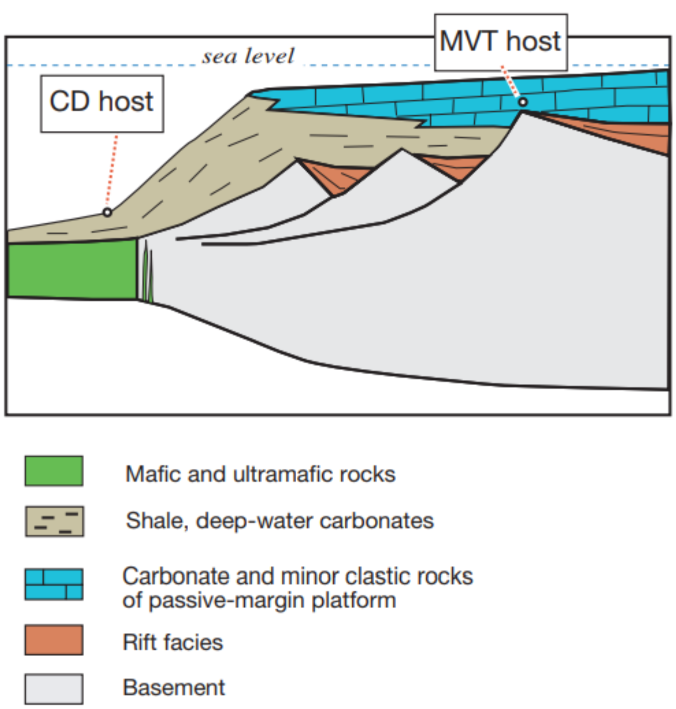
(12) sulfides are coarsely crystalline to fine grained, massive to disseminated.

(13) the sulfides occur mainly as replacement of carbonate rocks and to a lesser extent, open-space fill.

(14) alteration consists mainly of dolomitization, host-rock dissolution, and brecciation.

Figure 28 from Leach and others (2010), showing the typical tectonic setting for the formation of MVT deposits in the in the carbonate-platform sequences of the passive margin. In contrast the CD sedimentary rock sequences host CD Pb-Zn deposits (traditionally called sedimentary exhalative deposits) that form during sedimentation, or diagenesis to early burial of the sedimentary sequence.

Figure 28: Tectonic and sedimentary environment for Cd and MTV deposits



9. EXPLORATION

Most of the historical exploration was carried out by AZSA in the 1980s and 1990s and no exploration has occurred since AZSA closed the mine in 2003.

CZ has not carried out any formal exploration in the area yet. The work completed by the company and its consultants to date has been focused on data compilation and digitization as well as work related to permitting of the project. CZ has been analyzing, over a period of time before and during the tender process, the historical information in order to assess the potential of the area for zinc and lead mineralization. Most of the work performed by CZ consisted of field visits, review of technical and production information, construction of DDH database from hardcopies, assay sheets and log sheets, study of geological maps, reinterpretation of geophysical campaigns, new description and relogging of critical historical drill holes, 3D interpretation of geology and evaluation of mineral potential by geostatistical methods.

The potential for the occurrence of zinc and lead at the Plaza Norte property has not been demonstrated yet by CZ by exploration means although the analysis of the vast amount of data available, and the checking on historical drill core indicates that such mineralization exists within the Property.

CZ has identified three areas for prioritizing exploration, characterized by a favourable geology, a positive structural setting and anomalous to ore grade historical drill hole intercepts. These areas are: Mercadal in the southwest, Queveda in the central zone and Yuso in the norther zone (Figure 28).

The following Table 4 presents the most significant drill hole intercepts on the Property. The target depth vary. Mercadal is the shallowest, at less than 200 m while the deepest is Queveda with mineralized intercepts at 650 m from surface.

Figure 30 shows idealized sections across the Quevada and Yuso Targets. Some of the significant intercepts are: SS-7 (from 538.5 m depth 3.5m @ 7.25% Zn), SS-19 (from 525.0 m depth, 4.10 m @ 8.36% Zn) in Yuso; and S-532 (from 557.8, 18.06 m @ 9.72% Zn), S-537 (from 560.0m, 3.2 m @ 9.82% Zn) in Queveda.

Table 4: Significant intercepts, historical drilling by AZSA (1996-2003).

