ECHO BAY MINES LTD
Form PRER14A
September 17, 2002

SCHEDULE 14A

SCHEDULE 14A INFORMATION

PROXY STATEMENT PURSUANT TO SECTION 14(a)
OF THE SECURITIES EXCHANGE ACT OF 1934

Filed by the Registrant [X]

Filed by a Party other than the Registrant [ ]

Check the appropriate box:

[X] Preliminary Proxy Statement
[ ] Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
[ ] Definitive Proxy Statement
[ ] Definitive Additional Materials
[ ] Soliciting Material Pursuant to sec. 240.14a-12

ECHO BAY MINES LTD.

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

[ ] No fee required

[ ] Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11

(1) Title of each class of securities to which transaction applies:

Common Shares.

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(2) Aggregate number of securities to which transaction applies:

251,753,685.

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(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

US$2.185 per Common Share based on the average of the high and low prices of Kinross Gold Corporation Common Shares on the American Stock Exchange on July 9, 2002.

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(4) Proposed maximum aggregate value of transactions:

$550,081,802.

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(5) Total fee paid:

$50,607.53.

[X] Fee paid previously with preliminary materials.

[ ] Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

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(2) Form, Schedule or Registration Statement No.:

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(3) Filing Party:

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(4) Date Filed:

[ECHO BAY LETTERHEAD]

-- , 2002

Dear Shareholder:

You are invited to attend a special meeting of the shareholders of Echo Bay Mines Ltd. to be held on -- , 2002 at 9:30 in the morning (eastern time) in the -- Room of the Toronto Hilton Hotel, 145 Richmond Street West, Toronto, Ontario, Canada.

At this meeting, you will be asked to consider the plan of arrangement whereby Echo Bay, Kinross Gold Corporation and TVX Gold Inc. will combine their respective businesses. The accompanying Management Information Circular and Management Information Circular Supplement constitute a single circular. The circular explains the proposed transaction and provides specific information regarding the special meeting. Please review the entire circular, including all attachments, carefully.

The Echo Bay board of directors has carefully considered the proposed transaction, which was unanimously recommended by an independent committee of the board of directors, and has determined that it is fair to, and in the best interests of, Echo Bay and its shareholders. The combined company will have a strong group of exploration and development projects that will allow for internal growth and the financial resources to compete successfully for new properties and projects in the future. The Echo Bay board of directors, including all the independent members, recommends that you vote FOR the special resolution approving the arrangement and related matters.

In order to pass, the special resolution approving the arrangement and related matters must receive not less than 66 2/3% of the votes represented at the special meeting. Echo Bay has entered into agreements with two of its largest shareholders, Kinross and Newmont Mining Corporation of Canada Limited, together holding approximately 56% of the outstanding common shares of Echo Bay, pursuant to which these shareholders have agreed to vote all of their shares in favour of the special resolution.

Regardless of the number of shares you own, your vote is very important. Whether or not you plan to attend the special meeting, please submit your proxy as soon as possible to ensure your shares are represented at the special meeting. Additionally, by voting now, your prompt response will help to reduce proxy solicitation expenses.

Should you have any questions on information contained in the enclosed documents or require information on voting your shares, please contact N.S. Taylor & Associates, Inc., who is assisting us with this matter. They can be reached toll-free at 1-800-711-8662.

Sincerely,

Robert L. Leclerc
Chairman and Chief Executive Officer

QUESTIONS AND ANSWERS FOR SHAREHOLDERS OF ECHO BAY MINES LTD.

Q. WHAT IS BEING VOTED ON AT THE SPECIAL MEETING?	A. You are being asked to vote on a special resolution t approve a business combination whereby Echo Bay, Kinross Gold Corporation and TVX Gold Inc. will combine their respective businesses.
Q. WHAT IS REQUIRED TO PASS THE SPECIAL RESOLUTION?	A. In order to pass, the special resolution must receive less than 66 2/3% of the votes represented at the specia meeting.
Q. ARE THERE ADDITIONAL ITEMS ON THE MEETING AGENDA?	A. No. The only items on the Echo Bay special meeting ag are approval of the proposed business combination and related matters.
Q. HOW WILL THE EXCHANGE RATIO AFFECT MY ECHO BAY COMMON SHARES?	A. If the business combination proceeds, Echo Bay shareholders will receive 0.52 of a Kinross common share each Echo Bay common share that they hold. This means that Echo Bay shareholders will receive 52 common sha of Kinross for each 100 common shares of Echo Bay.
Q. IF THE KINROSS SHAREHOLDERS APPROVE THE PROPOSED SHARE CONSOLIDATION, HOW WILL THAT AFFECT THE EXCHANGE RATIO FOR MY ECHO BAY COMMON SHARES?	A. At the Kinross special meeting, Kinross will ask its shareholders to approve a consolidation of its common sh on a one for three basis. If the consolidation is approved, the exchange ratio will be adjusted to 0.17 of a Kinross common share for each Echo Bay common sh This means that Echo Bay shareholders will receive 17 common shares of Kinross for each 100 common shares o

Echo Bay plus a cash settlement for the fractional sh
The proposed Kinross consolidation is not, however, a
condition to completing the business combination. Whe
the Kinross consolidation proceeds or not will NOT af
the percentage ownership interest of the Echo Bay
shareholders in the combined company following comple
of the business combination.

Q. HOW IS THE BUSINESS COMBINATION BEING CARRIED OUT?

A. The business combination will be carried out as a pla arrangement under the Canada Business Corporations Act. arrangement is a corporate reorganization that is supervised and, ultimately, approved by a court. If t arrangement is approved at the respective special meetings of Echo Bay and TVX shareholders, the issuan of Kinross common shares to be exchanged in the arrangement is approved at the Kinross special meetin and the other conditions specified in the combination agreement are satisfied, Echo Bay, Kinross and TVX wi apply to the court for a final order approving the arrangement. The court will hear evidence as to the fairness of the arrangement to the shareholders of th participating corporations as part of the process of granting the final order. If the final order is grant by the court, Echo Bay, Kinross and TVX will complete arrangement shortly thereafter. The court having jurisdiction is the Superior Court of Ontario (Canada and the matter will be heard in Toronto.

Q. IF THE SPECIAL RESOLUTION PASSES, WHAT WILL HAPPEN TO ECHO BAY?

A. Once all corporate and other approvals are in place, Bay will become a wholly-owned subsidiary of Kinross. Th former Echo Bay shareholders (excluding Kinross and Newmont, which currently own 10.6% and 45.2% of Echo Bay's outstanding common shares, respectively) will o approximately 14% of the outstanding common shares of combined company. Newmont will own approximately 14.6 the outstanding common shares of the combined company

Q. IF THE SPECIAL RESOLUTION FAILS, WHAT WILL THAT MEAN FOR ECHO BAY?

A. Echo Bay would remain an independent company.

Q. AM I ABLE TO SELL MY ECHO BAY COMMON SHARES?

A. Yes. At this time you may continue to buy and sell Ec Bay common shares on the American Stock Exchange, the Toronto Stock Exchange or any European exchange where Echo Bay common shares are listed.

Q. AFTER THE EXCHANGE, WHERE WILL KINROSS COMMON SHARES BE TRADED?

A. Subject to listing approval from the Toronto Stock Exchange and the New York Stock Exchange, Kinross intend maintain the listing of its common shares on the Toro Stock Exchange and anticipates the common shares will also be listed on the New York Stock Exchange.

Q. IF THE SPECIAL RESOLUTION IS APPROVED, WHEN WILL THE TRANSACTION BE COMPLETED?

A. We anticipate the business combination will be comple promptly after the shareholders of all three companies h met and approved the requisite resolutions and a favourable court order has been granted. We expect th to occur in the fourth quarter of 2002.

Q. WHAT DO I NEED TO DO?	A. To support your board's recommendation, please sign, and return your proxy card. Do NOT send in your share certificates. After the transaction has been complete you will receive written instructions for exchanging certificates.
Q. WHAT HAPPENS IF I RETURN A SIGNED PROXY CARD BUT DO NOT INDICATE HOW I VOTED?	A. Your vote will be considered a vote FOR the special resolution.
Q. CAN I VOTE IN PERSON?	A. Yes. If your shares are registered in your name, or i you are a beneficial owner and you have requested a lega proxy, you may attend the special meeting and cast yo vote in person.
Q. IF MY ECHO BAY COMMON SHARES ARE HELD BY MY BROKER, WILL MY BROKER AUTOMATICALLY VOTE MY SHARES FOR ME?	A. No. Specific voting instructions must be given to you broker. Information on how to give these instructions is included with these materials and should be carefully followed.
Q. ONCE I HAVE SUBMITTED MY PROXY, CAN I CHANGE MY VOTE?	A. Yes. You can change your vote by revoking your proxy an instrument in writing, executing a new proxy or, if t common shares are registered in your name, or if you a beneficial owner and you have requested a legal pro you can attend the special meeting and vote in person
Q. ARE HOLDERS OF ECHO BAY COMMON SHARES ENTITLED TO RIGHTS OF DISSENT?	A. Yes. Holders of Echo Bay common shares are entitled t rights of dissent. The procedure to dissent is described page S-30.
Q. WILL THE HOLDERS OF OUTSTANDING WARRANTS TO PURCHASE ECHO BAY COMMON SHARES BE ALLOWED TO VOTE IN RESPECT OF THE ARRANGEMENT?	A. No. Holders of outstanding warrants will not be entit to vote unless they exercise their warrants and are hold of Echo Bay common shares on the record date for the Bay special meeting.
Q. WHAT HAPPENS TO MY WARRANTS IF THE ARRANGEMENT IS COMPLETED?	A. Echo Bay warrants will entitle warrant holders to purchase Kinross common shares and will continue to be listed and traded on the American Stock Exchange and Toronto Stock Exchange. Subject to adjustment for the proposed Kinross share consolidation, each warrant wi entitle the holder to acquire 0.52 of a Kinross commo share at a price of US$0.90.
Q. WHO CAN HELP ANSWER MY QUESTIONS?	A. Please call our proxy solicitor, N.S. Taylor & Associates, Inc., who is assisting us with this matter. can be reached toll-free at 1-800-711-8662.

ECHO BAY MINES LTD.

NOTICE OF SPECIAL MEETING
OF SHAREHOLDERS
-- , 2002

NOTICE IS HEREBY GIVEN that a special meeting of the shareholders of Echo Bay Mines Ltd. will be held in the -- Room of the Toronto Hilton Hotel, 145 Richmond Street West, Toronto, Ontario, Canada on -- , the -- day of -- 2002 at 9:30 in the morning (eastern time), for the following purposes:

1. to consider and, if deemed appropriate, to pass a special resolution approving the plan of arrangement whereby Echo Bay Mines Ltd., Kinross Gold Corporation and TVX Gold Inc. will combine their respective businesses, as more particularly described in the accompanying circular; and

2. to transact such other business as may properly come before the special meeting or an adjournment thereof.

Only shareholders of record at the close of business on -- , 2002 will be entitled to notice of, and to vote at, the special meeting.

DATED at Edmonton, Alberta, Canada this -- day of -- 2002.

By Order of the Board of Directors,

Lois-Ann L. Brodrick
Vice President and Secretary

The accompanying circular is dated -- , 2002 and is first being mailed to shareholders on or about -- , 2002.

MANAGEMENT INFORMATION CIRCULAR

TABLE OF CONTENTS

NOTE: THE MANAGEMENT INFORMATION CIRCULAR SUPPLEMENT INCLUDED WITH THIS MANAGEMENT INFORMATION CIRCULAR CONSTITUTES A PART OF THIS MANAGEMENT INFORMATION CIRCULAR AND THE COMPLETE DOCUMENT SHOULD BE READ IN ITS ENTIRETY. THE MANAGEMENT INFORMATION CIRCULAR AND THE MANAGEMENT INFORMATION CIRCULAR SUPPLEMENT ARE COLLECTIVELY REFERRED TO AS THIS "CIRCULAR".

INFORMATION FOR UNITED STATES SHAREHOLDERS

Neither the transactions described in this circular nor the securities to be distributed in connection with the arrangement have been approved or disapproved by any Canadian securities regulatory authority, the United States Securities and Exchange Commission or any state securities commission nor has any Canadian securities regulatory authority, the SEC or any state securities commission passed upon the fairness or merits of such transactions or upon the accuracy or adequacy of the information contained in this circular and any representation to the contrary is unlawful.

Echo Bay, Kinross and TVX are each Canadian corporations and certain of their respective directors and officers, as well as certain of the experts named herein, are neither citizens nor residents of the United States. A substantial part of Echo Bay's, Kinross's and TVX's respective assets and the assets of several of such persons are located outside the United States. As a result, it may be difficult for shareholders to effect service of process within the United States upon such persons or to enforce against such persons or Echo Bay, Kinross or TVX judgements of courts of the United States in Canada, including judgements predicated upon the civil liability provisions of the federal securities laws of the United States.

CURRENCY PRESENTATION

This circular contains financial information expressed in both U.S. dollars and Canadian dollars. In this circular, Canadian dollars are referred to as "Cdn.$" or "Canadian dollars" and U.S. dollars are referred to as "$", "U.S. dollars" or "dollars". Except as otherwise stated, all dollar amounts referred to in this circular are expressed in U.S. dollars.

CAUTION REGARDING FORWARD-LOOKING STATEMENTS

THIS CIRCULAR INCLUDES CERTAIN "FORWARD-LOOKING STATEMENTS" WITHIN THE DEFINITION OF THE U.S. PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995. STATEMENTS IN THIS CIRCULAR THAT ARE NOT STATEMENTS OF HISTORICAL FACTS AND

ADDRESS ACTIVITIES, EVENTS OR DEVELOPMENTS THAT ECHO BAY, KINROSS OR TVX EXPECT OR ANTICIPATE WILL OR MAY OCCUR IN THE FUTURE, INCLUDING SUCH THINGS AS THE ANTICIPATED EFFECTIVE DATE OF THE COMBINATION, BUSINESS STRATEGY, COMPETITIVE STRENGTHS, GOALS, EXPANSION AND GROWTH OF ECHO BAY, KINROSS OR TVX BUSINESSES, OPERATIONS, PLANS, RESERVES AND OTHER SIMILAR MATTERS ARE HEREBY IDENTIFIED AS FORWARD-LOOKING STATEMENTS. WHEN USED IN THIS CIRCULAR, STATEMENTS TO THE EFFECT THAT ECHO BAY, KINROSS OR TVX OR THEIR RESPECTIVE MANAGEMENTS "BELIEVE", "EXPECT", "PLAN", "MAY", "WILL", "PROJECT", "ANTICIPATE" OR "INTEND" OR SIMILAR STATEMENTS, INCLUDING "POTENTIAL", "OPPORTUNITY" OR OTHER VARIATIONS THEREOF, THAT ARE NOT STATEMENTS OF HISTORICAL FACT SHOULD BE CONSTRUED AS FORWARD-LOOKING STATEMENTS. THE RISK FACTORS AND CAUTIONARY STATEMENTS DISCUSSED IN THIS DOCUMENT AND THE DOCUMENTS INCORPORATED BY REFERENCE PROVIDE EXAMPLES OF RISKS, UNCERTAINTIES AND EVENTS THAT MAY CAUSE ACTUAL RESULTS TO DIFFER MATERIALLY FROM THE EXPECTATIONS DESCRIBED BY ECHO BAY, KINROSS OR TVX IN THEIR RESPECTIVE FORWARD-LOOKING STATEMENTS.

YOU ARE CAUTIONED NOT TO PLACE UNDUE RELIANCE ON FORWARD-LOOKING STATEMENTS, WHICH SPEAK ONLY AS OF THE DATE OF THIS CIRCULAR OR, IN THE CASE OF DOCUMENTS INCORPORATED BY REFERENCE, THE DATE OF THOSE DOCUMENTS. NONE OF ECHO BAY, KINROSS OR TVX UNDERTAKES ANY OBLIGATION TO RELEASE PUBLICLY ANY REVISIONS TO THESE FORWARD-LOOKING STATEMENTS TO REFLECT EVENTS OR CIRCUMSTANCES THAT OCCUR AFTER THE DATE OF THIS CIRCULAR OR TO REFLECT THE OCCURRENCE OF UNANTICIPATED EVENTS EXCEPT AS MAY BE REQUIRED UNDER APPLICABLE SECURITIES LAWS. BEFORE YOU VOTE OR GRANT YOUR PROXY AND INSTRUCT HOW YOUR VOTE SHOULD BE CAST ON ANY MATTER, YOU SHOULD BE AWARE THAT THE OCCURRENCE OF THE EVENTS DESCRIBED IN THE "RISK FACTORS" SECTION IN THIS CIRCULAR BEGINNING ON PAGE S-18 OF THIS CIRCULAR AS WELL AS THE SECTIONS ENTITLED "RISK FACTORS" IN SCHEDULES A, B AND C TO THIS CIRCULAR, COULD HAVE A MATERIAL ADVERSE EFFECT ON THE COMBINED COMPANY.

SUMMARY

This summary highlights selected information contained elsewhere in this circular. You should carefully read the entire circular and the other documents to which this circular refers you. Please see "Documents Incorporated By Reference" on pg. S-80. We have included page references in parentheses to direct you to a more complete description of the items presented in this summary.

THE COMBINATION (PAGE S-24)

Echo Bay, Kinross and TVX have entered into a combination agreement dated as of June 10, 2002, as amended as of July 12, 2002, for the purpose of combining the ownership of their respective businesses. Because the business combination contemplated by the combination agreement will be effectuated by way of a plan of arrangement under the Canada Business Corporations Act (which we refer to in this circular as the "CBCA"), we refer to this transaction as the "arrangement" in this circular.

In a separate transaction, TVX and a subsidiary of TVX have entered into agreements dated as of June 10, 2002 with a subsidiary of Newmont Mining

Corporation pursuant to which TVX has agreed to acquire Newmont's approximate 50% non-controlling interest in the TVX Newmont Americas joint venture, in accordance with an existing right of first offer and an existing right of first refusal, for $180 million. The purchase price may, at TVX's option, be paid entirely in cash or TVX may elect to satisfy up to one half of the purchase price payable under each agreement by delivery of a secured promissory note due December 13, 2002, and the balance in cash. The maximum aggregate amount of the promissory notes which may be issued is $90 million. The arrangement is conditional upon the completion of the purchase of Newmont's interest in the TVX Newmont Americas joint venture.

Upon completion of the arrangement and the purchase of Newmont's interest in the TVX Newmont Americas joint venture, Kinross will own all of the outstanding Echo Bay common shares and TVX common shares and will own, indirectly, all of the TVX Newmont Americas joint venture.

We refer to the arrangement and the purchase of Newmont's TVX Newmont Americas joint venture interest collectively as the "combination" in this circular. For more information concerning the purchase of the Newmont interest, please see "The TVX Newmont Americas Joint Venture Transaction" on page S-45.

Pursuant to the arrangement, shareholders of Echo Bay (other than Kinross) will receive 0.52 of a Kinross common share for each Echo Bay common share. Also pursuant to the arrangement, TVX will amalgamate with a newly-formed, wholly-owned subsidiary of Kinross, and each holder of TVX common shares will receive 6.5 Kinross common shares for each TVX common share. The exchange ratio for the TVX common shares reflects the one for ten consolidation of the TVX common shares which took effect on June 30, 2002. Immediately prior to the completion of the combination, and subject to shareholder approval, Kinross intends to consolidate its outstanding common shares on the basis of one Kinross common share for each three Kinross common shares. If the Kinross share consolidation is completed, each holder of Echo Bay common shares will receive 0.1733 of a Kinross common share for each Echo Bay common share and each holder of TVX common shares will receive 2.1667 Kinross common shares for each TVX common share.

The arrangement requires the approval of at least 66 2/3% of the votes cast by Echo Bay and TVX shareholders at the respective special meetings of Echo Bay and TVX, as well as the approval of the Superior Court of Ontario. The shareholders of Kinross will be asked to approve the issuance of Kinross common shares pursuant to the arrangement, as well as certain other matters discussed in this circular, at the Kinross special meeting.

No fractional Kinross common shares will be issued in connection with the arrangement. Former shareholders of Echo Bay and TVX who would otherwise receive a fraction of a Kinross common share will be paid the fair market value of the fractional interest by cheque.

Full particulars of the arrangement are contained in the combination agreement, the complete text of which is attached to this circular as Exhibit A, and the plan of arrangement, the complete text of which is attached to this circular as Exhibit C.

The charts on page 3 set forth the approximate common share ownership of Kinross, TVX and Echo Bay immediately prior to the combination and immediately after the consummation of the combination.

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THE COMPANIES

ECHO BAY

Echo Bay is a North American gold mining company which mines, processes and explores for gold. Echo Bay holds the following interests in three operating mines:

- a 50% interest in the Round Mountain mine in Nevada, United States;

- a 100% interest in the Kettle River mine in Washington, United States; and

- a 100% interest in the Lupin mine in Nunavut Territory, Canada.

Echo Bay operated a fourth mine, McCoy/Cove in Nevada, United States, until March 31, 2002, at which date mining and processing activities were completed. On June 9, 2002, Echo Bay entered into an agreement to sell its interests in McCoy/Cove to an affiliate of Newmont Mining Corporation, which transaction is conditional on completion of the combination described in this circular. For more information concerning the sale of the McCoy/Cove interests, please see "The McCoy/Cove Transaction" on page S-73.

Echo Bay's principal executive offices are located at Suite 1210, 10180 - 101 Street, Edmonton, Alberta, Canada, T5J 3S4 (telephone 780-496-9002). Additional information concerning Echo Bay, including certain recent developments, is contained in Schedule C to this circular.

KINROSS

Kinross is principally engaged in the exploration for, and acquisition, development and operation of, gold-bearing properties. At present, Kinross' primary operating properties consist of:

- a 100% interest in the Fort Knox mine near Fairbanks, Alaska, United States;

- through its 49% interest in the Porcupine joint venture, a 49% interest in the Hoyle Pond mine and a 49% interest in the Dome mine, both near Timmins, Ontario, Canada; and

- a 54.7% interest in the Kubaka mine in the Magadan Oblast situated in far east Russia.

In addition, Kinross holds an interest in the Blanket mine, situated in

Zimbabwe, and other mining properties in various stages of exploration, development, reclamation and closure.

Kinross' principal executive offices are located at Suite 5200, Scotia Plaza, 40 King Street West, Toronto, Ontario, Canada, M5H 3Y2 (telephone 416-865-5123). Additional information concerning Kinross, including the formation of the Porcupine joint venture and other recent developments, is contained in Schedule A to this circular.

TVX

TVX is principally engaged in the acquisition, financing, exploration, development and operation of precious and base metals mining properties. TVX holds interests in various operating mines around the world, including, through its approximate 50% controlling interest in the TVX Newmont Americas joint venture:

- a 25% interest in the New Britannia mine in Manitoba, Canada;
- a 25% economic interest and a 50% legal interest in the Crixas mine in Brazil;
- a 16% interest in the Musselwhite mine in Ontario, Canada;
- a 25% interest in the La Coipa mine in Chile; and
- a 24.5% interest in the Brasilia mine in Brazil.

TVX also holds a 100% interest in certain development and operating assets in Greece referred to as the Hellenic Gold Complex, which interest is subject to a 12% carried interest and a right to acquire a 12% participating interest in favour of certain third parties. The Hellenic Gold Complex is held through TVX's subsidiary, TVX Hellas A.E., and includes the Stratoni base metals operations and the Skouries development project.

TVX's principal executive offices are located at Suite 1200, 220 Bay Street, Toronto, Ontario, Canada, M5J 2W4 (telephone 416-366-8160). Additional information concerning TVX, including certain recent developments, is contained in Schedule B to this circular.

LOGO

(1) The North American assets of the TVX Newmont Americas joint venture are held through TVX Newmont Americas (Canada) Inc., which is indirectly held 50% less one voting share by Normandy Mining Limited and 50% plus one voting share by TVX. Normandy is an indirectly wholly-owned subsidiary of Newmont. The South American assets of the TVX Newmont Americas joint venture are held through TVX Newmont Americas (Cayman) Inc. which is indirectly held 50% less 100 voting shares by Normandy and 50% plus 100 voting shares by TVX. Upon the completion of the combination, Kinross will indirectly own 100% of the TVX Newmont Americas joint venture.

RECOMMENDATION OF THE BOARD OF DIRECTORS OF ECHO BAY (PAGE 12)

The board of directors of Echo Bay has recommended that its shareholders vote FOR the arrangement at the Echo Bay special meeting.

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INTENTIONS OF SIGNIFICANT SHAREHOLDERS (PAGE S-24)

Kinross, which beneficially owns approximately 10.6% of the outstanding Echo Bay common shares, and Newmont, which beneficially owns approximately 45.2% of the outstanding Echo Bay common shares, have entered into lock-up agreements with Echo Bay pursuant to which Kinross and Newmont have agreed that they will vote their Echo Bay common shares in favour of the participation of Echo Bay in the arrangement. Each of Kinross and Newmont has agreed that it will only sell its interest in Echo Bay if the purchaser agrees to accept the obligation to vote the Echo Bay common shares in favour of the participation of Echo Bay in the arrangement. These lock-up agreements may be terminated if the combination agreement is terminated in accordance with its terms. In addition, the lock-up agreement with Newmont may be terminated by Newmont if the arrangement proposed to the Echo Bay shareholders does not correspond in all material respects to that contemplated by the combination agreement or if Kinross' shareholders do not authorize the termination of Kinross' shareholder rights plan at Kinross' special meeting and the arrangement cannot otherwise be structured as a tax-deferred rollover under Canadian law.

INTERESTS OF DIRECTORS AND EXECUTIVE OFFICERS OF ECHO BAY IN THE ARRANGEMENT (PAGE S-27)

In considering the recommendation of Echo Bay's board of directors that you vote to approve the arrangement, you should be aware that some of the directors and executive officers of Echo Bay have interests in the arrangement that are different from, or in addition to, the interests of other shareholders of Echo Bay generally. In particular, such directors and executive officers may, under the terms of their employment agreements or otherwise, be or become entitled, in connection with the arrangement, to severance payments and accelerated vesting of stock options. In addition, Kinross has agreed in the combination agreement that it will, at the Kinross special meeting, ask the Kinross shareholders to elect to the Kinross board of directors four additional agreed-upon directors, being Messrs. Harry S. Campbell, David Harquail, Robert L. Leclerc and George F. Michals. Mr. Harquail and Mr. Leclerc are currently directors of Echo Bay. The board of directors of Echo Bay was aware of these interests with respect to its respective directors and executive officers in determining to approve the arrangement.

MATERIAL CANADIAN FEDERAL INCOME TAX CONSIDERATIONS OF THE ARRANGEMENT (PAGE S-53)

A capital gain (or capital loss) that would otherwise be realized by a holder of Echo Bay common shares on the exchange of Echo Bay common shares for Kinross common shares will generally be deferred under the provisions of the Income Tax Act (Canada), provided that such holder does not, in the holder's return of income for the taxation year in which such exchange occurs, include in computing the holder's income any portion of the gain or loss, otherwise determined, from the disposition of the exchanged shares. A holder of Echo Bay common shares who is not eligible for the deferral in respect of the exchange of Echo Bay common shares will be deemed to have disposed of those Echo Bay common shares for proceeds of disposition equal to the fair market value of the Kinross common shares (and cash in lieu of a fractional share, if applicable) received in exchange therefor and to have acquired such Kinross common shares at a cost equal to their fair market value.

THE FOREGOING DISCUSSION ASSUMES THAT THE KINROSS SHAREHOLDER RIGHTS PLAN WILL BE TERMINATED BY KINROSS SHAREHOLDERS AT THE KINROSS SPECIAL MEETING PRIOR TO THE EFFECTIVE DATE OF THE COMBINATION SO THAT HOLDERS OF ECHO BAY COMMON SHARES WILL NOT ACQUIRE ANY RIGHTS UNDER SUCH PLAN AS A RESULT OF THE ARRANGEMENT. THE ARRANGEMENT IS NOT CONDITIONAL ON THE TERMINATION OF THE KINROSS SHAREHOLDER RIGHTS PLAN. IF HOLDERS OF ECHO BAY COMMON SHARES ACQUIRE RIGHTS UNDER THE KINROSS SHAREHOLDER RIGHTS PLAN IN THE ARRANGEMENT BECAUSE THE PLAN HAS NOT BEEN TERMINATED, SUCH HOLDERS MAY BE TREATED AS HAVING DISPOSED OF THEIR ECHO BAY COMMON SHARES FOR PROCEEDS EQUAL TO THE AGGREGATE OF THE FAIR MARKET VALUE OF THE KINROSS COMMON SHARES (AND CASH RECEIVED IN LIEU OF A FRACTIONAL SHARE, IF APPLICABLE) AND ANY RIGHTS UNDER THE KINROSS SHAREHOLDER RIGHTS PLAN RECEIVED IN EXCHANGE THEREFOR. A RECENT POSITION TAKEN BY THE CANADA CUSTOMS AND REVENUE AGENCY ON A SHAREHOLDER RIGHTS PLAN INDICATES THAT HOLDERS MAY BE ASSESSED ON THIS BASIS.

WE URGE HOLDERS OF ECHO BAY COMMON SHARES TO CONSULT THEIR OWN TAX ADVISORS FOR ADVICE REGARDING THE INCOME TAX CONSEQUENCES OF THE ARRANGEMENT AND THE EXERCISE OF DISSENT RIGHTS HAVING REGARD TO THEIR PARTICULAR CIRCUMSTANCES.

MATERIAL UNITED STATES FEDERAL INCOME TAX CONSIDERATIONS OF THE ARRANGEMENT (PAGE S-57)

The obligation of Echo Bay to complete the transactions contemplated by the combination agreement is NOT conditioned on the receipt of an opinion of U.S. counsel that the arrangement will be treated as a tax free reorganization

for U.S. Federal income tax purposes and each Echo Bay shareholder is urged to take this factor into consideration when deciding whether to vote for the arrangement.

Echo Bay has received an opinion dated as of the date of this circular from Cravath, Swaine & Moore, U.S. counsel to Echo Bay, that assuming the arrangement is consummated in accordance with the terms of the combination agreement and as described in this circular, and based upon currently applicable law and certain factual representations made by Kinross and Echo Bay:

- the exchange of Echo Bay common shares for Kinross common shares pursuant to the arrangement will be treated for U.S. Federal income tax purposes as a reorganization under section 368(a) of the Code and Kinross and Echo Bay will each be a party to that reorganization within the meaning of section 368(b) of the Code;

- U.S. holders of Echo Bay common shares who exchange their Echo Bay common shares solely for Kinross common shares generally will not recognize any gain or loss, provided that U.S. holders who will own or be deemed to own 5% or more of Kinross (by vote or value) after the arrangement will be required to enter into a gain recognition agreement with the IRS if they have a gain on their Echo Bay common shares in order to ensure that they do not recognize gain in connection with the arrangement; and

- Echo Bay will not recognize any gain or loss as a result of the arrangement.

In rendering such opinion, Cravath, Swaine & Moore has relied upon certain assumptions, conditions and qualifications as set forth in its opinion, including certain factual representations made by Kinross and Echo Bay in representation letters dated as of the date of this circular. The combination agreement requires Kinross to provide a customary letter of representation dated as of the effective date of the arrangement to Echo Bay. Echo Bay is not obliged under the combination agreement, but nevertheless intends, to provide a customary letter of representation to U.S. counsel. Echo Bay intends to request from Cravath a tax opinion dated as of the effective date of the arrangement. If Echo Bay does not receive a tax opinion of U.S. counsel on the effective date of the arrangement, because, for example:

- Kinross fails to provide a customary letter of representation to Echo Bay due to a change in factual circumstances or otherwise;

- Echo Bay fails to provide its customary representation letter to U.S. counsel due to a change in factual circumstances or otherwise; or

- there is a change in applicable law, which may or may not be retroactive,

holders of Echo Bay common shares cannot rely on the continuing validity of the conclusions reached in the Cravath tax opinion discussed above. In addition, if this were to occur, it is possible, but not certain, that the U.S. Federal income tax consequences to the holders of Echo Bay common shares would be materially different than those described above, including the possibility that holders of Echo Bay common shares would be required to recognize a gain or loss for U.S. Federal income tax purposes as a result of the exchange of their Echo Bay common shares for Kinross common shares pursuant to the arrangement.

WE URGE HOLDERS OF ECHO BAY COMMON SHARES TO CONSULT THEIR OWN TAX ADVISOR AS TO THE SPECIFIC TAX CONSEQUENCES OF THE ARRANGEMENT TO THEM, INCLUDING THE APPLICATION OF U.S. FEDERAL, STATE, LOCAL AND OTHER TAX LAWS AND POSSIBLE EFFECTS OF CHANGES IN U.S. FEDERAL OR OTHER TAX LAWS AND TO TAKE INTO ACCOUNT THE POSSIBILITY THAT CRAVATH, SWAINE & MOORE MIGHT NOT ISSUE THE TAX OPINION, DATED AS OF THE EFFECTIVE DATE OF THE ARRANGEMENT, THAT IS DESCRIBED ABOVE WHEN DECIDING WHETHER TO VOTE FOR THE ARRANGEMENT.

OWNERSHIP OF KINROSS AFTER THE COMBINATION (PAGE S-65)

Based on the number of common shares of each of Echo Bay, Kinross and TVX outstanding at June 30, 2002, Kinross will have a total of 296,703,265 common shares outstanding after the completion of the arrangement and the consolidation of the Kinross common shares on a one for three basis, which will be held as follows:

	PRIOR TO THE ARRANGEMENT	EXCHANGE RATIO	KINROSS COMMON SHARES	CONSOLIDATED KINROSS COMMON SHARES 1:3
Kinross -- current shareholders	358,343,564	N/A	358,343,564	119,447,855
TVX -- current shareholders (excluding Newmont)	42,722,188	6.5	277,694,222	92,564,741
Echo Bay -- current shareholders (excluding Newmont and Kinross)	239,147,551	0.52	124,356,727	41,452,242
Newmont -- current TVX ownership interest	356,665	6.5	2,318,323	772,774
Newmont -- current Echo Bay ownership interest	244,994,150	0.52	127,396,958	42,465,653
Newmont -- total	--	--	129,715,281	43,238,427
Total pro forma ownership			890,109,794	296,703,265

ECHO BAY STOCK OPTIONS AND WARRANTS (PAGE S-41)

The combination agreement provides that the board of directors of Echo Bay is to take such actions as may be necessary to adjust the terms of all outstanding stock options granted by Echo Bay to provide that each option to acquire Echo Bay common shares outstanding on the effective date shall be deemed to constitute an option to acquire, on substantially identical terms and conditions to those applicable under such stock options and for the same aggregate consideration, the aggregate number of Kinross common shares that the holder of the options would have been entitled to receive as a result of the combination if the holder of the option had been the registered holder of the number of Echo Bay common shares which the holder was entitled to purchase on exercise of the option. According to the terms of the plans under which the outstanding Echo Bay options were granted or the terms of the options themselves, all outstanding unvested and unexercisable Echo Bay stock options will become vested and exercisable upon completion of the combination.

Holders of warrants to purchase Echo Bay common shares will, after the effective date of the combination, be entitled to exercise those warrants to acquire Kinross common shares in accordance with the terms of the agreements governing such warrants. The number of Kinross common shares for which such warrants will be exercisable will be determined on the basis of the Echo Bay exchange ratio.

THE ECHO BAY SPECIAL MEETING

SOLICITATION OF PROXIES

THIS CIRCULAR IS FURNISHED IN CONNECTION WITH THE SOLICITATION BY THE MANAGEMENT OF ECHO BAY MINES LTD. ("ECHO BAY") OF PROXIES TO BE USED AT THE SPECIAL MEETING OF THE SHAREHOLDERS OF ECHO BAY TO BE HELD AT THE TIME AND PLACE AND FOR THE PURPOSES SET FORTH IN THE ACCOMPANYING NOTICE OF SPECIAL MEETING. Echo Bay will bear all costs in connection with the printing and mailing of the enclosed materials as well as the cost of solicitation of proxies. N.S. Taylor & Associates, Inc. will solicit proxies from holders of Echo Bay shares for a fee of $ -- plus expenses. To the extent necessary to assure adequate representation at the special meeting, solicitation of proxies may be made by directors, officers and regular employees of Echo Bay directly as well as by mail and by telephone.

APPOINTMENT AND REVOCATION OF PROXIES

The persons designated in the enclosed form of proxy are officers of Echo Bay. A SHAREHOLDER HAS THE RIGHT TO APPOINT A PERSON OTHER THAN THE PERSONS DESIGNATED IN THE ACCOMPANYING FORM OF PROXY TO REPRESENT THE SHAREHOLDER AT THE SPECIAL MEETING. THE PERSON NEED NOT BE A SHAREHOLDER. This right may be exercised either by inserting in the space provided in the form of proxy the name of the other person a shareholder wishes to appoint or by completing another proper form of proxy. Shareholders who wish to be represented at the special meeting by proxy must deposit their form of proxy prior to the time of the special meeting or an adjournment thereof either at the registered office of Echo Bay, 1210 Manulife Place, 10180 -- 101 Street, Edmonton, Alberta, Canada, T5J 3S4, or at the office of Computershare Trust Company of Canada, 100 University Avenue, Toronto, Ontario, Canada, M5J 2Y1, or bring the proxy to the special meeting and deliver it to the Chairman or Secretary of Echo Bay prior to the commencement of the special meeting.

A shareholder who has given a proxy has the right to revoke it at any time by an instrument in writing executed by the shareholder or the shareholder's attorney authorized in writing or, if the shareholder is a corporation, under its corporate seal or by an officer or attorney thereof duly authorized, and deposited either at the registered office of Echo Bay, Suite 1210, 10180 -- 101 Street, Edmonton, Alberta, Canada, T5J 3S4 or at the office of Computershare Trust Company of Canada, 100 University Avenue, Toronto, Ontario, Canada, M5J 2Y1 addressed to the Secretary of Echo Bay, c/o Computershare Trust Company of Canada, at any time up to and including the close of business on the last business day preceding the day of the special meeting, or an adjournment thereof, at which the proxy is to be used, or with the chairman of the special meeting on the day of the special meeting, or an adjournment thereof.

RECORD DATE, VOTING SHARES AND PRINCIPAL HOLDERS THEREOF

Shareholders of record at the close of business (eastern time) on -- , 2002 will be entitled to receive notice of, and to vote at, the special meeting.

On June 30, 2002, there were outstanding 541,268,375 common shares of Echo Bay, each of which carries the right to one vote. A quorum of shareholders will be established at the special meeting if the holders of a majority of the shares entitled to vote at the special meeting are present in person or represented by proxy. Abstentions will be counted for quorum but for no other purpose. The affirmative vote, in person or by proxy, of not less than 66 2/3% of the votes cast at the special meeting is required to pass the special resolution to be considered at the special meeting.

As of June 30, 2002, based upon information available to Echo Bay, the following shareholders were the beneficial owners of more than five percent of the common shares:

TITLE OF CLASS	NAME AND ADDRESS OF BENEFICIAL OWNER	AMOUNT AND NATURE OF BENEFICIAL OWNERSHIP	PER OF
Common	Newmont Mining Corporation of Canada Limited Suite 1900 -- 20 Eglinton Avenue West, Toronto, Ontario, Canada M4R 1K8	244,994,150	4
Common	Kinross Gold Corporation 52nd Floor, Scotia Place 40 King Street West, Toronto, Ontario, Canada M5J 3Y2	57,126,674	1
Common	Fidelity Management & Research Company, Fidelity Management Trust Company and certain other relevant affiliates and associates 82 Devonshire Street, Boston, MA 02109(1)	50,851,200	1

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(1) Certain fund accounts for which Fidelity serves as investment advisor hold these shares. Fidelity has announced that its fund and institutional account purchases have been made in the ordinary course of business for investment purposes only and not with the purpose of influencing the control or direction of Echo Bay.

Echo Bay has entered into two lock-up agreements, one with Kinross and another with Newmont and its subsidiary Newmont Mining Corporation of Canada Limited, together holding approximately 56% of the outstanding common shares of Echo Bay, pursuant to which the companies have agreed that they will continue to hold their Echo Bay common shares and will vote such shares in favour of the special resolution to be considered at the special meeting. These lock-up agreements may be terminated if the combination agreement is terminated in accordance with its terms. Please see "Intentions of Significant Shareholders" on page S-24.

VOTING OF COMMON SHARES

Common shares represented by a valid proxy in favour of the person or persons designated in the enclosed form of proxy will be voted on any ballot which may be called for in respect of the matter referred to in the accompanying Notice of Special Meeting and, where a choice with respect to the matter to be acted upon has been specified in the proxy, the shares will be voted in accordance with the specification so made. Only those proxies that are signed and returned will be counted. THE COMMON SHARES WILL BE VOTED IN FAVOUR OF THE SPECIAL RESOLUTION TO APPROVE THE ARRANGEMENT IF NO SPECIFICATION HAS BEEN MADE.

The enclosed proxy, when properly completed and signed, confers discretionary authority upon the persons named therein with respect to amendments or variations to the special resolution identified in the Notice of Special Meeting and other matters that may properly come before the special meeting. Management is not aware of any amendments to the matter identified in the Notice of Special Meeting or of any other matters that are to be presented for action at the special meeting.

