

Osisko Gold Royalties Ltd. (OR-T, \$12.54)

Rating BUY
Target Price \$18.00
Return 44%
Overall Risk Profile High

Kerry Smith, MBA, PEng | 416-507-2306 | ksmith@haywood.com
Danny Ochoa, PEng, CFA | 416-507-2427 | dochoa@haywood.com

Osisko Acquires a 5% NSR on the Eagle Gold Project

Event | This morning Osisko Gold announced that it has signed a term sheet with Victoria Gold Corp. (VIT-V, Not Rated) to acquire a 5% net smelter return (NSR) royalty on the Company’s Dublin Gulch property which hosts the Eagle Gold project in the Yukon for C\$98 million.

Impact – Positive

- **Osisko Acquires a 5% NSR on the Eagle Gold Project** –The Eagle project hosts 2P reserves totalling 2.7 million ounces (123 Mt at 0.67 g/t Au and a 0.95:1 strip ratio), recoverable reserves of 1.9 million ounces at 71% recovery, and is expected to produce 200,000 ounces of gold annually over a 10-year mine life starting in 2020. Osisko is expected to realize ~100,000 ounces over the 10 years, and our preliminary analysis indicates an implied 10% IRR on the royalty acquisition at a US\$1,250/oz gold price assumption – a good return although the execution risk will be high given the location. The project already has an effective 1% NSR owned by Franco-Nevada and the royalty burden is high for a low-grade gold deposit. The nearest comparable is the Coffee project in the Yukon now owned by Goldcorp (G-T; Not Rated), although Coffee is more remote.
- **Private Placement takes Osisko’s Holding in Victoria to 15.7%** – Osisko has also agreed to purchase 100 million common shares of Victoria Gold at a price of C\$0.50/share on a private placement basis (a premium to the last close at \$0.375/share), which will take Osisko’s ownership in Victoria to 121 million shares, or 15.7% of shares outstanding. The private placement and the NSR sale is part of a \$505 million finance package that Victoria Gold announced today with Orion Mine Finance and Caterpillar Financial Services to fully fund development of the Eagle Gold project. Orion Mine Finance is providing US\$75 million secured debt (LIBOR + 5%, two-year interest holiday repayable in 15 quarterly payments starting 24 months after closing), US\$100 million of subordinated debt (3-month LIBOR + 6.7%, two-year interest holiday and principal due March 31ST, 2024) plus Orion is also purchasing 150 million VIT shares at \$0.50 for a further \$75 million of funding. Victoria Gold has also negotiated a six-year amortizing equipment facility from Caterpillar Financial Services for up to US\$50 million for mine equipment, bringing the total funding package to about \$505 million.
- **Eagle Gold Fully Funded and Permitted with First Gold Expected in H2/19** – The Eagle Gold project is fully permitted for construction and operation, and Victoria commenced Phase 1 of construction activities in August 2017. The C\$40 million Phase 1 program significantly de-risked the project with detailed engineering now over 50% complete, and the Company will now advance the Phase 2 construction program. First gold is targeted for H2/2019, and Victoria Gold budgets US\$300 to US\$320 million for construction (C\$390 to C\$415 million), however we expect the capital cost to be at the high end of this range. The Dublin Gulch property is located 375 kilometres north of Whitehorse, accessible year-round by road, and is located within Yukon’s electrical grid. The 2016 Feasibility Study outlines an after-tax NPV(5%) of C\$508 million and post-tax IRR of 29% using a US\$1,250/oz gold price for this heap leach project.