HOLE-ID	FROM	TO	WIDTH	PB	ZN	PB+ZN
532	556.30	575.25	18.96	0.09	9.72	9.81
490	44.20	59.25	15.05	0.03	6.38	6.40
SS21	609.20	617.40	8.20	0.30	7.05	7.35
500	319.40	330.70	11.30	0.03	4.75	4.79
544	556.95	563.05	6.10	0.02	6.87	6.89
568	223.30	227.15	3.85	1.94	7.64	9.58
539	588.90	595.00	6.10	0.01	5.70	5.71
537	560.00	563.20	3.20	0.01	9.82	9.82
110	667.00	668.35	1.35	0.72	19.90	20.62
87	611.00	612.00	1.00	1.34	24.63	25.97
SS7	535.40	536.50	1.10	0.05	18.58	18.63
SS26	581.25	584.15	2.90	0.61	5.27	5.88
SS7	538.50	569.40	3.50	0.15	4.56	4.71
SS8	559.30	562.20	2.90	0.42	4.93	5.35
SS29	532.60	535.40	2.80	0.01	5.33	5.34
538	582.90	584.35	1.45	0.15	10.10	10.25
SS23	571.50	574.05	2.55	0.04	5.42	5.46
536	601.90	605.25	3.35	0.76	3.01	3.78
544	549.20	553.40	4.20	0.01	2.91	2.92
SS7	525.70	527.50	1.80	0.01	6.53	6.54
544	590.00	593.00	3.00	0.01	3.87	3.88
537	644.39	646.45	2.06	0.96	4.51	5.48
545	544.55	545.90	1.35	0.01	7.23	7.24
SS22	600.50	610.90	3.15	0.02	3.01	3.03
103	661.00	663.00	2.00	-	4.48	4.48

Figure 29: P.I. Plaza Norte principal prospective areas (Queveda, Yuso and Mercadal). (CZ)