As a holder of Echo Bay common shares, you may own your shares in one or both of the following ways. If you are in possession of a physical share certificate, you are a "registered" shareholder and your name and address are maintained by Echo Bay through its transfer agent, Computershare Trust Company of Canada. If you own your shares through a bank, broker or other nominee, you are a "beneficial" shareholder and you will not have a physical share certificate. You will, of course, have an account statement from your bank or broker as evidence of your share ownership.

As a registered shareholder, you may execute a proxy card in your own name at any time and/or you may attend the special meeting and cast a ballot. Because you are known to Echo Bay and its transfer agent, your account can be confirmed and your vote recorded or changed if you have previously voted. This procedure prevents an entity from voting its shares more than once. Only your latest dated proxy card will be valid.

As a beneficial shareholder, neither Echo Bay nor its transfer agent maintain any records or account information about you. Your shares are held in the name of your bank or broker. Only your bank or broker has the authority to vote the shares held in your name and, for the purposes of this special meeting, will only vote your shares after receiving your specific instructions. There are securities law rules (Canadian, U.S. and other foreign governments) and national stock exchange rules (the Toronto Stock Exchange and American Stock Exchange) governing the granting of a proxy on your behalf and those rules differ for Canadian and foreign holders, notably United States holders. Canadian and

foreign banks and brokers (with the exception of those in the U.S.) do NOT have the authority to vote on your behalf without receiving your specific instructions. In some cases, although NOT in this case, U.S. brokers have the authority to vote on behalf of a beneficial shareholder. Every vote cast on behalf of a beneficial shareholder, either by proxy or ballot at the special meeting, will require specific instructions from the beneficial shareholder.

In addition, many banks and brokers use a service agency to mail proxy material and tabulate the responses from beneficial shareholders. The largest of these service providers in Canada is Independent Investor Communication Corporation ("IICC") and in the U.S. is ADP Investor Communications Services ("ADP"). Because IICC and ADP mail and tabulate hundreds of millions of proxies on behalf of their clients, the banks and brokers, for thousands of annual and special meetings throughout the year, IICC and ADP standardize the proxy card and reproduce the text on their own form called a Voter Instruction Form ("VIF"). A VIF is NOT a proxy card and CANNOT be used by a beneficial shareholder to vote at the special meeting. The VIF is intended only to relay your specific voting instructions to your bank or broker so they may execute a proxy on your behalf.

If you plan to attend the special meeting and vote your shares as a beneficial shareholder, you MUST contact your bank or broker and obtain a legal proxy. This proxy is evidence of your ownership through your bank or broker and MUST be attached to your ballot cast at the special meeting. Only a legal proxy may be voted by a beneficial shareholder at the special meeting. Obtaining a legal proxy will invalidate any proxy or VIF you have previously executed, and you are urged not to request a legal proxy unless you are planning to attend the special meeting and cast a ballot.

BUSINESS OF THE SPECIAL MEETING

At the special meeting, the shareholders will be asked to consider and, if deemed appropriate, to pass a special resolution approving the plan of arrangement whereby Echo Bay, Kinross and TVX will combine their respective businesses. Details of the plan of arrangement, to be carried out in accordance with the Canada Business Corporations Act, and of the business combination generally are set forth in the attached Management Information Circular Supplement.

THE COMBINATION -- ECHO BAY

BACKGROUND TO THE COMBINATION

As part of its business strategy since Echo Bay's acquisition of the Lupin mine in 1980, Echo Bay's executive group, together with Echo Bay's board of directors, have engaged in a continual evaluation of strategic alternatives.

Echo Bay's efforts to create a meaningful strategic alternative did not, until mid-2001, advance beyond preliminary stages. There were no bona fide suitors for Echo Bay and third parties who did come forward were only interested in acquiring discrete Echo Bay assets at prices that the Echo Bay executive group and board of directors believed did not reflect the fundamental value of the assets. Potential merger and acquisition counterparties expressed concerns regarding Echo Bay's 11% $100 million aggregate principal amount of junior subordinated debentures due 2027 (the "Capital Securities"). The existence of the Capital Securities also resulted in financial constraints on Echo Bay, primarily an inability to borrow funds. The urgency of improving Echo Bay's balance sheet by restructuring the Capital Securities was the principal theme in Echo Bay's Chairman's letter to shareholders included in Echo Bay's 2001 Annual Report.

Franco-Nevada Mining Corporation Limited (now known as Newmont Mining Corporation of Canada Limited, or "Newmont Canada") accumulated approximately 72.4% of the Capital Securities and, on June 27, 2001, approached Robert L. Leclerc, Chairman and Chief Executive Officer of Echo Bay, to discuss a possible restructuring whereby holders of Capital Securities might exchange the Capital Securities for Echo Bay common shares. Mr. Leclerc agreed to pursue the restructuring possibility, subject to receiving advice from an independent committee of the board of directors. A series of meetings occurred during July and August 2001 between Echo Bay and Newmont Canada with the result that on August 27, 2001, Mr. Leclerc recommended to Echo Bay's board of directors that Echo Bay seek to implement an exchange of Capital Securities for Echo Bay common shares. Concurrently, Mr. Leclerc approached Kinross to determine whether Kinross, which held approximately 15.8% of the Capital Securities, would agree to exchange its Capital Securities on the same terms as had been agreed with Newmont Canada. Kinross agreed in respect of its 15.8% ownership of Capital Securities. On September 5, 2001, on the recommendation of the independent

committee, the board authorized the exchange of the Capital Securities. On October 12, 2001, Goldman Sachs & Co. agreed to make its 9.85% ownership position in the Capital Securities available on the same basis.

On April 3, 2002, Echo Bay issued an aggregate 361,561,230 of Echo Bay common shares, representing approximately 72% of Echo Bay's outstanding shares after giving effect to such issuance, in exchange for all of the Capital Securities, plus accrued and unpaid interest thereon (the "Capital Securities Exchange"). Following the Capital Securities Exchange, as at April 3, 2002, the new principal holders of Echo Bay's common shares and their respective ownership positions were Newmont Canada (48.8%) and Kinross (11.4%).

Echo Bay's restructuring efforts led to a letter agreement effective February 13, 2002 for the sale by Echo Bay to Newmont of the entire McCoy/Cove complex in Nevada. The consummation of the transaction was subject to the completion of due diligence by Newmont by July 31, 2002 and called for a payment to the seller of $6 million and the assumption by Newmont of all reclamation and closure obligations at McCoy/Cove.

The rise in gold price throughout the first quarter of 2002, coupled with the Capital Securities Exchange and Echo Bay's other efforts to improve its balance sheet, enabled Echo Bay to focus again on evaluating alternative business strategies, including possible asset acquisitions and business combinations.

Late in the first quarter of 2002, Mr. Leclerc discussed with Robert M. Buchan, Chairman and Chief Executive Officer of Kinross, the desirability of exploring strategic alternatives involving Echo Bay and Kinross. While each acknowledged that discussions might lead nowhere, they considered it desirable to investigate whether asset exchanges, a business combination or some other activity might be of interest. In connection with these discussions, a confidentiality agreement between Echo Bay and Kinross was executed on March 29, 2002. The discussions never advanced beyond preliminary stages and no agreement was reached as to the nature or structure of any potential strategic transaction. No offer was made by either party regarding a possible business combination.

On May 20, 2002, John Ivany, Executive Vice President of Kinross, telephoned Mr. Leclerc and disclosed that Kinross and TVX had entered into a letter of intent pursuant to which they had agreed to pursue a possible combination of Kinross and TVX and a concurrent acquisition by TVX of Newmont's approximate 50% non-controlling interest in the TVX Newmont Americas joint venture and invited Echo Bay to join the process commenced by the letter of intent. Mr. Leclerc requested that Mr. Ivany provide an indicative proposal.

On May 21, 2002, Echo Bay received an indicative proposal from Kinross which described the merits of the combination. Echo Bay was concurrently provided with a copy of the letter of intent dated May 9, 2002 among Kinross and

TVX, a support letter of Newmont dated May 9, 2002 and a mutual confidentiality and standstill agreement executed by Kinross, TVX and Newmont. Echo Bay signed a counterpart to the confidentiality agreement on May 21, 2002. Under the terms of the indicative proposal, one Echo Bay common share would be exchanged for 0.45 to 0.48 of a Kinross common share. Mr. Leclerc immediately communicated with John Abell, an Echo Bay director, and they agreed that a special committee of independent directors of Echo Bay should be established to consider the proposed combination. The board of directors of Echo Bay established an independent committee comprised of Mr. Abell (Chairman), Peter Clarke and John Frederick McOuat, none of whom is employed by or affiliated with Echo Bay (otherwise than by their positions on the Echo Bay board of directors), Kinross, TVX or Newmont.

On May 22, 2002, Echo Bay received a combined due diligence request list from Kinross and TVX and it commenced its due diligence review of Kinross, TVX and the TVX Newmont Americas joint venture. Mr. Leclerc also received a follow-up telephone call from Mr. Buchan regarding the indicative proposal. Mr. Leclerc noted that the proposal would receive due consideration. National Bank Financial Inc. was retained to advise the Echo Bay board of directors and its independent committee with respect to the combination. Echo Bay also retained Fraser Milner Casgrain LLP as Canadian counsel and Cravath, Swaine & Moore as U.S. counsel.

On May 22, 2002, Mr. Leclerc also met with representatives of Newmont pursuant to a previously scheduled meeting to discuss the status of due diligence work being performed by Newmont with respect to the February 13, 2002 McCoy/Cove letter agreement. The Newmont representatives indicated that Newmont's interest in acquiring McCoy/Cove was conditional upon the completion of the combination and on the terms of the McCoy/Cove transaction being amended to eliminate the $6 million cash payment contemplated by the February 13, 2002 letter agreement. Newmont confirmed that it would be prepared to enter into a support agreement in respect of the combination.

Thereafter, Mr. Leclerc reviewed with Mr. Abell, the Chairman of the Echo Bay independent committee, the benefits of the proposed combination. Mr. Leclerc was instructed to discuss the matter with Mr. McOuat and seek his comments (Mr. Clarke was unavailable). The discussions with the Echo Bay independent committee continued with

opinions, comments and suggestions as to the rationale for the combination and the exchange ratio. Echo Bay's independent committee was not considering any other strategic alternatives when it received the indicative proposal from Kinross and the independent committee, in its deliberations, only considered whether to proceed with the transaction that had been proposed by Kinross on May 21, 2002 or remain an independent entity given that the Kinross proposal had Newmont's support. While other alternatives had been considered from time to time prior to completion of the Capital Securities exchange, Echo Bay did not attempt to solicit interest from others at this time. The Echo Bay independent committee authorized Mr. Leclerc to engage in further exploratory discussions with Kinross and TVX to determine if Kinross and TVX would be prepared to increase the exchange ratio for holders of Echo Bay common shares and modify other terms of the proposed combination.

From May 24, 2002 through the following week, members of senior management of Echo Bay, Kinross and TVX engaged in a series of discussions to negotiate the terms of, and evaluate alternative structures for, the combination.

On May 30 and 31, 2002, Mr. Leclerc contacted Mr. Buchan and T. Sean Harvey, President and Chief Executive Officer of TVX, to discuss the proposed exchange ratio for Echo Bay, expressing the view that the ratio would have to be improved for the Echo Bay shareholders if the proposed combination were to be supported by the Echo Bay independent committee. Mr. Leclerc proposed that the ratio be increased to 0.52 of a Kinross common share for each Echo Bay common share. Mr. Buchan and Mr. Harvey discussed this matter with their respective financial advisors and senior management and on June 4, 2002, Mr. Leclerc received confirmation that the ratio would be increased to 0.52 of a Kinross common share for each Echo Bay common share.

On June 5, 2002, the independent committee of Echo Bay met to review the combination. Also present at the meeting were, Mr. Leclerc, Lois-Ann Brodrick, Vice President and Secretary of Echo Bay, Jerry McCrank, Vice President, Operations of Echo Bay, and Tom Yip, Vice President, Finance and Chief Financial Officer of Echo Bay, and representatives from National Bank Financial to report on the status of the discussions with Kinross, TVX and Newmont. At this meeting, National Bank Financial delivered a presentation to the independent committee and an oral fairness opinion (which opinion was later confirmed by delivery of a written opinion) that the exchange ratio was fair, from a financial point of view, to the holders of Echo Bay common shares (other than Kinross). The Echo Bay independent committee discussed the Echo Bay exchange ratio and the other terms of the combination. Mr. Leclerc advised the Echo Bay independent committee that, in addition to the exchange ratios, there were many issues in respect of the combination agreement which the parties were still discussing over which the parties appeared to be at an impasse, including covenants regarding the conduct of business between signing and closing, conditions to closing, liquidated damages claims and termination rights. The Echo Bay independent committee indicated that they were not yet prepared to support the combination and instructed Mr. Leclerc to attempt further negotiations for a further increase in the Echo Bay exchange ratio and satisfy Echo Bay's other concerns in respect of the combination agreement. Mr. Leclerc expressed the view that the maximum Echo Bay exchange ratio had been achieved but he agreed to further pursue the matter.

During the period of June 5 to 7, 2002, Echo Bay's legal and financial advisors conveyed the concerns of the independent committee to Kinross' and TVX's respective legal and financial advisors while holding numerous discussions regarding the proposed terms of the combination. Mr. Leclerc received progress updates on these discussions in respect of the combination. Mr. Leclerc communicated to Mr. Buchan and to Mr. Harvey that any Kinross offer must address certain contractual areas of importance to Echo Bay before Echo Bay's independent committee would be prepared to support the combination. These contractual areas of importance included restraints on Echo Bay's freedom to operate once the combination agreement was signed and the amount of the break-up fee and its manner and timing of payment. During this period, the outstanding issues had not been satisfactorily resolved but all parties continued to work towards a resolution. Mr. Leclerc continued to communicate separately, by telephone, with Mr. Buchan and Mr. Harvey, to discuss outstanding issues. National Bank Financial was informed that Kinross and TVX were not prepared to increase the exchange ratio for one Echo Bay common share to a level greater than 0.52 of a Kinross common share.

Throughout the weekend of June 8 and 9, 2002, representatives of senior management of Echo Bay, Kinross and TVX and their respective legal and financial advisors participated in various conference calls and meetings in an effort to resolve significant business issues and the definitive documentation for the combination. During this period, Echo Bay also participated in various calls with Newmont and Kinross to finalize the lock-up agreements with Newmont, Newmont Canada and Kinross.

On June 8, 2002, Mr. Leclerc confirmed in writing to the Echo Bay independent committee that Kinross and TVX were not prepared to increase the Echo Bay exchange ratio from 0.52 of a Kinross common share for each Echo Bay common share. On the morning of June 9, 2002, the Echo Bay independent committee convened, as scheduled, and further discussed the proposed combination. They reviewed and discussed materials presented by National Bank Financial. Mr. Leclerc, with participation from Echo Bay's other three executive officers (Ms. Brodrick, Mr. McCrank and Mr. Yip) reported to the Echo Bay independent committee and answered questions related to the combination agreement. Although the Echo Bay independent committee was encouraged by the satisfactory resolution of various issues related to the combination agreement, the Echo Bay independent committee adjourned until the afternoon to consider the information presented. The Echo Bay independent committee also asked that National Bank Financial address several matters relating to its due diligence and the fairness of the exchange ratio from a financial point of view to the Echo Bay shareholders (other than Kinross).

On the afternoon of June 9, 2002, the Echo Bay independent committee engaged in a full discussion of the terms of the proposed combination and the financial analyses and opinion of National Bank Financial with Mr. Leclerc, Ms. Brodrick, Mr. Yip and National Bank Financial. Although National Bank Financial did not make a formal presentation, it was again present at the meeting of the independent committee to review various financial analyses and to affirm its oral fairness opinion (which opinion was later confirmed by delivery of a written opinion) that the exchange ratio was fair, from a financial point of view, to the holders of Echo Bay common shares (other than Kinross). The Echo Bay independent committee then unanimously delivered its recommendation to the board of directors of Echo Bay that the board of directors approves the combination and related matters, subject to satisfactory completion of the definitive agreements. On the evening of June 9, 2002, the Echo Bay board of directors concluded that the combination was fair to and in the best interests of Echo Bay and its shareholders. Accordingly, the Echo Bay board of directors approved the combination and authorized management to proceed with the execution of the combination agreement and related documents. Of the two Newmont representatives on Echo Bay's board of directors, only David Harquail, President and Managing Director of Newmont Capital Limited, attended the meeting and he did not participate in the vote.

Also on June 9, two subsidiaries of Echo Bay entered into a new asset purchase agreement with a subsidiary of Newmont, providing for the sale of the McCoy/Cove complex. Under the February 13, 2002 letter agreement, Newmont had no obligation to complete the acquisition. Newmont indicated it was willing to proceed with the acquisition of the McCoy/Cove complex only if the business combination was completed and the cash payment was eliminated. Accordingly, a new agreement was reached expressly containing these two conditions and replacing the February 13, 2002 letter agreement. The closing of the transaction pursuant to the new agreement is subject to, among other conditions, the completion of the combination of Echo Bay, Kinross and TVX. In consideration for the purchase of the McCoy/Cove assets, the purchaser agreed to assume all liabilities and obligations relating to the reclamation and remediation required for the McCoy/Cove complex.

On June 10, 2002, Echo Bay, Kinross, TVX and their respective financial and legal advisors finalized the combination agreement and the applicable lock-up agreements on a basis that satisfactorily resolved the outstanding issues. The parties issued a joint press release announcing the combination on June 10, 2002.

RECOMMENDATION OF THE BOARD OF DIRECTORS

The Echo Bay independent committee and board of directors has determined that the combination of Echo Bay, Kinross and TVX is fair to, and in the best interests of, Echo Bay and its shareholders and recommends that the Echo Bay shareholders vote or grant a proxy to vote FOR the special resolution to be considered at the special meeting. In arriving at its recommendation to support the combination, no negative votes were cast. All board members participated in the vote except for the two board members who are also employees of Newmont. Mr. Harquail was present at the meeting but abstained from voting. Mr. Binns did not attend the meeting.

REASONS FOR THE BOARD'S RECOMMENDATION

In reaching its decision and making its recommendation regarding the plan of arrangement and business combination, the Echo Bay board of directors considered a number of factors, including the following:

- the analysis and opinion of National Bank Financial that, as of June 10, 2002, the exchange ratio is fair, from a financial point of view, to Echo Bay shareholders (other than Kinross);

- based on the 30-day average trading prices (up to and including June 7, 2002, the last trading day prior to the announcement of the combination) on the Toronto Stock Exchange of Kinross and Echo Bay, the exchange ratio of 0.52 of a Kinross common share per share of Echo Bay implies a price of Cdn.$1.81 for each Echo Bay common share, representing a 24% premium to market as at June 7, 2002;

- the combined company will be a senior gold producer with a strong group of exploration and development projects to allow for internal growth and will also have the financial resources to be competitive in seeking properties and projects in the future;

- there may be operational synergies and cost savings;

- the unanimous recommendation of the independent committee of the board of directors; and

- the terms of the combination agreement are customary and reasonable.

The Echo Bay board of directors believes that each of the above factors generally supported its determination and recommendation. The Echo Bay board also considered potentially negative factors, which included:

- the risk to Echo Bay shareholders that, at the completion of the business combination, the value of Kinross common shares received in the arrangement will be less than the value of the Kinross common shares at the time of the announcement of the combination agreement;

- the risk that the potential benefits sought in the combination might not be fully realized; and

- that there can be no assurance that any of the long-term prospects for increasing shareholder value or any of the other potential benefits discussed in this section will be realized.

The Echo Bay board of directors determined that the negative factors were outweighed by the potential benefits of the combination.

The foregoing discussion of the information and factors considered by the Echo Bay board of directors is not meant to be exhaustive, but is believed to include the material information and factors considered by all board members voting on the combination. In view of the complexity of those factors, both positive and negative, the Echo Bay board did not find it practical to quantify, rank or otherwise assign relative or specific weights to the factors considered in reaching its decision. In addition, individual members of the Echo Bay board may have given different weight to different factors.

FAIRNESS OPINION

Pursuant to an engagement letter dated May 23, 2002, the Echo Bay board of directors retained the services of National Bank Financial in connection with the arrangement, which services included advice and assistance to the independent committee of the Echo Bay board of directors as well as to the Echo Bay board itself and the preparation and delivery to the independent committee and the Echo Bay board of an opinion as to the fairness of the Echo Bay exchange ratio, from a financial point of view, to the Echo Bay shareholders (other than Kinross). Echo Bay has agreed to pay National Bank Financial fees totalling Cdn.$2.5 million for its services as financial adviser to Echo Bay, including the delivery of the National Bank Financial fairness opinion, Cdn.$1.5 million of which is contingent on completion of the arrangement. In addition, Echo Bay has agreed to reimburse National Bank Financial for its reasonable out-of-pocket expenses, including fees and expenses of its legal counsel, and to indemnify National Bank Financial in respect of certain liabilities that might arise out of its engagement. National Bank Financial also provided investment banking services to Echo Bay as part of the underwriting group for Echo Bay's May 2002 share issuance for which the firm was paid $524,000.

National Bank Financial is a leading Canadian investment dealer, whose business includes corporate finance, mergers and acquisitions, equity and fixed income sales and trading, and investment research. As part of its investment banking business, National Bank Financial is regularly engaged in evaluating businesses in connection with mergers and acquisitions, underwritings, secondary distributions of listed and unlisted shares and other securities. The Echo Bay board selected National Bank Financial to render a fairness opinion to the Echo Bay board and the independent committee on the basis of the firm's expertise and reputation.

National Bank Financial acts as a trader and dealer, both as principal and agent, in major financial markets and, as such, may have had and may in the future have positions in the securities of Echo Bay, Kinross, and TVX, from time to time, and may have executed or may execute transactions for such companies and clients from whom it received or

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may receive compensation. National Bank Financial, as a dealer, conducts research on securities and may, in the ordinary course of its business, provide research reports and investment advice to its clients on investment matters.

National Bank Financial made a formal presentation and provided an oral opinion to the independent committee of the board of directors of Echo Bay during a meeting held by the independent committee on June 5, which oral opinion was affirmed orally on June 9, 2002 and in writing on June 10, 2002 to the effect that, as of June 10, 2002, the Echo Bay exchange ratio is fair, from a financial point of view, to the Echo Bay shareholders (other than Kinross). The written National Bank Financial fairness opinion will be made available for inspection and copying at the registered office of Echo Bay (Suite 1210, 10180 -- 101 Street, Edmonton, Alberta, Canada, T5J 3S4) during its regular business hours by any interested holder of Echo Bay common shares or the holder's designated representative. Alternatively, upon request to Echo Bay, a copy of the opinion will be mailed by Echo Bay to any such holder or representative.

In arriving at its opinion, National Bank Financial reviewed and relied upon certain publicly available information concerning Echo Bay, Kinross and TVX, as well as non-public information made available by Echo Bay about itself and, under confidentiality agreements, about Kinross and TVX. National Bank Financial also reviewed drafts of various agreements intended to give effect to the plan of arrangement and business combination and discussed with representatives of the parties their past and current operations and financial conditions as well as the prospects for each corporation and the combined company. National Bank Financial considered financial and operating matters on a pro forma basis and took into account such other industry reports and data, other information and analyses as it considered appropriate in the circumstances.

National Bank Financial relied upon, and assumed the completeness, accuracy and fair presentation of all financial and other information, data, advice, opinions and representations obtained by National Bank Financial from public sources or information provided to National Bank Financial by Echo Bay, Kinross and TVX and their respective affiliates and advisers or otherwise pursuant to this engagement. National Bank Financial did not attempt to verify independently the accuracy or completeness of any such information, data, advice, opinions and representations. For purposes of rendering the National Bank Financial fairness opinion, National Bank Financial has assumed that, in all respects material to its analysis, the representations and warranties of Echo Bay, Kinross and TVX contained in the combination agreement were true, accurate and complete, in all material respects, Echo Bay, Kinross and TVX will each perform all of the respective covenants and agreements to be performed by it under the combination agreement and all conditions to the obligations of each of Echo Bay, Kinross and TVX as specified in the combination agreement will be satisfied without any waiver thereof. National Bank Financial has also assumed that all material governmental, regulatory, court or other approvals and consents required in connection with the consummation of the arrangement will be obtained and that in connection with obtaining any necessary governmental, regulatory, court or other approvals and consents, no limitations, restrictions or conditions will be imposed that would have a material adverse effect on Echo Bay, Kinross, TVX or the combined company.

National Bank Financial did not make or obtain any independent evaluations or appraisals of the assets or liabilities, contingent or otherwise, of Echo Bay, Kinross, TVX or affiliated entities. National Bank Financial expressed no opinion as to Echo Bay's, Kinross' and TVX's underlying valuation, future performance or long-term viability, or the price at which Kinross common shares would trade upon or after announcement or consummation of the arrangement. In connection with its engagement, National Bank Financial did not solicit third party indications of interest in the possible acquisition of all or part of Echo Bay. National Bank Financial's opinion was necessarily based on the information available to National Bank Financial and general economic, financial and stock market conditions and circumstances as they existed and could be evaluated by National Bank Financial as of the date of its opinion. Although subsequent developments may affect its opinion, National Bank Financial does not have any obligation to update, revise or reaffirm its opinion.

This summary is a materially complete description of National Bank Financial's opinion and advice and comment to the Echo Bay independent committee and the Echo Bay board of the financial analyses performed and factors considered by National Bank Financial in connection with its opinion. The preparation of a fairness opinion is a complex analytical process involving various determinations as to the most appropriate and relevant methods of financial analysis and the application of those methods to the particular circumstances and, therefore, a fairness opinion is not readily susceptible to summary description. National Bank Financial believes that its analyses and this summary must be considered as a whole and that selecting portions of its analyses and factors without considering all analyses and factors or the narrative description of the analyses, could create a misleading or incomplete view of the processes underlying National Bank Financial's analyses and opinion.

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The following is a summary of the material procedures and analyses performed by National Bank Financial in assessing the financial fairness of the Echo Bay exchange ratio as of June 10, 2002:

NET ASSET VALUE ANALYSIS

The net asset value approach involves the discounting of an expected stream of future cash flows contained in a life of mine plan using a range of appropriate discount rates. National Bank Financial utilized an un-levered discounted cash flow analysis whereby pre-interest and after-tax earnings, after deducting capital expenditures, were used to calculate free cash flows. To determine a range of present value for the expected stream of cash flow, the free cash flows were discounted using discount rates of 0%, 3% and 6%, assuming an appropriate industry capital structure for each of Echo Bay and the combined company. This range of value was then adjusted for any assets or liabilities not taken into account in the determination of the free cash flows, such as investments, redundant assets or contingent liabilities, to calculate a range of values for Echo Bay and the combined company. Finally, to determine the fair market value of the common equity employed in Echo Bay and the combined company, the fair market value of their respective debt, if any, was deducted from the values calculated.

The net asset value methodology requires that certain assumptions be made regarding, among other things, life of mine plans, future cash flows, discount rates, grade, gold prices and growth rates. In performing sensitivities, National Bank Financial used a range of gold price assumptions of $275 to $350 per ounce. The possibility that some of these assumptions will prove to be inaccurate is one factor involved in the determination of the discount rates to be used and results in a range of value. National Bank Financial's estimate of free cash flows was based on Echo Bay's, Kinross' and TVX's life of mine projections, after first considering the reasonableness of the underlying assumptions and making certain adjustments to these life of mine plans. In making adjustments to the respective life of mine projections, National Bank Financial performed a range of sensitivity analyses on projected tonnes, grade, capital expenditures, and timing of probable reserves and resources coming into proven reserves, reclamation costs, and on a range of certain general and administrative and operating synergies.

Using the net asset value per share ranges for both Echo Bay and the combined company, National Bank Financial applied a price/net asset value multiple based upon multiples of other mid-tier North American gold mining companies (a list of which may be found in the section entitled "Comparable Trading Statistics" on page 17) of comparable size and quality. The analysis assumed a $300 per ounce gold price and a 3% discount rate. The selected per share equity value range for Echo Bay of $0.84 to $1.11 was compared to the implied equity value range of the combined company, after having applied the Echo Bay exchange ratio, of $0.88 to $1.16.

National Bank Financial also applied the Echo Bay exchange ratio to the June 7, 2002 closing price (the last trading day prior to the announcement of the combination) and the average trading price for the 20 trading days ending on June 7, 2002 of the Kinross common shares on the Toronto Stock Exchange and compared the resulting prices to Echo Bay's net asset value per share calculated at gold prices of $275 to $350 per ounce, resulting in implied price/net asset value multiples. The price/net asset value multiples for Echo Bay range from 3.2x to 9.9x and 3.1x to 9.6x based on the June 7 closing price and 20-day average trading price, respectively. These ranges were compared to the price/net asset value multiples of the same mid-tier North American gold mining companies referenced above and the same gold and discount assumptions which resulted in a range of price/net asset value multiples of 2.0x - 10.0x. The results of the foregoing analysis are set out below:

	COMPARABLE COMPANY MULTIPLE RANGES**		ECHO BAY AT MARKET***	ECHO BAY MULTIPLE AT 0.52X WITH KINROSS AT MARKET****	ECHO 0.52 20-D
	LOW	HIGH			
NET ASSET VALUE (NAV) ANALYSIS*					
Price/NAV ($350/oz. Gold)	2.0x	2.3x	2.9x	3.2x	
Price/NAV ($325/oz. Gold)	2.8x	3.2x	3.6x	4.1x	
Price/NAV ($300/oz. Gold)	3.5x	4.8x	5.2x	5.8x	
Price/NAV ($275/oz. Gold)	6.0x	10.0x	9.2x	9.9x	

Notes:

* 3% Discount Rate

** Based on the closing price of each company's common stock on June 7, 2002

*** Based on the closing price of Echo Bay's common stock on June 7, 2002

**** Based on an implied share price of Echo Bay calculated by multiplying the closing price of Kinross' common stock on June 7, 2002 by the exchange ratio of 0.52

***** Based on an implied share price of Echo Bay calculated by multiplying the average closing price of Kinross' common stock for the 20 trading days prior to June 7, 2002 by the exchange ratio of 0.52

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ACCRETION/DILUTION ANALYSIS

National Bank Financial reviewed the results of the Echo Bay financial model and life of mine plan on a stand-alone basis on an earnings, cash flow and net asset value on a per share basis to those resulting from the financial model of the combined company and life of mine plan at gold prices ranging from $275 to $350 per ounce after taking into account the arrangement and transactions contemplated thereby. National Bank Financial reviewed the results of the Echo Bay financial model and life of mine plan and the financial model of the combined company and life of mine plan after first considering the reasonableness of the underlying assumptions and making certain adjustments to these financial models and life of mine plans. In making adjustments to the respective financial models and life of mine plans, National Bank Financial performed a range of sensitivity analyses on projected tonnes, grade, capital expenditures, synergies, and timing of probable reserves and resources coming into proven reserves.

The results of the analysis set out below indicated that the transaction was accretive to Echo Bay shareholders' cash earnings, cash flow and net asset value per share. Accretion may be defined as that amount (which can be expressed in dollars and as a percent) that the combined entities' per share metrics, applying the Echo Bay exchange ratio, are above (accretive) or below (dilutive) the corresponding metric for Echo Bay on stand-alone basis.

ACCRETION/DILUTION ANALYSIS

(To Echo Bay Shareholders)

GOLD PRICES

ACCRETION (DILUTION) % TO:	$275	$300	$ 325	$ 350
Cash Earnings*	14.3%	0.0%	8.3%	7.1%
Cash Flow**	150.0%	40.0%	42.9%	33.3%
NAV/Share***	48.2%	46.9%	48.0%	48.7%

Notes:

* After tax earnings before depreciation, amortization, transaction costs, one time costs and increase in equity component of convertible debentures

** Cash flow from operations

*** 3% Discount Rate

COMPARABLE TRANSACTIONS

National Bank Financial reviewed publicly available information on selected acquisition transactions of gold companies and operating properties. National Bank Financial reviewed the following 15 selected transactions in the gold mining industry announced since 1997:

COMPANY ACQUISITIONS (ANNOUNCED 2000-2002)

ACQUIRER	TARGET
- Placer Dome Inc.	- AurionGold Ltd.
- Glamis Gold Ltd.	- Francisco Gold Corp.
- Meridian Gold Inc.	- Brancote Holdings plc
- Newmont Mining Corporation	- Normandy Mining Limited
- Delta Gold Ltd.	- Gold Fields Ltd.
- Sons of Gwalia Limited	- Pacmin Mining Corporation
- Barrick Gold Corporation	- Homestake Mining Company
- Harmony Gold Mining Company Limited	- New Hampton Goldfields Limited
- Newmont Mining Corporation	- Battle Mountain Gold Company

OPERATING PROPERTIES (ANNOUNCED 1997-2001)

ACQUIRER	TARGET
- Gold Fields Ltd.	- WMC Ltd. (Agnew & St. Ives gold operations)
- Gold Fields Ltd.	- St. Helena Gold Mines Ltd.
- AngloGold Limited	- Acacia Resources Ltd.
- Gold Fields Ltd.	- Anglogold Limited (Driefontein Consolidated)
- AngloGold Limited	- Minorco SA (Gold Assets)
- Newmont Mining Corporation	- Santa FE Pacific Gold Corp. (Various Assets)

National Bank Financial considered these transactions based on the enterprise value, calculated as equity value plus debt, preferred shares and minority interest less cash and cash equivalents, and the equity value for each of the comparable transactions compared to such acquired companies' reserves and production, where available. National Bank Financial also reviewed premiums paid to shareholders of acquired companies in these transactions as at the date of announcement of the transaction and based on the average trading prices over the preceding 10- to 20-day period. National Bank Financial then applied a range of selected enterprise value multiples from these transactions to the corresponding data of Echo Bay and the combined company. The results of the analysis are set forth below:

COMPARABLE TRANSACTIONS	COMPARABLE TRANSACTION RANGES LOW	COMPARABLE TRANSACTION RANGES HIGH	ECHO BAY AT MARKET*	ECHO BAY KINROSS
Enterprise Value/Reserves ($/oz.)	$ 120	$ 150	$ 164	$
Enterprise Value/Production Estimate ($/oz.)	$1,000	$1,200	$1,162	$

Notes:

* Based on the closing price of Echo Bay's common stock on June 7, 2002

** Based on an implied share price of Echo Bay calculated by multiplying the closing price of Kinross' common stock on June 7, 2002 by the exchange ratio of 0.52

National Bank Financial used the foregoing results to arrive at a selected per share equity value range for Echo Bay of $0.96 to $1.17 as compared to the implied equity value range of the combined company, after having applied the Echo Bay exchange ratio, of $1.03 to $1.27 per share.

COMPARABLE TRADING STATISTICS

National Bank Financial compared public market trading statistics of Echo Bay and Kinross to corresponding data of the following 12 selected publicly traded gold companies based in North America and elsewhere,

MID-TIER NORTH AMERICAN	SENIOR NORTH AMERICAN	AFRICAN
- Agnico-Eagle Mines Ltd.	- Barrick Gold Corp.	- AngloGold Limited
- Echo Bay Mines Ltd.	- Newmont Mining Corporation	- Gold Fields Ltd.
- Glamis Gold Ltd.	- Placer Dome Inc.	
- Kinross Gold Corporation		AUSTRALIAN
- Meridian Gold Inc.		
- TVX Gold Inc.		- Newcrest Mining Ltd.

National Bank Financial examined multiples based on the enterprise value, and the equity value for each of the comparable companies based on reserves, resources, production, cash costs, total costs, earnings, earnings before interest, taxes, depreciation and amortization (EBITDA), cash flow and net asset value at gold prices ranging from $275 to $350 per ounce, where available. National Bank Financial also reviewed industry research reports and analysis on Echo Bay, Kinross and TVX with respect to future gold prices and financial prospects. All multiples were based on closing stock prices as at June 7, 2002. Estimated financial data for the selected companies was based on publicly available research analysts' estimates and public disclosure by the selected companies. National Bank Financial then

applied a range of selected multiples to corresponding data of Echo Bay and the combined company. The results of the analysis are set forth below:

COMPARABLE TRADING STATISTICS	COMPARABLE TRANSACTION RANGES LOW	HIGH	ECHO BAY AT MARKET*	ECHO BAY AT KINROSS AT
Enterprise Value/Reserves ($/oz.)............	$ 160	$ 180	$ 164	$ 1
Enterprise Value/Resources ($/oz.)...........	$ 150	$ 180	$ 160	$ 1
Enterprise Value/2002 Production Estimate ($/oz.)..................................	$1,050	$1,250	$1,162	$1,3

Enterprise Value/EBITDA (LTM).................	13.5x	16.0x	15.5x	17
Equity Value/2002 Cash Flow Estimate*.........	11.0x	13.5x	12.2x	13

Notes:

* I.B.E.S. Estimates

National Bank Financial used the foregoing results to arrive at a selected per share equity value range for Echo Bay of $1.11 to $1.31 as compared to the implied equity value range of the combined company, after having applied the Echo Bay exchange ratio, of $1.18 to $1.46 per share.

PREMIUMS PAID ANALYSIS

National Bank Financial compared the closing prices for Echo Bay common shares and Kinross common shares on the Toronto Stock Exchange on June 7, 2002 resulting in a premium of 12% and also calculated the premiums based on the average closing Kinross share price and the average Echo Bay daily closing prices for the 20 trading day (27%) and 30 trading day (39%) periods ending June 7, 2002. Using the average share price of both Kinross and Echo Bay resulted in a premium of 23% over the 20 trading day average and 24% over the 30 day average.

CONTRIBUTION ANALYSIS

National Bank Financial reviewed the contribution attributed to each of Echo Bay, Kinross and TVX to the combined company on the basis of their relative estimated net asset value, enterprise value, reserves, estimated 2002 production, equity value, estimated 2002 and 2003 net income and estimated 2002 and 2003 cash flow. The negotiated pro forma ownership positions of the Echo Bay, Kinross and TVX shareholders were then compared to these computations based on a range of gold prices of $275 to $350 per ounce.

The Echo Bay contribution, established by the exchange ratio as 28.3% of the combined company, compared with a range of 17.8% to 33.6% measured by reference to all criteria but for 2002 cash flow and 2003 forecast net income. In the latter cases, the Echo Bay contribution was significantly lower. The full results of these analyses are set forth below:

CONTRIBUTION ANALYSIS

(Echo Bay % Contribution)

Echo Bay Contribution at 0.52 Exchange Ratio	28.3%

	LOW	HIGH
NAV	22.9%	23.4%
2002 Net Income	33.5%	33.6%
2003 Net Income	7.9%	21.3%
2002 Cash Flow	6.6%	12.1%
2003 Cash Flow	17.8%	26.5%
Enterprise Value (June 7, 2002)	26.4%	26.4%
Equity Value (June 7, 2002)	29.8%	29.8%
Reserves (Tonnes)	29.7%	29.7%
2002 Production Estimates	31.4%	31.4%

The actual results achieved by the combined companies may vary from projected results and the variations may be material. The above analysis was reviewed by National Bank Financial not as an indicator of value, but rather as a point of reference to provide an additional perspective in its evaluation of the Echo Bay exchange ratio.

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THE OPINION

In the opinion of National Bank Financial, based on the scope of its review and subject to the qualifications and assumptions set forth in the fairness opinion as of the date thereof, the Echo Bay exchange ratio is fair, from a financial point of view, to the Echo Bay shareholders other than Kinross.

The directors accept the fairness opinion and they have concluded that the exchange ratio of Echo Bay common shares for Kinross common shares is fair, from a financial point of view, to Echo Bay shareholders and is in the best interest of Echo Bay.

SPECIAL RESOLUTION

The resolution is a special resolution. Accordingly, the affirmative vote, in person or by proxy, of not less than 66 2/3% of the votes cast thereon at the special meeting is required in order to pass the special resolution. Unless otherwise indicated, the persons named in the accompanying form of proxy intend to vote FOR the special resolution. The plan of arrangement is further subject to obtaining a final order of the Superior Court of Ontario.

Set forth below is the text of the special resolution:

"BE IT RESOLVED AS A SPECIAL RESOLUTION THAT:

1. The plan of arrangement, whereby the businesses of Echo Bay Mines Ltd., Kinross Gold Corporation and TVX Gold Inc. are to be combined pursuant to the Canada Business Corporations Act, as more fully described in and attached to the circular, be and is hereby approved.

2. The combination agreement among Echo Bay Mines Ltd., Kinross Gold Corporation and TVX Gold Inc., as more fully described in and attached to the circular, is hereby confirmed, ratified and approved.

3. Amendments to the plan of arrangement and combination agreement may be made pursuant to sections 6.3 and 6.1, respectively, thereof.

4. The board of directors of Echo Bay may decide to amend or not to proceed with the plan of arrangement or to revoke this special resolution prior to the time the Superior Court of Ontario makes its final order approving the plan of arrangement, notwithstanding that this special resolution has been duly passed by the shareholders of Echo Bay.

5. Any officer or director of Echo Bay is authorized and directed to execute and deliver such certificates, instruments, agreements, notices or other documents in the name of and on behalf of Echo Bay and under its corporate seal or otherwise and to do such other acts and things as, in the opinion of such person, may be necessary or desirable in connection with the plan of arrangement and with the performance by Echo Bay of its obligations pursuant thereto, and to give effect to the foregoing and facilitate the implementation of this special resolution."