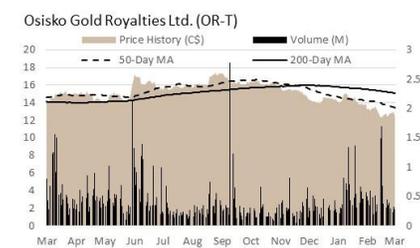
Target Price \$18.00
Current Price \$12.54
Return (incl. dist’n) 44%
YTD Performance (4%)
Dividend / Yield \$0.20 / 1.6%

Haywood Estimates

		2018E	2019E
Net Income	\$M	90	118
Cash Flow	\$M	100	129
EPS	\$/sh	0.57	0.75
CFPS	\$/sh	0.63	0.82

52-Week High / Low \$17.58/ \$12.00
Shares O/S 158M (basic)
171M (F/D)
Market Capitalization \$1,979M
Cash \$334M
Debt \$464M
Working Capital \$324M
Enterprise Value \$2,119M
YE 2018 (est.) Cash Balance \$400M
Daily Volume (3 month avg.) 404,660
Website www.osiskogr.com
CEO Sean Roosen
Currency C\$ unless noted

Price Performance



Source: Capital IQ and Haywood Securities

Please see page 5 for Analyst Certification, pages 5 - 8 for Important Information, Rating Structure, Legal Disclaimers, and notes.



Valuation | Our target price of \$18.00 is based on a blend of 1.5x our Corporate NAV of \$15.00/share (60%) and 20.0x EV/2018 CF (40%). Osisko is trading at 0.82x NAV and 25.4x 2018 EV/CF, which compares with royalty peers trading at 1.59 x NAV and 20.3x 2018 EV/CF. At a current gold spot price of US\$1,330/oz and utilizing the same metrics, our target price would be \$17.10/sh.

Investment Thesis

Osisko Gold Royalties has a portfolio of more than 130 royalties, streams, and precious metals offtakes, including a 5% net smelter return (NSR) on the Malartic mine and a 2.0% to 3.5% NSR on the Éléonore mine, both in Quebec, a 2% to 3% NSR on the Island mine owned by Alamos Gold (AGI-T, Buy Rating, \$10.00 Target Price), a 9.6% diamond stream on Stornoway's (SWY-T; not rated) Renard Diamond mine in Quebec, and a 4% gold and silver stream on Pretium's (PVG-T; not rated) Brucejack gold and silver mine in British Columbia. Osisko has three key attributes: 1) Quality Assets – Osisko's core royalties, Canadian Malartic and Éléonore, are two of Canada's biggest operating mines, offering low-cost, long-life production profiles. 2) A Hybrid Approach – Osisko also holds a portfolio of equity investments and exploration properties in addition to its royalty streams, including a 15.5% interest in Osisko Mining (OSK-T, Buy Rating, \$6.50 Target Price), 12.7% in Falco Resources (FPC-T, Buy Rating, \$2.00 Target Price), and a 32.7% interest in Barkerville Gold Mines (BGM-T, Buy Rating, \$1.60 Target Price). 3) Team in the Know – The Osisko team remained together after the \$4 billion sale of Canadian Malartic to a joint venture led by Agnico Eagle (AEM-T; not rated) and Yamana Gold (YRI-T; not rated). The team has spent more than a decade focused on assets in the Abitibi region and has a deep technical backing for reviewing and evaluating potential investments.



Risks

Significant Investment Risks

The investment to which this report relates carries various risks, which are reflected in our Overall Risk Rating. We consider the following to be the most significant of these investment risks:

- **Forecast Risk** – Our valuation is based on a consideration of operating results, technical reports, and guidance from the operators of the projects on which Osisko holds royalties. Osisko is in frequent dialogue with the technical and operating teams from these projects and completed extensive due diligence prior to the investment. However, the Company remains exposed to the operating risk that comes with a mine that is in production or construction. In general, we view the forecast risk to be Moderate given the quality of Osisko’s asset portfolio and our conservative approach to modelling. Nonetheless, recent challenges at Éléonore highlight the risk that even the royalty owner can face if technical challenges are encountered.
- **Political Risk** – Osisko’s cash-flowing and development royalties are all held largely on assets located in Canada, with a focus in Ontario and Quebec, and are generally on projects that are in active mining jurisdictions, which enjoy strong local support. Although there is always a risk of changes to corporate or mining taxation legislation in any country, overall we view the risk of overly onerous changes that could impact Osisko to be low in Canada.