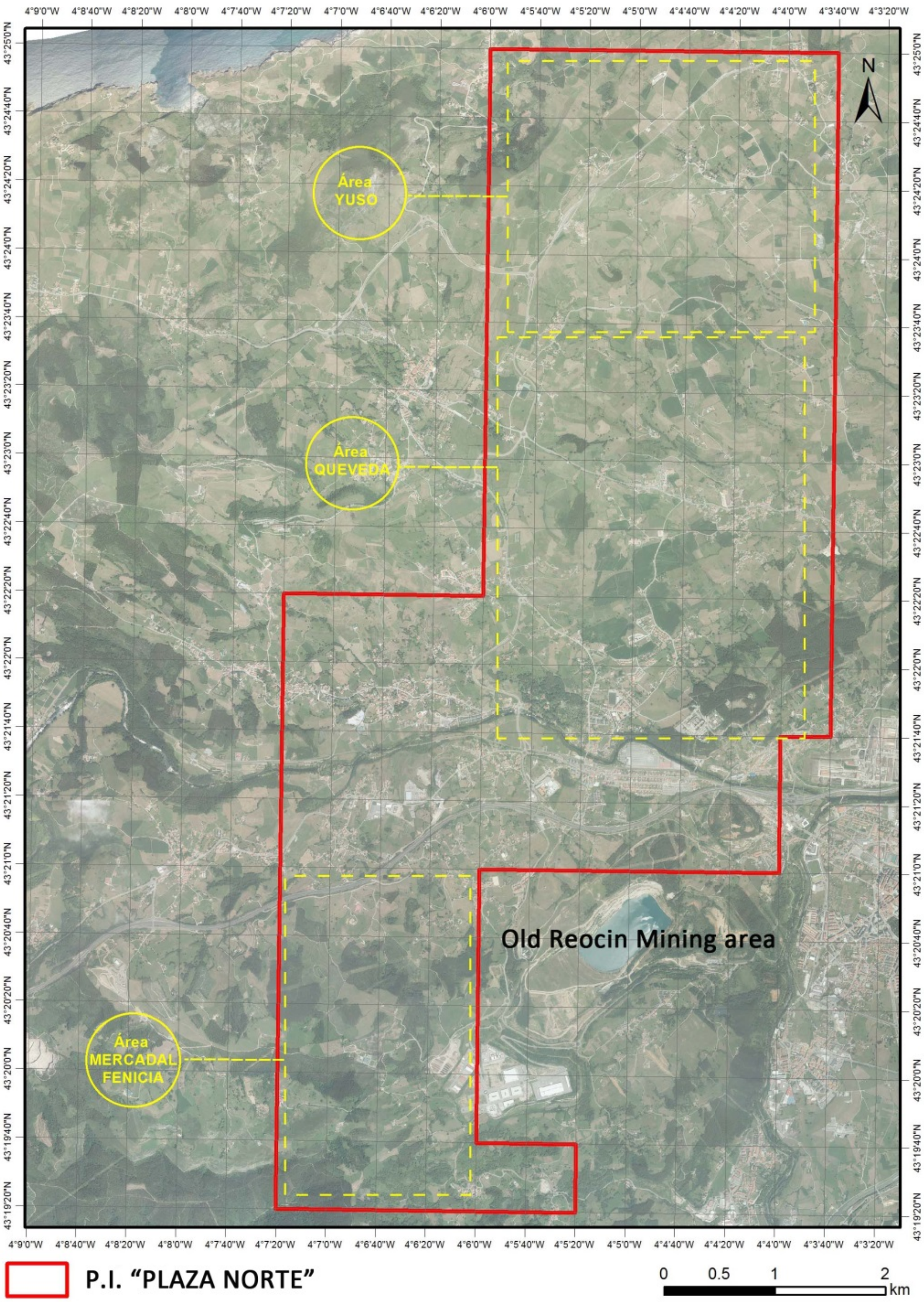
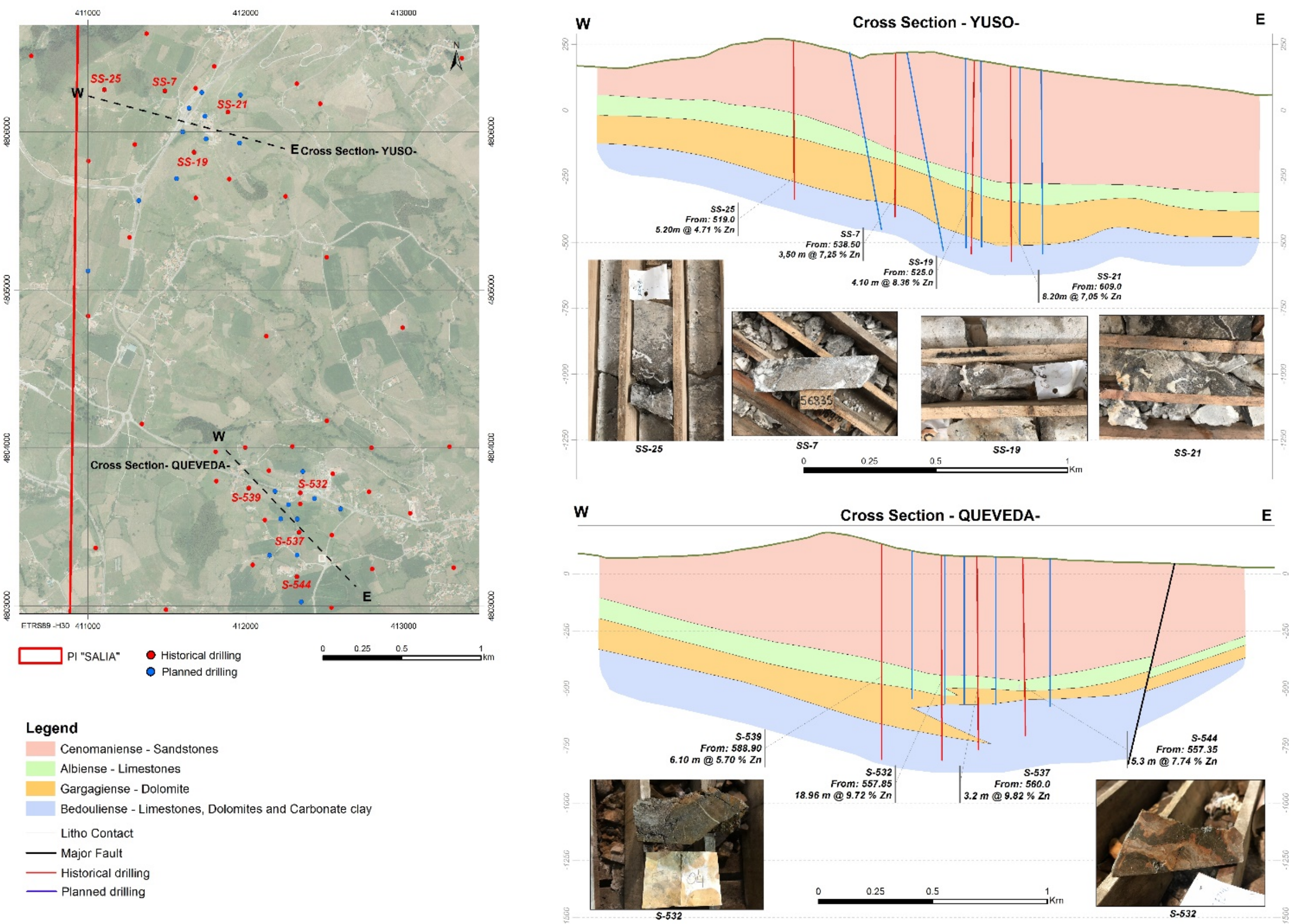


Figure 30: Idealized cross sections across Yuso and Queveda targets.