SHAREHOLDER PROPOSALS

If the arrangement is not consummated, proposals of shareholders intended to be presented at the next annual meeting must be received by Echo Bay for inclusion in its management information circular for that meeting on or before February 27, 2003, after which date a proposal will be considered untimely. You should direct any proposal to Echo Bay's Vice President and Secretary at the registered office of Echo Bay, Suite 1210, 10180 -- 101 Street, Edmonton, Alberta, Canada, T5J 3S4.

APPROVAL OF DIRECTORS

The contents and sending of this circular have been approved by the board of directors of Echo Bay.

Dated at Edmonton, Alberta, Canada this -- day of -- , 2002.

Lois-Ann L. Brodrick
Vice President and Secretary

ALBERTA CERTIFICATE

The foregoing Management Information Circular, and the accompanying Management Information Circular Supplement to the extent that the information was provided by Echo Bay, contains no untrue statement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to make a statement not misleading in the light of the circumstances in which it was made.

Dated this -- day of -- , 2002.

Robert L. Leclerc	Tom S. Q. Yip
Chairman and Chief Executive Officer	Vice President, Finance and Chief Financial Officer

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THESE MATERIALS REQUIRE YOUR IMMEDIATE ATTENTION. THEY REQUIRE SHAREHOLDERS TO MAKE IMPORTANT DECISIONS. IF YOU ARE IN DOUBT AS TO HOW TO MAKE YOUR DECISION, YOU SHOULD IMMEDIATELY CONTACT YOUR PROFESSIONAL ADVISORS.

COMBINATION INVOLVING

KINROSS GOLD CORPORATION

TVX GOLD INC.

-AND -

ECHO BAY MINES LTD.

MANAGEMENT
INFORMATION CIRCULAR
SUPPLEMENT

ACCOMPANYING THE NOTICE OF
SPECIAL MEETING AND
MANAGEMENT INFORMATION CIRCULAR FOR
THE SHAREHOLDERS OF EACH OF
KINROSS GOLD CORPORATION, TVX GOLD INC.
AND ECHO BAY MINES LTD.

--   , 2002

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INFORMATION FOR UNITED STATES SHAREHOLDERS

Neither the transactions described in this circular nor the securities to be distributed in connection with the arrangement have been approved or disapproved by any Canadian securities regulatory authority, the United States Securities and Exchange Commission or any state securities commission nor has any Canadian securities regulatory authority, the SEC or any state securities commission passed upon the fairness or merits of such transactions or upon the accuracy or adequacy of the information contained in this circular and any representation to the contrary is unlawful.

Kinross, TVX and Echo Bay are each Canadian corporations and certain of their respective directors and officers, as well as certain of the experts named herein, are neither citizens nor residents of the United States. A substantial part of Kinross', TVX's and Echo Bay's respective assets and the assets of several of such persons are located outside the United States. As a result, it may be difficult for shareholders to effect service of process within the United States upon such persons or to enforce against such persons or Kinross, TVX or Echo Bay, judgements of courts of the United States in Canada, including judgements predicated upon the civil liability provisions of the federal securities laws of the United States.

CURRENCY PRESENTATION AND EXCHANGE RATE INFORMATION

THIS CIRCULAR CONTAINS FINANCIAL INFORMATION EXPRESSED IN BOTH U.S. DOLLARS AND CANADIAN DOLLARS. IN THIS CIRCULAR, CANADIAN DOLLARS ARE REFERRED TO AS "CDN.$" OR "CANADIAN DOLLARS" AND U.S. DOLLARS ARE REFERRED TO AS "$", "U.S. DOLLARS" OR "DOLLARS". EXCEPT AS OTHERWISE STATED, ALL DOLLAR AMOUNTS REFERRED TO IN THIS CIRCULAR ARE EXPRESSED IN U.S. DOLLARS.

The high, low, average and end of period exchange rates for the U.S. dollar expressed in Canadian dollars for each of the periods indicated, based on the noon spot rate quoted by the Bank of Canada, were as follows:

	THREE MONTHS ENDED MARCH 31, 2002	YEAR ENDED DECEMBER 31,				
		2001	2000	1999	1998	
High..................	Cdn.$1.6132	Cdn.$1.4936	Cdn.$1.4341	Cdn.$1.4433	Cdn.$1.4075	C
Low...................	1.5767	1.6012	1.5593	1.5514	1.5765	
Average(1)...........	1.5947	1.5482	1.4852	1.4864	1.4823	
End of Period........	1.5935	1.5956	1.5002	1.4433	1.5512	

Note:

(1) Calculated as an average of the daily noon spot rates for each period.

As at -- , 2002, the noon spot rate quoted by the Bank of Canada was

$1.00 = Cdn.$ -- or Cdn.$1.00 = $ -- .

CAUTION REGARDING FORWARD-LOOKING STATEMENTS

THIS CIRCULAR INCLUDES CERTAIN "FORWARD-LOOKING STATEMENTS" WITHIN THE DEFINITION OF THE U.S. PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995. STATEMENTS IN THIS CIRCULAR THAT ARE NOT STATEMENTS OF HISTORICAL FACTS AND ADDRESS ACTIVITIES, EVENTS OR DEVELOPMENTS THAT KINROSS, TVX OR ECHO BAY EXPECT OR ANTICIPATE WILL OR MAY OCCUR IN THE FUTURE, INCLUDING SUCH THINGS AS THE ANTICIPATED EFFECTIVE DATE OF THE COMBINATION, BUSINESS STRATEGY, COMPETITIVE STRENGTHS, GOALS, EXPANSION AND GROWTH OF KINROSS, TVX AND ECHO BAY BUSINESSES, OPERATIONS, PLANS, RESERVES AND OTHER SIMILAR MATTERS ARE HEREBY IDENTIFIED AS FORWARD-LOOKING STATEMENTS. WHEN USED IN THIS CIRCULAR, STATEMENTS TO THE EFFECT THAT KINROSS, TVX, ECHO BAY OR THEIR RESPECTIVE MANAGEMENTS "BELIEVE", "EXPECT", "PLAN", "MAY", "WILL", "PROJECT", "ANTICIPATE" OR "INTEND" OR SIMILAR STATEMENTS, INCLUDING "POTENTIAL", "OPPORTUNITY" OR OTHER VARIATIONS THEREOF, THAT ARE NOT STATEMENTS OF HISTORICAL FACT SHOULD BE CONSTRUED AS FORWARD-LOOKING STATEMENTS. THE RISK FACTORS AND CAUTIONARY STATEMENTS DISCUSSED IN THIS DOCUMENT AND THE DOCUMENTS INCORPORATED BY REFERENCE PROVIDE EXAMPLES OF RISKS, UNCERTAINTIES AND EVENTS THAT MAY CAUSE ACTUAL RESULTS TO DIFFER MATERIALLY FROM THE EXPECTATIONS DESCRIBED BY KINROSS, TVX AND ECHO BAY IN THEIR RESPECTIVE FORWARD-LOOKING STATEMENTS.

YOU ARE CAUTIONED NOT TO PLACE UNDUE RELIANCE ON FORWARD-LOOKING STATEMENTS, WHICH SPEAK ONLY AS OF THE DATE OF THIS CIRCULAR OR, IN THE CASE OF DOCUMENTS INCORPORATED BY REFERENCE, THE DATE OF THOSE DOCUMENTS. NONE OF KINROSS, TVX OR ECHO BAY UNDERTAKES ANY OBLIGATION TO RELEASE PUBLICLY ANY REVISIONS TO THESE FORWARD-LOOKING STATEMENTS TO REFLECT EVENTS OR CIRCUMSTANCES THAT OCCUR AFTER THE DATE OF THIS CIRCULAR OR TO REFLECT THE OCCURRENCE OF UNANTICIPATED EVENTS EXCEPT AS MAY BE REQUIRED UNDER APPLICABLE SECURITIES LAWS. BEFORE YOU VOTE OR GRANT YOUR PROXY AND INSTRUCT HOW YOUR VOTE SHOULD BE CAST ON ANY MATTER, YOU SHOULD BE AWARE THAT THE OCCURRENCE OF THE EVENTS DESCRIBED IN THE "RISK FACTORS" SECTION IN THIS CIRCULAR BEGINNING ON PAGE S-18 AS WELL AS THE SECTIONS ENTITLED "RISK FACTORS" IN SCHEDULES A, B AND C TO THIS CIRCULAR, COULD HAVE A MATERIAL ADVERSE EFFECT ON THE COMBINED COMPANY.

SUMMARY

This summary highlights selected information contained elsewhere in this circular. You should carefully read the entire circular and the other documents to which this circular refers you. Please see "Documents Incorporated by Reference" on page S-80. We have included page references in parentheses to direct you to a more complete description of the items presented in this summary.

DISSENTING SHAREHOLDERS' RIGHTS (PAGE S-30)

Holders of TVX common shares and Echo Bay common shares are entitled to dissent from the arrangement in the manner provided in section 190 of the CBCA as modified by the interim order of the Superior Court of Ontario made in respect of the arrangement and by the plan of arrangement. FAILURE TO COMPLY STRICTLY WITH THE DISSENT PROCEDURES MAY RESULT IN THE LOSS OR UNAVAILABILITY OF ANY RIGHT TO DISSENT. The complete text of section 190 of the CBCA is attached to this circular as Exhibit D, the complete text of the interim order is attached as Exhibit B and the complete text of the plan of arrangement is attached as Exhibit C.

Holders of Kinross common shares are not entitled to rights of dissent under the Business Corporations Act (Ontario) (which we refer to in this circular as the "OBCA") or otherwise with respect to any matters to be considered at the Kinross special meeting.

The combination is conditional on rights of dissent not being exercised by the holders of more than 5% of the common shares of either TVX or Echo Bay.

THE COMBINATION AGREEMENT (PAGE S-33)

The following is a summary of certain of the terms and conditions of the combination agreement.

COVENANTS REGARDING NON-SOLICITATION AND SUPERIOR PROPOSALS (PAGE S-38)

The combination agreement provides that no party will, or permit its subsidiaries or material joint venture interests (to the extent that such party has the power to do so with respect to its material joint venture interests) to, directly or indirectly, solicit, initiate, facilitate or knowingly encourage the initiation of an acquisition proposal. An "acquisition proposal" is defined in the combination agreement to mean:

- any proposal or offer for a merger, amalgamation, reorganization, recapitalization or other business combination involving a party or a material subsidiary or a material joint venture interest of a party;

- any proposal or offer to acquire in any manner, directly or indirectly, assets which individually or in the aggregate exceed 10% of the consolidated assets of a party;

- any proposal or offer to acquire in any manner, directly or indirectly, any shares or securities convertible, exercisable or exchangeable for securities which exceed 10% of the outstanding voting securities of a party; or

- any sale of treasury shares, or securities convertible, exercisable or exchangeable for treasury shares, which exceed 10% of the outstanding voting securities of the party or rights or interests therein or thereto.

If the board of directors of a party receives an unsolicited bona fide acquisition proposal, such board may, however, consider, negotiate, approve or recommend the acquisition proposal to its shareholders so long as the acquisition proposal is a superior proposal. A "superior proposal" is defined in the combination agreement as an unsolicited bona fide acquisition proposal:

- in respect of which any required financing has been demonstrated to the satisfaction of such board of directors, acting in good faith, to be reasonably likely to be obtained;

- which is not subject to a due diligence access condition which allows access to the books, records and personnel of the party subject to the acquisition proposal or any of its material subsidiaries or material joint venture interests or their representatives beyond 5:00 p.m. (eastern time) on the tenth business day after which access is afforded to the person making the acquisition proposal;

- in respect of which such board of directors receives an opinion of counsel, that is reflected in the minutes of such board of directors, that it is required to consider the acquisition proposal in order to discharge properly its fiduciary duties; and

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- that such board of directors determines in good faith, after consultation with its financial advisors, would, if consummated in accordance with its terms (but not assuming away any risk of non-completion), result in a transaction:

  - more favourable to its shareholders than the combination;

  - having consideration with a value greater than the value of the consideration provided by the combination; and

  - that is reasonably capable of being completed within a reasonable period of time.

RIGHT TO MATCH SUPERIOR PROPOSAL (PAGE S-39)

The combination agreement provides that no party shall accept, approve, recommend or enter into any agreement, arrangement or understanding to implement a superior proposal without providing to each other party:

- written notice that its board of directors has received and is prepared to accept a superior proposal; and

- a copy of the superior proposal agreement as executed by the third party making the superior proposal,

as soon as possible but in any event at least five business days prior to acceptance of the superior proposal by the board of directors of that party.

Each other party must be given an opportunity (but does not have the obligation), before the expiration of the five business day period, to propose to amend the combination agreement to provide for consideration having a value and financial and other terms equivalent to or more favourable to the shareholders of the party that has received a superior proposal than those contained in such superior proposal, with the result that the superior proposal would cease to be a superior proposal.

If the other parties agree to amend the combination agreement in the manner described above, but otherwise on terms substantially the same as the terms of the combination agreement, the board of directors of the party that has received the superior proposal must consider the terms of the amendment, and if it concludes that the superior proposal is no longer a superior proposal, that party must not implement the proposed superior proposal, and must agree to amend the combination agreement.

If the other parties do not agree to amend the combination agreement, the party that has received the superior proposal may accept the superior proposal provided that it pays the other parties an aggregate of Cdn.$28 million in liquidated damages and, if applicable, the expenses of each such other party up to a maximum of Cdn.$2.5 million. Thereafter, that party may terminate the combination agreement and enter into an agreement to implement the superior proposal.

CONDITIONS TO COMPLETION OF THE COMBINATION (PAGE S-42)

A number of conditions set forth in the combination agreement must be satisfied or waived before the combination will be completed. These include:

- the approval of the issuance of shares pursuant to the arrangement and the election of four additional, agreed-upon individuals to the Kinross board of directors by at least a majority of the votes cast by the holders of Kinross common shares at the Kinross special meeting;

- the approval of the arrangement by at least 66 2/3% of the votes cast by the holders of TVX common shares at the TVX special meeting;

- the approval of the arrangement by at least 66 2/3% of the votes cast by the holders of Echo Bay common shares at the Echo Bay special meeting;

- the completion of the purchase by TVX of Newmont's interest in the TVX Newmont Americas joint venture;

- the granting of a final order sanctioning the arrangement by the Superior Court of Ontario in form and substance acceptable to Kinross, TVX and Echo Bay, acting reasonably, which shall not have been set aside or modified in a manner unacceptable to the parties, on appeal or otherwise;

- the absence of any juridical or administrative proceeding by or before any government entity that, if successful, or any law proposed, enacted, promulgated or applied that, would make illegal or otherwise directly or indirectly restrain, enjoin or prohibit the combination or result in a judgement or assessment of

damages relating to the transactions contemplated by the combination agreement which causes a material adverse effect on the party that is the subject of the proceedings or the proposed law;

- the receipt (on terms which will not cause a material adverse effect on any of the parties) of all regulatory approvals, which, if not obtained, would cause a material adverse effect on any of the parties or materially impede the combination;

- the approval for listing of the Kinross common shares to be issued in the arrangement on the Toronto Stock Exchange and either the American Stock Exchange or the New York Stock Exchange, Kinross having agreed to use its best efforts to obtain a listing for such shares on the New York Stock Exchange;

- dissent rights not having been exercised by the holders of more than 5% of the outstanding common shares of either TVX or Echo Bay;

- representations and warranties of the parties contained in the combination agreement being true and correct as of the effective date of the combination, except for any breaches of representations and warranties which would not have a material adverse effect on any other party or materially impede the completion of the combination;

- the performance of all covenants of the parties contained in the combination agreement, except for those which, if not performed, would not have a material adverse effect on any other party or materially impede the completion of the combination; and

- the absence of any change, condition, event or occurrence with respect to any of the parties which has or is reasonably likely to have a material adverse effect on any other party, on the combination or on the combined company that will result from the combination.

LIQUIDATED DAMAGES (PAGE S-43)

Each of Kinross, TVX and Echo Bay may become liable to pay liquidated damages to the other parties if:

- the combination agreement is terminated after its board of directors changes or withdraws its recommendation with respect to the combination in a manner materially adverse to the other parties or which would materially impede the completion of the combination;

- a bona fide acquisition proposal is made to a party or its shareholders and not withdrawn, and its shareholders do not approve that party's participation in the combination or the appropriate resolutions are not submitted for their approval and, thereafter, the combination agreement is terminated and within six months after termination of the combination agreement, the party approves or enters into a change of control proposal or becomes a subsidiary of a third party. A "change of control proposal" in relation to a party is defined in the combination agreement to mean:

  - any proposal or offer for a merger, amalgamation, reorganization, recapitalization or other business combination involving it or any of its material subsidiaries or material joint venture interests;

  - any proposal or offer to acquire in any manner, directly or indirectly, assets which individually or in the aggregate exceed 50% of its consolidated assets;

  - any proposal or offer to acquire in any manner, directly or indirectly, any shares or securities convertible, exercisable or exchangeable for securities which exceed 50% of its outstanding voting securities; or

  - any sale of treasury shares or securities convertible, exercisable or exchangeable for treasury shares, which exceed 50% of its outstanding voting securities; or

- the combination agreement is terminated by a party concurrently with that party entering into an agreement, arrangement or understanding to implement a superior proposal.

The total amount of liquidated damages payable is Cdn.$28 million, although the liquidated damages payable will be reduced to Cdn.$20 million in the event such liquidated damages become payable by any party because its board of directors withdraws or changes its recommendation with respect to the combination agreement and such withdrawal or change occurred solely because the financial advisor to the party has withdrawn or adversely amended its opinion with respect to the combination. Liquidated damages will be allocated between and paid to non-defaulting parties in equal amounts.

REIMBURSEMENT OF EXPENSES (PAGE S-44)

In the event that the shareholders of any party or parties fail to approve the arrangement or matters relating to the arrangement and the combination is not completed for any reason other than the fact that the board of directors of the non-approving party has withdrawn or changed its recommendation solely because its financial advisor has withdrawn or adversely amended its opinion with respect to the combination, then the non-approving party or parties will be required to reimburse the other parties or party whose shareholders approved the arrangement or matters relating to the arrangement for their actual third-party expenses up to a maximum of Cdn.$2.5 million payable to each approving party. In the event that the shareholders of Echo Bay do not approve the arrangement solely because Kinross fails to vote its Echo Bay common shares in favour thereof, Echo Bay shall not be required to make any payment under this provision.

TERMINATION OF THE COMBINATION AGREEMENT (PAGE S-44)

Kinross, TVX and Echo Bay may mutually agree, in writing, to terminate the combination agreement at any time prior to the effective date of the combination. Also, any party may terminate the combination agreement without the consent of any other party, before the effective date of the combination, if:

- any other party breaches a representation or warranty or fails to comply with a covenant contained in the combination agreement which breach or failure would have a material adverse effect on any other party or materially impede the completion of the combination, or a change, condition or event occurs which has or is reasonably likely to have a material adverse effect on any other party, on the combination or on the combined company that will result from the completion of the combination; provided, that the party wishing to terminate the combination agreement is not itself in breach of any representation, warranty or covenant in any material respect and provided further, that the party wishing to terminate the combination agreement has delivered notice to the other parties asserting the basis for the termination and the breach remains substantially uncured at the earlier of 30 days after notice is given and the termination date, which is November 30, 2002 unless extended as provided for in the combination agreement;

- any condition to the obligations of that party to complete the arrangement is not capable of being satisfied; provided that the party wishing to terminate the combination agreement is not itself in breach of any representation, warranty or covenant in any material respect;

- a juridical or administrative proceeding is brought, any regulatory approval is not received, or rights of dissent are exercised by holders of more than 5% of the outstanding common shares of either TVX or Echo Bay and, as a result, these conditions to the obligations of the parties to effect the combination are incapable of being satisfied; provided that the party wishing to terminate the combination agreement is not itself in breach of any representation, warranty or covenant in any material respect;

- the shareholders of any party do not approve the participation of such party in the combination;

- a party's board of directors approves, and concurrently with the termination of the combination agreement enters into an agreement, arrangement or understanding to implement a superior proposal and has paid the applicable liquidated damages and expenses; or

- the board of directors of any other party withdraws or changes its recommendations or determinations to its shareholders in a manner materially adverse to the other parties or which would materially impede the completion of the combination; the party whose board of directors has withdrawn or changed its recommendation in a manner materially adverse to the other parties or which would materially impede the completion of the combination may also terminate the combination agreement if such withdrawal or change occurred solely because the financial advisor to that party has withdrawn or adversely amended its opinion with respect to the combination.

The combination agreement will automatically terminate on November 30, 2002 (unless extended as provided in the combination agreement) if the combination is not consummated by such date.

EFFECTIVE DATE OF THE COMBINATION (PAGE S-33)

The combination will be effective on the first business day following the fulfillment or waiver of the conditions to the completion of the combination set forth in the combination agreement, or as soon as practical thereafter.

KINROSS AFTER COMPLETION OF THE COMBINATION (PAGE S-64)

Following completion of the combination, Kinross' annual gold production is expected to be approximately two million ounces at total cash costs of less than $200 per ounce. Although global in reach, Kinross will have approximately 65% of its annual production and approximately 50% of its reserves based in the United States and Canada. Kinross will be the seventh largest primary gold producer in the world and the only senior North American-based primary gold producer with less than 5% of its reserves hedged. Kinross will operate and maintain joint venture interests in 13 gold mines and one base metal mine located on five continents, including seven underground mines, five open pit mines and two operations expected to include both open pit and underground mines.

The management team of Kinross will be led by Mr. Robert Buchan as President and Chief Executive Officer and Mr. Scott Caldwell as Executive Vice

President and Chief Operating Officer. In addition, Kinross has agreed in the combination agreement that it will, at the Kinross special meeting, ask the Kinross shareholders to elect to the Kinross board of directors four additional agreed-upon directors, being Messrs. Harry S. Campbell, David Harquail, Robert L. Leclerc and George F. Michals. Mr. Harquail and Mr. Leclerc are currently directors of Echo Bay.

STOCK EXCHANGE LISTINGS (PAGE S-73)

The Kinross common shares are listed on the Toronto Stock Exchange and the American Stock Exchange. The Toronto Stock Exchange has conditionally approved the listing of the Kinross common shares to be issued in connection with the arrangement. In addition, application has been made to the New York Stock Exchange to list the Kinross common shares, including the Kinross common shares to be issued in connection with the arrangement. Kinross has agreed to use its best efforts to have the Kinross common shares listed on the New York Stock Exchange. Upon completion of the combination and subject to the Kinross common shares being listed on the New York Stock Exchange, the Kinross common shares will cease to be listed and traded on the American Stock Exchange.

Upon completion of the arrangement, the TVX common shares and the Echo Bay common shares will each be delisted from the Toronto Stock Exchange. In addition, the TVX common shares will be delisted from the New York Stock Exchange and the Echo Bay common shares will be delisted from the American Stock Exchange and the other international exchanges on which they are currently listed. However, Echo Bay's outstanding warrants to purchase Echo Bay common shares will continue to be listed on the Toronto Stock Exchange and the American Stock Exchange, but will be exercisable for Kinross common shares. Kinross intends to apply to have TVX cease to be a reporting issuer under Canadian securities legislation and the registration of the Echo Bay common shares under the U.S. Securities Exchange Act of 1934, as amended (which we refer to in this circular as the "Exchange Act"), will be terminated.

Following the completion of the arrangement, it is expected that Kinross will continue to be a reporting company subject to the periodic reporting requirements of the Exchange Act and, as a qualifying Canadian "foreign private issuer", will continue to be eligible to use the multijurisdictional disclosure system. The multijurisdictional system permits eligible companies in the United States and Canada to use the disclosure documents prepared and reviewed under the laws and procedures of their home country.

Kinross furnishes its disclosure documents to its United States shareholders, including its annual report and interim reports, that meet only the disclosure requirements of Canadian securities regulatory authorities. The form, content and timing of reports and notices that Kinross files with the SEC differs in several respects from the reports and notices that Echo Bay currently files. For example, Kinross is required to file with the SEC an annual report on Form 40-F within 140 days after the end of each fiscal year and furnish reports on Form 6-K upon the occurrence of significant events if the events are required to be disclosed in Canada. In addition, as a "reporting issuer" under Canadian securities legislation, Kinross is subject to the reporting requirements of the various securities regulatory authorities in Canada, and is required to prepare its financial information in accordance with Canadian generally accepted accounting principles. These accounting principles differ from U.S. generally accepted accounting principles. Subsequent to the arrangement, Kinross intends to make periodic filings with the SEC on the same basis.

Additionally, as a "foreign private issuer", Kinross is exempt from some of the requirements of the Exchange Act, including the proxy and information provisions of Section 14 of that Act and the reporting and liability provisions applicable to officers, directors and significant shareholders under Section 16 of that Act.

ACCOUNTING TREATMENT (PAGE S-73)

Kinross will account for the combination using the purchase method of accounting.

EXCHANGE OF SHARE CERTIFICATES (PAGE S-75)

As soon as practicable after the effective date of the combination, Kinross will deposit with Computershare Trust Company of Canada, as depositary, in trust for the benefit of the holders of TVX common shares and Echo Bay common shares, certificates representing the number of Kinross common shares to which the TVX common shareholders and Echo Bay common shareholders are entitled pursuant to the arrangement, and cash in lieu of fractional Kinross common shares. Promptly after the effective date of the combination, a letter of transmittal will be furnished by the depositary to former holders of TVX common shares and Echo Bay common shares for use in exchanging their certificates. Each holder of TVX common shares or Echo Bay common shares, upon surrender to the depositary of one or more certificates for cancellation with such letter of transmittal, will be entitled to receive certificates representing the number of whole Kinross common shares to be issued in respect of such shares and a cash payment in lieu of any fractional shares.

DETAILED INSTRUCTIONS, INCLUDING A LETTER OF TRANSMITTAL, WILL BE MAILED BY THE DEPOSITARY TO HOLDERS OF TVX COMMON SHARES AND ECHO BAY COMMON SHARES PROMPTLY FOLLOWING THE EFFECTIVE DATE OF THE COMBINATION AS TO THE METHOD OF EXCHANGING CERTIFICATES FORMERLY REPRESENTING TVX COMMON SHARES OR ECHO BAY COMMON SHARES FOR CERTIFICATES REPRESENTING KINROSS COMMON SHARES. HOLDERS OF TVX COMMON SHARES OR ECHO BAY COMMON SHARES SHOULD NOT FORWARD SHARE CERTIFICATES UNTIL THEY HAVE RECEIVED THE LETTER OF TRANSMITTAL FROM THE DEPOSITARY.

SELECTED CONSOLIDATED HISTORICAL FINANCIAL DATA OF KINROSS

The selected consolidated financial data set forth below should be read in conjunction with the consolidated financial statements of Kinross and the notes thereto included in this circular, and management's discussion and analysis of financial condition and results of operations incorporated by reference in this circular. The financial information as at December 31, 2001 and 2000 and for the years ended December 31, 2001, 2000 and 1999 is derived from the audited consolidated financial statements of Kinross included in this circular. The financial information as at December 31, 1999, 1998 and 1997 and for the years ended December 31, 1998 and 1997 is derived from audited consolidated financial statements of Kinross that are neither included nor incorporated by reference in this circular. The financial information as at June 30, 2002 and for the six months ended June 30, 2002 and 2001 is derived from the unaudited consolidated financial statements of Kinross included in this circular. The financial information as at June 30, 2001 is derived from unaudited consolidated financial statements of Kinross that are neither included in nor incorporated by reference in this circular. The consolidated financial statements have been prepared in accordance with Canadian generally accepted accounting principles, which differ in certain respects from generally accepted accounting principles in the United States. See Note 20 of the audited consolidated financial statements of Kinross for a description of these differences. Kinross utilizes the dollar as its reporting currency. All financial data presented below are in millions of dollars except per share data and number of shares outstanding.

	SIX MONTHS ENDED JUNE 30,		YEAR ENDED DECEMBER 31,			
	2002	2001	2001	2000	1999	1998
	(CDN. GAAP)				(CDN. GAAP)	
FOR THE PERIOD:						
Revenue..............................	$ 134.1	$ 142.6	$282.9	$ 289.3	$ 317.0	$ 286.
(Loss) earnings from operations........	(4.1)	(1.8)	(1.6)	(15.3)	(25.6)	(8.
Net loss.............................	(12.2)	(11.0)	(36.9)	(126.1)	(240.7)	(245.
Net loss attributable to common shareholders........................	(16.4)	(14.8)	(44.6)	(133.3)	(247.2)	(251.
Cash flow provided from operating activities..........................	31.0	46.1	74.5	47.8	69.5	102.
Weighted average common shares outstanding (millions)..............	352.4	301.1	313.4	298.1	299.2	233.
Capital expenditures..................	9.2	16.1	30.4	41.6	44.0	33.
PER COMMON SHARE:						
Net loss -- basic and diluted.........	$ (0.05)	$ (0.05)	$(0.14)	$ (0.45)	$ (0.83)	$ (1.0
Cash dividends to common shareholders........................	--	--	--	--	--	-
Dividends declared per common share....	--	--	--	--	--	-
AT PERIOD END:						
Cash and cash equivalents.............	$ 93.6	$ 11.4	$ 81.0	$ 77.8	$ 113.9	$ 153.
Current assets........................	152.8	138.1	138.7	156.3	215.1	264.
Total assets..........................	540.1	650.6	577.6	700.0	882.4	1,114.
Current liabilities...................	62.6	86.7	76.7	81.6	90.5	80.
Long-term debt(1)(3)..................	79.4	109.2	95.3	147.8	179.1	196.
Convertible preferred shares of subsidiary company..................	12.4	95.2	48.0	91.8	88.3	88.
Net shareholders' equity(3)...........	344.9	326.6	328.8	338.7	475.6	686.
Working capital.......................	90.2	51.4	62.0	74.7	124.6	184.

	YEAR ENDED DECEMBER 31,				
	2001	2000	1999	1998	19
	(U.S. GAAP)				
FOR THE PERIOD:					
Loss from operations	$(24.3)	$ (89.5)	$(198.6)	$ (326.3)	$(9
Net loss	(32.5)	(113.7)	(228.3)	(325.8)	(8
Net loss attributable to common shareholders	(32.5)	(113.7)	(228.3)	(325.8)	(8
Cash flow provided from operating activities	69.1	42.9	65.1	97.8	4
Net loss per share -- basic and diluted	(0.10)	(0.38)	(0.76)	(1.40)	(0
AT PERIOD END:					
Current assets	$139.0	$ 156.3	$ 215.1	$ 264.6	$24
Total assets	540.4	652.4	827.3	1,031.2	46
Long-term debt(2)	190.0	244.8	276.5	282.0	14
Net shareholders' equity	200.8	194.1	318.6	512.9	26
Working capital	62.3	74.7	124.6	184.2	22

Notes:

(1) Includes long-term debt (current and long-term portions), the debt component of Kinross' 5.5% convertible subordinated unsecured debentures and Kinross' redeemable retractable preferred shares.

(2) Includes long-term debt (current and long-term portions), Kinross' redeemable retractable preferred shares and Kinross' 5.5% convertible subordinated unsecured debentures.

(3) 2001 and prior amounts are before change in accounting policy. See Note 2 on page F-16.

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SELECTED CONSOLIDATED HISTORICAL FINANCIAL DATA OF TVX

The selected consolidated financial data set forth below should be read in conjunction with the consolidated financial statements of TVX and the notes thereto included in this circular, and management's discussion and analysis of financial condition and results of operations incorporated by reference in this circular. The financial information as at December 31, 2001 and 2000 and for the years ended December 31, 2001, 2000 and 1999 is derived from the audited consolidated financial statements of TVX included in this circular. The financial information as at December 31, 1999, 1998 and 1997 and for the years ended December 31, 1998 and 1997 is derived from audited consolidated financial statements of TVX that are neither included nor incorporated by reference in this circular. The financial information as at June 30, 2002 and for the six months ended June 30, 2002 and 2001 is derived from the unaudited consolidated financial statements of TVX included in this circular. The financial information as at June 30, 2001 is derived from unaudited consolidated financial statements of TVX that are neither included in nor incorporated by reference in this circular. The consolidated financial statements have been prepared in accordance with Canadian generally accepted accounting principles, which differ in certain respects from generally accepted accounting principles in the United States. See Note 17 of the audited consolidated financial statements of TVX for a description of these differences. TVX utilizes the dollar as its reporting currency. All financial data presented below are in millions of dollars except per share data and number of shares outstanding.

	SIX MONTHS ENDED JUNE 30,		YEAR ENDED DECEMBER 31,			
	2002	2001	2001	2000	1999	1998
	(CDN. GAAP)			(CDN. GAAP)		
FOR THE PERIOD:						
Revenue..................................	$ 89.2	$ 79.3	$ 158.3	$170.0	$ 162.9	$ 162.1
Earnings (loss) from operations..........	12.4	6.1	(11.1)	25.2	27.5	19.7
Net earnings (loss)......................	2.3	1.2	(227.9)	12.4	(47.6)	(66.0
Net earnings (loss) attributable to common shareholders....................	2.3	(5.1)	(234.6)	0.1	(59.4)	(77.5
Cash flow provided from operating activities............................	18.4	11.1	45.8	32.6	46.6	84.8
Weighted average common shares outstanding (millions)(1)..............	38.9	3.6	18.9	3.6	3.4	3.2
Capital expenditures.....................	8.8	13.0	25.6	48.7	55.3	94.6
PER COMMON SHARE:						
Net earnings (loss) basic and diluted....	$ 0.06	$(1.44)	$(12.41)	$ 0.03	$(17.33)	$(23.94
Cash dividends to common shareholders....	--	--	--	--	--	--
Dividends declared per common share......	--	--	--	--	--	--
AT PERIOD END:						
Cash and cash equivalents................	$117.0	$ 56.5	$ 54.5	$ 93.6	$ 147.2	$ 41.2
Current assets...........................	165.0	130.0	112.0	179.2	228.6	141.3
Total assets.............................	436.0	731.2	458.3	763.0	740.2	750.2
Current liabilities......................	36.7	46.4	49.0	78.8	89.7	119.7
Long-term debt(2)........................	--	87.8	74.2	115.2	85.6	199.0
Gold linked convertible notes (included in net shareholders' equity)...........	--	240.3	--	234.0	221.6	209.8
Net shareholders' equity (includes gold linked convertible notes)..............	223.3	397.7	174.5	396.5	386.8	410.4
Working capital..........................	128.3	83.7	63.0	100.4	138.8	21.6

	YEAR ENDED DECEMBER 31,				
	2001	2000	1999	1998	199
			(U.S. GAAP)		
FOR THE PERIOD:					
Earnings (loss) from operations..................	$ (59.4)	$ 28.6	$ 33.5	$ 17.4	$
Net earnings/(loss)..............................	(238.3)	15.9	(92.4)	(72.3)	(4

Net earnings/(loss) attributable to common shareholders	(238.3)	15.9	(92.4)	(72.3)	(4
Cash flow provided from operating activities	45.8	32.6	45.6	81.0	2
Net earnings/(loss) per share -- basic and diluted	(12.61)	4.45	(26.92)	(22.33)	(14
AT PERIOD-END:					
Current assets	$ 112.1	$189.5	$ 228.6	$ 141.3	$ 15
Total assets	447.7	798.3	764.3	772.7	83
Long-term debt(3)	74.2	345.0	302.8	404.5	39
Net shareholders' equity	178.7	194.2	178.9	247.3	31
Working capital	68.4	119.0	146.2	29.8	6

Notes:

(1) Adjusted to reflect a share consolidation which took effect on July 31, 2000 on a one for five basis, and a share consolidation which took effect on June 30, 2002 on a one for ten basis.

(2) Long-term debt includes current and long-term portion of long-term debt, debentures payable and the debt component of gold linked convertible notes.

(3) Long-term debt includes current and long-term portion of long-term debt, debentures payable and gold linked convertible notes.

SELECTED CONSOLIDATED HISTORICAL FINANCIAL DATA OF ECHO BAY

The selected consolidated financial data set forth below should be read in conjunction with the consolidated financial statements of Echo Bay and the notes thereto included in this circular, and management's discussion and analysis of financial condition and results of operations incorporated by reference in this circular. The financial information as at December 31, 2001 and 2000 and for the years ended December 31, 2001, 2000 and 1999 is derived from the audited consolidated financial statements of Echo Bay included in this circular. The financial information as at December 31, 1999, 1998 and 1997 and for the years ended December 31, 1998 and 1997 is derived from audited consolidated financial statements of Echo Bay which are neither included in nor incorporated by reference in this circular. The financial information as at June 30, 2002 and for the six months ended June 30, 2002 and 2001 is derived from the unaudited consolidated financial statements of Echo Bay included in this circular. The financial information as at June 30, 2001 is derived from unaudited consolidated financial statements of Echo Bay that are neither included in nor incorporated by reference in this circular. The consolidated financial statements have been prepared in accordance with Canadian generally accepted accounting principles, which differ in certain respects from generally accepted accounting principles in the United States. See Note 15 of the audited consolidated financial statements of Echo Bay and Note 10 of the unaudited interim consolidated financial statements of Echo Bay for a description of the differences. Echo Bay utilizes the dollar as its reporting currency. All financial data presented below are in millions of dollars except per share data and number of shares outstanding.

	SIX MONTHS ENDED JUNE 30,		YEAR ENDED DECEMBER 31,			
	2002	2001	2001	2000	1999	1998
	(CDN. GAAP)		(CDN. GAAP)			
FOR THE PERIOD:						
Revenue....................................	$109.8	$128.1	$237.7	$281.0	$210.4	$232.2
Earnings (loss) from operations............	9.3	2.6	(7.1)	19.8	(28.9)	(7.9
Net earnings (loss)........................	4.0	3.4	(5.7)	18.6	(37.3)	(20.1
Net earnings (loss) attributable to common shareholders............................	(132.9)	(5.3)	(23.0)	3.2	(51.0)	(32.6
Cash flow provided from (used in) operating activities..............................	5.2	16.3	31.6	46.5	29.6	12.1
Weighted average common shares outstanding (millions)...............................	429.8	140.6	140.6	140.6	140.6	140.1
Capital and exploration expenditures........	11.0	15.4	26.2	16.5	14.7	24.1
PER COMMON SHARE:						
Net earnings (loss) -- basic and diluted....	$(0.31)	$(0.04)	$(0.16)	$ 0.02	$(0.36)	$(0.23
Cash dividends to common shareholders.......	--	--	--	--	--	--
Dividends declared per common share.........	--	--	--	--	--	--
AT PERIOD END:						
Cash and cash equivalents..................	$ 16.6	$ 10.0	$ 12.4	$ 14.3	$ 3.4	$ 8.0
Current assets.............................	57.3	57.9	51.1	65.0	61.2	59.5
Total assets...............................	257.0	287.2	260.8	313.6	340.2	368.1
Current liabilities........................	29.4	48.9	49.6	62.3	57.2	59.9
Long-term debt(1)..........................	--	25.4	23.7	32.5	56.7	52.8
Net shareholders' equity...................	149.7	119.3	106.8	116.8	101.1	133.8
Working capital (deficiency)...............	27.9	9.0	1.6	2.7	4.0	(0.5

	SIX MONTHS ENDED JUNE 30,		YEAR ENDED DECEMBER 31,			
	2002	2001	2001	2000	1999	1998
			(U.S. GAAP)			
FOR THE PERIOD:						
Operating earnings (loss)..................	$ 8.9	$ (0.2)	$ (6.8)	$ 22.7	$(25.6)	$(15.5)
Net earnings (loss) before extraordinary loss...................................	4.4	(11.4)	(29.1)	2.3	(48.3)	(40.8)
Loss on retirement of capital securities, net of nil tax effect.........................	(137.8)	--	--	--	--	--
Net earnings (loss)........................	(133.4)	(11.4)	(29.1)	2.3	(48.3)	(40.8)
Cash flow provided from (used in) operating activities..............................	5.2	16.3	31.6	46.5	29.6	12.1
Net earnings (loss) per share -- basic and diluted						
-- before extraordinary loss...............	0.01	(0.08)	(0.21)	0.02	(0.34)	(0.29)
-- extraordinary loss......................	(0.32)	--	--	--	--	--
-- after extraordinary loss................	(0.31)	(0.08)	(0.21)	0.02	(0.34)	(0.29)
AT PERIOD-END:						

Total assets	$243.4	$256.9	$234.4	$314.5	$341.3	$370.1
Long-term debt(2)	--	122.0	117.0	126.5	151.3	144.9
Accrued interest on capital securities	--	52.1	64.2	46.1	30.0	15.7
Shareholders' equity (deficit)	162.0	0.9	(29.8)	(19.5)	(19.6)	24.2
Working capital (deficiency)	38.8	10.4	4.4	3.4	4.0	(3.5)

Notes:

(1) Long-term debt includes current and long-term portion of long-term debt and debt component of capital securities.

(2) Long-term debt includes current and long-term portion of long-term debt and the capital securities.