From a permitting perspective, the royalties that contribute the largest amount to the valuation are generally not exposed to near-term permitting risks. At Canadian Malartic, the Barnat Expansion was authorized by the Quebec government in April 2017 and is continuing according to plan.

- **Financial Risk** – Unlike typical mining companies, the royalty model involves limited capital outlay, with the exception of investment in new royalties or streams. Although Osisko’s model is somewhat of a hybrid, with the Company retaining equity interests in Juniors, producing royalties, and a small exploration portfolio, its capital investment remains limited on an annual basis and can be serviced through cash flow from its active royalties.
- **Valuation Risk** – Our valuation assumptions are based on consideration of the resource estimates, technical reports, data from exploration programs, analysis and review of operating results and guidance from the project operators, and the Haywood commodity price deck. As with any resource company, Osisko is exposed to currency and commodity risk. Our commodity assumptions are in-line with consensus assumptions and below current prices. We also highlight the risk for iron ore prices, which are forecasted to remain weak for an extended period and could impact the projected dividends from the Labrador Iron Ore investment. With no operating costs, Osisko’s valuation is primarily sensitive to gold price and the CAD-USD exchange rate.

Given that Osisko is a recent addition to the royalty space, it has limited historical data. Since entering the royalty space in 2014, it has traded at a premium to peers, which would typically impact our level of Valuation Risk. However, with the core of its royalty revenue being driven by two high-quality, long-life, low-risk assets, we believe this premium is justified.

*For further information on our Risk Rating
please visit: <http://haywood.com/what-we-offer/research/research-policy>*



Osisko Gold Royalties Ltd(OR-T,OR-NYSE,\$12.54)

Rating: Buy
Risk: High
Metric: 60% 1.50x NAV + 40% 20.0x 2018 EV/CFPS

Target Price (C\$)

Return (%)
52 Week High/Low (C\$)
Daily Volume (3-month avg)

18.00

44%
\$17.58/\$12.0
404,660

Shares O/S, millions

157.8
Shares F/D, millions
Mkt. Cap, C\$M
CEO
Company

171.0
1,979
Sean Roosen
www.osiskorg.com

Balance Sheet and Capitalization	US\$M	US\$/OIS Share	C\$M	C\$/OIS Share
Market Capitalization	\$1,578	\$10.00	\$1,979	\$12.54
Current Cash	\$266	\$1.69	\$334	\$2.11
F/D Cash Adds	\$17	\$0.11	\$21	\$0.13
Working Capital	\$258	\$1.64	\$324	\$2.05
Long-term Debt	\$370	\$2.35	\$464	\$2.94
Book Value	\$2,000	\$12.68	\$2,508	\$15.90
Enterprise Value (EV)	\$1,690	\$10.71	\$2,119	\$13.43

EV = Market Capitalization - Working Capital + Long-term Debt
Spot C\$/US\$ FX Rate: 1.254

Dividend

Quarterly at \$0.05 / share

Pro-Forma Capital Structure

Shares Outstanding

Warrants

Options

Fully Diluted Shares

Pro-Forma Share Ownership

Orion

Van Eck Associates

Calisse

Fonds FTQ

Management

Financial Summary (C\$mln)

Year-end Dec 31

Shares Outstanding, mln

FD Shares, mln

EPS

Cash Flow Per Share

EV

Income Statement (\$mln)

Revenue

Operating Expenses

Depreciation

General & Admin

General Exploration

Net Income

Balance Sheet (\$mln)

Cash & Equivalents

Debt

Cash Flow (\$mln)

Op. CF (before W/C)

Financing CF

Investing CF

Change in Cash

Dividends Paid (\$M)

Div/share

Dividend Yield

Production Estimates

2015A

2016A

2017E

2018E

2019E

Gold Price, US\$/oz

Silver Price, US\$/oz

USD-CAD

Gold Equip. Production, 000oz

Silver Production, 000oz

Margin, %

Equity Holdings, Prices as of Mar 08, 2018 (C\$)

Company

Algold Resource

Aquila Resource

Barkerville

Dalradian

Falco Resources

Highland Copper

DM Mining

Inventus Mining

Nighthawk

Osisko Mining

Osisko Metals

QMX Gold

Strongbow

TerraX

Unigold Inc.