10. DRILLING

No drilling has been carried out by the Company on the Property to date.

11. SAMPLE PREPARATION, ANALYSIS AND SECURITY

No sampling has been carried out by the Company on the Property to date.

12. DATA VERIFICATION

The Author has visited the Property in several occasions since mid-2016. The most recent visits were on December 16 to December 21 2018 reviewing the local geology, the infrastructure in the area, and potential liabilities. He has reviewed personally the existing historical information at the Mining School in Torrelavega. In a two-day visit on July 6, 2017 and July 7, 2017, he reviewed the historical drill core intercepts pertaining to the Property. The core is stored at the coreshack facilities owned by the National Geological Service in Peñarroya, Cordoba province.

In order to assess the available historical information, the Company created a digital data base, containing all the assays, logs, technical maps, etc. This data base has been used to evaluate the potential of the Property and to suggest areas for further exploration. Such digital data base has been crosschecked with the original hard copies at the Mining School of Torrelavega by the author of this report encountering no errors. Although ¼ samples were not allowed from the historical core, a visual inspection of several drilholes was carried out verifying the existence of sulphide mineralization and the consistency with the log sheets.

13. MINERAL PROCESSING AND METALLURGICAL TESTING

This section is not applicable.

14. MINERAL RESOURCES ESTIMATES

This section is not applicable.

15. MINERAL RESERVE ESTIMATES

This section is not applicable.

16. MINING METHODS

This section is not applicable.

17. RECOVERY METHODS

This section is not applicable.

18. PROPERTY INFRASTRUCTURE

This section is not applicable.

19. MARKET STUDIES AND CONTRACTS

This section is not applicable.

20. ENVIRONMENTAL STUDIES, PERMITTING AND SOCIAL OR COMMUNITY IMPACT

This section is not applicable.

21. CAPITAL AND OPERATING COSTS

This section is not applicable.

22. ECONOMIC ANALYSIS

This section is not applicable.

23. ADJACENT PROPERTIES

This section is not applicable.

24. OTHER RELEVANT DATA AND INFORMATION

This section is not applicable.

25. INTERPRETATION AND CONCLUSIONS

1. The Plaza Norte Property was awarded to Cantabrica de Zinc (CZ) in a public tender held by the government of Cantabria. The administrative process was completed and publicly announced in October, 2018, and the official granting date of the concessions was on December 14, 2018.

2. The Property is located in the Cantabria region of northern Spain and covers an area of 3,600 hectares in Santander province. Infrastructure, including road access, water and power, is excellent, and the regional and federal governments are actively promoting Spain as a mining-jurisdiction.

3. The Property is located within the Iberian Massif domain, in the Basque-Cantabrian Basin of Meso-Tertiary age, where dolomitized limestones corresponding to the Aptian -Albian formations are known to host zinc-lead mineralization.

4. The main structural feature in the area is the Santillana Syncline. The southwest flank emplaced the well know mine of Reocin, which has historical production over 62M tonnes grading 11% zinc and 1.4 % Pb. Plaza Norte encloses most of the Syncline structure.

5. Extensive exploration was carried out by Asturiana de Zinc in the 1980s and 1990s. There is vast collection historical information and data, which has been classified and stored in the Mining School of Torrelavega. All this information is public and accessible.

6. Cantabrica de Zinc (CZ) has not carried out any formal exploration in the area yet. The work completed by the company and its consultants to date has been focused on data compilation and data base generation to assess the potential of the area for zinc and lead mineralization.

7. The potential for the occurrence of zinc and lead at the Plaza Norte property is demonstrated by drill hole results contained within the historical data and relogging of historical drill core that intersected significant mineralization within the property.

8. Three exploration target areas have been identified by the company: from south to north Mercadal, Queveda and Yuso. Some of the historical significant intercepts are as relevant as SS-7 (from 538.5 m, depth 3.5m @ 7.25% Zn), SS-19 (from 525.0 m depth, 4.10 m @ 8.36% Zn) in Yuso; and S-532 (from 557.8, 18.06 m @ 9.72% Zn), S-537 (from 560.0m, 3.2 m @ 9.82% Zn) in Queveda.