SELECTED UNAUDITED PRO FORMA CONSOLIDATED FINANCIAL INFORMATION

The following summary of selected unaudited pro forma consolidated financial information for Kinross is derived from and should be read in conjunction with the detailed information contained in the audited consolidated financial statements of Kinross, TVX and Echo Bay as at and for the year ended December 31, 2001; the unaudited interim consolidated financial statements of Kinross, TVX and Echo Bay as at and for the six months ended June 30, 2002; the unaudited pro forma consolidated financial statements of Kinross as at and for the six months ended June 30, 2002 and for the year ended December 31, 2001; and the accompanying notes to such financial statements, which financial statements and notes are included in this circular.

Included in this circular are the unaudited pro forma consolidated financial statements of Kinross, together with the relevant notes, assumptions and adjustments thereto, which reflect the completion of the combination, if it had occurred on January 1, 2001 for purposes of the pro forma consolidated statement of operations and as at June 30, 2002 for purposes of the pro forma consolidated balance sheet. The unaudited pro forma consolidated financial statements have been prepared using the purchase method of accounting. The unaudited pro forma consolidated financial statements are not necessarily indicative of the financial position or financial results that would have been achieved had the combination been completed as of the beginning of the periods presented and should not be construed as representative of such amounts for any future dates or periods.

All financial data presented are in millions of dollars, except per share data.

	PRO FORMA FOR THE SIX MONTHS ENDED JUNE 30, 2002	PRO FORMA FOR THE YEAR ENDED DECEMBER 31, 2001

OPERATING RESULTS:		
Revenues	$ 303.9	$601.3
Net loss for the period	(43.3)	(349.0)
Net loss attributable to common shareholders	(184.4)	(380.6)
PER SHARE DATA		
Net loss per share -- basic and diluted	$ (0.21)	$(0.45)

	PRO FORMA AS AT JUNE 30, 2002
FINANCIAL POSITION:	
Cash and cash equivalents	$ 91.7
Current assets	268.7
Total assets	2,187.1
Current liabilities	212.1
Short-term debt	90.0
Long-term debt(1)	86.0
Common shareholders' equity	1,639.8
Working capital	56.6

Note:

(1) Includes long-term debt (current and long-term portions), the debt component of Kinross' 5.5% convertible subordinated unsecured debentures and Kinross' redeemable retractable preferred shares.

The tables below set out the material adjustments to pro forma consolidated net loss and shareholders' equity reflected in the unaudited pro forma consolidated financial information which would be required if U.S. GAAP had been applied. These tables should be read in conjunction with Note 20 of Kinross' audited consolidated financial statements, Note 17 of TVX's audited consolidated financial statements and Note 15 of Echo Bay's audited consolidated financial statements and Note 9 of Echo Bay's unaudited interim consolidated financial statements.

RECONCILIATION OF PRO FORMA CONSOLIDATED NET LOSS

(AMOUNTS IN MILLIONS OF U.S. DOLLARS)

	SIX MONTHS ENDED JUNE 30, 2002	YEAR ENDED DECEMBER 31, 2001

PRO FORMA NET LOSS UNDER CANADIAN GAAP	$ (43.3)	$(349.0)
ADJUSTMENTS FOR:		
Write-down of property, plant and equipment under U.S. GAAP(a)	--	(49.9)
Reduction in depreciation, depletion and amortization under U.S. GAAP(a)	4.8	8.9
Increase in convertible debenture interest(b)	(7.1)	(22.5)
Recognition of exchange gains (losses) on convertible debentures(b)	(4.7)	6.3
Change in market value of commodity and foreign exchange derivative contracts(c)	2.0	(8.4)
Reclassification of realized earnings related to derivative contracts(f)	0.7	(3.1)
Income tax recovery(e)	--	3.7
Minority interests and participation rights(d)	(0.7)	2.1
Kettle River exploration expense(g)	--	(2.2)
Kettle River amortization expense(g)	--	2.1
Premium on flow through shares issued(i)	0.5	--
Gain (loss) on retirement of capital securities	5.5	--
PRO FORMA NET LOSS UNDER U.S. GAAP BEFORE EXTRAORDINARY ITEMS	(42.3)	(412.0)
Gain (loss) on retirement of capital securities and gold linked notes(j)	(137.8)	34.2
PRO FORMA NET LOSS UNDER U.S. GAAP	$(180.1)	$(377.8)

RECONCILIATION OF PRO FORMA CONSOLIDATED SHAREHOLDERS' EQUITY

(AMOUNTS IN MILLIONS OF U.S. DOLLARS)

	AS AT JUNE 30, 2002
PRO FORMA SHAREHOLDERS' EQUITY UNDER CANADIAN GAAP	$1,639.8
ADJUSTMENTS FOR:	
Write-down of property, plant and equipment under U.S. GAAP (a)	(60.5)
Reduction in depreciation, depletion and amortization under U.S. GAAP (a)	21.3
Convertible debentures (b)	(104.3)
Premium on flow through shares issued (i)	(0.6)
Unrealized gains on marketable securities and long term investments (h)	62.2
Change in market value of commodity and foreign exchange derivative contracts (c)	(19.3)
Reclassification of realized earnings related to derivative contracts (c)	7.1

PRO FORMA SHAREHOLDERS' EQUITY UNDER U.S. GAAP.............	$1,545.7

(a) In connection with an impairment evaluation, property, plant and equipment was written down to the fair value for the year ended December 31, 2001. The adjustment of $49.9 million to the net loss in the year ended December 31, 2001 comprises an increase to the write down of $51.2 million for TVX and a reduction in the write down of $1.3 million for Echo Bay. GAAP differences arise from the requirement to discount future cash flows from impaired properties under U.S. GAAP and from using proven and probable reserves only. Under Canadian GAAP, future cash flows from impaired properties are not discounted and reserves are calculated to include current proven and probable reserves plus mineral resources expected to be converted to proven and probable reserves. The decrease to shareholders' equity of $60.5 million arises from applying the U.S. GAAP approach to write downs recognized by Kinross prior to January 1, 2001.

Under U.S. GAAP, depreciation, depletion and amortization would be reduced accordingly, as capitalized costs are amortized over proven and probable reserves only. The adjustment to the net loss comprises $3.4 million and $1.4 million in the six months ended June 30, 2002 and $6.1 million and $2.8 million in the year ended December 31, 2001 for Kinross and TVX respectively. The adjustment of $21.3 million to shareholders' equity represents the cumulative difference created by applying this policy to Kinross' property, plant and equipment at June 30, 2002.

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(b) Under Canadian GAAP, convertible debentures are accounted for in accordance with their substance and, as such, are presented in the financial statements in accordance with their liability and equity component parts. Under U.S. GAAP, the entire principal amount of convertible debentures is treated as debt with interest expense based on the coupon rate of 5.5%. Adjustment to net loss to account for the interest expense amounted to $7.1 million of which $2.5 million and $4.6 million relates to Kinross and Echo Bay, respectively, for the six months ended June 30, 2002. The increased interest expense of $22.5 million of which $4.1 million, $17.3 million and $1.1 million relates to Kinross, Echo Bay and TVX, respectively, in the year ended December 31, 2001.

In addition, under Canadian GAAP (prior to January 1, 2002), the unrealized foreign exchange gains and losses on the Canadian dollar denominated debentures are deferred and amortized over the term of the debentures. Effective January 1, 2002, Canadian GAAP no longer permits the deferral of unrealized foreign exchange gains and losses on the debt component of the debentures. Under U.S. GAAP, these gains and losses are recognized in income along with exchange gains and losses related to the portion of the convertible debentures included in equity under Canadian GAAP. Adjustments to the net loss, to recognize the unrealized exchange gains and (losses) amounts in Kinross are $(4.7) million and $6.3 million for the six months ended June 30, 2002 and the year ended December 31, 2001, respectively.

The adjustment of $104.3 million to the shareholders' equity relates to Kinross.

(c) On January 1, 2001 FASB Statement No. 133, "Accounting for Derivative Instruments and Hedging Activities" (SFAS 133), and the corresponding amendments under FASB Statement No. 138 (SFAS 138) were adopted. SFAS 133 requires that all derivative financial instruments be recognized in the financial statements and measured at fair value regardless of the purpose or intent for holding them. Changes in the fair value of derivative financial instruments are either recognized periodically in income or shareholders' equity (as a component of other comprehensive income), depending on whether the derivative is being used to hedge changes in fair value or cash flows. SFAS 138 amends certain provisions of SFAS 133 to clarify four areas causing difficulties in implementation.

For derivatives designated as cash flow hedges, the effective portions of changes in fair value of the derivative are reported in other comprehensive income and are subsequently reclassified into other income when the hedged item affects other income. Changes in fair value of the derivative instruments used as economic instruments and ineffective portions of hedges are recognized in other income in the period incurred. The decrease to the net loss of $2.0 million comprises an increase in fair value of derivative financial instruments of $6.5 million in respect of Kinross and a decrease in fair value of $3.5 million and $1.0 million for TVX and Echo Bay, respectively, in the six months ended June 30, 2002 whereas the adjustment of $8.4 million in the year ended December 31, 2001 comprises of $3.6 million, $0.8 million and $4.0 million for Kinross, TVX and Echo Bay, respectively.

At June 30, 2002, $19.3 million of other comprehensive loss would have been recognized and $7.1 million of deferred revenue would have been reclassified as both other comprehensive income ($4.5 million) and as a decrease to the deficit ($2.6 million) under U.S. GAAP in respect of Kinross derivative financial instruments.

(d) The effect of adjustments on minority interests and participation rights made to TVX Gold Inc.'s financial statements to comply with U.S. GAAP.

(e) To account for the tax impact of adjustments made by TVX to comply with U.S. GAAP. Effective January 1, 2000, the liability method of accounting for income taxes was adopted for Canadian GAAP.

(f) In accordance with Canadian GAAP, certain long-term foreign exchange contracts are considered to be hedges of the cost of goods to be purchased in foreign currencies in future periods. Gains and losses related to changes in market values of such contracts are recognized as a component of the cost of goods when the related hedged purchases occur. Under U.S. GAAP, foreign exchange contracts would be carried at market value and changes included in current earnings.

The reduction in net loss of $0.7 million relates to Echo Bay for the six months ended June 30, 2002. The increase of $3.1 million to the net loss for the year ended December 31, 2001 comprises $0.3 million and $2.8 million that relate to Kinross and Echo Bay, respectively.

(g) In accordance with Canadian GAAP, capitalized mine development costs include expenditures incurred to develop new ore bodies, to define further resources in existing ore bodies and to expand the capacity of operating mines. Under U.S. GAAP development costs are capitalized only when converting mineralized material to reserves or for further delineation of existing reserves. The development expenditures resulted in additions to mineralized material but did not add to mineral reserves. Therefore under U.S. GAAP, the expenditures would be classified as exploration expense. The adjustments of $2.1 million and $2.2 million to the net loss in the year ended December 31, 2001 relate to Echo Bay regarding the Kettle River mine.

(h) Under Canadian GAAP, unrealized gains (losses) on long-term investments and marketable securities are not recorded. Under U.S. GAAP, unrealized gains (losses) on long-term investments and marketable securities that are classified as available for sale are charged to comprehensive income or loss in the current period. The adjustment of $62.2 million as at June 30, 2002 represents the cumulative adjustment required to comply with U.S. GAAP and relates to Kinross.

(i) Under Canadian income tax legislation, a company is permitted to issue shares whereby the company agrees to incur qualifying expenditures and renounce the related income tax deductions to the investors. For U.S. GAAP, the premium paid in excess of the market value is credited to other liabilities and included in income over the period in which the Company incurs the qualified expenditures. The adjustment made accordingly to comply with U.S. GAAP amounts to $0.5 million in the six month period ended June 30, 2002 and relates to Kinross.

(j) In accordance with Canadian GAAP, the loss on the retirement of capital securities was recorded proportionately between interest expense and deficit based on the debt and equity classifications of the capital securities. Under U.S. GAAP, the entire net loss of $137.8 million relating to Echo Bay would be recorded as an extraordinary expense item in 2002.

In accordance with Canadian GAAP, the gain on conversion of the Gold linked convertible notes of TVX was recorded as contributed surplus. Under U.S. GAAP, this gain of $34.2 million would be recorded as an extraordinary gain in 2001.

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COMPARATIVE PER SHARE DATA

The following table sets forth, for the periods indicated, selected pro forma per share amounts, prepared in accordance with Canadian generally accepted accounting principles, for Kinross common shares after giving effect to the combination; pro forma equivalent per share amounts for TVX common shares and Echo Bay common shares; and the corresponding historical per share data for Kinross common shares, TVX common shares and Echo Bay common shares. The information presented in the following table should be read in conjunction with the unaudited pro forma consolidated statements of Kinross, together with the relevant notes, adjustments and assumptions thereto, and the historical consolidated financial statements and related notes of each of Kinross, TVX and Echo Bay included in this circular.

	AS AT AND FOR THE SIX MONTHS ENDED JUNE 30, 2002	AS AT AND FOR YEAR ENDED DECEMBER 31, 2
KINROSS COMMON SHARES		
Net Income (loss):		
Income (loss) from continuing operations per share........	$(0.05)	$ (0.14)
Pro forma...	(0.21)	(0.45)
Cash dividends per Kinross common share:		
Historical..	--	--
Pro forma...	--	--
Book value per Kinross common share at period end:		
Historical..	$ 0.60	$ 0.61
Pro forma...	1.70	--
TVX COMMON SHARES(1)		
Net Income (loss):		
Income (loss) from continuing operations per share........	$ 0.06	$(12.41)
TVX per share equivalent................................	(1.37)	(2.93)
Cash dividends per TVX common share:		
Historical..	--	--
TVX per share equivalent................................	--	--
Book value per TVX common share at period end:		
Historical..	$ 5.18	$ 4.88
TVX per share equivalent................................	11.05	--
ECHO BAY COMMON SHARES		
Net Income (loss):		
Income (loss) from continuing operations per share........	$(0.31)	$ (0.16)
Echo Bay per share equivalent...........................	(0.11)	(0.23)
Cash dividends per Echo Bay common share:		
Historical..	--	--
Echo Bay per share equivalent...........................	--	--
Book value per Echo Bay common share at period end:		
Historical..	$ 0.28	$ (0.36)
Echo Bay per share equivalent...........................	0.88	--

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Note:

(1) Adjusted to reflect a TVX share consolidation which took effect on July 31, 2000 on a one for five basis, and a TVX share consolidation which took effect on June 30, 2002 on a one for ten basis.

You should not rely on the pro forma per share data as being indicative of the results of operations or financial condition that would have been reported by the combined company had the combination been in effect during the periods set forth above or that may be reported in the future.

Equivalent per share data in respect of the TVX and Echo Bay shares have been calculated by multiplying the Kinross pro forma amounts by the exchange ratios of 6.5 and 0.52, respectively.

COMPARATIVE MARKET PRICE DATA

Kinross common shares are listed for trading on the Toronto Stock Exchange under the symbol "K" and the American Stock Exchange under the symbol "KGC". TVX common shares are listed for trading on the Toronto Stock Exchange and the New York Stock Exchange under the symbol "TVX". Echo Bay common shares are listed for trading on the Toronto Stock Exchange and the American Stock Exchange under the symbol "ECO". The following table sets forth the high and low sales prices of the Kinross common shares, the TVX common shares and the Echo Bay common shares on the Toronto Stock Exchange and the American Stock Exchange or New York Stock Exchange, as the case may be, for the periods indicated. The quotations reported are from published financial sources.

	KINROSS				TVX(1)				
	TORONTO STOCK EXCHANGE		NEW YORK STOCK EXCHANGE/ AMERICAN STOCK EXCHANGE(2)		TORONTO STOCK EXCHANGE		NEW YORK STOCK EXCHANGE		TO
	HIGH	LOW	HIGH	LOW	HIGH	LOW	HIGH	LOW	HI
	Cdn.$	Cdn.$	$	$	Cdn.$	Cdn.$	$	$	Cd
2000									
First Quarter............	3.35	2.13	2.31	1.44	80.00	49.00	56.50	34.50	2.
Second Quarter...........	2.30	1.22	1.63	0.81	57.50	31.50	40.50	22.00	2.
Third Quarter............	1.35	0.78	0.94	0.50	34.00	31.50	27.50	25.00	1.
Fourth Quarter...........	1.12	0.50	0.75	0.38	32.00	20.00	20.90	13.10	1.
2001									
First Quarter............	1.04	0.66	0.67	0.44	28.30	13.20	19.50	8.20	1.
Second Quarter...........	1.63	0.70	1.20	0.44	16.00	4.50	10.10	2.70	2.
Third Quarter............	1.73	1.19	1.05	0.77	9.90	5.00	6.20	3.50	1.
Fourth Quarter...........	1.53	0.95	0.99	0.62	7.90	5.80	5.00	3.70	1.

2002									
January	1.39	1.32	0.96	0.71	8.90	6.80	5.50	4.30	1.
February	1.74	1.63	1.20	0.94	11.90	8.90	7.50	5.60	1.
March	1.81	1.72	1.36	0.97	12.20	8.90	7.70	5.70	1.
April	2.87	1.85	1.85	1.16	13.40	10.30	8.50	6.40	1.
May	4.44	2.45	2.90	1.51	19.70	12.50	12.80	8.10	2.
June	4.31	3.00	2.82	1.90	25.60	15.70	16.90	10.00	2.

Notes:

(1) Adjusted to reflect a TVX share consolidation which took effect on July 31, 2000 on a one for five basis, and a TVX share consolidation which took effect on June 30, 2002 on a one for ten basis.

(2) Kinross common shares were listed and traded on the New York Stock Exchange until July 31, 2001. Since August 1, 2001, the Kinross common shares have been listed and traded on the American Stock Exchange.

On June 7, 2002, the last full trading day prior to the joint public announcement of the combination, the last reported sale price of a Kinross common share on the Toronto Stock Exchange was Cdn.$3.92 and on the American Stock Exchange was $2.57, the last reported sale price of a TVX common share on the Toronto Stock Exchange was Cdn.$16.40 and on the New York Stock Exchange was $10.50 (taking into account the June 30, 2002 one for ten share consolidation) and the last reported sale price of an Echo Bay common share on the Toronto Stock Exchange was Cdn.$1.85 and on the American Stock Exchange was $1.20.

RISK FACTORS

The description of the risk factors relating to the combination set out below is materially complete. Shareholders should carefully consider the following risk factors before deciding how to vote or instruct their vote to be cast to approve the matters relating to the combination. In addition to the risk factors relating to the combination set out in this portion of the circular, shareholders should also carefully consider the risk factors set out on pages A-28, B-40 and C-21.

RISKS RELATING TO THE COMBINATION

KINROSS, TVX AND ECHO BAY MAY NOT INTEGRATE SUCCESSFULLY.

The combination would involve the integration of companies that previously operated independently. As a result, the combination will present challenges to management, including the integration of the operations, systems, technologies and personnel of the three companies, and special risks, including possible unanticipated liabilities, unanticipated costs, diversion of management's attention, operational interruptions and the loss of key employees, customers or suppliers. The difficulties Kinross' management encounters in the transition and integration processes could have a material adverse effect on the revenues, level of expenses and operating results of the combined company. As a result of these factors, it is possible that Kinross will not achieve anticipated cost reductions and synergies or that other benefits expected from the combination will not be realized.

TVX AND ECHO BAY DIRECTORS AND EXECUTIVE OFFICERS MAY HAVE INTERESTS IN THE COMBINATION THAT ARE DIFFERENT FROM THOSE OF TVX AND ECHO BAY SHAREHOLDERS.

In considering the recommendation of the boards of directors of TVX and Echo Bay to vote for the arrangement, shareholders should be aware that members of the TVX and Echo Bay boards and management teams have agreements or arrangements that provide them with interests in the combination that differ from, or are in addition to, those of TVX or Echo Bay shareholders generally. For additional information on the interests described in this risk factor, see "Interests of Directors and Executive Officers of Kinross, TVX and Echo Bay in the Arrangement" on page S-27.

CHANGES IN THE VALUE OF KINROSS COMMON SHARES WILL AFFECT THE VALUE OF THE CONSIDERATION RECEIVED BY HOLDERS OF TVX COMMON SHARES AND ECHO BAY COMMON SHARES IN THE ARRANGEMENT.

The specific dollar value of the consideration that TVX and Echo Bay shareholders will receive in the arrangement will depend on the market price of Kinross common shares on the effective date of the combination. The exchange ratios are fixed and they will not increase or decrease due to fluctuations in the market price of Kinross common shares. If the market price of Kinross common shares increases or decreases, the market value of the Kinross common shares that TVX and Echo Bay shareholders receive will correspondingly increase or decrease. Because the date that the combination is completed may be later than the date of the special meetings of TVX and Echo Bay shareholders, the price of Kinross common shares on the effective date of the combination may be higher or lower than the price on the date of the applicable special meeting. Many of the factors that affect the market price of Kinross common shares are beyond the control of Kinross. These factors include fluctuations in the price of gold, changes in the regulatory environment, adverse political developments, prevailing conditions in the capital markets and interest rate fluctuations.

IF THE KINROSS SHAREHOLDER RIGHTS PLAN IS NOT TERMINATED PRIOR TO THE EFFECTIVE DATE OF THE ARRANGEMENT, SHAREHOLDERS OF TVX AND ECHO BAY MAY SUFFER ADVERSE CANADIAN TAX CONSEQUENCES.

It is not a condition of the combination that the Kinross shareholder rights plan be terminated prior to the effective date of the combination. If the Kinross shareholder rights plan is not so terminated and as a result the holders of TVX common shares and holders of Echo Bay common shares acquire rights under such plan under the arrangement, the arrangement may be a taxable event under Canadian law to TVX and Echo Bay shareholders. Holders of TVX common shares and holders of Echo Bay common shares may be treated as having disposed of their TVX common shares and Echo Bay common shares for proceeds equal to the aggregate of the fair market value of the Kinross common shares (and cash received in lieu of a fractional share, if applicable) and any rights under the Kinross shareholder rights plan received in exchange therefor. A recent position taken by the CCRA on a shareholder rights plan indicates that holders may be assessed on this basis. Neither the Echo Bay board of directors nor its independent committee addressed the possibility that the arrangement might be taxable to Echo Bay shareholders under Canadian tax law if the Kinross shareholder rights plan was not terminated.

As of June 10, 2002, Newmont Mining Corporation of Canada Limited, a wholly-owned subsidiary of Newmont, beneficially owned 45.2% of the Echo Bay common shares and pursuant to a lock-up agreement has agreed to vote its Echo Bay common shares in favour of Echo Bay's participation in the arrangement. The Newmont lock-up agreement provides that Newmont and Newmont Canada may terminate the lock-up agreement if Kinross' shareholders do not authorize the termination of Kinross' shareholder rights plan at Kinross' special meeting and the arrangement cannot otherwise be structured as a tax-deferred rollover under Canadian law. No assurance can be given that Newmont or Newmont Canada will terminate the lock-up agreement if Kinross' shareholder rights plan is not authorized to be terminated or that, even if the lock-up agreement is terminated, that Newmont Canada will vote against Echo Bay's participation in the arrangement.

TVX'S OBLIGATION TO COMPLETE THE TRANSACTIONS CONTEMPLATED BY THE COMBINATION AGREEMENT IS NOT CONDITIONED UPON THE RECEIPT OF A TAX OPINION OF U.S. COUNSEL.

TVX has received a tax opinion of U.S. counsel dated as of the date of this circular and does not anticipate receiving a tax opinion of U.S. counsel on the effective date of the arrangement. If factual circumstances of Kinross or TVX change after the date of the circular, or if there is a change in applicable law after the date of the circular, U.S. holders of TVX common shares may not be able to rely on the continuing validity of the opinion of Stoel Rives LLP (U.S. counsel to TVX) described under "Material United States Federal Income Tax Considerations of the Arrangement -- Tax Consequences of the Arrangement to TVX U.S. Shareholders", and the tax consequences of the arrangement may be adverse to the holders of TVX common shares, including the potential recognition by U.S. holders of TVX common shares of gain as a result of the amalgamation of TVX and the wholly-owned subsidiary of Kinross pursuant to the arrangement.

ECHO BAY'S OBLIGATION TO COMPLETE THE TRANSACTIONS CONTEMPLATED BY THE COMBINATION AGREEMENT IS NOT CONDITIONED UPON THE RECEIPT OF A TAX OPINION OF U.S. COUNSEL.

Echo Bay intends to request from Cravath, Swaine & Moore, its U.S. counsel, a tax opinion, dated as of the effective date of the arrangement, to the effect that, among other things:

- the exchange of Echo Bay common shares for Kinross common shares pursuant to the arrangement will be treated as a reorganization under Section 368(a) of the Internal Revenue Code of 1986, as amended, and

- U.S. holders of Echo Bay common shares who exchange their Echo Bay common shares solely for Kinross common shares generally will not recognize any gain or loss for U.S. Federal income tax purposes.

If Echo Bay does not receive a tax opinion of U.S. counsel on the effective date of the arrangement, U.S. holders of Echo Bay common shares cannot rely on the continuing validity of the opinion of Cravath, Swaine & Moore described in this risk factor and under "Material United States Federal Income Tax Considerations of the Arrangement -- Tax Consequences of the Arrangement to Echo Bay U.S. Shareholders". Echo Bay intends to request from Cravath a tax opinion dated as of the effective date of the arrangement. Echo Bay may not be able to receive a tax opinion on the effective date of the arrangement because, for example:

- Kinross fails to provide a customary letter of representation to Echo Bay due to a change in factual circumstances or otherwise;

- Echo Bay fails to provide its customary representation letter to U.S. counsel due to a change in factual circumstances or otherwise; or

- there is a change in applicable law, which may or may not be retroactive.

If this were to occur, it is possible, but not certain, that the exchange of Echo Bay common shares for Kinross common shares pursuant to the arrangement would constitute a taxable, rather than a tax-deferred, transaction for U.S. Federal income tax purposes and, in such case, that the U.S. Federal income tax consequences to the holders of Echo Bay common shares would be materially different than those described above, including the possibility that holders of Echo Bay common shares would be required to recognize gain or loss for U.S. Federal income tax purposes as a result of the exchange of their Echo Bay common shares for Kinross common shares pursuant to the arrangement.

THE ACQUISITION OF THE NEWMONT INTEREST IN THE TVX NEWMONT AMERICAS JOINT VENTURE MAY BE FINANCED THROUGH THE INCURRENCE OF SHORT-TERM DEBT.

In the event that TVX elects to pay for the acquisition of Newmont's interest in the TVX Newmont Americas joint venture by incurring short-term debt represented by the promissory notes provided for in the purchase agreements, the short-term debt of the combined company would be increased by as much as $90 million and the total current liabilities of the combined company would be $229.6 million (as reflected in the unaudited pro forma financial statements attached to this circular). This short-term debt would be secured by the Newmont interest in the TVX Newmont Americas joint venture, bear interest at the rate of 15% per annum and have to be repaid or refinanced prior to its maturity on December 13, 2002. Repayment of this short-term debt through the use of cash on hand of the combined company would reduce the cash available to the combined company for operating or other purposes. If the repayment of the short-term debt is financed from the proceeds of an issuance of additional equity, shareholders of the combined company may suffer dilution of their interests. For a discussion of the terms of the short-term debt referred to in this risk factor, see page S-46.

RISKS RELATING TO KINROSS, TVX, ECHO BAY AND THE COMBINED COMPANY

This section focuses on risks that differ for Kinross, TVX and Echo Bay or that will be different for the combined company.

KINROSS, TVX AND ECHO BAY HAVE A HISTORY OF LOSSES.

Kinross had a net loss of $36.9 million in 2001, $126.1 million in 2000 and $240.7 million in 1999. TVX incurred a net loss of $227.9 million in 2001, net income of $12.4 million in 2000 and a net loss of $47.6 million in 1999. Echo Bay had a net loss of $5.7 million in 2001, net income of $18.6 million in 2000 and a net loss of $37.3 million in 1999. Following completion of the combination, Kinross' ability to operate profitably will depend on the success of its principal mines and on the price of gold. There can be no assurance that following the combination Kinross will be profitable.

KINROSS, TVX AND ECHO BAY ARE PARTIES TO MATERIAL LEGAL PROCEEDINGS.

Kinross, TVX and Echo Bay are parties to material legal proceedings. The combined company will be subject to the risks of all these material legal proceedings which, if decided adversely to the combined company, may have a material adverse effect on its financial or business position or prospects. Shareholders are urged to read the descriptions of pending legal proceedings set out in Schedules A, B and C to this circular.

THE COMBINED COMPANY WILL FACE MATERIALLY DIFFERENT RISKS RELATED TO FOREIGN INVESTMENT THAN THOSE TO WHICH KINROSS, TVX AND ECHO BAY WERE SUBJECT TO WHEN THEY WERE INDEPENDENT ENTITIES.

Kinross and TVX conduct development and mining activities outside Canada and the United States. Specifically, Kinross has significant operations in far east Russia, as well as operations in Chile and Zimbabwe. TVX has primary operations in Brazil and Chile, as well as operations in Greece. Echo Bay does not have any material development or mining activities outside Canada or the United States.

Following the completion of the combination, a significant portion of Kinross' mining operations will be located in Brazil, Chile and Russia. The combined company will be subject to materially different foreign investment risks than those to which Kinross, TVX and, in particular, Echo Bay, were subject when they were independent entities. Mining investments are subject to the risks normally associated with any conduct of business in foreign countries, including various levels of political and economic risk. The existence or occurrence of one or more of the following circumstances or events could have a material adverse impact on the combined company's profitability or the viability of the combined company's affected foreign operations, which could have a material adverse impact on the combined company's future cash flows, earnings, results of operations and financial condition. These risks include the following:

- uncertain or unpredictable political, legal and economic environments;
- delays in obtaining or the inability to obtain necessary governmental permits;
- labour disputes;
- invalidation of governmental orders;
- war and civil disturbances;

- changes in laws or policies of particular countries;

- taxation;

- government seizure of land or mining claims;

- limitations on ownership;

- restrictions on the convertibility of currencies;

- limitations on the repatriation of earnings; and

- increased financing costs.

These risks may limit or disrupt the projects, restrict the movement of funds or result in the deprivation of contract rights or the taking of property by nationalization or expropriation without fair compensation.

Investors should, in particular, consider the risks relating to an uncertain or unpredictable legal environment in Russia. While progress with legal reforms in Russia has progressed, implementation and enforcement of property rights across Russia's vast territory remain problematic. A weak bureaucracy and vested interests also remain obstacles. It is not uncommon in the context of dispute resolution in Russia for parties to use the uncertainty in the Russian legal environment as leverage in business negotiations. On September 6, 2002, one of the Russian shareholders of Omolon Gold Mining Company, Kinross' 54.7% owned Russian subsidiary through which Kinross holds its interest in the Kubaka gold mine, obtained an order from a court in the Magadan region of the Russian Federation to arrest Omolon's gold inventory at the Kubaka mine as well as Omolon's bank accounts pending the resolution of a dispute among Kinross and certain of Omolon's shareholders.

Investors should also consider the risks relating to an uncertain or unpredictable political and economic environment in Brazil and Chile. In the short term, significant macroeconomic instability in the region is expected to negatively impact the business environment and may lead to longer term negative changes in the national approaches taken to ownership by foreign companies of natural resources.

THE COMBINED COMPANY WILL BE SUBJECT TO RISKS ASSOCIATED WITH CONDUCTING ITS OPERATIONS IN NUMEROUS CURRENCIES.

Currency fluctuations may affect the costs which the combined company will incur at its operations. Gold is sold in the world market in U.S. dollars. In addition to U.S. dollars, Kinross' costs are incurred principally in Canadian dollars and Russian roubles, and TVX's costs are incurred principally in Canadian dollars, Brazilian reals, Chilean pesos and Euros. Echo Bay principally incurs costs in Canadian and U.S. dollars. The appreciation of non-U.S. dollar currencies against the U.S. dollar can increase the cost of gold production in U.S. dollar terms at the combined company's mines located outside of the United States. If the combined company determines to implement a currency hedging program to reduce the risk associated with currency fluctuations, there is no assurance that its hedging strategies will be successful. See "Currency Presentation and Exchange Rate Information" on page S-iii for the change in value of the Canadian dollar over the last five years.

Over the last five years, the dollar has generally strengthened against the above-mentioned currencies. At present, the Brazilian real (down 150% against the dollar since December 31, 1998) and the Russian rouble (down 425% against the dollar since December 31, 1997) remain particularly volatile currencies potentially subject to significant increases or decreases in value.

KINROSS, TVX AND ECHO BAY HAVE DIFFERENT SENSITIVITIES TO CHANGES IN GOLD AND SILVER PRICES AS A RESULT OF GOLD AND SILVER HEDGING STRATEGIES.

Each of the combining companies enters into contracts with banking or financial institutions in order to hedge revenues against adverse changes in gold and silver prices. As at June 30, 2002, 461,500 ounces of Kinross' gold production was committed to spot deferred contracts and fixed forward contracts, representing 8.2% of Kinross' proven and probable reserves as at December 31, 2001. Also as at June 30, 2002, 150,00 ounces of Kinross' gold production was committed to written call options, representing 2.7% of Kinross' proven and probable reserves as at December 31, 2001. Kinross currently has no silver commodity derivative contracts outstanding. As at June 30, 2002, 700,000 ounces of TVX's gold production was protected by purchased gold put options, representing 11.5% of TVX's proven and probable reserves of gold as at December 31, 2001. Also as at June 30, 2002, 3,000,000 ounces of TVX's silver production was committed to silver call options, representing 9.2% of TVX's proven and probable reserves of silver as

at December 31, 2001. As at June 30, 2002, 30,000 ounces of Echo Bay's gold production was committed to fixed forward contracts, representing 0.8% of Echo Bay's proven and probable reserves as at December 31, 2001. Also, as at June 30, 2002, 90,000 ounces of Echo Bay's gold production was committed to written call options, representing 2.4% of Echo Bay's proven and probable reserves as at December 31, 2001.

Echo Bay has hedged a smaller portion of its gold production than Kinross or TVX. As a result, a material increase or decrease in the price of gold has a greater impact in relative terms on Echo Bay as compared with the impact of a material increase or decrease in gold prices on Kinross or TVX.

AVERAGE TOTAL CASH COSTS ARE DIFFERENT FOR KINROSS, TVX, ECHO BAY AND THE NEWMONT INTEREST IN THE TVX NEWMONT AMERICAS JOINT VENTURE.

"Average total cash costs" figures, calculated in accordance with "The Gold Institute Production Cost Standard", include mine site operating costs such as mining, processing, administration, royalties and production taxes (but are exclusive of amortization, reclamation costs, capital, development and exploration costs), divided by the ounces of gold produced. The measure is a key indicator of a company's ability to generate operating earnings and cash flow from its mining operations.

Kinross incurred average total cash costs (dollars per gold equivalent ounce) of $193 in 2001, $202 in 2000 and $196 in 1999. TVX incurred average total cash costs (dollars per gold equivalent ounce) of $180 in 2001, $178 in 2000 and $170 in 1999. Echo Bay incurred average total cash costs (dollars per gold equivalent ounce) of $233 in 2001, $204 in 2000 and $226 in 1999. After giving effect to the combination, average total cash costs of the combined company are expected to be in excess of the amount incurred by Kinross and TVX in 2001. Current shareholders of Kinross and TVX may have a greater degree of exposure to downward fluctuations in gold prices after completion of the combination as lower gold prices may make certain of the combined company's mining projects uneconomic due to the higher costs of production at those projects.

THE MEETINGS

Kinross, TVX and Echo Bay have called special meetings of their shareholders to be held on the dates and at the times and places set out below:

MEETING	DATE	TIME (LOCAL TIME)	PLACE
Kinross	--	--	--
TVX	--	--	--
Echo Bay	--	--	--

KINROSS

At the Kinross special meeting, the holders of Kinross common shares will be asked to consider and approve:

- the issuance of Kinross common shares pursuant to the arrangement, including Kinross common shares to be issued pursuant to outstanding stock options granted by TVX and Echo Bay and outstanding warrants issued by TVX and Echo Bay to purchase TVX common shares and Echo Bay common shares;

- the election of four additional, agreed-upon individuals to the Kinross board of directors;

- a consolidation of the outstanding Kinross common shares on the basis of one Kinross common share for each three Kinross common shares; and

- the termination of Kinross' shareholder rights plan.

The Kinross share issuance proposal and the election of directors to the Kinross board of directors must be approved by at least a majority of the votes cast at the Kinross special meeting. The arrangement is conditional upon approval of these matters. The consolidation of the Kinross common shares must be approved by not less than 66 2/3% of the votes cast at the Kinross special meeting and the termination of Kinross' shareholder rights plan must be approved by at least a majority of the votes cast at the Kinross special meeting. The arrangement is not conditional upon approval of the Kinross share consolidation or the termination of Kinross' shareholder rights plan.

TVX

At the TVX special meeting, the holders of TVX common shares will be asked to consider and approve a special resolution approving the participation of TVX in the arrangement. The special resolution must be approved by not less than 66 2/3% of the votes cast at the TVX special meeting.

ECHO BAY

At the Echo Bay special meeting, the holders of Echo Bay common shares will be asked to consider and approve a special resolution approving the participation of Echo Bay in the arrangement. The special resolution must be approved by not less than 66 2/3% of the votes cast at the Echo Bay special meeting.

FURTHER INFORMATION CONCERNING THE KINROSS SPECIAL MEETING, THE TVX SPECIAL MEETING OR THE ECHO BAY SPECIAL MEETING, AS APPLICABLE, IS CONTAINED IN THE NOTICE OF SPECIAL MEETING AND MANAGEMENT INFORMATION CIRCULAR WHICH ACCOMPANIES THIS MANAGEMENT INFORMATION CIRCULAR SUPPLEMENT. YOU ARE URGED TO CAREFULLY REVIEW THE PROCEDURES FOR VOTING YOUR SHARES AND THE OTHER INFORMATION SET OUT IN THESE MATERIALS.

THE COMBINATION

Kinross, TVX and Echo Bay have entered into the combination agreement dated as of June 10, 2002, as amended as of July 12, 2002, for the purpose of combining the ownership of their respective businesses by way of a plan of arrangement under the CBCA.

In a separate transaction, TVX and a subsidiary of TVX have entered into agreements dated as of June 10, 2002 with a subsidiary of Newmont pursuant to which TVX has agreed to acquire Newmont's approximate 50% non-controlling interest in the TVX Newmont Americas joint venture, in accordance with an existing right of first offer and an existing right of first refusal, for $180 million. The purchase price may, at TVX's option, be paid entirely in cash or TVX may elect to satisfy up to one half of the purchase price payable under each agreement by delivery of a secured promissory note due December 13, 2002, and the balance in cash. The maximum aggregate amount of the promissory notes which may be issued is $90 million. The arrangement is conditional upon the completion of the purchase of Newmont's interest in the TVX Newmont Americas joint venture.

Upon completion of the arrangement and purchase of the Newmont interest, Kinross will own all of the outstanding TVX common shares and Echo Bay common shares and will own, indirectly, all of the TVX Newmont Americas joint venture.

Pursuant to the plan of arrangement, TVX will amalgamate with 4082389 Canada Inc., a newly-formed, wholly-owned subsidiary of Kinross, and each holder of TVX common shares will receive 6.5 Kinross common shares for each TVX common share. The TVX share exchange ratio reflects a one for ten consolidation of its common shares which took effect on June 30, 2002. Also pursuant to the plan of arrangement, shareholders of Echo Bay (other than Kinross) will receive 0.52 of a Kinross common share for each Echo Bay common share. Immediately prior to the completion of the combination, and subject to shareholder approval, Kinross intends to consolidate its outstanding common shares on the basis of one Kinross common share for each three Kinross common shares. If the Kinross share consolidation is completed, each holder of TVX common shares will receive 2.1667 Kinross common shares for each TVX common share and each holder of Echo Bay common shares will receive 0.1733 of a Kinross common share for each Echo Bay common share.

The arrangement requires the approval of at least 66 2/3% of the votes cast by TVX and Echo Bay shareholders at the respective special meetings of TVX and Echo Bay, as well as the approval of the Superior Court of Ontario. The shareholders of Kinross will be asked to approve the issuance of Kinross common shares pursuant to the arrangement, as well as certain other matters discussed in this circular, at the Kinross special meeting.

RECOMMENDATIONS OF DIRECTORS

The board of directors of each of TVX and Echo Bay has recommended that its shareholders vote FOR the arrangement at the TVX special meeting and the Echo Bay special meeting.

The board of directors of Kinross has recommended that its shareholders vote FOR all matters discussed in this circular in respect of the arrangement that are to be presented at the Kinross special meeting.

FURTHER DETAILS CONCERNING THE RECOMMENDATIONS OF THE BOARDS OF DIRECTORS OF KINROSS, TVX AND ECHO BAY, AS APPLICABLE, CAN BE FOUND IN THE NOTICE OF SPECIAL MEETING AND MANAGEMENT INFORMATION CIRCULAR WHICH ACCOMPANIES THIS MANAGEMENT INFORMATION CIRCULAR SUPPLEMENT. YOU ARE URGED TO READ THESE MATERIALS CAREFULLY.

INTENTIONS OF SIGNIFICANT SHAREHOLDERS

KINROSS LOCK-UP AGREEMENT

Kinross is the beneficial owner of approximately 10.6% of the outstanding Echo Bay common shares. Kinross has entered into a lock-up agreement with Echo Bay dated June 10, 2002, pursuant to which it has agreed to vote its Echo Bay common shares in favour of the arrangement at the Echo Bay special meeting.