Victoria Gold

Total

Historical Quarterly Results

Canadian Malartic (100% oz AuEq)

Eleonore (100% oz Au)

Eleonore (OR Attrib)

Island Gold (100% oz Au)

Gibraltar Silver (100% oz Ag)

Gibraltar Silver (OR Attrib, oz AuEq)

Total OR Attrib. (oz AuEq)

Realized Gold Price, C\$/oz

Realized Gold Price, US\$/oz

Cash Flow, \$000

CFPS, \$

Adjusted Earnings, \$000

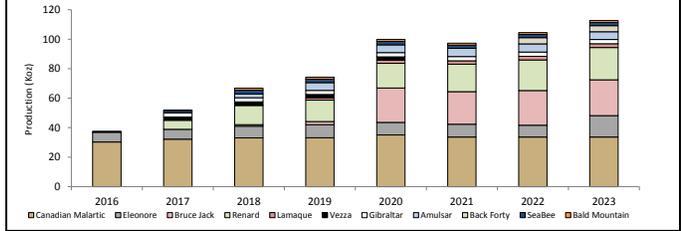
Adjusted EPS, \$

Investments, \$M

Cash, \$M

Kerry Smith, P. Eng - Research Analyst
ksmith@haywood.com 416-507-2306

PRODUCTION AND CASH COSTS



Recent Financing

October 2017 - C\$300M Bought Deal Convertible Senior Debentures - 4.0% Interest rate, convertible at C\$22.89/sh maturing Dec. 2022

June 2017 - C\$275M private placement (Caisse & FTQ) 18.9M shares at \$14.56/share

February 2016 - C\$173M bought deal financing: 11.43M units at \$15.10 (1 share + 1/2 warrant @ \$19.08/36 months)

February 2015 - C\$200M bought deal financing: 10.96M units at \$18.25 (1 share + 1/2 warrant @ \$36.50/84 months)

Corporate NAV Summary and Sensitivity

Forecast Gold Price, US\$/oz

CS/US\$ FX Rate

Canadian Malartic After-Tax Project NAV3%, CSM (5% NSR)

Eleonore After-Tax Project NAV3%, CSM (2%-3.5% NSR)

Island Gold Mine After-Tax Project NAV3%, CSM (1.7%-2.5% NSR)

Renard After-Tax Project NAV3%, CSM (9.6% Stream)

Veza After-Tax Project NAV3%, CSM (5% NSR, 40% NPI)

Gibraltar After-Tax Project NAV5%, CSM (3% NSR)

Brucejack After-Tax Project NAV5%, CSM (3% NSR)

Mantos Eleonore After-Tax Project NAV5%, CSM (3% NSR)

Amulsar After-Tax Project NAV5%, CSM (3% NSR)