9. Although no exploration has occurred since 2003, based on the work completed by Asturiana de Zinc, Plaza Norte represents a mid-stage, moderate risk zinc exploration project which has yet to demonstrate economic viability. As such, further exploration, including drilling, is needed to determine the continuity of zinc-lead mineralization intercepted in the past. The Project´s potential economic viability will depend on the results obtained in the upcoming exploration programs.

10. The Company has reached surface access agreements over the key target areas however should drilling over the main targets warrant additional exploration further afield reaching access agreements for other areas may require additional time and may hinder future exploration programs. There are no other known legal, political or environmental risks that could affect the Company´s exploration efforts or any future development at the Property.

26. RECOMMENDATIONS

1. Exploration work should initially focus on gravimetric surveys aimed to identify normal faults acting as feeders of the system in the targeted areas.

2. A limited twin drill hole campaign to verify the results obtained by Asturiana the Zinc, in the most representative areas and to provide QA/QC data.

3. Drill hole campaigns to intercept potential mineralization within the three target areas: Mercadal, Queveda and Yuso. Drill holes should target not just the favorable rock units but also the potential feeder structures, and/or the interception between both, lithology and structures.

26.1 Budget

1. A C$750,000 Phase One budget is recommended for the first year of exploration. This includes completing a comprehensive 3D geological model, completing focused ground magnetics and gravitational surveys and a limited twin holes program to verify the historical data.

2. A C$1.54M Phase Two would be subject to the results obtained in phase one. This work program would include 10,000 metres of diamond drilling of the prospective target areas, geochemical surveys, and initial metallurgical testwork.

Table 5 : Exploration Budget Phase 1

Exploration Budget	
Item	**Phase 1**
Geological Mapping & Modelling	40,000
Drilling	450,000
Geophysics	75,000
Technical studies	30,000
Administration	100,000
Subtotal	625,000
Contigency	55,000
Total	**750,000**

Table 6 : Exploration Budget Phase 1

Exploration Budget	
Item	**Phase 2**
Drilling	1,200,000
Metallurgical Testwork	100,000
Administration	100,000
Subtotal	1,400,000
Contigency	140,000
Total	**1,540,000**

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28. SIGNATURES

The effective date of this report is January 21st, 2019.

"Joaquin Merino"

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Joaquin Merino, M.Sc.(A), P.Geo.

President, Emerita Resources Corp.

January 21st, 2019

29. CERTIFICATE OF AUTHOR

As author of the report entitled “TECHNICAL REPORT PLAZA NORTE ZINC-LEAD PROJECT, NORTHERN SPAIN” dated January 21st, 2019 (the “Report”), I do hereby certify that:

1. I am currently a board member for Emerita Resources Corp. and act as its president. I have carried out this assignment for Emerita Resources Corp., 65 Queen Street West, Suite 800, Toronto, ON, Canada M5H 2M5.

2. I hold the following academic qualifications:

- BSc in Geology from University of Seville (Spain), (1991)
- MSc (A) from Queens University, Kingston, ON (Canada), (2000)

3. I am a Qualified Person as defined in National Instrument 43-101.

4. I am a registered Professional Geoscientist with the Association of Professional Geoscientists of Ontario (Registration Number # 1652); as well, I am a fellow in good standing of other technical associations and societies, including the Society of Economic Geologist.

5. I have worked as a geologist in the minerals industry for 26 years. My experience includes planning of exploration programs of grassroots projects, exploration budgeting, economic evaluation of mining operations, mine/advance exploration due diligence programs, supervising exploration campaigns from stream sediment sampling to drilling, developing and designing process improvements across the entire mining value chain in underground mines, grade control, reserve estimation, mine planning, definition, data base management, block modelling and mine reconciliation. I acquired this experience working in a variety of mineral deposits across the world such as gold and silver epithermal deposits, porphyry gold-copper, volcanic massive sulphide, skarn, greenstone belts, alkaline hosted, Mississippi Valley type, IOCG deposits, and alluvial gold deposits.

6. I visited the Plaza Norte Property on multiple occasions since mid-2016, most recently on December 16, 2018 to December 21, 2018 and I reviewed the data and drill core on July 6, 2017 and July 7, 2017 and I am responsible for authoring all of the Sections in the Report.

8. I am not independent of Emerita Resources Corp.

9. I am responsible for all items in the Report

10. I have read National Instrument 43-101 and Form 43-101F1, and the Report has been prepared in compliance with that instrument and form.

11. As of the date of this certificate, to the best of my knowledge, information and belief, the Report contains all scientific and technical information that is required to be disclosed to make this Report not misleading.

Dated this January 21st, 2019

“Signed” Joaquin J. Merino-M.