Pursuant to the Kinross lock-up agreement, subject to the subsequent paragraph, Kinross has agreed that it will not option, sell, transfer, pledge, encumber, grant a security interest in, hypothecate or otherwise convey its Echo Bay common shares.

If, however, Kinross wishes to option, sell, transfer, pledge, encumber, grant a security interest in, hypothecate or otherwise convey all or substantially all of its Echo Bay common shares, Kinross, under the Kinross lock-up

agreement, may do so if it delivers to Echo Bay an agreement duly executed by the acquirer whereby the acquirer becomes obligated to Echo Bay on substantially similar terms to those contained in the Kinross lock-up agreement. This restriction on Kinross' ability to sell, transfer, pledge, encumber, grant a security interest in, hypothecate or otherwise convey all or substantially all of its Echo Bay common shares shall survive the termination of the Kinross lock-up agreement and stay in effect so long as Echo Bay is or may be subject to paying liquidated damages under the combination agreement.

The Kinross lock-up agreement provides that Kinross will deposit with the registrar and transfer agent of the Echo Bay common shares a duly completed and executed proxy voting its Echo Bay common shares in favour of the arrangement. Neither Kinross nor any person acting on its behalf will withdraw, amend or invalidate the proxy deposited by Kinross.

The Kinross lock-up agreement further provides that Kinross will:

- not take any action of any kind which would be inconsistent with the combination agreement, including any action to solicit, initiate, facilitate or knowingly encourage the initiation of an acquisition proposal;

- notify Echo Bay promptly upon becoming aware of any acquisition proposal; and

- use commercially reasonable efforts to assist Echo Bay and the other parties to the combination agreement to successfully complete the combination.

The Kinross lock-up agreement may be terminated by either party if the combination agreement is terminated in accordance with its terms and shall terminate automatically on the effective date of the combination.

NEWMONT LOCK-UP AGREEMENT

Newmont's wholly-owned subsidiary, Newmont Mining Corporation of Canada Limited ("Newmont Canada"), is the beneficial owner of approximately 45.2% of the outstanding Echo Bay common shares, and Newmont and Newmont Canada have entered into a lock-up agreement with Echo Bay dated June 10, 2002, pursuant to which Newmont Canada has agreed to vote its Echo Bay common shares in favour of the arrangement at the Echo Bay special meeting.

Pursuant to the Newmont lock-up agreement, subject to the subsequent paragraph, Newmont Canada has agreed that it will not option, sell, transfer, pledge, encumber, grant a security interest in, hypothecate or otherwise convey its Echo Bay common shares.

If, however, Newmont Canada wishes to option, sell, transfer, pledge, encumber, grant a security interest in, hypothecate or otherwise convey all or substantially all of its Echo Bay common shares, it may do so if in certain circumstances it delivers to Echo Bay an agreement duly executed by the acquirer whereby the acquirer becomes obligated to Echo Bay on substantially similar terms to those contained in the Newmont lock-up agreement. This restriction on Newmont's ability to sell, transfer, pledge, encumber, grant a security interest in, hypothecate or otherwise convey all or substantially all of its Echo Bay common shares shall survive the termination of the Newmont lock-up agreement and stay in effect so long as Echo Bay is or may be subject to paying liquidated damages under the combination agreement.

The Newmont lock-up agreement provides that Newmont Canada will deposit with the registrar and transfer agent of the Echo Bay common shares a duly completed and executed proxy voting its Echo Bay common shares in favour of the arrangement. Neither Newmont Canada nor any person acting on its behalf will withdraw, amend or invalidate the proxy deposited by Newmont Canada.

The Newmont lock-up agreement further provides that Newmont and Newmont Canada will:

- not take any action of any kind which would be inconsistent with the combination agreement, including any action to solicit, initiate, facilitate or knowingly encourage the initiation of an acquisition proposal;

- notify Echo Bay promptly upon becoming aware of any acquisition proposal; and

- use commercially reasonable efforts to assist Echo Bay and the other parties to the combination agreement to successfully complete the combination.

If Newmont Canada fails to comply with its obligations to vote in favour of Echo Bay's participation in the arrangement and the Echo Bay shareholders fail to approve its participation in the combination, then Newmont and Newmont Canada have agreed to indemnify, jointly and severally, and hold harmless Echo Bay from its obligation

under the combination agreement to reimburse each of Kinross and TVX for their expenses, up to a maximum of Cdn.$2.5 million. However, Newmont and Newmont Canada are not obligated to indemnify Echo Bay if Echo Bay's board of directors has withdrawn or changed its recommendation with respect to the arrangement or recommended in favour of another acquisition proposal and the Echo Bay shareholders fail to approve Echo Bay's participation in the combination.

Additionally, if Echo Bay becomes obligated to pay liquidated damages under the combination agreement because:

- a bona fide acquisition proposal is publicly announced, proposed, offered or made and not withdrawn to Echo Bay and its shareholders;

- the Echo Bay shareholders do not approve the requisite resolutions by which Echo Bay would participate in the arrangement, and thereafter the combination agreement is terminated; and

- within six months after termination of the combination agreement, Newmont or Newmont Canada enters into or consummates a change of control proposal with respect to Echo Bay,

then Newmont and Newmont Canada have agreed to indemnify, jointly and severally, and hold harmless Echo Bay from such liquidated damages unless such change of control proposal is recommended by the Echo Bay board of directors or Echo Bay has previously become liable to pay liquidated damages under the combination agreement. All of the Newmont/Newmont Canada indemnity provisions survive the termination of the Newmont lock-up agreement.

Each of Echo Bay, Newmont and Newmont Canada may terminate the Newmont lock-up agreement if:

- the arrangement proposed to Echo Bay shareholders does not correspond in all material respects to that contemplated by the combination agreement;

- the Kinross shareholder rights plan is not authorized to be terminated at the Kinross special meeting, or is in fact not terminated prior to the effective date of the combination, and the arrangement cannot otherwise be effected on a tax-deferred rollover basis for Canadian shareholders of Echo Bay; or

- the combination agreement is terminated in accordance with its terms.

The Newmont lock-up agreement shall automatically terminate on the effective date of the combination.

BEECH LOCK-UP AGREEMENT

Beech is the beneficial owner of approximately 18.6% of the outstanding TVX common shares. Beech has entered into a lock-up agreement with TVX dated June 10, 2002, pursuant to which Beech has agreed to vote its TVX common shares in favour of the participation of TVX in the combination at the TVX special meeting.

Pursuant to the Beech lock-up agreement, subject to the subsequent paragraph, Beech has agreed that it will not sell, transfer or otherwise deal with its TVX common shares, including by way of option or granting a security interest in such shares, prior to the TVX special meeting.

Beech, however, may sell, transfer, or otherwise deal with its TVX common shares prior to the TVX special meeting, in a negotiated transaction in which the acquirer delivers to TVX an agreement which contains substantially similar terms as the Beech lock-up agreement.

Beech may terminate the Beech lock-up agreement if:

- the terms on which the combination is proposed to the TVX shareholders do not in all material respects conform with the description contained in the combination agreement in all material respects or the combination agreement is amended in any material respect;

- the required approval from the shareholders of Kinross, TVX or Echo Bay is not obtained;

- a superior proposal is made and not withdrawn;

- the combination is not completed on or before December 31, 2002;

- each of the Kinross, TVX and Echo Bay special meetings is not held on or before December 27, 2002; or

- the combination agreement terminates in accordance with its terms.

INTERESTS OF DIRECTORS AND EXECUTIVE OFFICERS OF KINROSS, TVX AND ECHO BAY IN THE ARRANGEMENT

In considering the recommendation of the board of directors of each of Kinross, TVX and Echo Bay that you vote to approve the matters discussed in this circular, you should be aware that some of the directors and executive officers of Kinross, TVX and Echo Bay have interests in the arrangement that are different from, or in addition to, the interests of shareholders of Kinross, TVX and Echo Bay generally.

KINROSS

EMPLOYMENT AGREEMENT/SEVERANCE

Kinross has entered into severance agreements with Mr. Robert Buchan, President and Chief Executive Officer and Mr. Arthur Ditto, Vice-Chairman. Under their severance agreements, the combination will constitute a change of control. Upon the delivery of a notice of termination to Kinross following a change of control, Messrs. Buchan and Ditto will be entitled to be paid by Kinross a cash payment equal to 2.5 times their annual salary, benefits and designated annual bonus, all stock options they hold will become immediately exercisable and all reasonable legal expenses they incur as a result of their termination shall be paid by Kinross. Assuming Messrs. Buchan and Ditto experience a termination following the effective date of the combination, and calculated based on his current salary, benefits and bonus entitlement for the year 2002, Messrs. Buchan and Ditto would be entitled to a lump sum payment of approximately $1,207,360 (does not include Mr. Buchan's bonus entitlement which has not been determined yet for 2002) and $970,695 respectively.

Kinross has also entered into severance agreements with Mr. John Ivany, Executive Vice-President, Mr. Brian Penny, Vice-President, Finance and Chief Financial Officer, Mr. Gordon McCreary, Vice-President Investor Relations and Corporate Development, Mr. Scott Caldwell, Executive Vice-President and Chief Operating Officer, Mr. Christopher Hill, Vice President and Treasurer, Mr. Al Schoening, Vice-President, Human Resources and Corporate Affairs, Mr. Ron Stewart, Vice-President, Exploration, Mr. Jerry Danni, Vice-President, Environment, and Ms. Shelley Riley, Corporate Secretary.

Under their severance agreements, the combination will constitute a change of control. Upon the termination of the employment of the individual, unless such termination is because of death, disability, for cause or such individual resigns (except if such resignation by the individual follows an adverse change in his or her duties, powers, rights, salary or benefits, a diminution of title, and other specified negative changes to such individual's employment situation), following a change of control and within 18 months following such change of control, the individuals listed above will be entitled to be paid by Kinross a cash payment equal to 2 times such individual's annual salary, benefits and designated annual bonus, all stock options held by such individual will become immediately exercisable and all reasonable legal expenses incurred by such individual as a result of his or her termination shall be paid by Kinross. Assuming Messrs. Ivany, Penny, McCreary, Caldwell, Hill, Schoening, Stewart and Danni and Ms. Riley experience a termination or resign from Kinross under specified circumstances (as described above) following the effective date of the combination, and calculated based on each of their current annual salary, benefits and bonus entitlement for the year 2002, Messrs. Ivany, Penny, McCreary, Caldwell, Hill, Schoening, Stewart, Danni and Ms. Riley would be entitled to a lump sum cash payment of approximately $612,182, $515,160, $376,258, $662,456, $356,034, $395,340, $344,400, $456,000 and $194,696, respectively.

Kinross does not expect that it will be required to make the payments disclosed above as a consequence of the combination.

TVX

EMPLOYMENT AGREEMENTS/SEVERANCE

TVX has entered into employment agreements with Mr. Sean Harvey, President and Chief Executive Officer, Mr. Melvyn Williams, Chief Financial Officer, Mr. Gregory Laing, General Counsel, Vice-President and Corporate Secretary, Mr. Robert Whittall, Vice-President, Finance, Mr. John Raisbeck, Chairman and Chief Executive Officer of TVX Hellas, and Mr. William Smith, Finance and Administration Manager of TVX Hellas.

Following the combination, Mr. Harvey may, within 90 days, elect to terminate his employment agreement. If he so elects or if he is terminated without cause, he will receive severance benefits equal to two times his current annual

base salary. Based on Mr. Harvey's current annual base salary, Mr. Harvey would be entitled in either circumstance to a lump sum cash payment of approximately $900,000.

Upon termination of the employment of Mr. Williams or Mr. Laing following a change of control, each of Mr. Williams and Mr. Laing will be entitled to a severance payment equal to two times his base salary. In the event that Mr. Williams or Mr. Laing experienced a termination from TVX following the effective date of the combination, and calculated based on Mr. Williams' and Mr. Laing's respective current annual base salary, Mr. Williams and Mr. Laing would be entitled to a lump sum cash payment of approximately $370,000 and $300,000, respectively. In the event the employment of Messrs. Whittall, Raisbeck or Smith is terminated following a change of control, Mr. Whittall is entitled to a severance payment equal to six months base salary, Mr Raisbeck is entitled to a severance payment equal to 18 months base salary and Mr. Smith is entitled to a severance payment equal to 12 months base salary. Assuming Mr. Whittall, Mr. Raisbeck or Mr. Smith experienced a termination from TVX following the effective date of the combination, and calculated based on Mr. Whittall's, Mr. Raisbeck's and Mr. Smith's respective current annual base salary, Mr. Whittall, Mr. Raisbeck and Mr. Smith would be entitled to a lump sum cash payment of approximately Cdn.$87,500, $262,500 and $130,000, respectively.

Completion of the arrangement will constitute a change of control within the meaning of each of the above-mentioned TVX employment agreements. Kinross expects that it will be required to make the payments described above as a consequence of the combination.

ECHO BAY

EMPLOYMENT AGREEMENTS/SEVERANCE

Echo Bay has entered into employment agreements with Mr. Robert Leclerc, Chairman and Chief Executive Officer, Ms. Lois-Ann Brodrick, Vice-President and Secretary, Mr. Jerry McCrank, Vice-President, Operations, Mr. Tom Yip, Vice-President, Finance and Chief Financial Officer, and Mr. David Ottewell, Controller.

Mr. Leclerc's employment agreement is for an indefinite term and provides for certain lump sum payments if Echo Bay terminates Mr. Leclerc's employment on less than two years' written notice or demotes him and he voluntarily resigns. If a change of control of Echo Bay is followed by a termination of Mr. Leclerc's employment under specified circumstances (as described below), Mr. Leclerc will be paid a cash payment equal to three times the total of his current annual salary in effect as of the time of the change of control plus bonus under the executive cash incentive plan and will receive two years of continued health coverage. Assuming Mr. Leclerc experienced a termination or resigned from Echo Bay under specified circumstances (as described below) following the effective date of the combination, and calculated based on Mr. Leclerc's current annual base salary and bonus under the executive cash incentive plan in effect for 2002, Mr. Leclerc would be entitled to a lump sum cash payment of approximately $1,950,000. If those payments and any other benefits provided to Mr. Leclerc would be subject to any excise tax imposed by Section 4999 of the Code or any interest or penalties with respect to such excise tax, then Mr. Leclerc will be entitled to receive an additional payment in an amount that will fund the payment of any excise tax on the total payments and benefits received by Mr. Leclerc following a change of control as well as all income taxes imposed on the excise tax restoration payment, any excise tax imposed on the excise tax restoration payment and any interest or penalties imposed with respect to taxes on the excise tax restoration payment or any excise tax. The specified circumstances include:

- Echo Bay's termination of Mr. Leclerc's employment within one year of a change of control; or

- a voluntary resignation by Mr. Leclerc for "good reason" within one year of a change of control. The expression "good reason" is defined to include any one of four acts of employer constructive dismissal:

  - the assignment of lower level status or responsibility;

  - a reduction in base salary;

  - a requirement to relocate; or

  - a change in employee participation in or benefits under Echo Bay's benefit plans; or

- in the final 30 days of the one-year period referred to above, Mr. Leclerc may resign for any reason, or no reason at all, and be entitled to the cash payment and benefits.

Each of the other named executive officers of Echo Bay has entered into an employment agreement for an indefinite term. If a change of control of Echo Bay is followed by termination of the individual's employment under specified circumstances (as described above as applied to the individuals), Ms. Brodrick, Mr. McCrank and Mr. Yip

will be paid a cash payment equal to three times the total of his or her annual salary in effect at the time of the change of control plus bonus under the executive cash incentive plan and will receive two years of continued health coverage. Assuming Ms. Brodrick, Mr. McCrank, and Mr. Yip experienced a termination or resigned from Echo Bay under specified circumstances (as described above as applied to the individuals) following the effective date of the combination, and calculated based on Ms. Brodrick's, Mr. McCrank's and Mr.

Yip's current annual base salary and bonus under the executive cash incentive plan in effect for 2002, Ms. Brodrick, Mr. McCrank and Mr. Yip would be entitled to a lump sum cash payment of approximately $1,125,000, $1,155,000 and $1,155,000. In all other respects, including with respect to the change of control and excise tax restoration payment provisions, the employment agreements for Ms. Brodrick and Messrs. McCrank and Yip are identical to Mr. Leclerc's agreement. Mr. Ottewell's agreement provides for a lower payout structure than the others, does not afford the right to resign in the final 30 days of the one-year period referred to above and does not contain an obligation of Echo Bay to make an excise tax restoration payment. If a change of control of Echo Bay is followed by termination of Mr. Ottewell's employment under specified circumstances (as described above as applied to Mr. Ottewell, but excluding the right to resign in the final 30 days of the one-year period referred to above), Mr. Ottewell will be paid a cash payment equal to 1.5 times the total of his annual salary in effect at the time of the change of control plus bonus under the executive cash incentive plan. Assuming Mr. Ottewell experienced a termination or resigned from Echo Bay under specified circumstances (as described above as applied to Mr. Ottewell, but excluding the right to resign in the final 30 days of the one-year period referred to above) following the effective date of the combination, and calculated based on Mr. Ottewell's current annual base salary and bonus under the cash incentive plan: controller in effect for 2002, Mr. Ottewell would be entitled to a lump sum cash payment of approximately $243,700.

Completion of the capital securities exchange on April 3, 2002, whereby Echo Bay issued common shares in exchange for all of its $100 million aggregate principal amount of 11% junior subordinated debentures due 2027 (as more fully described in Schedule C to this circular under the heading entitled "Recent Developments -- Exchange of Capital Securities"), constituted a change of control within the meaning of each of the above-mentioned Echo Bay employment agreements. In addition, completion of the arrangement will also constitute a change of control within the meaning of each of the above-mentioned Echo Bay employment agreements. Pursuant to these employment agreements severance payments are only payable once upon a change of control and Kinross expects that it will be required to make the payments described above as a consequence of the combination.

KINROSS, TVX AND ECHO BAY

VESTING OF UNVESTED OPTIONS

As of June 30, 2002, directors and executive officers of Kinross held an aggregate of 6,765,000 vested and 1,670,000 unvested stock options issued by Kinross, directors and executive officers of TVX held an aggregate of 85,777 vested and 416,046 unvested stock options issued by TVX, and directors and executive officers of Echo Bay held an aggregate of 1,109,176 vested and 341,699 unvested stock options issued by Echo Bay. In particular, as of June 30, 2002:

- in the case of Kinross, Messrs. Buchan, Caldwell, Danni, Ditto, Hill, Ivany, McCreary, Penny, Schoening and Stewart and Ms. Riley held outstanding options with respect to 2,950,000, 630,000, 120,000, 1,360,000, 450,000, 810,000, 425,000, 480,000, 410,000, 100,000 and 80,000 Kinross common shares (on a pre-consolidation basis), respectively, of which stock options with respect to 2,583,333, 466,666, 16,667, 1,151,666, 346,667, 646,666, 330,000, 376,667, 306,667, 0 and

60,000 Kinross common shares were vested and exercisable as of such date, respectively, and stock options with respect to 366,667, 163,334, 103,333, 208,334, 103,333, 163,334, 95,000, 103,333, 103,333, 100,000 and 20,000 were unvested as of such date, respectively.

- in the case of TVX, Messrs. Harvey, Williams, Laing, Whittall, Raisbeck and Smith held outstanding stock options with respect to 150,000, 81,750, 81,750, 47,500, 38,067 and 24,133 TVX common shares, respectively, of which stock options with respect to 16,667, 6,683, 29,583, 9,167, 1,400 and 800 TVX common shares were vested and exercisable as of such date, respectively, and stock options with respect to 133,333, 52,167, 67,167, 38,333, 36,667 and 23,333 TVX common shares were unvested as of such date, respectively; and

- in the case of Echo Bay, Messrs. Leclerc, McCrank, Yip and Ottewell and Ms. Brodrick held outstanding stock options with respect to 890,110; 159,203; 146,377; 25,252; and 119,133 Echo Bay common shares,

respectively, of which stock options with respect to 700,083; 108,911; 100,230; 15,252; and 73,900 Echo Bay common shares were vested and exercisable as of such date, respectively, and stock options with respect to 190,027; 50,292; 46,147; 10,000; and 45,233 Echo Bay common shares were unvested as of such date, respectively.

Upon completion of the combination, all unvested and unexercisable Kinross stock options, TVX stock options and Echo Bay stock options will vest and become exercisable either pursuant to the terms of the plan under which they were issued or the terms of such options themselves. Based on the number of Kinross common shares, TVX common shares and Echo Bay common shares subject to options and held by directors and executive officers of TVX and Echo Bay as of June 30, 2002, the directors and executive officers of Kinross, TVX and Echo Bay will hold an aggregate of 12,451,304 options to purchase Kinross common shares following completion of the combination (or 4,150,435 options to purchase Kinross common shares if the Kinross one for three share consolidation is effected).

The terms of all outstanding stock options granted by TVX and Echo Bay will be amended to provide that each holder of an option to acquire TVX common shares or Echo Bay common shares shall be entitled to acquire, on substantially identical terms and conditions to those applicable under such stock option and for the same aggregate consideration, the aggregate number of Kinross common shares that the holder of the option would have been entitled to receive as a result of the combination if the holder of the option had been the registered holder of the number of TVX common shares or Echo Bay common shares which the holder was entitled to purchase on exercise of the option.

MAINTENANCE OF INSURANCE

Kinross has covenanted in the combination agreement to maintain directors' and officers' liability insurance covering the individuals presently covered under TVX's and Echo Bay's existing insurance for a period of six years following completion of the combination.

ELECTION OF DIRECTORS

Kinross has covenanted in the combination agreement that it will, at the Kinross special meeting, ask the holders of Kinross common shares to elect four additional, agreed-upon individuals, being Messrs. Harry S. Campbell, David Harquail, Robert L. Leclerc and George F. Michals, to the board of directors of Kinross.

The board of directors of TVX was aware of the interests described above, with respect to TVX's directors and executive officers, in approving the arrangement. The board of directors of Echo Bay was aware of the interests described above, with respect to Echo Bay's directors and executive officers, in approving the arrangement.

DISSENTING SHAREHOLDERS' RIGHTS

TVX AND ECHO BAY

The plan of arrangement provides that the holders of TVX common shares and Echo Bay common shares have the right to dissent from the arrangement in the manner provided in section 190 of the CBCA as modified by the interim order of the Superior Court of Ontario made in respect of the arrangement and by the plan of arrangement. Registered holders of TVX or Echo Bay common shares who exercise their rights of dissent will be entitled, in the event the arrangement becomes effective, to be paid the fair value of the TVX common shares or the Echo Bay common shares, as appropriate, determined as of the close of business on the day before the resolution approving the arrangement is adopted at the TVX special meeting or the Echo Bay special meeting, as appropriate. The following is a summary of the rights of dissent, which shareholders are invited to read in conjunction with section 190 of the CBCA, the interim order and the plan of arrangement, which are reprinted in their entirety as Exhibits D, B and C attached to this circular.

The obligation of Kinross, TVX and Echo Bay to complete the combination is subject to the holders of not more than 5% of the issued and outstanding common shares of TVX or Echo Bay exercising their rights of dissent with respect to the arrangement.

If TVX shareholders or Echo Bay shareholders wish to exercise their rights of dissent, Kinross must receive a dissent notice at Suite 5200, 40 King Street West, Toronto, Ontario, Canada, M5H 3Y2, no later than 5:00 p.m. (eastern standard time) on the business day preceding the TVX special meeting or the Echo Bay special meeting, as applicable (or any postponement or adjournment thereof). A dissent notice may also be filed with the Chairman of the TVX special meeting or the Echo Bay special meeting, as the case may be, prior to the commencement of such meeting (or any postponement or adjournment thereof). The filing of a dissent notice does not deprive a registered shareholder of TVX or Echo Bay of the right to vote; but a shareholder who has submitted a dissent notice and who votes in favour of

the arrangement will no longer be considered a dissenting shareholder with respect to the shares voted in favour of the arrangement. If a shareholder does not vote against the arrangement this will not constitute a waiver of rights of dissent. A vote against the arrangement or a failure to vote does not constitute a dissent notice. Similarly, the revocation of a proxy conferring authority on the proxyholder to vote in favour of the arrangement does not constitute a dissent notice; however, any proxy granted by a TVX or Echo Bay shareholder who intends to dissent, other than a proxy that instructs the proxyholder to vote against the arrangement resolution, should be validly revoked in order to prevent the proxyholder from voting such TVX or Echo Bay common shares in favour of the arrangement and thereby causing the TVX or Echo Bay shareholder to forfeit his or her right of dissent.

There is no right of partial dissent. Accordingly, a dissenting shareholder may only dissent with respect to all TVX common shares or Echo Bay common shares, as applicable, held on behalf of any one beneficial owner and registered in the name of the dissenting shareholder. One consequence of this provision is that a shareholder may only exercise the right to dissent under their rights of dissent in respect of shares which are registered in that shareholder's name. In many cases, shares are beneficially owned by their non-registered holders. Such shares are registered either:

- in the name of an intermediary that the non-registered holder deals with in respect of the shares (such as banks, trust companies, securities dealers and brokers, trustees or administrators of self-administered registered retirement savings plans (as defined under the Tax Act), registered retirement income funds (as defined under the Tax Act), registered education savings plans and similar plans, and their nominees); or

- in the name of a clearing agency (such as The Canadian Depository for Securities Limited, CDS Inc. or The Depository Trust Company) of which the intermediary is a participant.

Accordingly, a non-registered holder will not be entitled to exercise the rights of dissent directly (unless the shares are re-registered in the non-registered holder's name). A non-registered holder who wishes to exercise rights of dissent should immediately contact the intermediary with whom the non-registered holder deals in respect of the shares and either:

- instruct the intermediary to exercise the rights of dissent on the non-registered holder's behalf (which, if the shares are registered in the name of CDS Inc. or other clearing agency, would require that the shares first be re-registered in the name of the intermediary); or

- instruct the intermediary to re-register the shares in the name of the non-registered holder, in which case the non-registered holder would have to exercise the rights of dissent directly.

Kinross is required, within 10 days after the arrangement is approved by the TVX shareholders or the Echo Bay shareholders, as applicable, to notify each shareholder who has filed a dissent notice that the arrangement has been approved. Such notice is not required to be sent to any shareholder who voted for the arrangement or who has withdrawn his or her Dissent Notice.

A dissenting shareholder who has not withdrawn his or her dissent notice must then, within 20 days after the dissenting shareholder receives notice that the arrangement has been approved or, if the dissenting shareholder does not receive such notice, within 20 days after the dissenting shareholder learns that the arrangement has been approved, send to Kinross a written notice containing his or her name and address, the number of TVX common shares or Echo Bay common shares, as the case may be, in respect of which the dissenting shareholder dissents, and a demand for payment of the fair value of such shares. Within 30 days after sending such a notice and demand for payment, the dissenting shareholder must send, to Kinross or its transfer agent, the certificates representing the TVX common shares or Echo Bay common shares in respect of which he or she dissents.

A dissenting shareholder who fails to send the certificates representing the shares in respect of which he or she dissents has no right to make a claim under the rights of dissent. The transfer agent for Kinross will endorse on share certificates received from a dissenting shareholder a notice that the holder is a dissenting shareholder and will forthwith return the share certificates to the dissenting shareholder.

On sending a notice and demand for payment to Kinross, a dissenting shareholder ceases to have any rights as a shareholder, other than the right to be paid the fair value of his or her TVX common shares or Echo Bay common shares, as determined under the rights of dissent, except where:

- the dissenting shareholder withdraws the demand for payment before Kinross makes a written offer to pay (an "Offer to Pay") fair value for the TVX common shares or the Echo Bay common shares to the dissenting shareholder pursuant to the rights of dissent;

- Kinross fails to make a timely offer to pay fair value for the TVX common shares or the Echo Bay common shares and the dissenting shareholder withdraws his or her demand for payment; or

- the board of directors of TVX or Echo Bay, as the case may be, revokes the special resolution prior to effecting the arrangement,

in all of which cases the dissenting shareholder's rights as a shareholder are reinstated as of the date the notice and demand for payment was sent and such shares shall be subject to the arrangement if it has been completed.

In addition, pursuant to the plan of arrangement, registered shareholders who duly exercise such rights of dissent and who:

- are ultimately determined to be entitled to be paid fair value for their TVX common shares or Echo Bay common shares will be deemed to have transferred their TVX common shares or Echo Bay common shares to Kinross as of the effective time of the arrangement; or

- are ultimately not entitled, for any reason, to be paid fair value for their TVX common shares or Echo Bay common shares, shall be deemed to have participated in the arrangement on the same basis as any non-dissenting and non-electing holder of TVX common shares or Echo Bay common shares and shall receive Kinross common shares in accordance with the plan of arrangement.

Kinross is required, not later than seven days after the later of the effective date of the arrangement or the date on which it received the notice and demand for payment of a dissenting shareholder, to send to each dissenting shareholder who has sent a notice and demand for payment, an offer to pay for his or her TVX common shares or Echo Bay common shares in an amount considered by the board of directors of Kinross to be the fair value thereof, accompanied by a statement showing the manner in which the fair value was determined. Every offer to pay must be on the same terms. Kinross must pay for the TVX common shares or Echo Bay common shares, as the case may be, of a dissenting shareholder within 10 days after an offer to pay has been accepted by a dissenting shareholder, but any such offer to pay lapses if Kinross does not receive an acceptance thereof within 30 days after the offer to pay has been made.

If Kinross fails to make an offer to pay for the TVX common shares or Echo Bay common shares, respectively, of a dissenting shareholder, or if a dissenting shareholder fails to accept an offer that has been made, Kinross may, within 50 days after the effective date of the arrangement or within such further period as a court may allow, apply to a court to fix a fair value for the common shares of dissenting shareholders. If Kinross fails to apply to a court to fix such fair value, a dissenting shareholder may apply to a court for the same purpose within a further period of 20 days or within such further period as a court may allow. A dissenting shareholder is not required to give security for costs in such an application.

Upon an application to a court, all dissenting shareholders whose TVX common shares or Echo Bay common shares have not been purchased by Kinross will be joined as parties and bound by the decision of the court, and Kinross will be required to notify each affected dissenting shareholder of the date, place and consequences of the application and of his or her right to appear and be heard in person or by counsel. Upon any such application to a court, the court may determine whether any person is a dissenting shareholder who should be joined as a party, and the court will then fix a fair value for the TVX common shares and the Echo Bay common shares of all dissenting shareholders. The final order of a court will be rendered against Kinross in favour of each dissenting shareholder and for the amount of the fair value of his or her TVX common shares or Echo Bay common shares as fixed by the court. The court may, in its discretion, allow a reasonable rate of interest on the amount payable to each dissenting shareholder from the effective date of the arrangement until the date of payment.

THE ABOVE IS ONLY A SUMMARY OF THE RIGHTS OF DISSENT, WHICH ARE TECHNICAL AND COMPLEX. WE URGE SHAREHOLDERS WHO WISH TO AVAIL THEMSELVES OF THEIR RIGHTS OF DISSENT TO SEEK LEGAL ADVICE AS FAILURE TO COMPLY STRICTLY WITH THE

PROVISIONS OF THE RIGHTS OF DISSENT MAY RESULT IN THE LOSS OF ALL RIGHTS THEREUNDER. FOR A GENERAL SUMMARY OF CERTAIN INCOME TAX IMPLICATIONS TO A DISSENTING SHAREHOLDER, SEE "MATERIAL CANADIAN FEDERAL INCOME TAX CONSIDERATIONS OF THE ARRANGEMENT" AND "MATERIAL UNITED STATES FEDERAL INCOME TAX CONSIDERATIONS OF THE ARRANGEMENT". THE COMPLETE TEXT OF THE INTERIM ORDER IS ATTACHED TO THIS CIRCULAR AS EXHIBIT B, THE COMPLETE TEXT OF THE PLAN OF ARRANGEMENT IS ATTACHED TO THIS CIRCULAR AS EXHIBIT C AND SECTION 190 OF THE CBCA IS ATTACHED TO THIS CIRCULAR AS EXHIBIT D.

KINROSS

The holders of Kinross common shares will not be entitled to any rights of dissent under the OBCA or otherwise with respect to any matters to be voted upon at the Kinross special meeting.

THE COMBINATION AGREEMENT

The description of the terms and conditions of the combination agreement set out below is materially complete. The full text of the combination agreement attached as Exhibit A and is incorporated by reference in this circular. Shareholders are encouraged to read the combination agreement in its entirety.

GENERAL

The combination agreement is dated as of June 10, 2002, as amended as of July 12, 2002, and is made among Kinross, TVX and Echo Bay. The combination agreement provides for the combination of the businesses of Kinross, TVX and Echo Bay by way of a plan of arrangement effected under the CBCA.

The combination agreement also contemplates that immediately before the completion of the arrangement, TVX will acquire Newmont's interest in the TVX Newmont Americas joint venture under an existing right of first offer and an existing right of first refusal contained in the TVX Newmont Americas joint venture agreements entered into on June 11, 1999.

EXCHANGE RATIOS

Under the arrangement, TVX will amalgamate with 4082389 Canada Inc., a newly-formed, wholly-owned subsidiary of Kinross, and each holder of TVX common shares will receive 6.5 Kinross common shares for each TVX common share. The exchange ratio for the TVX common shares reflects the one for ten consolidation of the TVX common shares which took effect on June 30, 2002.

Also under the arrangement, shareholders of Echo Bay (other than Kinross) will exchange their Echo Bay common shares for Kinross common shares on the basis of 0.52 of a Kinross common share for each Echo Bay common share.

Kinross intends to seek the approval of its shareholders to the consolidation of its outstanding common shares on a one for three basis, to become effective immediately prior to completion of the combination. If the Kinross share consolidation is approved, each holder of TVX common shares will receive 2.1667 Kinross common shares for each TVX common share, and each holder of Echo Bay common shares will receive 0.1733 of a Kinross common share for each Echo Bay common share in the arrangement.

EFFECTIVE DATE

The closing of the combination will be effected on the first business day after the satisfaction or waiver of the conditions described below under "Conditions to Completion of the Combination", or as soon as practicable after that date as the parties may otherwise agree. On the effective date, the parties will take the following steps in the order specified:

- TVX will acquire Newmont's interest in the TVX Newmont Americas joint venture;

- if the share consolidation is approved at the Kinross special meeting of shareholders, Kinross will file articles of amendment with the Director under the OBCA to give effect to the consolidation of the Kinross common shares on a one for three basis;

- Kinross will cause its wholly-owned subsidiary, 4082389 Canada Inc., to file articles of arrangement with the Director under the CBCA to give effect to the plan of arrangement; and

- the resolution of the shareholders of Kinross electing a new board of directors will become effective.

REPRESENTATIONS AND WARRANTIES

The combination agreement contains generally reciprocal representations and warranties given by each of Kinross, TVX and Echo Bay to the other parties. These representations and warranties relate to:

- the recommendation of the independent committee of the board of directors of each of TVX and Echo Bay and the determination by the board of directors of each party to recommend participation by that party in the combination;

- the receipt of a fairness opinion of each party's financial advisor;

- the timely filing of, accuracy and completeness of that party's public disclosure documents;

- the accuracy and completeness of information supplied by that party for inclusion in this circular;

- the absence of a filing of any confidential material change report since December 31, 2000 which remains confidential;

- the corporate power and authority to enter into the combination agreement and to consummate the transactions contemplated by the combination agreement;

- the absence of any violation or conflict with its charter documents, legal requirements, agreements or instruments to which a party or its property is subject or bound resulting from entering into the combination agreement and consummating the transactions contemplated by the combination agreement which would have, individually or in the aggregate, a material adverse effect;

- the absence of any violation of, or conflict with, its charter documents, legal requirements, or other agreements or instruments where the consequences of such violation would have a material adverse effect;

- the accuracy and completeness of its audited and unaudited financial statements; and

- no party having taken or having agreed to take any action or knowing of any fact, agreement, plan or other circumstance that is reasonably likely to prevent the share exchange pursuant to the arrangement from qualifying as a tax-free reorganization for U.S. Federal income tax purposes.

In addition:

- Kinross has represented to the other parties that it is not a "non-Canadian" under the Investment Canada Act (Canada) and no application for review and no notification under the Investment Canada Act (Canada) is required in connection with the combination.

- each of Kinross and Echo Bay has represented to the other parties that the lock-up agreement between Kinross and Echo Bay with respect to Kinross' Echo Bay common shares is in full force and effect as regards Kinross and Echo Bay;

- Echo Bay has represented to the other parties that the lock-up agreement between Newmont and Echo Bay with respect to Newmont's Echo Bay common shares is in full force and effect as regards Echo Bay;

- Echo Bay has represented to the other parties that the definitive agreement with respect to the sale by Echo Bay to Newmont of the McCoy/Cove complex in Nevada, United States is in full force and effect as regards Echo Bay;

- TVX has represented to the other parties that the lock-up agreement between Beech and TVX with respect to Beech's TVX common shares is in full force and effect as regards TVX; and

- TVX has represented to the other parties that TVX and Newmont (or subsidiaries thereof) have entered into purchase agreements providing for the acquisition by TVX of Newmont's interest in the TVX Newmont Americas joint venture and that the purchase agreement is in full force and effect as regards TVX.

The representations and warranties of each of the parties do not survive the completion of the combination and will expire and be terminated on the effective date of the combination.

MATERIAL ADVERSE CHANGE AND MATERIAL ADVERSE EFFECT

Some of the representations, warranties and covenants made by Kinross, TVX and Echo Bay, and some conditions, are qualified by a material adverse change or material adverse effect threshold. For the purposes of the combination agreement, a material adverse change or material adverse effect means any change, effect, event, occurrence or state of facts that is, or would reasonably be expected to be, material and adverse to the business, properties, financial condition or results of operations of Kinross, TVX or Echo Bay, other than any change, effect, event or occurrence:

- relating to the global economy or securities markets in general;

- affecting the worldwide gold mining industry in general and which does not have a materially disproportionate impact on any of Kinross, TVX or Echo Bay and their subsidiaries and material joint venture interests, taken as a whole;

- resulting from changes in the price of gold;

- relating to the relative values of the dollar and the Canadian dollar; or

- which is a change in the trading price of the publicly traded securities of any of Kinross, TVX or Echo Bay immediately following and reasonably attributable to the announcement of the combination agreement.

The combination agreement provides that any matter or thing, or series of related matters or things which would reasonably be considered to be important in making an investment decision (including matters involving an aggregate amount of $10 million) or that would significantly impede the ability of any of Kinross, TVX or Echo Bay to complete the combination, is material.

COVENANTS

KINROSS BOARD OF DIRECTORS AND CHIEF EXECUTIVE OFFICER

In the combination agreement, each party has agreed that it is its intention that as of and immediately after the effective date of the combination:

- the board of directors of Kinross will be comprised of John A. Brough, Robert M. Buchan, Harry S. Campbell, Arthur Ditto, David Harquail, John M.H. Huxley, Robert L. Leclerc, George F. Michals, Cameron A. Mingay and John E. Oliver; and

- the chief executive officer of Kinross will be Robert M. Buchan.

Kinross has also agreed that, at the Kinross special meeting, the holders of the Kinross common shares will be requested to consider and, if thought fit, to elect Messrs. Campbell, Harquail, Leclerc and Michals to the board of directors of Kinross.