Other Streams/NSR After-Tax Project NAV5%, CSM

Expl. Properties After-Tax Project NAV5%, CSM

Add'l Royalty Portfolio Valued at Cost, CSM

Corporate Adjustments, CS / FID share

Investments, CS / FID share

Corporate NAV, CSM

Corporate NAV, C\$ / FID share

Current Price / Corporate NAV

Target Price / Corporate NAV

2018E CFPS, C\$

2019E CFPS, C\$

Implied Target at 15x EV/2018E CFPS, C\$

Implied Target at 20x EV/2018E CFPS, C\$

Implied Target at 25x EV/2018E CFPS, C\$

Base Case \$1,100 \$1,300 \$1,500 \$1,330 \$1,254

\$515 \$436 \$515 \$515 \$527

\$234 \$198 \$234 \$270 \$228

\$22 \$19 \$22 \$26 \$23

\$221 \$174 \$221 \$269 \$228

\$42 \$26 \$42 \$57 \$44

\$56 \$47 \$56 \$64 \$51

\$190 \$183 \$190 \$198 \$197

\$170 \$144 \$170 \$196 \$174

\$142 \$126 \$142 \$158 \$144

\$206 \$174 \$206 \$239 \$211

\$63 \$63 \$63 \$63 \$63

\$113 \$113 \$113 \$113 \$113

\$36 \$36 \$36 \$36 \$36

\$286 \$286 \$286 \$286 \$286

\$2,355 \$2,024 \$2,286 \$2,569 \$2,337

\$14,900 \$12,825 \$14,535 \$16,300 \$14,800

0.8x 1.0x 0.8x 0.8x 0.8x

1.2x 1.4x 1.2x 1.1x 1.2x

\$0.63 \$0.49 \$0.63 \$0.77 \$0.65

\$0.82 \$0.82 \$0.49 \$0.51 \$0.61

\$8.65 \$6.60 \$8.65 \$10.75 \$9.00

\$11.85 \$9.05 \$11.85 \$14.60 \$12.25

\$15.00 \$11.55 \$15.00 \$18.45 \$15.50

2018E C\$/US\$ FX Rate: 1.254

Fully Financed Fully Diluted Shares, millions: 157.8

Resource Estimate (100%)

as of December 2016

Canadian Malartic

Eleonore

Island Gold

Brucejack

Amulsar

Bald Mountain

Total Reserves

M&I Resources

Inferred Resources

Total Reserves & Resources

M&I Resources Exclusive of Reserves

Osisko Gold Royalties Ltd Consensus Estimate Summary (Reuters data sourced from Capital IQ)

Analysts

2018 Consensus Estimate

2019 Consensus Estimate

Consensus Valuation

COMPARABLES

Company

Franco-Nevada Corporation

Royal Gold, Inc.

Sandstorm Gold Ltd.

Wheaton Precious Metals Corp.

Selected Company Average

Osisko Gold Royalties Ltd

Asset

Eleonore

Island Gold Mine

Renard

Brucejack

Mantos

Gibraltar

Veza

Seabee

Kwale

Bald Mountain

Brauna

Lamaque

White Pine

Copperwood

Cariboo

Windfall Lake

Home 5

SASA

Back Forty

Amulsar

Eagle Gold

Total

*10M loan to Falco will convert to 1% NSR

Source: Osisko Gold Royalties, CapitalIQ, Haywood Securities



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- n/a

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Recommendation Rating

BUY –The analyst believes that the security will outperform other companies in their sector on a risk adjusted basis or for the reasons stated in the research report the analyst believes that the security is deserving of a (continued) BUY rating.

HOLD – The analyst believes that the security is expected to perform in line with other companies in their sector on a risk adjusted basis or for the reasons stated in the research report the analyst believes that the security is deserving of a (continued) HOLD rating.

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RESEARCH COMMENT – An analyst comment about an issuer event that does not include a rating or recommendation.

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Overall Risk Rating

Very High Risk: Venture type companies or more established micro, small, mid or large cap companies whose risk profile parameters and/or lack of liquidity warrant such a designation. These companies are only appropriate for investors who have a very high tolerance for risk and volatility and who are capable of incurring temporary or permanent loss of a very significant portion of their investment capital.

High Risk: Typically micro or small cap companies which have an above average investment risk relative to more established or mid to large cap companies. These companies will generally not form part of the broad senior stock market indices and often will have less liquidity than more established mid and large cap companies. These companies are only appropriate for investors who have a high tolerance for risk and volatility and who are capable of incurring a temporary or permanent loss of a significant loss of their investment capital.