MUTUAL COVENANTS

In the combination agreement each party has agreed, to the extent it is within its control (including in respect of its material joint venture interests), that, except as disclosed by it, or with the prior written consent of the other parties, which consent is not to be unreasonably withheld:

- it will, and will cause each of its subsidiaries and material joint venture interests to, conduct its and their respective businesses only in, and not take any action except in, the usual, ordinary and regular course of business and consistent with past practice;

- except as may be required to give effect to any court order or arbitral award:

- it will not and will not agree to (or permit its material subsidiaries or material joint venture interests to or to agree to) issue, sell, pledge, lease, dispose of or encumber:

  - any shares of or units in, or any options, warrants, calls, conversion privileges or rights of any kind to acquire any shares of or units in it or of its material subsidiaries or material joint venture interests, other than:

    - pursuant to the exercise of stock options, warrants or conversion or exchange rights attaching to securities outstanding as at June 10, 2002 (including Kinross' 5.5% convertible unsecured subordinated debentures issued December 5, 1996); or

    - under existing share issuance or grant plans or stock options issued consistent with past practices and share issuances in respect thereof; or

  - any material assets of it or of its material subsidiaries or material joint venture interests, except in the usual, ordinary and regular course of business and consistent with past practice;

- it will not amend or propose to amend its articles or by-laws or those (or the equivalent charter documents) of its material subsidiaries or the joint venture, partnership, management, operating or similar agreements or similar documents in respect of its material joint venture interests;

- it will not split, combine or reclassify its outstanding shares, or declare, set aside or pay any dividend or other distribution payable in cash, stock, property or otherwise with respect to its shares other than:

  - dividends or distributions made by a wholly-owned subsidiary to it or to a wholly-owned subsidiary of it;

  - regular quarterly dividends in respect of its common shares, in amounts consistent with past practice; or

  - in the case of Kinross, dividends provided for under the provisions of its preferred shares;

- it will not, and will not permit its subsidiaries to, redeem, purchase or offer to purchase any shares or other securities of it or its material subsidiaries, except:

  - as required by the terms of such securities as in effect on June 10, 2002; or

  - in the case of Kinross, the redemption of the Kinross 5.5% convertible unsecured subordinated debentures issued December 5, 1996;

- it will not, and will not permit any of its material subsidiaries to, reorganize, amalgamate or merge it or its material subsidiaries with any other person except for internal reorganizations, amalgamations or mergers involving it and/or its direct or indirect wholly-owned subsidiaries;

- it will not, and will not permit its subsidiaries or material joint venture interests to, acquire or agree to acquire any person, or acquire or agree to acquire any assets, which in each case are individually or in the aggregate material; notwithstanding this provision, if a party is required to approve a budget, operating plan or other business plan for a material joint venture interest in circumstances where it is subject to confidentiality obligations which preclude it from disclosing the subject matter of such budget or plan to the other parties and accordingly is precluded from seeking the consent of the other parties, such party is entitled to approve or refrain from approving such budget or plan without the other parties' consent so long as that party concludes, acting reasonably, that it is in the best interest of the material joint venture interest;

- it will not, and will not permit any of its subsidiaries or material joint venture interests to:

  - satisfy or settle any claims or liabilities which are individually or in the aggregate material, except such as have been reserved against in its most recent audited annual consolidated financial statements delivered to the other parties;

  - relinquish any contractual rights which are individually or in the aggregate material; or

  - enter into any interest rate, currency or commodity swaps, hedges or other similar financial instruments which individually or in the aggregate are material;

  notwithstanding this provision, if a party is required to approve a budget, operating plan or other business plan for a material joint venture interest in circumstances where it is subject to confidentiality obligations which preclude it from disclosing the subject matter of such budget or plan to the other parties and accordingly is precluded from seeking the consent of the other parties, such party is entitled to approve or refrain from approving such budget or plan without the other parties' consent so long as that party concludes, acting reasonably, that it is in the best interest of the material joint venture interest;

- it will not incur or commit to provide guarantees, incur any indebtedness for borrowed money or issue any amount of debt securities, in each case which are individually or in the aggregate material, and will not permit its subsidiaries or material joint venture interests to do any of the foregoing, except for the purpose of the renewal of or the replacement of credit facilities in existence as at June 10, 2002;

- it will not, and will cause each of its material subsidiaries and material joint venture interests not to:

  - enter into or modify any benefit plans, or grant any bonuses, salary increases, stock options, pension or supplemental pension benefits, profit sharing, retirement allowances, deferred or other compensation, incentive compensation, severance or termination pay to, or make any loan to, its directors, officers, employees, consultants, contractors or agents, except in the usual, ordinary and regular course of business and consistent with past practice or as required pursuant to benefit plans in existence as at June 10, 2002; or

  - reallocate capital expenditures among categories within its capital budgets or the capital budgets of its material subsidiaries or material joint venture interests, or incur or commit to capital expenditures which individually or in the aggregate exceed $10 million, except as set forth in capital budgets that have been approved by its board of directors, and subject to exceptions, when it is in the best interests and necessary course of business of it and its material subsidiaries and material joint venture interests, taken as a whole; notwithstanding this provision, if a party is required to approve a budget, operating plan or other business plan for a material joint venture interest in circumstances where it is subject to confidentiality obligations which preclude it from disclosing the subject matter of such budget or plan to the other parties and

accordingly is precluded from seeking the consent of the other parties, such party is entitled to approve or refrain from approving such budget or plan without the other parties' consent so long as that party concludes, acting reasonably, that it is in the best interest of the material joint venture interest;

- it will use reasonable commercial efforts to cause its insurance policies and those of its material subsidiaries and material joint venture interests, in each case in effect on the date of the combination agreement, not to be cancelled or terminated or any coverage thereunder to lapse, unless simultaneously with such termination, cancellation or lapse, replacement policies underwritten by insurance and re-insurance companies of nationally recognized standing providing coverage equal to or greater than under the terminated, cancelled or lapsed policies for substantially similar premiums are in full force and effect;

- it will use reasonable commercial efforts, and will cause its material subsidiaries and material joint venture interests to use reasonable commercial efforts, to preserve intact its business organizations and goodwill, keep available the services of its officers and employees as a group and maintain existing relationships with suppliers, consultants, joint venture participants, partners, professional advisors, agents, distributors, customers, governmental entities and others having business relationships with it, its material subsidiaries and its material joint venture interests;

- it will not take, or permit its subsidiaries or material joint venture interests to take, any action that would or reasonably may be expected to render any representation or warranty made by it in the combination agreement that is qualified as to materiality untrue or any of such representations and warranties that are not so qualified to be untrue in any material respect;

- to the extent it has knowledge, it shall notify the other Parties of any material adverse change, or any change which could reasonably be expected to become a material adverse change, and any complaints, investigations or hearings brought by any governmental entities or third parties which are material;

- it will not, and will cause each of its subsidiaries and material joint venture interests not to, settle or compromise any claim brought by any present, former or purported holder of any of its securities in connection with the transactions contemplated by the combination agreement or the combination prior to the effective date of the combination;

- it will not, and will cause each of its subsidiaries and material joint venture interests not to, enter into or modify any contract, agreement, commitment or arrangement which new contract would be material to it or would have a material adverse effect, except in the usual, ordinary and regular course of business and consistent with past practice, or except as required by applicable laws;

- it will not, and will not permit its subsidiaries or material joint venture interests to, take any action, or permit any action to be taken on its behalf, and it will, and will cause its subsidiaries or material joint venture interests to, refrain from taking any action which, in either case, if taken, would be inconsistent with the combination agreement or which would interfere with or be inconsistent with or would reasonably be expected to significantly impede the completion of the combination or any of the transactions contemplated by the combination agreement;

- subject to confidentiality obligations owed to third parties for which a waiver could not reasonably be obtained, to the extent it has knowledge, it shall, in all material respects, conduct itself so as to keep the other parties fully informed as to material decisions or actions made or required to be made with respect to the operation of its business and that of its material subsidiaries and material joint venture interests;

- it shall use its reasonable commercial efforts to conduct its affairs and those of its material subsidiaries and material joint venture interests so that the representations and warranties contained in the combination agreement shall be true and correct in all material respects on and as of the effective date of the combination as if made on that date (except to the extent such representations and warranties speak as of an earlier date);

- subject to fiduciary duties under applicable law or contractual obligations, it shall cause the nominees of the board of directors or management or operating committee of each material joint venture interest to perform such acts and things consistent with the foregoing covenants; and

- it will not make any change to existing accounting practices, except as its regular, independent auditors advise in writing are required by applicable laws, Canadian generally accepted accounting principles or United States generally accepted accounting principles, as applicable, or write up, down or off the book value of any assets

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in an amount that in the aggregate would exceed Cdn.$1 million, except where required for compliance with Canadian generally accepted accounting principles or United States generally accepted accounting principles, as applicable.

MATERIAL SUBSIDIARIES AND MATERIAL JOINT VENTURE INTERESTS

Some of the representations, warranties and covenants made by Kinross, TVX and Echo Bay, and some conditions, relate to the material subsidiaries and material joint venture interests of those parties. For the purposes of the combination agreement:

- a material subsidiary of a party means a subsidiary of that party:

  - having total assets representing more than 10% of that party's consolidated assets; or

- having total revenues representing more than 10% of that party's consolidated revenues,

in each case as set out either in the December 31, 2001 audited annual consolidated financial statements of that party or in the March 31, 2002 unaudited quarterly consolidated financial statements of that party; and

- a material joint venture interest of a party means:
  - in respect of Kinross, the Refugio project in Chile;
  - in respect of TVX, the interest currently held by TVX in the TVX Newmont Americas joint venture and the co-ownership interests and joint ventures included therein; and
  - in respect of Echo Bay, none.

COVENANTS REGARDING NON-SOLICITATION AND SUPERIOR PROPOSALS

The combination agreement provides that no party will, or permit its subsidiaries or material joint venture interests (to the extent that such party has the power to do so with respect to its material joint venture interests) to, directly or indirectly, solicit, initiate, facilitate or knowingly encourage the initiation of an acquisition proposal. An "acquisition proposal" is defined in the combination agreement to mean:

- any proposal or offer for a merger, amalgamation, reorganization, recapitalization or other business combination involving a party or a material subsidiary or a material joint venture interest of a party;
- any proposal or offer to acquire in any manner, directly or indirectly, assets which individually or in the aggregate exceed 10% of the consolidated assets of a party;
- any proposal or offer to acquire in any manner, directly or indirectly, any shares or securities convertible, exercisable or exchangeable for securities which exceed 10% of the outstanding voting securities of a party; or
- any sale of treasury shares, or securities convertible, exercisable or exchangeable for treasury shares, which exceed 10% of the outstanding voting securities of the party or rights or interests therein or thereto.

However, the definition of "acquisition proposal" excludes the transactions contemplated by the combination agreement and certain other transactions permitted by that agreement.

If the board of directors of a party receives an unsolicited bona fide acquisition proposal, such board may, however, consider, negotiate, approve or recommend the acquisition proposal to its shareholders so long as the acquisition proposal is a superior proposal. A "superior proposal" is defined in the combination agreement as an unsolicited bona fide acquisition proposal:

- in respect of which any required financing has been demonstrated to the satisfaction of such board of directors, acting in good faith, to be reasonably likely to be obtained;
- which is not subject to a due diligence access condition which allows access to the books, records and personnel of the party subject to the acquisition proposal or any of its material subsidiaries or material joint venture interests or their representatives beyond 5:00 p.m.

(eastern time) on the tenth business day after which access is afforded to the person making the acquisition proposal (provided however that the foregoing shall not restrict the ability of such person to continue to review information properly provided to such person);

- in respect of which such board of directors receives an opinion of counsel, that is reflected in the minutes of such board of directors, that it is required to consider the acquisition proposal in order to discharge properly its fiduciary duties; and

- that such board of directors determines in good faith, after consultation with its financial advisors, would, if consummated in accordance with its terms (but not assuming away any risk of non-completion), result in a transaction:

  - more favourable to its shareholders than the combination;

  - having consideration with a value greater than the value of the consideration provided by the combination; and

  - that is reasonably capable of being completed within a reasonable period of time.

RIGHT TO MATCH SUPERIOR PROPOSAL

The combination agreement provides that no party shall accept, approve, recommend or enter into any agreement, arrangement or understanding to implement a superior proposal without providing to each other party:

- written notice that its board of directors has received and is prepared to accept a superior proposal; and

- a copy of the superior proposal agreement as executed by the third party making the superior proposal,

as soon as possible but in any event at least five business days prior to acceptance of the superior proposal by the board of directors of that party.

Each other party must be given an opportunity (but does not have the obligation), before the expiration of the five business day period, to propose to amend the combination agreement to provide for consideration having a value and financial and other terms equivalent to or more favourable to the shareholders of the party that has received a superior proposal than those contained in such superior proposal, with the result that the superior proposal would cease to be a superior proposal.

If the other parties agree to amend the combination agreement in the manner described above, but otherwise on terms substantially the same as the terms of the combination agreement, the board of directors of the party that has received the superior proposal must consider the terms of the amendment, and if it concludes that the superior proposal is no longer a superior proposal, that party must not implement the proposed superior proposal, and must agree to amend the combination agreement.

If the other parties do not agree to amend the combination agreement, the party that has received the superior proposal may accept the superior proposal provided that it pays the other parties an aggregate of Cdn.$28 million in liquidated damages and, if applicable, the expenses of each such other party up to a maximum of Cdn.$2.5 million. Thereafter, that party may terminate the combination agreement and enter into an agreement to implement the superior proposal.

ACCESS TO INFORMATION AND CONFIDENTIALITY

The combination agreement provides that during the period before the effective date of the combination, each party will afford each other party's representatives access, during normal business hours, to all its properties, books, contracts and records as well as its management personnel. During this period, each party will furnish promptly to each other party a copy of all material filings with government entities and all other information concerning its business, properties and business personnel as the other parties may reasonably request. The parties agreed that information provided pursuant to this covenant will be subject to the provisions of the confidentiality agreement entered into among the parties.

MUTUAL STANDSTILL PROVISIONS

The combination agreement provides that each party agrees that, without the prior consent of the other parties, it will not, and will not permit any of its subsidiaries to:

- acquire, directly or indirectly, by purchase or otherwise, any voting securities or securities convertible into or exchangeable for voting securities, or direct or indirect rights or options to acquire any voting securities, of any other party;

- make, or in any way participate, directly or indirectly, in any solicitation of proxies to vote, or seek to advise or influence any other third party or entity with respect to the voting of, any voting securities of any other party;

- otherwise act, either alone or jointly or in concert with any third party, to seek to control the management, board of directors or policies of any other party; or

- discuss with any third person any proposal with respect to any other party that involves or would involve any of the foregoing.

The obligations of a party (the "first mentioned party") with respect to another party (the "second mentioned party") under the foregoing mutual standstill provisions terminate immediately upon the earliest of:

- June 10, 2003;

- the date on which the board of directors of the second mentioned party:

  - withdraws or changes its recommendations or determinations with respect to the combination in a manner materially adverse to the other parties or which would materially impede the completion of the combination or has resolved to do so for any reason other than:

    - a breach by the first mentioned party of any of its representations, warranties or covenants contained in the combination agreement in any material respect or the occurrence of a material adverse change with respect to the first mentioned party; or

    - a withdrawal or change resulting solely because the financial advisor to such party has withdrawn or adversely amended its opinion with respect to the combination;

- agrees to a superior proposal with a third party; or

- agrees to support a superior proposal; and

- the date on which a bona fide acquisition proposal is publicly announced, proposed, offered or made to the shareholders of the second mentioned party.

COVENANTS WITH RESPECT TO THE COMBINATION

In the combination agreement, each party has agreed that in a timely and expeditious manner, it will take all necessary actions in order to enable it to participate in the combination, use commercially reasonable efforts to satisfy the conditions described below under the heading "Conditions to Completion of the Combination" and to do, or cause to be done, all things necessary, proper or advisable under applicable laws to complete the combination. This includes using commercially reasonable efforts to:

- obtain all necessary waivers, consents and approvals from third parties to contracts;

- make or cooperate as necessary in the making of all required filings and applications under applicable laws and obtaining all required consents, approvals and authorizations under any applicable laws;

- effect all necessary registrations, filings, applications and submissions of information requested by governmental entities in connection with the combination;

- oppose, lift or rescind any injunction or restraining order or other order or action to stop, or otherwise adversely affecting the ability of the parties to consummate the combination;

- cooperate with the other parties in connection with its performance of its obligations under the combination agreement;

- cause the share exchange pursuant to the arrangement to qualify as one or more reorganizations described in Section 368(a) of the Code;

- assist and cooperate in the preparation and filing with all applicable securities commissions of all applications to seek appropriate exemptions from applicable securities laws in Canada and the United States;

- mail this circular in accordance with the requirements of applicable securities laws and comply in all material respects with all securities laws in effect as of the date of mailing;

- convene its special meeting of shareholders in connection with the arrangement, provide notice to each other party of its special meeting, allow representatives of the other parties to attend the special meeting and conduct the special meeting in accordance with its articles and bylaws and as required by applicable laws and judicial orders;

- prepare, in consultation with the other parties, any amendments or supplements to this circular which are mutually agreed or otherwise required by applicable laws and mailing such amendments or supplements in accordance with applicable laws;

- in the case of Kinross, take all steps necessary or advisable to obtain a listing on the Toronto Stock Exchange and on the American Stock Exchange, and to use its best efforts to obtain a listing on the New York Stock Exchange, for the Kinross common shares to be issued in connection with the combination;

- furnish promptly each notice, report, schedule or other document or communication delivered, filed or received by, to, with or from it under applicable laws and any dealings with governmental entities, in each case, in connection with the combination;

- in the case of Kinross, subject to approval of the proposed one for three consolidation of its common shares, file its articles of amendment with the Director under the OBCA;

- in the case of Kinross, cause 4082389 Canada Inc. to carry out the terms of the final order and file its articles of arrangement with the Director under the CBCA;

- in the case of Kinross and TVX, cause the purchase of Newmont's interest in the TVX Newmont Americas joint venture to be completed; and

- in the case of Kinross, provide or cause to be provided certificates representing the appropriate number of Kinross common shares to the former holders of TVX common shares and Echo Bay common shares.

FURTHER COVENANTS

Other covenants in the combination agreement include:

- the obligation of Kinross, on the date of the filing of this circular with the U.S. Securities and Exchange Commission and on the effective date of the combination, to execute and deliver a customary letter of representation to each of TVX and Echo Bay, in form and substance satisfactory to TVX and to Echo Bay acting reasonably, in connection with the opinions being requested by TVX and Echo Bay of their respective U.S. counsel to the effect that the share exchange effected by Kinross with the TVX and Echo Bay shareholders pursuant to the plan of arrangement will not cause recognition of income or gain by TVX, Echo Bay or the U.S. shareholders of TVX or Echo Bay; and

- the obligation of Kinross to:

  - maintain directors' and officers' liability insurance policies covering individuals presently covered under TVX's and Echo Bay's existing insurance policies for a period of six years following completion of the combination;

  - assume Echo Bay's performance of its obligations under the warrant indenture dated May 9, 2002 between Echo Bay and Computershare Trust Company of Canada providing for the issue of 39,100,000 Echo Bay share purchase warrants; and

  - take all corporate action necessary to reserve for issuance a sufficient number of Kinross common shares for delivery upon exercise of the Echo Bay share purchase warrants.

TREATMENT OF STOCK OPTIONS AND WARRANTS

The combination agreement provides that the boards of directors of TVX and Echo Bay are to take such actions as may be necessary to adjust the terms of all outstanding stock options granted by TVX and Echo Bay to provide that each option to acquire TVX common shares or Echo Bay common shares outstanding on the effective date shall be deemed to constitute an option to acquire, on substantially identical terms and conditions to those applicable under such stock options and for the same aggregate consideration, the aggregate number of Kinross common shares that the holder of the options would have been entitled to receive as a result of the combination if the holder of the option had been the registered holder of the number of TVX common shares or Echo Bay common shares which the holder was entitled to purchase on exercise of the option. According to the terms of the plans under which the outstanding TVX and Echo Bay stock options were granted or the terms of the options themselves, all outstanding unvested and unexercisable TVX and Echo Bay stock options will become vested and exercisable upon completion of the combination.

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Holders of warrants to purchase TVX common shares or Echo Bay common shares will, after the effective date of the combination, be entitled to exercise those warrants to acquire Kinross common shares in accordance with the terms of the agreements governing such warrants. The number of Kinross common shares for which such warrants will be exercisable will be determined on the basis of the TVX exchange ratio or the Echo Bay exchange ratio, as appropriate.

Based on the number of options and warrants to purchase common shares of TVX and Echo Bay outstanding on June 30, 2002, upon completion of the combination, and assuming the Kinross one for three share consolidation occurs, holders of options to purchase TVX common shares and holders of options to purchase Echo Bay common shares will be entitled to purchase an aggregate of approximately 2,747,545 Kinross common shares and the current holder of warrants to purchase TVX common shares and current holders of warrants to purchase Echo Bay common shares will be entitled to purchase an aggregate of approximately 6,794,667 Kinross common shares.

COVENANTS REGARDING EMPLOYMENT

Kinross has agreed that it will, for a period of one year following the effective date of the combination, continue to provide all persons who are employees of TVX, Echo Bay or their subsidiaries immediately prior to the effective date of the combination and who continue to be employees after the effective date:

- with employment benefits comparable to the benefits to which they were entitled on the effective date of the combination; and

- with respect to benefit plans providing for the issuance of, or based on the value of, Kinross common shares, benefits comparable, in the aggregate, to the benefits provided to similarly situated employees of Kinross and its subsidiaries.

In addition, Kinross will honour, for a period of one year following the effective date of the combination or for the length of time required by an applicable agreement, if different, all TVX and Echo Bay employment, severance, change of control and termination agreements, plans and policies disclosed to Kinross. In addition, Kinross has agreed that service with TVX or Echo Bay will count as service with Kinross for all purposes under Kinross' benefit plans. These arrangements do not extend to any employees of TVX or Echo Bay who are subject to a collective agreement.

CONDITIONS TO COMPLETION OF THE COMBINATION

The obligations of Kinross, TVX and Echo Bay to complete the combination are subject to the fulfillment or waiver of the conditions set forth in the combination agreement. These are:

- the approval of the issuance of shares pursuant to the arrangement and the election of four additional, agreed-upon individuals to the Kinross board of directors by at least a majority of the votes cast by the holders of Kinross common shares at the Kinross special meeting;

- the approval of the arrangement by at least 66 2/3% of the votes cast by the holders of TVX common shares at the TVX special meeting;

- the approval of the arrangement by at least 66 2/3% of the votes cast by the holders of Echo Bay common shares at the Echo Bay special meeting;

- the completion of the purchase by TVX of Newmont's interest in the TVX Newmont Americas joint venture;

- the granting of a final order sanctioning the arrangement by the Superior Court of Ontario in form and substance acceptable to Kinross, TVX and Echo Bay, acting reasonably, which shall not have been set aside or modified in a manner unacceptable to the parties, on appeal or otherwise;

- the absence of any juridical or administrative proceeding by or before any government entity that, if successful, or any law proposed, enacted, promulgated or applied that, would make illegal or otherwise directly or indirectly restrain, enjoin or prohibit the combination or result in a judgement or assessment of damages relating to the transactions contemplated by the combination agreement which causes a material adverse effect on the party that is the subject of the proceedings or the proposed law;

- the receipt (on terms which will not cause a material adverse effect on any of the parties) of all regulatory approvals, which, if not obtained, would cause a material adverse effect on any of the parties or materially impede the combination;

- the approval for listing of the Kinross common shares to be issued in the arrangement on the Toronto Stock Exchange and either the American Stock Exchange or the New York Stock Exchange, Kinross having agreed to use its best efforts to obtain a listing for such shares on the New York Stock Exchange; and

- dissent rights not having been exercised by the holders of more than 5% of the outstanding common shares of either TVX or Echo Bay.

The obligation of each party to complete the combination is subject to the fulfillment by each other party of the following conditions:

- representations and warranties of the parties contained in the combination agreement being true and correct as of the effective date of the combination, except for any breaches of representations and warranties which would not have a material adverse effect on any other party or materially impede the completion of the combination;

- the performance of all covenants of the parties contained in the combination agreement, except for those which, if not performed, would not have a material adverse effect on any other party or materially impede the completion of the combination; and

- the absence of any change, condition, event or occurrence with respect to any of the parties which has or is reasonably likely to have a material adverse effect on any other party, on the combination or on the combined company that will result from the combination.

AMENDMENT

The combination agreement may from time to time be amended by mutual written agreement of the parties without further notice to or authorization on the part of their respective shareholders, provided that:

- the TVX and Echo Bay exchange ratios may not be varied without the approval of the shareholders of each of the parties or as may be ordered by the Superior Court of Ontario; and

- any such change, waiver or modification does not invalidate any required shareholder approvals of the combination.

LIQUIDATED DAMAGES

Each of Kinross, TVX and Echo Bay may become liable to pay liquidated damages to the other parties if:

- the combination agreement is terminated after its board of directors withdraws or changes its recommendation with respect to the combination in a manner materially adverse to the other parties or which would materially impede the completion of the combination;

- a bona fide acquisition proposal is made to a party or its shareholders and not withdrawn, and its shareholders do not approve that party's participation in the combination or the appropriate resolutions are not submitted for their approval and, thereafter, the combination agreement is terminated and within six months after termination of the combination agreement, the party approves or enters into a change of control proposal or becomes a subsidiary of a third party. A "change of control proposal" in relation to a party is defined in the combination agreement to mean:

  - any proposal or offer for a merger, amalgamation, reorganization, recapitalization or other business combination involving it or any of its material subsidiaries or material joint venture interests;

  - any proposal or offer to acquire in any manner, directly or indirectly, assets which individually or in the aggregate exceed 50% of its consolidated assets;

  - any proposal or offer to acquire in any manner, directly or indirectly, any shares or securities convertible, exercisable or exchangeable for securities which exceed 50% of its outstanding voting securities; or

  - any sale of treasury shares or securities convertible, exercisable or exchangeable for treasury shares, which exceed 50% of its outstanding voting securities; or

- the combination agreement is terminated by a party concurrently with that party entering into an agreement, arrangement or understanding to implement a superior proposal.

Each of the above events is a "damages event" and the party involved in the damages event is referred to as the "defaulting party".

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The total amount of liquidated damages payable is Cdn.$28 million subject to the following qualifications:

- a party shall not be entitled to liquidated damages if it is in default of any covenant required to be performed by it under the combination agreement in any material respect or if any representation or warranty made by it is untrue in any material respect;

- if a damages event occurs by reason of the board of directors of the defaulting party having withdrawn or changed its recommendations or determinations with respect to the combination as aforesaid and thereafter the combination agreement is terminated in accordance with its terms, then the amount of liquidated damages payable will be reduced to Cdn.$20 million if such withdrawal or change occurred solely because the financial advisor to the defaulting party has withdrawn or adversely amended its opinion with respect to the combination and written evidence is provided by the defaulting party to each other party that the damages event occurred solely for that reason;

- Echo Bay shall not be required to pay damages to Kinross if the damages event is a bona fide acquisition proposal publicly announced, proposed, offered or made, and not withdrawn, to the shareholders of Echo Bay or to Echo Bay, Echo Bay's shareholders do not approve Echo Bay's participation in the arrangement and the sole reason that the shareholders of Echo Bay do not approve the arrangement is because Kinross fails to vote its Echo Bay common shares in favour of the arrangement (provided that TVX shall still be entitled to its share of damages payable); and

- the maximum amount of liquidated damages payable by a defaulting party under the foregoing provisions shall be Cdn.$28 million.

Liquidated damages will be allocated between and paid to non-defaulting parties in equal amounts.

REIMBURSEMENT OF EXPENSES

In the event that the shareholders of any party or parties fail to approve the arrangement or matters relating to the arrangement and the combination is not completed for any reason other than the fact that the board of directors of the non-approving party has withdrawn or changed its recommendation solely because its financial advisor has withdrawn or adversely amended its opinion with respect to the combination, then the non-approving party or parties will be required to reimburse the other parties or party whose shareholders approved the arrangement or matters relating to the arrangement for their actual third-party expenses up to a maximum of Cdn.$2.5 million payable to each approving party. In the event that the shareholders of Echo Bay do not approve the arrangement solely because Kinross fails to vote its Echo Bay common shares in favour thereof, Echo Bay shall not be required to make any payment under this provision.

TERMINATION OF THE COMBINATION AGREEMENT

Kinross, TVX and Echo Bay may mutually agree, in writing, to terminate the combination agreement at any time prior to the effective date of the combination. Also, any party may terminate the combination agreement without the consent of any other party, before the effective date of the combination, if:

- any other party breaches a representation or warranty or fails to comply with a covenant contained in the combination agreement which breach or failure would have a material adverse effect on any other party or materially impede the completion of the combination, or if a change, condition or event occurs which has or is reasonably like to have a material adverse effect on any other party, on the combination or on the combined company that will result from the completion of the combination; provided that the party wishing to terminate the combination agreement is not itself in breach of any representation, warranty or covenant in any material respect and provided further that the party wishing to terminate the combination agreement has delivered notice to the other parties asserting the basis for the termination and the breach remains substantially uncured at the earlier of 30 days after notice is given and the termination date, which is November 30, 2002 unless extended as provided for in the combination agreement;

- any condition to the obligations of that party to complete the arrangement is not capable of being satisfied; provided that the party wishing to terminate the combination agreement is not itself in breach of any representation, warranty or covenant in any material respect;

- a juridical or administrative proceeding is brought, any regulatory approval is not received, or rights of dissent are exercised by holders of more than 5% of the outstanding common shares of either TVX or Echo

Bay and,

as a result, these conditions to the obligations of the parties to effect the combination are incapable of being satisfied; provided that the party wishing to terminate the combination agreement is not itself in breach of any representation, warranty or covenant in any material respect;

- the shareholders of any party do not approve the participation of such party in the combination;

- a party's board of directors approves, and concurrently with the termination of the combination agreement enters into an agreement, arrangement or understanding to implement a superior proposal, provided that the party shall have paid the applicable liquidated damages and expenses; or

- the board of directors of any other party withdraws or changes its recommendations to its shareholders in a manner materially adverse to the other parties or which would materially impede the completion of the combination; the party whose board of directors has withdrawn or changed its recommendation in a manner materially adverse to the other parties or which would materially impede the completion of the combination may also terminate the combination agreement if such withdrawal or change occurred solely because the financial advisor to that party has withdrawn or adversely amended its opinion with respect to the combination.

The combination agreement automatically terminates on November 30, 2002 (the initial termination date) if the combination is not effective on or before that date, unless the parties agree to an extension. If the combination is not effective on or before November 30, 2002 only because a final order of the Superior Court of Ontario approving the plan of arrangement has not been granted, the initial termination date will be automatically extended to December 31, 2002 unless the parties agree to a further extension.

FRACTIONAL INTERESTS

No fractional Kinross common shares will be issued in connection with any of the transactions by which the combination is effected. Former shareholders of TVX and Echo Bay who would otherwise receive a fraction of a Kinross common share will be paid by cheque for the value of any such fractional share in an amount determined on the basis that each Kinross common share has a value equal to the volume-weighted average trading price of the Kinross common shares on the Toronto Stock Exchange on the first five trading days on which such shares trade on such exchange immediately following the effective date of the combination.

THE TVX NEWMONT AMERICAS JOINT VENTURE TRANSACTION

GENERAL

TVX and Newmont each hold an approximate 50% indirect interest in the TVX Newmont Americas joint venture. The TVX Newmont Americas joint venture was formed in June 1999 pursuant to certain agreements between TVX and its affiliates and Normandy and its affiliates. Newmont acquired its interest in the joint venture when it combined with Normandy in early 2002. The North American assets of the TVX Newmont Americas joint venture are held through TVX Newmont Americas (Canada) Inc., which is indirectly held 50% less one voting share by Normandy and 50% plus one voting share by TVX. Normandy is currently an indirect wholly-owned subsidiary of Newmont. The South American assets of the TVX Newmont Americas joint venture are held through TVX Newmont Americas (Cayman) Inc., which is indirectly held 50% less 100 voting shares by Normandy and 50% plus 100 voting shares by TVX.

On June 10, 2002, TVX, TVX Cayman Inc., a wholly-owned subsidiary of TVX ("TVX Cayman"), and Normandy entered into the TVX Newmont Americas purchase agreements to effect the acquisition of Newmont's indirect interest in the TVX Newmont Americas joint venture, for an aggregate purchase price of $180 million. The purchase price may, at TVX's option, be paid entirely in cash or TVX may elect to satisfy up to one half of the purchase price payable under each agreement by delivery of a secured promissory note due December 13, 2002 and the balance in cash. The maximum aggregate amount of the promissory notes which may be issued is $90 million. The arrangement is conditional upon the completion of the purchase of Newmont's interest in the TVX Newmont Americas joint venture. The TVX Newmont Americas purchase agreements were entered into pursuant to an existing right of first offer and an existing right of first refusal contained in the TVX Newmont Americas joint venture agreements. All of the surplus cash flow generated by the TVX Newmont Americas joint venture for the period up to the effective date of the combination will be distributed to TVX and a wholly-owned subsidiary of Normandy in accordance with the current dividend policy of the joint venture.

The TVX Newmont Americas purchase agreements are comprised of the following agreements:

- a North American purchase agreement dated June 10, 2002 between TVX and Normandy providing for the acquisition of Newmont's interest in the North American assets of the TVX Newmont Americas joint venture; and

- a South American purchase agreement dated June 10, 2002 among TVX, TVX Cayman and Normandy providing for the acquisition of Newmont's interest in the South American assets of the TVX Newmont Americas joint venture.

Newmont, in a letter addressed to TVX dated June 10, 2002, acknowledged that it had read the terms of the TVX Newmont Americas purchase agreements and agreed not to impede completion of the transactions contemplated thereby and to take all commercially reasonable steps to ensure completion of such transactions in accordance with the terms of the purchase agreements.

THE NORTH AMERICAN PURCHASE AGREEMENT

Pursuant to the North American purchase agreement, TVX will acquire all the common shares of Newmont Americas Holdings Limited that are owned by Normandy Investments BV, an indirect wholly-owned subsidiary of Normandy. Newmont Americas Holdings in turn holds 52,213,000 common shares of TVX Newmont Americas (Canada) Inc. The purchase price under the North American purchase agreement is $37.5 million.

THE SOUTH AMERICAN PURCHASE AGREEMENT

Pursuant to the South American purchase agreement, TVX Cayman will acquire the one ordinary share of Normandy Cayman Holdco Inc. that is owned by Newmont International Holdings Pty. Ltd., an indirect wholly-owned subsidiary of

Normandy. Normandy Cayman Holdco in turns holds 93,943,500 voting preferred shares and 41,239,500 newinco preferred shares of TVX Newmont Americas (Cayman) Inc. The purchase price under the South American purchase agreement is $142.5 million.

Under the South American purchase agreement, TVX is jointly and severally liable with TVX Cayman for all the obligations of TVX Cayman under the agreement, including all indemnities provided for in the South American purchase agreement and any secured promissory note issued as part of the purchase price.

TERMS OF SECURED PROMISSORY NOTES

TVX or TVX Cayman may elect to pay half of the purchase price under the North American purchase agreement or the South American purchase agreement, or both, by way of a secured promissory note. The promissory note will be due on December 13, 2002 and will bear interest at the rate of 15% per annum with interest accruing daily and payable monthly in arrears. The promissory note may be pre-paid in whole or in part at any time, and will be secured by the transfer and assignment of the Newmont Americas Holdings shares or the Normandy Cayman Holdco shares, as applicable, until paid in full. If an event of default occurs, the principal and accrued interest shall be immediately due and payable upon demand. An event of default under a promissory note will occur if:

- the borrower fails to pay any amount due under the note and such failure continues for a period of three business days;

- any representation or warranty made by the borrower in the applicable TVX Newmont Americas purchase agreement or in any security given by the borrower is incorrect;

- the borrower (or TVX, if TVX is not the borrower) ceases to carry on business;

- the borrower (or TVX, if TVX is not the borrower) fails to pay any amount due on outstanding debt that is in excess of $10 million when such amount becomes due and payable and such failure continues after the applicable grace period, if any, applicable to such indebtedness or if any indebtedness of the borrower (or TVX, if TVX is not the borrower) is or may be accelerated or is declared due and payable prior to its stated maturity;

- any judgement or order is rendered against the borrower in excess of $10 million and either:

  - enforcement proceedings have been commenced; or

  - there is a period of 15 consecutive days when a stay of enforcement of the judgement or order is not in place; or

- the borrower (or TVX, if TVX is not the borrower) becomes insolvent or is subject to insolvency, bankruptcy, liquidation, winding-up or similar proceedings.

REPRESENTATIONS AND WARRANTIES

The North American purchase agreement contains customary representations and warranties of Normandy including the following:

- Normandy, Normandy Investments and Newmont Americas Holdings are validly subsisting and have the requisite power to execute, deliver and perform the North American purchase agreement;

- absence of any violation or conflict with the agreements or legal requirements to which Normandy, Normandy Investments or Newmont Americas Holdings is subject or bound resulting from entering into the North American purchase agreement and consummating the purchase thereunder;

- Normandy Investments has the exclusive right and full power to transfer the Newmont Americas Holdings shares to TVX and no person has any agreement or option to purchase the Newmont Americas Holdings shares;

- Normandy Investments is the registered and beneficial owner of all of the Normandy Americas Holdings shares and Normandy Americas Holdings is the registered and beneficial owner of 52,213,000 common shares of TVX Newmont Americas Canada;

- Newmont Americas Holdings has filed all required tax returns and paid all applicable taxes;

- Newmont Americas Holdings has no assets other than the TVX Newmont Americas Canada shares and has no accrued or contingent liabilities; and

- Newmont Americas Holdings has never carried on any business except the business of owning the TVX Newmont Americas Canada shares.

The South American purchase agreement also contains customary representations and warranties of Normandy including the following:

- Normandy, Newmont International and Normandy Cayman Holdco are validly subsisting and have the requisite power to execute, deliver and perform the South American purchase agreement;

- absence of any violation or conflict with the agreements or legal requirements to which Normandy, Newmont International or Normandy Cayman Holdco is subject or bound resulting from entering into the South American purchase agreement and consummating the purchase thereunder;

- Newmont International Holdings has the exclusive right and full power to transfer the Normandy Cayman Holdco shares to TVX Cayman and no person has any right or option to purchase the Normandy Cayman Holdco shares;

- Newmont International Holdings is the registered and beneficial owner of all of the Normandy Cayman Holdco shares and Normandy Cayman Holdco is the registered and beneficial owner of 93,943,500 voting preferred shares and 41,239,500 newinco preferred shares of TVX Newmont Americas Cayman;

- Normandy Cayman Holdco has filed all required tax returns and paid all applicable taxes;

- Normandy Cayman Holdco has no assets other than the TVX Newmont Americas Cayman shares, and has no accrued or contingent liabilities; and

- Normandy Cayman Holdco has never carried on any business except the business of owning the TVX Newmont Americas Cayman shares.

The TVX Newmont Americas purchase agreements contain customary representations and warranties of TVX and TVX Cayman, as applicable, including the following:

- TVX and TVX Cayman are validly subsisting and have the requisite power to execute, deliver and perform the TVX Newmont Americas purchase agreements;

- absence of any violation or conflict with the agreements or legal requirements to which TVX or TVX Cayman is subject or bound resulting from entering into the TVX Newmont Americas purchase agreements and consummating the purchase thereunder;

- the audited financial statements of TVX for the year ended December 31, 2001 and the unaudited financial statements of TVX for the three months ended March 31, 2002 have been prepared in accordance with Canadian generally accepted accounting principles, are true and correct in all material respects and present fairly the financial condition of TVX as at the date of such statements;

- TVX does not have any material accrued or contingent liability or obligation not reflected in its most recent publicly disclosed financial statements except for liabilities and obligations incurred in the ordinary course of business;

- there is no material litigation pending or in progress against TVX other than as publicly disclosed; and

- TVX is current in the filing of required public disclosure documents under applicable securities laws and such filings are complete and correct in all material respects and do not contain any misrepresentation.

The representations and warranties of each party to the TVX Newmont Americas purchase agreements survive the closing of the acquisition of Newmont's interest in the TVX Newmont Americas joint venture generally for a period of two years, except for the representations and warranties of Normandy respecting the ownership of shares, which survive indefinitely, and representations and warranties of Normandy relating to taxes of Newmont Americas Holdings and Normandy Cayman Holdco which survive until the expiration of the applicable assessment and re-assessment periods.

COVENANTS

The TVX Newmont Americas purchase agreements provide for a number of covenants on the part of Normandy, which include the obligation to use reasonable best efforts to obtain resignations and releases of officers and directors of Newmont Americas Holdings, Normandy Cayman Holdco and their respective subsidiaries who are nominees of Normandy or its affiliates.

The TVX Newmont Americas purchase agreements also provide for a number of covenants on the part of TVX and TVX Cayman, as applicable, which include the following covenants:

- not to seek compensation, indemnification, contribution or damages from Normandy, any of its affiliates or any of their respective directors, officers, employees or agents for losses of any kind resulting from any breach or alleged breach of pre-emptive rights of the companies that own interests in the five operating mines partially owned by the TVX Newmont Americas joint venture, except to the extent such losses are attributable to the actions of a director, officer or employee of Normandy performed without the knowledge of TVX, the TVX Newmont Americas joint venture or their respective directors, officers and employees other than nominees of Normandy; and

- to indemnify Normandy, its affiliates and their respective directors, officers, employees and agents against:

  - any taxes imposed upon TVX Newmont Americas Canada or TVX Newmont Americas Cayman or any of their subsidiaries relating to any period ending on or before June 11, 1999, the date of the formation of the TVX Newmont Americas joint venture; and

  - losses resulting from a December 2001 tax assessment rendered by Brazilian authorities.

Also, TVX and TVX Cayman (TVX Cayman only in respect of the South American purchase agreement), on the one hand, and Normandy, on the other, each agreed to indemnify each other for losses relating to failure to perform covenants or breaches of representations and warranties under the TVX Newmont Americas purchase agreements. The maximum amount of such indemnity is $37.5 million as it relates to breaches of the representations and warranties contained in the North American purchase agreement and $142.5 million as it relates to breaches of the representations and warranties contained in the South American purchase agreement. All indemnities under the TVX Newmont Americas purchase agreements extend to the associates and affiliates of the parties and their respective directors, officers, employees and agents, and their respective successors and assigns.

CONDITIONS PRECEDENT TO THE CLOSING OF THE PURCHASE TRANSACTIONS

The closing of the transactions contemplated by each of the TVX Newmont Americas purchase agreements is subject to the following:

- all of the transactions contemplated in both the North American purchase agreement and the South American purchase agreement are completed concurrently;

- all of the pre-conditions to completion of the transactions contemplated by the combination agreement have been satisfied or waived; and

- all of the transactions contemplated by the combination agreement will be completed immediately following the completion of the purchase of Newmont's interest in the TVX Newmont Americas joint venture.

If any of the combination agreement, the North American purchase agreement or the South American purchase agreement is terminated prior to the closing of the purchase of Newmont's interest in the TVX Newmont Americas joint venture, the TVX Newmont Americas purchase agreement(s) which have not been terminated will automatically terminate.

The TVX Newmont Americas purchase agreements, as applicable, contain the following mutual conditions precedent to the closing of the transactions contemplated thereby:

- receipt of required approvals of Canadian and Brazilian competition authorities;

- the termination of all agreements, understandings, instruments, commitments and undertakings between TVX and Normandy and their respective affiliates relating to the TVX Newmont Americas joint venture other than the environmental indemnity agreement dated June 11, 1999 between TVX and Newmont International Holdings; and

- the release of the other parties and their affiliates from any claims arising under all agreements, understandings, instruments, commitments, and undertakings relating to the TVX Newmont Americas joint venture other than the environmental indemnity agreement.

Pursuant to the environmental indemnity agreement, TVX agreed to indemnify Newmont International Holdings and its directors, officers, employees and agents for environmental claims made on or before June 11, 2005 in connection with the TVX Newmont Americas joint venture up to an aggregate maximum amount of $15 million.

The TVX Newmont Americas purchase agreements contain customary conditions of closing in favour of TVX and TVX Cayman and in favour of Normandy. In addition, the agreements contain the following conditions in favour of Normandy:

- TVX and its affiliates having released Normandy and its affiliates from certain claims relating to the operations of the TVX Newmont Americas joint venture;

- the royalty to be granted to Newmont on the Gurupi exploration property held by the TVX Newmont Americas joint venture having been fully secured on commercially reasonable terms to the satisfaction of Normandy;

- all amounts owing by TVX and its affiliates to Normandy and its affiliates having been paid in full; and

- if TVX or TVX Cayman elects to pay a portion of the purchase price by a secured promissory note, receipt of security agreements transferring and assigning all of the interest of TVX or TVX Cayman in the Newmont Americas Holdings shares or the Normandy Cayman Holdco shares, as applicable, as security for the obligations of TVX or TVX Cayman under the note.

The TVX Newmont Americas purchase agreements also contain customary conditions in favour of TVX and TVX Cayman as well as a condition that Normandy and its affiliates have released TVX and its affiliates from certain claims relating to the operations of the TVX Newmont Americas joint venture.

REGULATORY MATTERS

COMPETITION ACT

The acquisition by TVX of Newmont's interest in the TVX Newmont Americas joint venture and the arrangement, which together comprise the combination, constitute one or more "merger" transaction(s) for the purposes of the Competition Act (Canada). Under section 92 of the Competition Act, the Competition Tribunal (established pursuant to the Competition Tribunal Act (Canada) and referred to as the "Competition Tribunal" in this circular), upon the application of the Commissioner of Competition appointed pursuant to the Competition Act (the "Commissioner"), may issue an order to, among other things, dissolve a merger or prohibit a proposed merger from proceeding if the Competition Tribunal finds that such merger or proposed merger prevents or lessens, or is likely to prevent or lessen, competition substantially. In addition, pursuant to sections 100 and 104 of the Competition Act, the

Competition Tribunal, upon the application of the Commissioner, may in certain circumstances make a temporary order

(with, or in some cases without, prior notice) to, among other things, prevent a proposed merger from proceeding for a stated period of time (subject in some cases to prescribed time limits). No application may be made by the Commissioner in respect of a merger more than three years after the merger has been substantially completed, nor may the Commissioner apply to the Competition Tribunal for an order in respect of a merger in respect of which an advance ruling certificate ("ARC") has been issued under the Competition Act, solely on the basis of information that is the same or substantially the same as that upon which the ARC was issued, provided that the merger is substantially completed within one year after the ARC is issued.

Also, under the Competition Act, certain transactions require prior notification to the Commissioner. If a transaction is subject to the prior notification requirement (a "Notifiable Transaction"), notification must be made either on the basis of short-form filings (in respect of which there is a 14 day statutory waiting period) or long-form filings (in respect of which there is a 42 day statutory waiting period), unless an ARC is first issued in respect of the transaction or the notification obligation is waived pursuant to section 113(c) of the Competition Act. A Notifiable Transaction may not be completed until the applicable statutory waiting period has expired unless the Commissioner, before the expiry of the waiting period, has advised the parties that he does not at that time intend to bring an application to the Competition Tribunal under the merger provisions of the Competition Act referred to above. The purchase of Newmont's interest in the TVX Newmont Americas joint venture and the arrangement, which together comprise the combination, constitute one or more Notifiable Transaction(s).

The parties filed a request for an ARC in respect of the combination with the Commissioner on July 15, 2002. The ARC was issued on July 26, 2002.

HART-SCOTT-RODINO ANTITRUST IMPROVEMENTS ACT

Under the U.S. Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended, and the rules promulgated thereunder by the United States Federal Trade Commission ("FTC"), the combination may not be consummated until notifications and certain information have been filed with the Antitrust Division of the United States Department of Justice (the "Antitrust Division") and the FTC and all waiting period requirements have been satisfied. The combination is conditioned on the expiry or early termination of the applicable waiting period under the U.S. Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended. All filings required by the Hart-Scott Rodino Antitrust Improvements Act of 1976 have been made. The request for early termination of the waiting period was granted effective August 5, 2002.

Notwithstanding the expiration of the waiting period, at any time before or after the special meetings of the shareholders of the parties, the Antitrust Division or the FTC could take such action under the antitrust laws as it deems necessary or desirable in the public interest, including seeking to enjoin the combination or seeking to impose conditions such as the divestiture of substantial assets of Kinross or its affiliates.

In addition, state antitrust authorities may also bring legal action under state antitrust laws. Such action could include seeking to enjoin the consummation of the combination or seeking to impose conditions such as the divestiture of certain assets of Kinross. Private parties may also seek to take legal action under the antitrust laws under certain circumstances. There can be no assurance that a challenge to the combination on antitrust grounds will not be made, or if such a challenge is made, of the result thereof.

BRAZILIAN COMPETITION LAW

Under Brazilian Law No. 8884/1994 and Resolution #15/98, certain merger and acquisition transactions are subject to notification to the Office of Economic Law, Ministry of Finance ("SDE") and to review and approval by The Administrative Council for Economic Defense ("CADE").

On June 28, 2002, a filing was submitted to SDE and CADE in relation to the Brazilian portion of the purchase of Newmont's interest in the TVX Newmont Americas joint venture. A filing to SDE and CADE will be required for the combination. The parties will make all required filings on a timely basis.

Based on advice of Brazilian antitrust counsel, TVX expects that the CADE approval will be secured in respect of the purchase of Newmont's interest in the TVX Newmont Americas joint venture. Similarly, the parties to the combination agreement have been advised by Brazilian antitrust counsel that CADE approval should be secured in respect of the combination.

GREEK COMPETITION LAW

Under Greek Law No. 703/1977, certain merger transactions are subject to pre-merger notification to the Greek Competition Committee and clearance by such committee.

TVX, indirectly through its 100% owned Greek subsidiary TVX Hellas, owns properties in northern Greece, referred to as the Hellenic Gold Complex. These properties include the Stratoni base metals operation and the Skouries development project.

Based on the information available to the parties, a pre-merger notification is required. The parties intend to make any required filings on a timely basis. Based on the information available to the parties, the parties expect that required clearance from the Greek Competition Committee will be secured in respect of the combination. However, there can be no assurance that such clearance will be secured.

EXEMPTION FROM MINORITY APPROVAL AND VALUATION REQUIREMENTS

Since Kinross holds more than 10% of the issued and outstanding Echo Bay common shares, the exchange of Echo Bay common shares for Kinross common shares which is part of the arrangement is a "going private transaction" and a "related party transaction" within the meaning of Rule 61-501 of the Ontario Securities Commission and Policy Q-27 of the Commission des Valeurs mobilieres du Quebec (collectively the "Rule"). The Rule requires that certain related party transactions must be approved by a majority of the minority shareholders and that shareholders be furnished with a valuation (prepared by an independent valuator) of the common shares to be received by shareholders in the transaction. Certain exemptions from these requirements are set forth in the Rule. For example, a transaction which would otherwise be a going private transaction, in this case the exchange of Echo Bay common shares for Kinross common shares as part of the arrangement, except that it falls within certain exemptions from the definition of "going private transactions" as contained in the Rule, is exempted from the "related party transaction" requirements of the Rule, including the valuation and minority approval requirements. Also, a valuation need not be provided and minority approval does not need to be obtained if the "interested party", in this case Kinross, holds Echo Bay common shares that carry fewer voting rights than another Echo Bay shareholder who is not a party to the transaction, and that other Echo Bay shareholder supports the transaction, deals at arm's length with Kinross, is treated identically to all other shareholders of Echo Bay and does not receive a benefit that is not also received by all other Echo Bay shareholders.

In the present case, the parties are relying on exemptions from the formal valuation and minority approval requirements. An exemption is available because the arrangement is an exempt going private transaction on the basis that Kinross is only entitled to receive the same consideration per Echo Bay common share as are all other Echo Bay shareholders, and not any consideration of greater value or differing security, from that received by all other Echo Bay shareholders. A further exemption is available because Newmont, which holds approximately 45.2% of the Echo Bay common shares, holds more voting shares in Echo Bay than Kinross, is not a party to the arrangement and supports the arrangement. Kinross believes it is dealing at arm's length with Newmont. Pursuant to the lock-up agreement between Newmont and Echo Bay, Newmont has also acknowledged that there were no non-financial factors or other factors peculiar to Newmont considered relevant by Newmont in assessing the consideration to be received in exchange for its Echo Bay common shares pursuant to the arrangement which had the effect of reducing the consideration that would otherwise have been considered acceptable by Newmont.

COURT APPROVAL OF THE ARRANGEMENT

An arrangement under the CBCA requires court approval. Prior to the mailing of the circular, Kinross obtained, from the Superior Court of Ontario, the interim order for the arrangement providing for the calling and holding of the special meetings of shareholders of the parties and certain other procedural matters. A copy of this order is attached to this circular as Exhibit B. Pursuant to the interim order, Kinross is required to return to court for a final order approving the arrangement. As set out in the interim order, the hearing in respect of the final order is scheduled to take place on -- , 2002 at -- a.m. at -- . At this hearing, shareholders of TVX or Echo Bay who wish to participate or to be represented or to present evidence or argument may do so, subject to filing a notice of appearance and satisfying other requirements. At the hearing, the Court will be asked to approve the terms and conditions of the arrangement. In hearing the petition for the final order, the Court will consider, among other things, the fairness and reasonableness of the arrangement. The Court may approve the arrangement either as proposed or as amended in any manner the Court may direct, subject to compliance with such terms and conditions, if any, the Court thinks fit. Assuming the final order

is granted and the various other conditions precedent in the combination agreement are satisfied or waived, the combination will be completed as soon as possible thereafter.

EXEMPTIONS FROM REGISTRATION REQUIREMENTS AND RESALE RESTRICTIONS ON KINROSS

COMMON SHARES

CANADA

Kinross common shares issued in connection with the arrangement will be distributed in reliance on exemptions from the registration and prospectus requirements of Canadian securities laws and will be freely tradeable in or into Canada through appropriately registered dealers provided the following conditions are met at the time of such transaction:

- at the time of the trade, Kinross has been a reporting issuer for at least four months;

- the selling shareholder does not hold (alone or in combination with others) more than 20% of the outstanding voting securities of Kinross and does not otherwise hold a sufficient number of any securities of Kinross to affect materially the control of Kinross;

- if the selling shareholder is an insider or officer of Kinross, the selling shareholder has no reasonable grounds to believe that Kinross is in default of any requirements under applicable Canadian securities laws;

- certain disclosures are made to the applicable Canadian securities authorities (which Kinross will make promptly following the effective date of the combination);

- no unusual effort is made to prepare the market or create a demand for the Kinross common shares; and

- no extraordinary commission or consideration is paid in respect of the transaction in the Kinross common shares.

UNITED STATES

The issuance of Kinross common shares to holders of TVX common shares and Echo Bay common shares pursuant to the arrangement will not be registered under the U.S. Securities Act of 1933, as amended (which we refer to in this circular as the "Securities Act"). Such shares will instead be issued in reliance upon the exemption provided by section 3(a)(10) of the Securities Act. Section 3(a)(10) exempts from the general registration requirements securities issued in exchange for one or more outstanding securities where the terms and conditions of the issuance and exchange of such securities have been approved by any governmental authority having appropriate authority, including a court of competent jurisdiction, after a hearing upon the fairness of the terms and conditions of the issuance and exchange at which all persons to whom such securities will be issued have the right to appear. The Superior Court of Ontario is authorized to conduct a hearing to determine the fairness of the terms and conditions of the arrangement, including the proposed issuance of Kinross common shares in exchange for TVX common shares and Echo Bay common shares. The Court entered the interim order on -- , 2002 and subject to the approval of the arrangement by the TVX shareholders and Echo Bay shareholders, a hearing on the fairness of the arrangement will be held by the Court.

Kinross common shares received by holders of TVX common shares or Echo Bay common shares in the arrangement will be freely transferable, except for Kinross common shares received by persons who are deemed to be "affiliates" (as such term is defined for purposes of Rule 145 of the Securities Act) of Kinross, TVX or Echo Bay prior to the completion of the arrangement. Persons who may be deemed to be affiliates of Kinross, TVX or Echo Bay generally include individuals or entities that control, are controlled by, or are under common control with, such party and may include officers, directors and principal shareholders.

Persons who are deemed to be affiliates of Kinross, TVX or Echo Bay may not sell Kinross common shares acquired in connection with the arrangement, except pursuant to an effective registration under the Securities Act covering such shares or in compliance with Rule 145 (or Rule 144 under the Securities Act in the case of persons who become affiliates of Kinross) or another applicable exemption from the registration requirements of the Securities Act. In general, under Rule 145, for one year following the effective date, an affiliate (together with certain related persons) would be entitled to sell Kinross common shares acquired in connection with the arrangement only through unsolicited "broker transactions" as such term is defined in Rule 144 or in transactions directly with a "market maker" as such term is defined in section 3(a)(38) of the Exchange Act. Additionally, the number of shares to be sold by an affiliate (together with certain related persons and certain persons acting in concert) within any three-month period for purposes of Rule 145 may not exceed the greater of 1% of the outstanding Kinross common shares or the average weekly trading volume of such stock during the four calendar weeks preceding such sale. Rule 145 will only remain available to

affiliates if Kinross remains current with its informational filings with the United States Securities and Exchange Commission under the Exchange Act. One year after the effective date, a former affiliate would be able to sell such Kinross common shares without regard to such sale or volume limitations provided that Kinross was current with its Exchange Act informational filings and such affiliate was not then an affiliate of Kinross. Two years after the effective date, a former affiliate would be able to sell such Kinross common shares without any restrictions so long as such affiliate had not been an affiliate of Kinross for at least three months prior thereto. Persons deemed affiliates may at any time sell such Kinross common shares outside the United States in a transaction complying with the provisions of Regulation S under the Securities Act.

This document does not constitute a registration statement covering resales of Kinross common shares by persons who are otherwise restricted from selling their shares pursuant to Rules 144 and 145 of the Securities Act.

MATERIAL CANADIAN FEDERAL INCOME TAX CONSIDERATIONS OF THE ARRANGEMENT

In the opinion of Fasken Martineau DuMoulin LLP, special counsel to TVX, and Fraser Milner Casgrain LLP, counsel to Echo Bay, the following summary describes, as of the date hereof, the material Canadian federal income tax considerations under the Tax Act of the arrangement generally applicable to holders of TVX common shares, Echo Bay common shares and Echo Bay warrants who at all relevant times and for purposes of the Tax Act:

- deal at arm's length with and are not affiliated with Kinross, TVX and Echo Bay; and

- hold their TVX common shares, Echo Bay common shares and Echo Bay warrants and will hold their Kinross common shares as capital property.

TVX common shares, Echo Bay common shares, Echo Bay warrants and Kinross common shares will generally be considered to be capital property to the holder provided that the holder does not hold such securities in the course of carrying on a business and has not acquired such securities in a transaction or transactions considered to be an adventure in the nature of trade. This summary does not take into account the "mark-to-market rules" in the Tax Act that apply to "financial institutions", and holders that are "financial institutions" for the purposes of these rules should consult their own tax advisors.

This summary is based on the current provisions of the Tax Act, the current regulations thereunder (the "Regulations") and counsel's understanding of the current published administrative and assessing practices of the CCRA. This summary also takes into account all specific proposals to amend the Tax Act and the Regulations publicly announced by the Minister of Finance (Canada) prior to the date hereof (collectively, the "Proposed Amendments"). No assurance can be given that the Proposed Amendments will be enacted as tabled or announced. However, the Canadian federal income tax considerations applicable to holders with respect to their TVX common shares, Echo Bay common shares and Echo Bay warrants will not be different in a material adverse way if the Proposed Amendments are not enacted. This summary does not otherwise take into account or anticipate any changes to the law, whether by judicial, governmental or legislative decision or action, nor does it take into account provincial, territorial or foreign tax legislation or considerations, which may differ from the Canadian federal income tax considerations discussed herein.

THIS SUMMARY ASSUMES THAT THE KINROSS SHAREHOLDER RIGHTS PLAN WILL BE TERMINATED BY KINROSS SHAREHOLDERS AT THE KINROSS SPECIAL MEETING PRIOR TO THE EFFECTIVE DATE OF THE COMBINATION SO THAT HOLDERS OF TVX COMMON SHARES AND HOLDERS OF ECHO BAY COMMON SHARES WILL NOT ACQUIRE ANY RIGHTS UNDER SUCH PLAN AS A RESULT OF THE ARRANGEMENT. THE ARRANGEMENT IS NOT CONDITIONAL ON THE TERMINATION OF THE KINROSS SHAREHOLDER RIGHTS PLAN. IF HOLDERS OF TVX COMMON SHARES AND HOLDERS OF ECHO BAY COMMON SHARES ACQUIRE RIGHTS UNDER THE KINROSS SHAREHOLDER RIGHTS PLAN IN THE ARRANGEMENT BECAUSE THE PLAN HAS NOT BEEN TERMINATED THEN SUCH HOLDERS MAY BE TREATED AS HAVING DISPOSED OF THEIR TVX COMMON SHARES AND ECHO BAY COMMON SHARES FOR PROCEEDS OF DISPOSITION EQUAL TO THE AGGREGATE OF THE FAIR MARKET VALUE OF THE KINROSS COMMON SHARES (AND CASH RECEIVED IN LIEU OF A FRACTIONAL SHARE, IF APPLICABLE) AND ANY RIGHTS UNDER THE KINROSS SHAREHOLDER RIGHTS PLAN RECEIVED IN EXCHANGE THEREFOR. A RECENT POSITION TAKEN BY THE CCRA ON A SHAREHOLDER RIGHTS PLAN INDICATES THAT HOLDERS MAY BE ASSESSED ON THIS BASIS. HOLDERS ARE URGED TO CONSULT THEIR OWN TAX ADVISORS IN THIS REGARD.

THIS SUMMARY IS OF A GENERAL NATURE ONLY, AND IS NOT INTENDED TO BE, NOR SHOULD IT BE CONSTRUED TO BE, LEGAL OR TAX ADVICE TO ANY PARTICULAR HOLDER. ACCORDINGLY, HOLDERS OF TVX COMMON SHARES, ECHO BAY COMMON SHARES AND ECHO BAY WARRANTS ARE URGED TO CONSULT THEIR OWN TAX ADVISORS FOR ADVICE REGARDING THE INCOME TAX CONSEQUENCES OF THE ARRANGEMENT AND THE EXERCISE OF DISSENT RIGHTS HAVING REGARD TO THEIR PARTICULAR CIRCUMSTANCES.

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HOLDERS RESIDENT IN CANADA

The following portion of this summary is applicable to holders of TVX common shares, Echo Bay common shares and Echo Bay warrants and those persons who become holders of Kinross common shares as a consequence of the arrangement, who, for the purposes of the Tax Act and any applicable income tax convention, at all relevant times, are resident in Canada or are deemed to be resident in Canada. Certain Canadian resident holders whose TVX common shares, Echo Bay common shares or Kinross common shares might not otherwise qualify as capital property may make an irrevocable election in accordance with subsection 39(4) of the Tax Act to deem the shares and every "Canadian security" (as defined in the Tax Act) owned by such holders to be capital property in the taxation year of the election and in all subsequent taxation years.

HOLDERS OF TVX COMMON SHARES ON AMALGAMATION

Holders of TVX common shares (other than holders of TVX common shares who dissent from the arrangement) will realize neither a capital gain nor a capital loss on the amalgamation as a result of which the TVX common shares will be disposed of in exchange for Kinross common shares. The aggregate cost of the Kinross common shares received by a TVX shareholder on the amalgamation will be equal to the aggregate adjusted cost base to the TVX shareholder of the TVX common shares disposed of in exchange for such Kinross common shares by virtue of the amalgamation. The holder's cost of such Kinross common shares must be averaged with the adjusted cost base of any other Kinross common shares held by the holder to determine the holder's adjusted cost base of such Kinross common shares.

Under the current administrative and assessing practice of the CCRA, a holder of TVX common shares who receives cash in an amount under Cdn.$200 in lieu of a fraction of a Kinross common share on the amalgamation may ignore the computation of any gain or loss on the partial disposition and reduce the adjusted cost base of the Kinross common shares received on the amalgamation by the amount of such cash. Alternatively, the holder of TVX common shares may include the capital gain or loss arising on the disposition of the fractional share in the computation of that holder's income.

HOLDERS OF ECHO BAY COMMON SHARES ON ARRANGEMENT

A capital gain (or capital loss) that would otherwise be realized by a holder of Echo Bay common shares on the exchange of Echo Bay common shares for Kinross common shares pursuant to the arrangement will be deferred under the provisions of the Tax Act provided that:

- such holder does not, in the holder's return of income for the taxation year in which such exchange occurs, include in computing the holder's income any portion of the gain or loss, otherwise determined, from the disposition of the exchanged shares; and

- the holder, or persons with whom the holder does not deal at arm's length, or the holder together with persons with whom the holder does not deal at arm's length, do not control Kinross and do not beneficially own shares in the capital stock of Kinross having a fair market value of more than 50% of the fair market value of all of the outstanding shares of the capital stock of Kinross, immediately after the exchange.

Where a holder is entitled to the deferral, the holder will be deemed:

- to have disposed of that holder's Echo Bay common shares for proceeds of disposition equal to the adjusted cost base of the shares to the holder immediately before such exchange; and

- to have acquired the Kinross common shares at a cost equal to the adjusted cost base of the holder's Echo Bay common shares immediately before the exchange. The holder's cost of such Kinross common shares will be averaged with the adjusted cost base of any other Kinross common shares held by the holder to determine the holder's adjusted cost base of such Kinross common shares.

Under the current administrative and assessing practice of the CCRA, a holder of Echo Bay common shares who receives cash in an amount not exceeding Cdn.$200 in lieu of a fraction of a Kinross common share under the arrangement may ignore the computation of any gain or loss on the partial disposition and reduce the adjusted cost base of the Kinross common shares received under the arrangement by the amount of such cash. Alternatively, the holder of Echo Bay common shares may include the capital gain or loss arising on the disposition of the fractional share in the computation of that holder's income.

A holder of Echo Bay common shares who is not eligible for the deferral in respect of the exchange of Echo Bay common shares will be deemed to have disposed of those Echo Bay common shares for proceeds of disposition equal to the fair market value of the Kinross common shares (and cash in lieu of a fractional share, if applicable) received in exchange therefor and to have acquired such Kinross common shares at a cost equal to their fair market value. The cost of Kinross common shares that the holder acquires must be averaged with the adjusted cost base of any other Kinross common shares held by the holder to determine the holder's adjusted cost base of such Kinross common shares. Such holder of Echo Bay common shares will realize a capital gain (or capital loss) equal to the amount by which the proceeds of disposition, net of any reasonable costs of disposition, exceed (or are less than) the adjusted cost base of the Echo Bay common shares to such holder. The income tax treatment of capital gains and losses is discussed in greater detail below under the subheading "Taxation of Capital Gains and Losses".

HOLDERS OF ECHO BAY WARRANTS ON ARRANGEMENT

While the matter is not free from doubt, counsel is of the view that holders of Echo Bay warrants will realize neither a capital gain nor a capital loss as a result of such holders becoming entitled, under the existing terms of the warrant indenture dated May 9, 2002, to acquire Kinross common shares upon the exercise of the warrants after the effective date of the combination. Holders of Echo Bay warrants who wish to avoid any uncertainty concerning the tax consequences to them of the arrangement may wish to exercise their warrants and acquire Echo Bay common shares prior to the effective date of the combination in which case they will be treated as holders of Echo Bay common shares (see discussion above under the subheading "Holders of Echo Bay Common Shares on Arrangement"). Holders of Echo Bay warrants are urged to consult their own tax advisors in this regard.

DIVIDENDS ON KINROSS COMMON SHARES

A holder who is an individual will be required to include the amount of any dividends received or deemed to be received on the Kinross common shares in computing the holder's income. The holder will be subject to the gross-up and dividend tax credit rules normally applicable to taxable dividends received from taxable Canadian corporations (as defined in the Tax Act).

A holder that is a corporation will be required to include in computing income the amount of any dividends on the Kinross common shares received or deemed to be received by the holder, but will be entitled to deduct the amount of the dividends in computing its taxable income. A holder that is a "private corporation" or a "subject corporation" (as defined in the Tax Act) may be liable under Part IV of the Tax Act to pay a refundable tax of 33 1/3% of dividends received or deemed to be received on the Kinross common shares to the extent that such dividends are deductible in computing the holder's taxable income. This tax will be refunded to the holder at the rate of Cdn.$1 for every Cdn.$3 of taxable dividends paid while it is a private corporation or a subject corporation.

DISPOSITION OF KINROSS COMMON SHARES

A holder disposing of Kinross common shares will realize a capital gain (or capital loss) to the extent that the proceeds of disposition thereof, net of any reasonable costs of disposition, exceed (or are less than) the adjusted cost base of such shares to such holder. The income tax treatment of capital gains and losses is discussed in greater detail below under the subheading "Taxation of Capital Gains and Losses".

WARRANTS TO ACQUIRE KINROSS COMMON SHARES

Exercise of Warrants

No gain or loss will be realized on the exercise of a warrant to acquire Kinross common shares. When a warrant is exercised, the holder's cost of the Kinross common shares acquired thereby will be equal to the holder's adjusted cost base of the warrant plus the exercise price paid for the Kinross common shares. The holder's cost of such Kinross common shares must be averaged with the adjusted cost base of any other Kinross common shares held by the holder to determine the holder's adjusted cost base of such Kinross common shares.

Disposition and Expiry of Warrants

A disposition or deemed disposition by a holder of warrants will generally give rise to a capital gain (or capital loss) equal to the amount by which the proceeds of disposition, net of any reasonable costs of disposition, are greater (or less) than such holder's adjusted cost base of the warrants. The expiry of unexercised warrants will constitute a disposition thereof for nil proceeds of disposition, resulting in the holder realizing a capital loss equal to such holder's

adjusted cost base of the expired warrants. The tax treatment of capital losses is discussed in greater detail below under the subheading "Taxation of Capital Gains and Losses".

TAXATION OF CAPITAL GAINS AND LOSSES

One-half of capital gains will be included in income as taxable capital gains and one-half of capital losses will be allowable capital losses that may be deducted against taxable capital gains realized in the year of disposition. Subject to the detailed rules contained in the Tax Act, any unused allowable capital loss may be applied to reduce net taxable capital gains realized by the holder in the three preceding and in all subsequent taxation years. Where the holder is an individual or a trust, other than certain trusts, the realization of a capital gain may result in a liability for alternative minimum tax under the Tax Act.

Recognition of capital losses otherwise realized may be denied in various circumstances set out in the Tax Act. The amount of any capital loss realized by a corporate holder on a disposition of TVX common shares, Echo Bay common shares or Kinross common shares may be reduced by the amount of dividends received, if any, or deemed to be received on the shares, to the extent and under the circumstances provided in the Tax Act. Similar rules may apply where a corporation is a member of a partnership or a beneficiary of a trust that owns the shares or where a trust or partnership of which a corporation is a beneficiary or a member, respectively, is a member of a partnership or a beneficiary of a trust that owns the shares.

A holder that is a Canadian-controlled private corporation throughout the relevant taxation year may be subject to an additional refundable tax of 6 2/3% on taxable capital gains. This additional tax will be refunded to the holder at the rate of Cdn.$1 for every Cdn.$3 of taxable dividends paid while it is a private corporation.

DISSENTING SHAREHOLDERS

If the arrangement becomes effective, a holder of TVX common shares or Echo Bay common shares who dissents to the arrangement (a "Dissenting Shareholder") and, as a consequence, disposes of TVX common shares or Echo Bay common shares to Kinross, will be considered to have disposed of such shares for proceeds of disposition equal to the cash payment (exclusive of interest) received from Kinross for the fair value thereof and will realize a capital gain (or capital loss) equal to the amount by which such cash payment (exclusive of interest), net of any reasonable costs of disposition, exceeds (or is less than) the adjusted cost base of such TVX common shares or Echo Bay common shares, as the case may be, to such shareholder. The income tax treatment of capital gains and losses is discussed in greater detail above under the subheading "Taxation of Capital Gains and Losses".

A Dissenting Shareholder who receives interest on a payment received in respect of the fair value of the TVX common shares or Echo Bay common shares will be required to include the amount of such interest in computing income.

We urge any shareholder who is considering dissenting to the arrangement to consult with a tax advisor with respect to the income tax consequences of such action.

HOLDERS NOT RESIDENT IN CANADA

The following portion of the summary is generally applicable to holders of TVX common shares, Echo Bay common shares and Echo Bay warrants who, for purposes of the Tax Act and any applicable income tax convention, have not been and will not be resident or deemed to be resident in Canada at any time while they have held TVX common shares, Echo Bay common shares or Echo Bay warrants or will hold Kinross common shares and who do not use or hold and are not deemed to use or hold the TVX common shares, Echo Bay common shares, Echo Bay warrants or Kinross common shares in carrying on a business in Canada (a "Non-Resident Holder"). Special rules, which are not discussed in this summary, may apply to a non-resident that is an insurer carrying on business in Canada and elsewhere.

HOLDERS OF ECHO BAY WARRANTS

While the matter is not free from doubt, counsel is of the view that Non-Resident Holders of Echo Bay warrants will realize neither a capital gain nor a capital loss as a result of such Non-Resident Holders becoming entitled, under the existing terms of the warrant indenture dated May 9, 2002, to acquire Kinross common shares upon the exercise of the warrants after the effective date of the combination. In any event, a Non-Resident Holder will not be subject to capital gains tax under the Tax Act on the disposition of an Echo Bay warrant unless such warrant constitutes "taxable

Canadian property" of the Non-Resident Holder for purposes of the Tax Act and the Non-Resident Holder is not entitled to relief under an applicable income tax convention (see discussion below under the subheading "Capital Gains"). Non-Resident Holders of Echo Bay warrants are urged to consult their own tax advisors in this regard.

EXERCISE OF WARRANTS TO ACQUIRE KINROSS COMMON SHARES

No gain or loss will be realized on the exercise of a warrant to acquire Kinross common shares. When a warrant is exercised, the Non-Resident Holder's cost of the Kinross common shares acquired thereby will be equal to the Non-Resident Holder's adjusted cost base of the warrant plus the exercise price paid for the Kinross common shares. The Non-Resident Holder's cost of such Kinross common shares must be averaged with the adjusted cost base of any other Kinross common shares held by the Non-Resident Holder to determine the Non-Resident Holder's adjusted cost base of such Kinross common shares.

CAPITAL GAINS

A Non-Resident Holder will not be subject to capital gains tax under the Tax Act on the disposition of TVX common shares, Echo Bay common shares, Echo Bay warrants or Kinross common shares unless such securities constitute "taxable Canadian property" of the holder for purposes of the Tax Act. If such securities do constitute taxable Canadian property, the Non-Resident Holder may be exempt from tax under an applicable income tax convention.

Generally, TVX common shares, Echo Bay common shares and Kinross common shares, as the case may be, and warrants to acquire such shares, will not be taxable Canadian property at a particular time provided that such shares are listed on a prescribed stock exchange (which includes the Toronto Stock Exchange), and the holder, either alone or together with persons with whom such holder does not deal at arm's length, has not owned 25% or more of the issued shares of any class or series in the capital of TVX, Echo Bay or Kinross, as the case may be, at any time during the 60 month period that ends at the particular time. The CCRA takes the position that for these purposes a person (and persons with whom such person does not deal at arm's length) will be considered to own any shares in respect of which such person (and persons with whom such person does not deal at arm's length) had an interest or option and that interests and options held by other persons are ignored.

DIVIDENDS ON KINROSS COMMON SHARES

Dividends paid or deemed to be paid to a Non-Resident Holder on Kinross common shares will be subject to Canadian withholding tax at the rate of 25% unless the rate is reduced under the provisions of an applicable income tax convention.

Under the provisions of the Canada -- United States Income Tax Convention (1980), as amended (the "U.S. Treaty"), dividends paid or credited or deemed under the Tax Act to be paid or credited by Kinross to a Non-Resident Holder who is a resident of the United States for purposes of the U.S. Treaty generally will be subject to Canadian withholding tax at the rate of 15%. This rate will be reduced to 5% if the beneficial owner of the dividend is a company that owns at least 10% of the voting stock of Kinross.

INTEREST

Where a Non-Resident Holder receives interest consequent upon the exercise of dissent rights, such interest will be subject to Canadian withholding tax at the rate of 25% unless the rate is reduced under the provisions of an applicable income tax convention. This rate will be reduced to 10% if the beneficial owner of the interest is a resident of the United States for purposes of the U.S. Treaty.

MATERIAL UNITED STATES FEDERAL INCOME TAX
CONSIDERATIONS OF THE ARRANGEMENT

The following summary discusses the material U.S. Federal income tax consequences to the U.S. holders of Echo Bay common shares and to the U.S. holders of TVX common shares in the arrangement. This discussion is based upon the Code, its legislative history, the Treasury regulations promulgated thereunder, administrative rulings and judicial decisions currently in effect, all of which are subject to change, possibly on a retroactive basis, and certain factual representations made by Kinross, Echo Bay and TVX. Any change in currently applicable law, which may or may not be retroactive, or failure of any of the factual representations made by Kinross, Echo Bay or TVX to be true, correct and complete in all material respects could affect the continuing validity of this discussion. The discussion assumes that

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U.S. holders of Echo Bay common shares and TVX common shares hold their shares as a capital asset within the meaning of Section 1221 of the Code. Further, the discussion does not address all aspects of U.S. Federal income taxation that may be relevant to a particular shareholder in light of his or her personal investment circumstances or to shareholders subject to special treatment under the U.S. Federal income tax laws such as financial institutions, insurance companies, tax-exempt organizations, qualified retirement plans, individual retirement accounts, regulated investment companies, brokers, dealers and traders in securities and currency, banks, trusts, persons that hold their Echo Bay common shares or TVX common shares as part of a straddle, a hedge against currency risk, a constructive sale or conversion transaction, persons that have a functional currency other than the U.S. dollar, U.S. expatriates, investors in pass-through entities, shareholders who acquired their Echo Bay common shares or TVX common shares through the exercise of options or otherwise as compensation or through a tax-qualified retirement plan, holders of options and performance share units granted under any benefit plan, persons subject to the alternative minimum tax or persons that, as a result of the arrangement, will own, directly or indirectly, at least 10% of the total combined voting power of Kinross. Furthermore, this discussion does not consider the potential effects of any state or local tax laws or the tax consequences in jurisdictions other than the United States.

None of Kinross, TVX or Echo Bay have requested a ruling from the IRS with respect to any of the U.S. Federal income tax consequences of the arrangement and, as a result, there can be no assurance that the IRS (or a court) will not disagree with or challenge any of the conclusions set forth herein.

HOLDERS OF ECHO BAY COMMON SHARES AND HOLDERS OF TVX COMMON SHARES ARE URGED TO CONSULT THEIR OWN TAX ADVISORS REGARDING THE SPECIFIC TAX CONSEQUENCES TO THEM OF THE ARRANGEMENT, INCLUDING THE APPLICABILITY AND EFFECT OF U.S. FEDERAL, STATE, LOCAL AND FOREIGN INCOME AND OTHER TAX LAWS IN THEIR PARTICULAR CIRCUMSTANCES.

For purposes of this discussion:

- "U.S. Holder" means:
  - a citizen or resident of the United States;
  - a corporation or other entity taxable as a corporation created or organized under the laws of the United States or any political subdivision thereof or therein;
  - a trust if a U.S. court is able to exercise primary supervision over the administration of the trust and one or more U.S. persons have the authority to control all substantial decisions of the trust; or

- an estate the income of which is includable in gross income for U.S. Federal income tax purposes regardless of its source; and

- "Non-U.S. Holder" means any person that is not a U.S. Holder.

If a partnership holds Echo Bay common shares or TVX common shares, the consequences to a partner generally will depend upon the activities of the partnership and the status of the partner. We urge a partner of a partnership that holds Echo Bay common shares or TVX common shares to consult its tax advisor regarding the specific tax consequences to the partner of the arrangement.

This summary does not address the U.S. Federal income tax consequences of the arrangement to Non-U.S. Holders, and such Non-U.S. Holders are accordingly urged to consult their own tax advisors regarding the potential U.S. Federal income tax consequences to them of the arrangement.

TAX CONSEQUENCES OF THE ARRANGEMENT TO ECHO BAY U.S. SHAREHOLDERS

The obligation of Echo Bay to complete the transactions contemplated by the combination agreement is NOT conditioned on the receipt of an opinion of U.S. counsel that the arrangement will be treated as a tax free reorganization for U.S. Federal income tax purposes and, in the event Echo Bay does not receive such opinion, it is possible that such transactions could be treated as a taxable transaction for U.S. Federal income tax purposes. Each Echo Bay shareholder is urged to take this possibility into account when deciding whether to vote for the arrangement.

Echo Bay has received an opinion from Cravath, Swaine & Moore, U.S. counsel to Echo Bay, to the effect that, as of the date of this circular, the arrangement will not cause recognition of income or gain for U.S. Federal income tax purposes by Echo Bay or by the U.S. Holders of Echo Bay common shares. Such opinion is based upon certain considerations, including those described below.

The Cravath opinion as to the material U.S. Federal income tax consequences of the arrangement to holders of Echo Bay common shares is subject to certain qualifications, assumes that the arrangement is consummated in accordance with the terms of the combination agreement and as described in this circular and is based upon currently applicable law and certain factual representations made by Kinross to Echo Bay in a representation letter dated as of the date of this circular, which representation letter was provided by Echo Bay to Cravath, and certain factual representations made by Echo Bay in a representation letter dated as of the date of this circular, which representation letter was also provided by Echo Bay to Cravath. Any change in currently applicable law, which may or may not be retroactive, or failure of any of such factual representations or assumptions to be true, correct and complete in all material respects, could affect the continuing validity of the Cravath tax opinion. The conclusions reached in the Cravath tax opinion are:

- the exchange of Echo Bay common shares for Kinross common shares pursuant to the arrangement will be treated as a reorganization within the meaning of Section 368(a) of the Code and Kinross and Echo Bay will each be a party to that reorganization within the meaning of Section 368(b) of the Code;

- no gain or loss will be recognized by U.S. Holders of Echo Bay common shares on the exchange of such shares for Kinross common shares (except as discussed below with respect to cash received in lieu of fractional Kinross common shares) if, by virtue of the arrangement, they become holders of less than 5% of the shares of Kinross, measured by either voting rights or value. No gain will be recognized by U.S. Holders of Echo Bay common shares on the exchange of such shares for Kinross common shares if, by virtue of the arrangement, they become holders of 5% or greater of the shares of Kinross measured by either voting rights or value, provided such shareholders who have a gain on their shares enter into gain recognition agreements with the IRS as required under Section 367 of the Code and the Treasury Regulations promulgated thereunder;

- the aggregate adjusted tax basis of the Kinross common shares received in the arrangement (including any fractional interest) by a U.S. Holder will be the same as the aggregate adjusted tax basis of such U.S. Holder's Echo Bay common shares exchanged therefor;

- the holding period of Kinross common shares received in the arrangement by a U.S. Holder will include the holding period of such U.S. Holder's Echo Bay common shares exchanged therefor; and

- Echo Bay will not recognize gain or loss as a result of the arrangement.

The receipt of cash in lieu of a fractional Kinross Share by a U.S. Holder of Echo Bay common shares will result in taxable gain or loss to such U.S. Holder for U.S. Federal income tax purposes based upon the difference between the amount of cash received by such U.S. Holder and such U.S. Holder's adjusted tax basis in such fractional share as set forth above. Such gain or loss will constitute capital gain or loss and will constitute long-term capital gain or loss if the U.S. Holder's holding period is greater than one year as of the date of consummation of the arrangement. For non-corporate U.S. Holders, any such long-term capital gain generally will be taxed at a maximum U.S. Federal income tax rate of 20%. The deductibility of capital losses is subject to limitations.