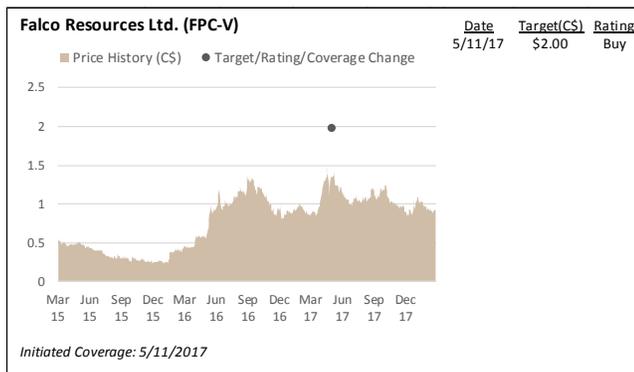
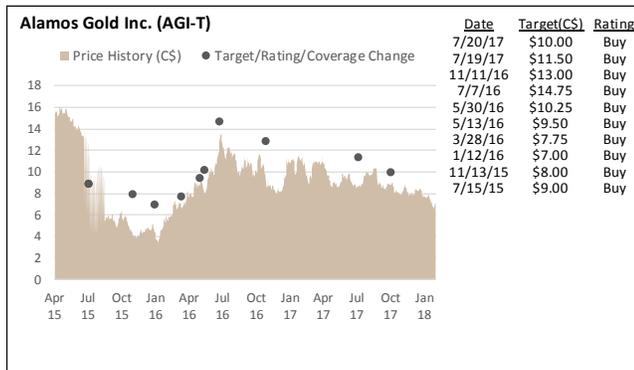
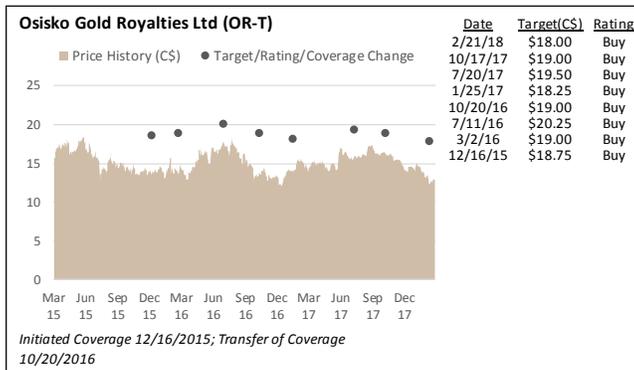
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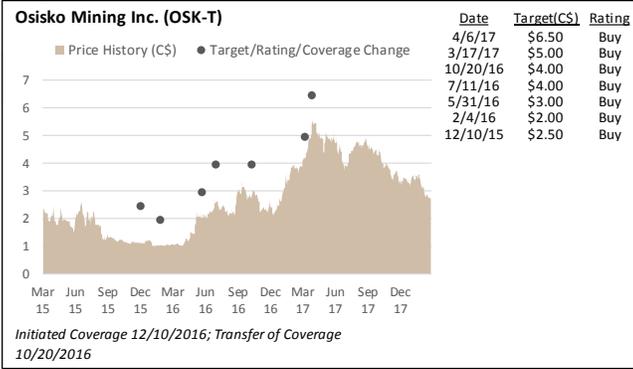
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Distribution of Ratings (as of March 8, 2018)

	%	#	IB Clients (TTM)
Buy	71.4%	70	96.2%
Hold	12.2%	12	3.8%
Sell	0.0%	0	0.0%
Tender	2.0%	2	0.0%
UR (Buy)	0.0%	0	0.0%
UR (Hold)	0.0%	0	0.0%
UR (Sell)	0.0%	0	0.0%
Dropped (TTM)	14.3%	14	0.0%

Price Chart, Rating and Target Price History (as of March 8, 2018)





B: Buy; H: Hold; S: Sell; T: Tender; UR: Under Review
 Source: Capital IQ and Haywood Securities