Under the combination agreement, Kinross has covenanted and agreed to execute a customary letter of representation, dated as of the effective date of the arrangement, which representation letter may be provided by Echo Bay to Echo Bay's U.S. counsel in connection with a tax opinion to be delivered on the effective date of the arrangement. Echo Bay is not obliged under the combination agreement, but nevertheless intends, to provide a customary letter of representation on the effective date of the arrangement. In addition, Echo Bay's obligation to complete the transactions contemplated by the combination agreement is not conditioned upon the receipt of a tax opinion of U.S. counsel to Echo Bay on the effective date of the arrangement. Echo Bay intends to request from Cravath a tax opinion dated as of the effective date of the arrangement. If Echo Bay does not receive a tax opinion on the effective date, because, for example:

- Kinross fails to provide a customary letter of representation to Echo Bay due to a change in factual circumstances or otherwise;

- Echo Bay fails to provide its customary representation letter to U.S. counsel due to a change in factual circumstances or otherwise; or

- there is a change in applicable law, which may or may not be retroactive, U.S. Holders of Echo Bay common shares cannot rely on the continuing validity of the conclusions reached in the Cravath tax opinion discussed above. If this were to occur, it is possible, but not certain, the tax consequences of the arrangement would be materially different than those described above.

Specifically, if the exchange of Echo Bay common shares for Kinross common shares pursuant to the arrangement did not qualify as a reorganization within the meaning of Section 368(a) of the Code, a U.S. Holder of Echo Bay common shares would recognize gain or loss equal to the difference between such U.S. Holder's basis in the shares and the fair market value of the Kinross common shares and any cash consideration (including cash in lieu of fractional Kinross common shares) received. Such gain or loss would constitute capital gain or loss, assuming the U.S. Holder holds the Echo Bay common shares as a capital asset at the effective date and such gain or loss would constitute long-term capital gain or loss if the U.S. Holder's holding period is greater than one year as of the date of the consummation of the arrangement. For non-corporate U.S. Holders, any such long-term capital gain generally would be taxed at a maximum U.S. Federal income tax rate of 20%. The deductibility of capital losses is subject to limitation.

BACKUP WITHHOLDING WITH RESPECT TO CASH PAID IN LIEU OF FRACTIONAL KINROSS COMMON SHARES

Certain non-corporate U.S. Holders of Echo Bay common shares may be subject to backup withholding, currently at a 30% rate, on cash payments received in lieu of fractional Kinross common shares. Backup withholding will generally not apply, however, to a U.S. Holder of Echo Bay common shares who:

- furnishes a correct taxpayer identification number and certifies that he, she or it is not subject to backup withholding on the substitute Form W-9 (or successor form) included in the letter of transmittal to be delivered to Echo Bay shareholders following the consummation of the arrangement; or

- is otherwise exempt from backup withholding.

TAX CONSEQUENCES OF THE ARRANGEMENT TO TVX U.S. SHAREHOLDERS

The obligation of TVX to complete the transactions contemplated by the combination agreement is NOT conditioned on the receipt of an opinion of U.S. counsel that the amalgamation of TVX and the subsidiary of Kinross pursuant to the arrangement will be treated as a tax free reorganization for U.S. Federal income tax purposes.

TVX has received an opinion, dated as of the date of this circular, from Stoel Rives LLP, U.S. counsel to TVX, that the amalgamation of TVX and the subsidiary of Kinross pursuant to the arrangement will not cause recognition of income or gain for U.S. Federal income tax purposes by TVX or the U.S. Holders of TVX common shares. Such opinion is based upon certain considerations, including those described below.

The Stoel Rives opinion as to the material U.S. Federal income tax consequences of the arrangement to TVX and the U.S. Holders of TVX common shares is subject to certain qualifications, assumes that the arrangement is consummated in accordance with the terms of the combination agreement and as described in this circular and is based upon currently applicable law and certain factual representations made by Kinross to TVX in a representation letter dated as of the date of this circular, which representation letter was provided by TVX to Stoel Rives, and factual representations made by TVX in a representation letter dated as of the date of this circular, which representation letter was also provided by TVX to Stoel Rives LLP. Among other things, TVX will represent that TVX is not, and has not been at any time:

- a "controlled foreign corporation" as defined in Section 957(a) of the Code;

- a "foreign personal holding company" as defined in Section 552 of the Code;

- a "passive foreign investment company" as defined in Section 1297 of the Code; or

- a "foreign investment company" as defined in Section 1246(b) of the Code.

Any change in currently applicable law, which may or may not be retroactive, or failure of any of the factual representations or assumptions to be true, correct and complete in all material respects, could affect the continuing validity of the Stoel Rives tax opinion and could cause TVX and the U.S. Holders of TVX common shares to recognize gain or loss, for U.S. Federal income tax purposes. The conclusions reached in the Stoel Rives tax opinion are:

- the amalgamation of TVX and the subsidiary of Kinross pursuant to the arrangement will be treated as a reorganization within the meaning of Section 368(a) of the Code and Kinross and TVX will each be a party to that reorganization within the meaning of Section 368(b) of the Code;

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- no gain or loss will be recognized by a U.S. Holder of TVX common shares on the exchange of such shares for Kinross common shares (except as discussed below with respect to cash received in lieu of fractional Kinross common shares or cash received by dissenting U.S. Holders) if the U.S. Holder is considered to own (applying certain attribution rules) less than 5% of the shares of Kinross, measured by either voting rights or value, immediately after the exchange. No gain will be recognized by a U.S. Holder of TVX common shares on the exchange of such shares for Kinross common shares if the U.S. Holder owns 5% or more (applying certain attribution rules) of the shares of Kinross, measured by either voting rights or value, immediately after the exchange, provided such shareholder enters into a gain recognition agreement with the IRS as required under Section 367 of the Code and the Treasury Regulations promulgated thereunder. We urge each U.S. Holder of TVX common shares to consult its own U.S. tax advisor regarding the U.S. Federal income tax consequences of filing a gain recognition agreement with the IRS and the filing requirements thereto. Each such U.S. Holder may also have to comply with certain reporting requirements under Section 367 and the Treasury Regulations thereunder. Likewise, we urge each such U.S. Holder to consult its own U.S. tax advisor regarding such reporting requirements;

- to the extent gain is not recognized by a U.S. Holder, the aggregate adjusted tax basis of the Kinross common shares received by the U.S.

Holder of TVX common shares will be the same as the aggregate adjusted tax basis of such U.S. Holder's TVX common shares exchanged therefor;

- to the extent gain is not recognized by a U.S. Holder, the holding period of Kinross common shares received in the arrangement by the U.S. Holder will include the holding period of such holder's TVX common shares exchanged therefor; and

- TVX will not recognize any gain or loss as a result of the arrangement.

A U.S. Holder of TVX common shares who receives cash instead of a fractional Kinross common share will generally recognize capital gain or loss for U.S. Federal income tax purposes based on the difference between the amount of the cash received instead of a fractional share and the U.S. Holder's tax basis in such fractional share.

A U.S. Holder of TVX common shares who dissents to the amalgamation will generally recognize capital gain or loss for U.S. Federal income tax purposes in an aggregate amount equal to the difference between the amount of cash received and the shareholder's tax basis in the dissenting shares.

Capital gain or loss will constitute long-term capital gain or loss if the U.S. Holder's holding period is greater than one year as of the date of the consummation of the arrangement. For non-corporate U.S. Holders, long-term capital gain generally will be taxed at a maximum U.S. Federal income tax rate of 20%. The deductibility of capital losses is subject to limitations.

Under the combination agreement, Kinross has covenanted and agreed to execute a customary letter of representation, dated as of the date of this circular, which representation letter may be provided by TVX to TVX's U.S. counsel in connection with a tax opinion to be delivered on the date of this circular. TVX is not obligated under the combination agreement, but nevertheless intends, to provide a customary letter of representation on the date of this circular. In addition the amalgamation of TVX and the subsidiary of Kinross pursuant to the arrangement is not conditioned on the receipt of a tax opinion from TVX's U.S. counsel. TVX does not anticipate seeking a tax opinion of U.S. counsel on the effective date of the arrangement.

If the amalgamation of TVX and the subsidiary of Kinross pursuant to the arrangement did not qualify as a reorganization within the meaning of Section 368(a) of the Code, both the U.S. Holders of TVX common shares and TVX may recognize gain or loss, for U.S. Federal income tax purposes. If the amalgamation does not qualify as a reorganization, each U.S. Holder of TVX common shares would recognize capital gain or loss for U.S. Federal income tax purposes equal to the difference between such holder's tax basis in the shares and the fair market value of the Kinross common shares and any cash consideration received (including cash in lieu of fractional Kinross common shares and cash received by a dissenting U.S. Holder). In addition, such capital gain or loss would constitute long-term capital gain or loss if the U.S. Holder's holding period is greater than one year as of the date of the consummation of the arrangement. For non-corporate U.S. Holders, long-term capital gain generally would be taxed at a maximum U.S. Federal income tax rate of 20%. The deductibility of capital losses is subject to limitation.

BACKUP WITHHOLDING WITH RESPECT TO CASH PAID IN LIEU OF FRACTIONAL KINROSS COMMON SHARES

Certain non-corporate U.S. Holders of TVX common shares may be subject to backup withholding, currently at a 30% rate, on cash payments received in lieu of fractional Kinross common shares. Backup withholding generally will not apply, however, to a U.S. Holder of TVX common shares who:

- furnishes a correct taxpayer identification number and certifies that he, she or it is not subject to backup withholding on the substitute Form W-9 (or successor form) included in the letter of transmittal to be delivered to the holders of TVX common shares following the consummation of the arrangement; or

- is otherwise exempt from backup withholding.

TAX CONSEQUENCES OF OWNING AND DISPOSING OF KINROSS COMMON SHARES

The following discussion summarizes the material U.S. Federal income tax consequences to U.S. Holders of Kinross common shares arising from the ownership and disposition of Kinross common shares.

TAXATION OF DIVIDENDS ON COMMON SHARES

Subject to the discussion under "Other Considerations" below, the gross amount of a distribution of cash or property (including any amounts withheld in respect of Canadian withholding tax, but not including certain distributions of shares distributed pro rata to all shareholders of Kinross) with respect to the Kinross common shares will be includable in income by a U.S. Holder of Kinross common shares as a taxable dividend to the extent of Kinross' current or accumulated earnings and profits, computed in accordance with U.S. Federal income tax principles. A dividend distribution will be included in gross income when received by (or otherwise made available to) a U.S. Holder of Kinross common shares, and will be characterized as ordinary income for U.S. Federal income tax purposes. Distributions in excess of Kinross' current and accumulated earnings and profits will be applied against and will reduce the U.S. Holder's tax basis in the Kinross common shares and, to the extent in excess of such tax basis, will be treated as gain from a sale or exchange of such common shares. U.S. corporate holders of Kinross common shares will not be allowed a deduction for dividends received in respect of distributions on the common shares. The amount includable in the U.S. Holder's income will be the U.S. dollar value, on the date of receipt of the foreign currency distributed, regardless of whether the payment is actually converted into U.S. dollars. Any gain or loss resulting from foreign currency exchange rate fluctuations during the period from the date the dividend is included in a U.S. Holder's income to the date the foreign currency is converted into U.S. dollars will generally be treated as ordinary income or loss.

A dividend distribution will be treated as foreign source income and generally will be classified as "passive income" or "financial services income" for U.S. foreign tax credit purposes. If Canadian withholding taxes are imposed with respect to such dividend, the U.S. Holder of Kinross common shares will be treated as having actually received the amount of such taxes and as having paid such amount to the Canadian taxing authorities. As a result, the amount of dividend income included in the U.S. Holder's gross income will be greater than the amount of cash actually received with respect to such dividend income. A U.S. Holder of Kinross common shares may be able, subject to certain generally applicable limitations, to claim a foreign tax credit or a deduction for any Canadian withholding taxes imposed on dividend payments. Special rules apply to certain individuals whose foreign source income during a taxable year consists entirely of "qualified passive income" and whose creditable foreign taxes paid or secured during the taxable year do not exceed $300 ($700 in the case of a joint return). The rules relating to the determination of the U.S. foreign tax credit are complex, and the calculation of U.S. foreign tax credits and, in the case of a U.S. Holder of Kinross common shares that elects to deduct foreign taxes, the availability of deductions, involve the application of rules that depend on a U.S. Holder's particular circumstances. We urge U.S. Holders of Kinross common shares to consult their own tax advisors regarding the application of the U.S. foreign tax credit rules to dividend income on the Kinross common shares.

TAXATION ON SALE OR EXCHANGE OF COMMON SHARES

Upon the sale, redemption or other disposition of a common share, a U.S. Holder generally will recognize gain or loss equal to the difference between the amount realized and his or her adjusted tax basis in the common shares. Generally the U.S. dollar value of the amount realized by a U.S. Holder of Kinross common shares that:

- receives foreign currency on the sale or other disposition of a common share; and

- is a cash basis taxpayer or an accrual basis taxpayer that so elects,

will be determined by translating the foreign currency received at the spot rate of exchange on the settlement date of the sale or other disposition (or in the case of a non-electing accrual basis U.S. Holder, the spot rate of the foreign currency on the date of the sale or other dispositions).

Except as provided under "Other Considerations" below, gain or loss recognized on the sale or other disposition of a Kinross common share will be capital gain or loss. Net capital gains derived with respect to capital assets held for more than one year are eligible for reduced rates of taxation. Certain limitations exist on the deductibility of capital losses by both corporations and individual taxpayers. Any tax imposed by Canada directly on the gain from such a sale should be eligible for the U.S. foreign tax credit; however, because the gain generally will be U.S.-source gain, a U.S. Holder of Kinross common shares might not be able to use the credit otherwise available. Any loss recognized generally will be allocated to reduce U.S.-source income. We urge U.S. Holders of Kinross common shares to consult their own tax advisors regarding the foreign tax credit implications of the sale, redemption or other disposition of common shares.

U.S. INFORMATION REPORTING AND BACKUP WITHHOLDING

Payments of dividends on and proceeds from the sale or other disposition of the Kinross common shares may be subject to information reporting to the IRS and backup withholding at a current rate of 30% on the gross proceeds received. Backup withholding will not apply to a holder who furnishes a correct taxpayer identification number or certificate of foreign status and makes any other required certification, or who is otherwise exempt from backup withholding. U.S. persons who are required to establish their exempt status generally must provide IRS Form W-9 (Request for Taxpayer Identification Number and Certification). We urge persons in doubt as to the necessity of furnishing this form to consult their own tax advisors. Non-U.S. Holders of Kinross common shares generally will not be subject to U.S. information reporting or backup withholding. However, such non-U.S. Holders may be required to provide certification of non-U.S. status (generally on IRS Form W-8BEN) in connection with payments received in the United States or through certain U.S. related financial intermediaries.

Amounts withheld as backup withholding may be credited against a holder's U.S. Federal income tax liability. A holder may obtain a refund of any excess amounts withheld under the backup withholding rules by filing the appropriate claim for refund with the IRS and furnishing any required information.

OTHER CONSIDERATIONS

Kinross believes that it has not been and does not expect to become a "foreign personal holding company" (a "FPHC") or a "controlled foreign corporation" (a "CFC"). If more than 50% of the voting power or value of Kinross stock were owned (actually or constructively) by U.S. Holders who each owned (actually or constructively) 10% or more of the voting power of Kinross stock ("10% Shareholders"), then Kinross would become a CFC and each 10% Shareholder would be required to include in its taxable income as a constructive dividend an amount equal to its share of certain undistributed income of Kinross. If more than 50% of the voting power or value of Kinross stock were owned (actually or constructively) by five or fewer individuals who are citizens or residents of the United States and 60% or more of Kinross' income consisted of certain interest, dividend or other enumerated types of income, Kinross would be a FPHC. If Kinross were a FPHC, then each U.S. Holder (regardless of the amount of Kinross stock owned by such U.S. Holder) would be required to include in its taxable income as a constructive dividend its share of Kinross' undistributed income of special types.

If 75% or more of Kinross' annual gross income has ever consisted of, or ever consists of, "passive" income or if 50% or more of the average value of Kinross' assets in any year has ever consisted of, or ever consists of, assets that produce, or are held for the production of, such "passive" income, then Kinross would be or would become a "passive foreign investment company" (a "PFIC"). Kinross does not expect be a PFIC for the 2002 year and does not expect to become a PFIC. However, the application of the PFIC provisions of the Code to mining companies is somewhat unclear. Therefore, no assurance can be made regarding the PFIC status of Kinross.

If Kinross were to be a PFIC, then a U.S. Holder would be required to pay an interest charge together with tax calculated at maximum tax rates on certain "excess distributions" (defined to include gain on the sale of stock) unless such U.S. Holder made an election either to include in his or her taxable income certain undistributed amounts of Kinross' income or mark to market his or her Kinross common shares at the end of each taxable year as set forth in Section 1296 of the Code.

U.S. HOLDERS OF TVX COMMON SHARES AND ECHO BAY COMMON SHARES ARE URGED TO CONSULT THEIR OWN TAX ADVISORS REGARDING THE POTENTIAL APPLICATION OF THE RULES DESCRIBED ABOVE TO THEIR PARTICULAR TAX SITUATIONS.

KINROSS AFTER COMPLETION OF THE COMBINATION

GENERAL

After completion of the combination, the business and operations of TVX and Echo Bay will be managed and operated as subsidiaries of Kinross. Kinross expects that the business operations of Kinross, TVX and Echo Bay will be consolidated and the principal executive office of the combined company will be located at Suite 5200, Scotia Plaza, 40 King Street West, Toronto, Ontario, Canada, M5H 3Y2 (telephone number 416-365-5123).

Following the completion of the combination, Kinross' annual gold production is expected to be approximately two million ounces at total cash costs of less than $200 per ounce. This production rate will be supported by proven and probable reserves containing 17.9 million ounces of gold and 52.6 million ounces of silver. Although global in reach, Kinross will have approximately 65% of its annual production and approximately 50% of its reserves based in the United States and Canada. Kinross will be the seventh largest primary gold producer in the world and the only senior North American based primary gold producer with less than 5% of its reserves hedged. Kinross will operate and maintain joint venture interests in 13 gold mines and one base metal mine located on five continents, including seven underground mines, five open pit mines and two operations expected to include both open pit and underground mines.

CHIEF EXECUTIVE OFFICER

Mr. Robert M. Buchan, who is currently President and Chief Executive Officer of Kinross, will continue to be Chief Executive Officer of Kinross following the effective date of the combination.

DIRECTORS

Following completion of the combination, the Kinross board will consist of ten directors as set forth below.

ROBERT M. BUCHAN, age 54, has been the President and Chief Executive Officer of Kinross, since July 2002, prior to which he was Chairman and Chief Executive Officer since May 1993 and has been a director of Kinross since May 31, 1993. Prior to that date he was the Vice Chairman of Dundee Bancorp. Inc., an investment management company. Mr. Buchan is a director of E-Crete Products, Inc., an affiliate of Kinross, Pacific Rim Mining Corporation, an affiliate of Kinross, and Wellcome Opportunities Ltd. Mr. Buchan resides in Toronto, Ontario.

JOHN A. BROUGH, age 55, has been President of Torwest Inc. since February 1998, prior to which he was Executive Vice President and Chief Financial Officer of iStar Internet Inc. Prior to 1996 Mr. Brough was Senior Vice President and Chief Financial Officer of Markbrough Properties Inc. Mr. Brough has been a director of Kinross since January 1994. Mr. Brough is a director of Torwest Inc. and Windsor Properties Inc. Mr. Brough resides in Vero Beach, Florida.

HARRY S. CAMPBELL, Q.C., age 53, is the Managing Partner of the law firm of Burnet, Duckworth & Palmer, LLP, Calgary, Alberta. Mr. Campbell has been a director of TVX since June 2001. Mr. Campbell resides in Calgary, Alberta.

ARTHUR H. DITTO, age 60, has been Vice Chairman of Kinross since April 2002. Prior to that, Mr. Ditto was the President and Chief Operating Officer of Kinross since May 1993. Prior to that date, Mr. Ditto was the President and Chief Executive Officer of Plexus Resources Corporation. Mr. Ditto is also a director of E-Crete Products, Inc. an affiliate of Kinross, and Montana Tech Foundation. Mr. Ditton has been a director of Kinross since May 31, 1993. Mr. Ditto resides in Aurora, Ontario.

DAVID HARQUAIL, age 45, has been President and Managing Director of Newmont Capital Limited since May 15, 2002. Prior to that date, Mr. Harquail was the Senior Vice President of Newmont Mining Corporation of Canada Limited (formerly Franco-Nevada Mining Corporation Limited).

JOHN M. H. HUXLEY, age 56, has been a principal of Algonquin Power Corporation Inc. since June 1998. Prior to that, Mr. Huxley was the President and Chief Executive Officer of Algonquin Power Corporation Inc. since January 1990. Mr. Huxley has been a director of Kinross since May 1993. Mr. Huxley is a director of Algonquin Power Income Fund and resides in Toronto, Ontario.

ROBERT L. LECLERC, age 58, has been Chairman and Chief Executive Officer of Echo Bay since April 1997, and was Chairman of Echo Bay from May 1996 to April 1997. Mr. Leclerc is a director of Minefinders Corporation Ltd. and resides in Highlands Ranch, Colorado.

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GEORGE F. MICHALS, age 67, has been Chairman of TVX since July 12, 2001. He is President of Baymont Capital Resources Inc. and resides in Orangeville, Ontario.

CAMERON A. MINGAY, age 50, is a partner of the law firm of Cassels Brock & Blackwell LLP. Prior to June 1999 Mr. Mingay was a partner of Smith Lyons LLP. Mr. Mingay is also a director and Corporate Secretary of Waverider Communications Inc. Mr. Mingay resides in Toronto, Ontario.

JOHN E. OLIVER, age 52, has been Executive Managing Director and Co-Head of Scotia Capital U.S. since October 1999. Prior to that, Mr. Oliver was Senior Vice President, Corporate and Real Estate Banking of Bank of Nova Scotia, since May 1997 and was Senior Vice President, Real Estate Banking of Bank of Nova Scotia from March 1987. Mr. Oliver has been a director of Kinross since March 1995. Mr. Oliver resides in San Francisco, California.

OWNERSHIP OF KINROSS AFTER THE COMBINATION

Following the combination, Echo Bay and the corporation formed on the amalgamation of TVX and 4082389 Canada Inc., the newly-formed wholly-owned subsidiary of Kinross, will be wholly-owned subsidiaries of Kinross, and Kinross' current shareholders will hold approximately 40% of Kinross' outstanding common shares, the current shareholders of TVX (excluding Newmont) will hold approximately 31%, Newmont will own approximately 15% and the current shareholders of Echo Bay (excluding Newmont and Kinross) will hold approximately 14% of Kinross' outstanding common shares.

In particular, based on the number of common shares of each of Kinross, TVX and Echo Bay outstanding at June 30, 2002, Kinross will have a total of 296,703,265 common shares outstanding after the completion of the arrangement and the consolidation of the Kinross common shares on a one for three basis, and will be held as follows:

	PRIOR TO THE ARRANGEMENT	EXCHANGE RATIO	KINROSS COMMON SHARES	CONSOLIDATED KINROSS COMMON SHARES 1:3	PE OW OF

Kinross -- current shareholders	358,343,564	N/A	358,343,564	119,447,855
TVX -- current shareholders (excluding Newmont)	42,722,188	6.5	277,694,222	92,564,741
Echo Bay -- current shareholders (excluding Newmont and Kinross)	239,147,551	0.52	124,356,727	41,452,242
Newmont -- current TVX ownership interest	356,665	6.5	2,318,323	772,774
Newmont -- current Echo Bay ownership interest	244,994,150	0.52	127,396,958	42,465,653
Newmont -- total	--	--	129,715,281	43,238,427
Total pro forma ownership			890,109,794	296,703,265

CAPITAL STRUCTURE

The authorized capital of Kinross following the combination will consist of an unlimited number of common shares and 384,613 Kinross preferred shares. In addition, Kinross issued $200 million aggregate principal amount of 5.5% convertible subordinated unsecured debentures in 1996 which remain outstanding and its subsidiary, Kinam Gold Inc., has outstanding a class of preferred shares which are convertible into Kinross common shares.

COMMON SHARES

There are no limitations contained in the articles or bylaws of Kinross on the ability of a person who is not a Canadian resident to hold Kinross common shares or exercise the voting rights associated with Kinross common shares.

Dividends. Holders of Kinross common shares are entitled to receive dividends when, as and if declared by the board of directors of Kinross out of funds legally available therefor, provided that if any Kinross preferred shares or any other preferred shares are at the time outstanding, the payment of dividends on common shares or other distributions (including repurchases of common shares by Kinross) will be subject to the declaration and payment of all cumulative dividends on outstanding Kinross preferred shares and any other preferred shares which are then

outstanding. The OBCA provides that a corporation may not declare or pay a dividend if there are reasonable grounds for believing that the corporation is, or would after the payment of the dividend, be unable to pay its liabilities as they fall due or the realizable value of its assets would thereby be less than the aggregate of its liabilities and stated capital of all classes of shares of its capital.

Liquidation. In the event of the dissolution, liquidation or winding up of Kinross, holders of common shares are entitled to share rateably in any assets remaining after the satisfaction in full of the prior rights of creditors, including holders of Kinross' indebtedness, and the payment of the aggregate liquidation preference of the Kinross preferred shares, and any other preferred shares then outstanding.

Voting. Holders of Kinross common shares are entitled to one vote for each share on all matters voted on by shareholders, including the election of directors.

KINROSS PREFERRED SHARES

Dividends. Holders of Kinross preferred shares are entitled to receive fixed cumulative preferential cash dividends as and when declared by the board of directors of Kinross at an annual rate of Cdn.$0.80 per share payable in equal quarterly instalments on the first day of January, April, July and October in each year.

Conversion. Holders of Kinross preferred shares are entitled at any time to convert all or any part of the Kinross preferred shares into common shares on the basis of 8.2555 Kinross common shares (or 2.752 Kinross common shares after giving effect to the proposed one for three Kinross share consolidation) for each Kinross preferred share so converted, subject to usual anti-dilution adjustments.

Redemption; Put Right. Kinross may at any time redeem all or any part of the Kinross preferred shares at a price of Cdn.$10 per share, together with an amount equal to all dividends accrued and unpaid thereon, whether or not declared, to and including the date of redemption (collectively the "Redemption Price"). The holders of Kinross preferred shares are entitled to require Kinross to redeem all or any part of their Kinross preferred shares at a price equal to the Redemption Price.

Other Payments. So long as any Kinross preferred shares are outstanding, Kinross is not permitted, without the approval of the holders of the Kinross preferred shares, to declare or pay dividends on, or redeem, purchase for cancellation or otherwise retire shares of Kinross ranking junior to the Kinross preferred shares unless all dividends on the Kinross preferred shares have been paid and, after giving effect to such payment, Kinross would still be in a legal position to redeem all of the Kinross preferred shares then outstanding prior to any payment being made to any security ranking junior to the Kinross preferred shares.

Voting Rights. The holders of Kinross preferred shares are not entitled (except as required by law) to receive notice of or to attend or vote at any meeting of shareholders of Kinross.

Liquidation Preference. In the event of the liquidation, dissolution or winding-up of Kinross, holders of Kinross preferred shares will have preference over holders of Kinross common shares and will be entitled to receive an amount equal to the Redemption Price for each Kinross preferred share held by them.

CONVERTIBLE DEBENTURES

The 5.5% convertible subordinated unsecured debentures of Kinross were issued pursuant to an indenture dated December 5, 1996 made between Kinross and Montreal Trust Company of Canada (now Computershare Trust Company of Canada) as trustee. At the holder's option, the Kinross debentures are convertible into Kinross common shares at a conversion price of Cdn.$13.35 per share, being a rate of 74.906 common shares per Cdn.$1,000 principal amount of Kinross debentures (or 24.969 Kinross common shares after giving effect to the proposed one for three Kinross share consolidation). The Kinross debentures are redeemable at any time at par plus accrued and unpaid interest. Kinross may, at its option, elect to satisfy its obligation to pay the principal amount of the Kinross debentures upon redemption or at maturity by issuing and delivering to the holders, for each Cdn.$1,000 principal amount of debentures, the greater of:

- that number of common shares obtained by dividing such aggregate principal amount by 95% of the weighted average trading price of the common shares on the Toronto Stock Exchange for the 20 consecutive trading days ending on the fifth trading day prior to the date that on which notice of such election is first given; and

- that number of common shares obtained by dividing such aggregate principal amount by 95% of the weighted average trading price of the common shares on the Toronto Stock Exchange for the 20 consecutive trading days ending on the fifth trading day prior to the redemption date or the maturity date, as the case may be.

KINAM CONVERTIBLE PREFERRED SHARES

The convertible preferred shares of Kinam Gold Inc. comprise 1,840,000 shares of $3.75 Series B convertible preferred stock. A summary of the terms and provisions of the Kinam preferred shares is set forth below. A subsidiary of Kinross has acquired 1,580,662 of the issued and outstanding Kinam preferred shares, representing approximately 87.2% of the outstanding number of such shares.

Dividends. Annual cumulative dividends of $3.75 per Kinam preferred share are payable quarterly on each February 15, May 15, August 15 and November 15, as and if declared by Kinam's board of directors. No dividends were paid on the Kinam preferred shares during 2001. Due to low gold prices and reduced cash flow from Kinam operations, dividend payments on these shares were suspended in August 2000 and continue to remain suspended.

Conversion. The Kinam preferred shares are convertible into Kinross common shares at a conversion price of $10.3073 per share (equivalent to a conversion rate of 4.8512 Kinross common shares (or 1.617 Kinross common shares after giving effect to the proposed one for three Kinross share consolidation) for each preferred share), subject to adjustment in certain events.

Redemption. The Kinam preferred shares are redeemable at the option of Kinross at any time on or after August 15, 1997, in whole or in part, for cash initially at a redemption price of $52.625 per share declining rateably annually to $50.00 per share on or after August 15, 2004, plus accrued and unpaid dividends.

Voting Rights. The holders of Kinam preferred shares are not entitled to receive notice of or to attend or vote at any meeting of shareholders of Kinross. The holders of Kinam preferred shares are entitled to one vote per share at meetings of the shareholders of Kinam Gold Inc.

SHAREHOLDER RIGHTS PLAN

Kinross adopted a shareholder rights plan, effective as of November 3, 2000. The purpose of the plan is to provide the board of directors of Kinross with sufficient time to explore and develop initiatives for increasing shareholder value if a takeover bid is made for Kinross. Under the plan, one right is attached to each Kinross common share. Each right permits the holder to acquire common shares at a substantial discount to the market price. The rights become separable from the common shares and exercisable only in specified circumstances. In connection with the arrangement, Kinross will ask the Kinross shareholders to terminate the plan. The termination of the plan is necessary to ensure that Canadian holders of TVX common shares and Echo Bay common shares are able to receive tax-deferred "roll-over" and adjusted cost base flow-through treatment in connection with the arrangement.

RESERVES

The following table sets forth the ownership share of the proven and probable reserves of each of Kinross, TVX, Echo Bay and Newmont's interest in the TVX Newmont Americas joint venture as at December 31, 2001, and on a combined basis. The mineral reserves presented herein comply with the reserves categories of Industry Guide 7 applied in the United States by the Securities and Exchange Commission, which are set out below.

An "Ore Reserve" or "Mineral Reserve" is the economically mineable part of a measured or indicated resource demonstrated by at least a preliminary feasibility study. This study must include adequate information on mining, processing, metallurgical, economic and other relevant factors that demonstrate, at the time of reporting, that economic extraction can be justified. An ore reserve or mineral reserve gives effect to diluting materials and allowances for losses that may occur when the material is mined but does not reflect any subsequent losses in leaching or milling. Mineral reserves are further divided into proven and probable mineral reserves.

A "Proven Mineral Reserve" comprises the economically mineable part of a measured mineral resource where there is the highest degree of confidence in the estimate. It is restricted to that part of the deposit where production planning is taking place and for which any variation in the estimate would not significantly affect potential economic viability.

A "Probable Mineral Reserve" is the economically mineable part of an indicated, and in some cases a measured mineral resource where there is a lesser degree of confidence in the estimate. The underlying preliminary feasibility study must address whether economic extraction can be justified.

In addition, the proven mineral reserves and probable mineral reserves categories used herein comply with the proven mineral reserves and probable mineral reserves categories adopted by the Canadian Institute of Mining, Metallurgy and Petroleum which are incorporated by reference in National Instrument 43-101, which has been adopted by provincial securities regulatory authorities in Canada.

MINE(1)	MINE OWNERSHIP	TONNES	GOLD GRADE GRAMS/ TONNE	SILVER GRADE GRAMS/ TONNE	CONTAINED OUNCES GOLD
	(%)	(in thousands)			(in thousands
KINROSS(2)					
Hoyle Pond(3)......................	100	921	13.74	--	407
Pamour(3)(4).......................	100	14,167	1.65	--	753
Fort Knox(6).......................	100	103,922	0.92	--	3,083
Kubaka(6)..........................	54.7	857	12.70	18.15	350
Denton-Rawhide.....................	15.7	1,315	0.78	11.35	33
Blanket(7).........................	100	3,520	2.91	--	329
Refugio............................	50	23,555	0.93	--	706

SUBTOTAL					5,661
TVX(2)					
La Coipa	25	10,440	1.19	56.9	399
Crixas(8)	25	1,059	7.33	--	250
Brasilia	24.5	90,601	0.43	--	1,246
New Britannia	25	573	4.86	--	89
Musselwhite	16	2,058	5.53	--	366
Skouries(4)(9)(10)	100(11)	129,548	0.89	--	3,715
Stratoni(10)(12)	100(11)	2,085	--	200.1	--
SUBTOTAL					6,065
ECHO BAY(2)(13)					
Round Mountain	50	107,492	0.65	--	2,244
Lupin	100	1,240	8.78	--	350
Kettle River	100	117	6.65	--	25
Aquarius Project(5)	100	15,900	2.33	--	1,189
SUBTOTAL					3,808

MINE(1)	MINE OWNERSHIP	TONNES	GOLD GRADE GRAMS/ TONNE	SILVER GRADE GRAMS/ TONNE	CONTAINED OUNCES GOLD
	(%)	(in thousands)			(in thousands
NEWMONT INTEREST(2)					
La Coipa	25	10,440	1.19	56.9	399
Brasilia	24.5	90,601	0.43	--	1,246
Crixas(8)	25	1,059	7.33	--	250
Musselwhite	16	2,058	5.53	--	366
New Britannia	25	573	4.86	--	89
SUBTOTAL					2,350
COMBINED PROVEN AND PROBABLE RESERVES					17,884

Notes:

(1) The above reserve table has been prepared based on the more detailed reserve information contained in Schedules A, B and C to this circular and the Renewal Annual Information Form of Kinross dated May 9, 2002, the Renewal Annual Information Form of TVX dated April 11, 2002 (which includes reserve information for the Newmont interest) and the Annual Report on Form 10-K of Echo Bay dated April 1, 2002, and is subject to the qualifications and footnotes expressed therein. National Instrument 43-101 requires that each category of proven and probable reserves be reported separately. For the detailed information concerning the reserves of each of Kinross, TVX (including the Newmont interest) and Echo Bay, reported by proven reserve and probable reserve categories separately, readers should review the reserve tables contained in Schedules A, B and C to this circular and the

Kinross Renewal Annual Information Form, the TVX Renewal Annual Information Form and the Echo Bay Annual Report on Form 10-K.

(2) The respective reserves of Kinross and Echo Bay are calculated using a gold price of $300 per ounce for all mines. Silver reserves are calculated using a silver per ounce price of $5.00 for Kinross.

The respective reserves of TVX and Newmont's interest in the TVX Newmont Americas joint venture were estimated as at December 31, 2001 using cut-off grades as determined from the following average long-term metal price assumptions:

	2001 METAL PRICE ASS		
	GOLD	SILVER	ZINC
	($ per ounce)		(
MINES			
La Coipa	265	4.65	--
Crixas	300	--	--
Brasilia	300	--	--
New Britannia	300	--	--
Musselwhite	275	--	--
Stratoni	--	4.25	0.37
PROJECTS			
Skouries	300	--	--

Gold and silver prices used for estimated reserve cut-off values at the operations vary depending upon the estimates made by the mine operators. Variations in base metal and silver prices used for determining cut-off values are dependent upon the operational status of the site.

(3) The above table does not take into account changes to reserve data that will result from the joint venture formed by Kinross and Placer Dome (CLA) Limited on July 1, 2002 pursuant to which Placer's Dome mine and Kinross' Hoyle Pond mine and mill, Pamour and Nighthawk Lake mines and the Bell Creek mill were integrated into a joint venture to be managed by Placer or a Placer affiliate. Kinross and Placer hold a 49% and a 51% participating interest in the joint venture respectively.

(4) Development project. While Pamour and Skouries have final feasibility studies, Pamour is subject to permitting from Canadian authorities and Skouries is subject to permitting from the Greek authorities. There can be no assurance that such permits will be obtained.

(5) Development project.

(6) Including stockpile and mill feed that will be stockpiled for future use.

(7) Blanket underground mine and Vubachikwe tailings.

(8) TVX maintains a 50% legal interest, of which Newmont holds a 25% economic interest.

(9) Skouries contains proven and probable reserves of copper of 725,000 tonnes (0.56% grade), subject to permitting.

(10) A local action group has filed a Petition of Annulment against the Greek Government to have the Stratoni mine permit annulled. In light of this proceeding and previous legal challenges in Greece relating to TVX's Olympias project, TVX assesses, on an ongoing basis, the merits of continuing to operate in Greece.

(11) Subject to a 12% carried interest and a right to acquire a 12% participating interest in favour of certain third parties. For a more detailed description of these interests, please see Schedule B to this circular under the heading entitled "Legal Proceedings -- The Hellenic Gold Properties Litigation".

(12) In addition, Stratoni contains proven and probable reserves of zinc and lead of 227,000 tonnes (10.9% grade) and 165,000 tonnes (7.9% grade), respectively.

(13) Excludes the McCoy/Cove mine which is to be sold to Newmont pursuant to an agreement dated June 9, 2002, the completion of which is contingent upon the completion of the combination. At March 31, 2002, mining and processing activities were completed at this mine. Reclamation activities, which were initiated in 2000, are now fully underway.

SUMMARY OPERATING INFORMATION

The following table sets forth certain information relating to the production of gold and silver by Kinross, TVX, Echo Bay and Newmont's interest in the TVX Newmont Americas joint venture, and their pro forma production of gold and silver for the years indicated. "Average total cash costs" is furnished to provide additional information and is not a calculation prepared in accordance with generally accepted accounting principles. It should not be considered in isolation as a substitute for measures of performance prepared in accordance with generally accepted accounting principles and is not necessarily indicative of operating profit or cash flow from operations as determined under generally accepted accounting principles. The data included in the table was derived from Schedules A, B and C to this circular. "Average total cash costs" figures are calculated in accordance with the "The Gold Institute Production Cost Standard". The Gold Institute is a worldwide association of suppliers of gold and gold products and includes leading North American gold producers. The association members adopted the Standard in 1996. Although adoption of the Standard is voluntary and the cost measures presented below may not be comparable to other similarly titled measures of other companies, it has been the accepted standard of reporting cash costs of production in North America since that time. Costs are derived from amounts included in the consolidated statement of operations for each of the parties and include mine site operating costs such as mining, processing, administration, royalties and production taxes, but are exclusive of amortization, reclamation, capital, development and exploration costs. These costs are then divided by ounces produced to arrive at the total cash costs of production. The measure, along with production and unit realized price of production, is considered to be a key indicator of a company's ability to generate operating earnings and cash flow from its mining operations.

	2001	2000	1999
KINROSS(1)			
Production (ounces)			

Gold	937,852	932,423	997,9
Silver	430,997	638,515	771,6
Total gold equivalent(2)	944,803	943,798	1,012,4
Average realized price ($ per ounce)			
Gold	296	298	3
Silver	4.37	4.95	5.
Average total cash costs(3) ($ per gold equivalent ounce)	193	202	1
TVX			
Production (ounces)(4)			
Gold	189,000	208,000	234,4
Silver	3,029,900	2,773,100	8,733,5
Total gold equivalent(2)	237,800	257,100	398,0
Average realized price ($ per ounce)			
Gold	306	351	3
Silver	3.94	3.85	4.
Average total cash costs(3) ($ per gold equivalent ounce)	180	178	1

	2001	2000	1999
ECHO BAY(5)			
Production (ounces)			
Gold	657,784	694,663	499,8
Silver	6,451,425	12,328,297	8,430,0
Total gold equivalent(2)	762,329	915,863	657,2
Average realized price ($ per ounce)			
Gold	281	294	3
Silver	4.77	5.21	5.
Average total cash costs(3) ($ per gold equivalent ounce)	233	204	2
NEWMONT INTEREST IN TVX NEWMONT AMERICAS JOINT VENTURE(6)			
Production (ounces)			
Gold	189,000	208,000	93,5
Silver	3,029,900	2,773,100	1,551,5
Total gold equivalent(2)	237,800	257,100	122,7
Average total cash costs(3) ($ per gold equivalent ounce)	180	178	1
PRO FORMA PRODUCTION (OUNCES)			
Gold	1,973,636	2,043,086	1,825,6
Silver	12,942,222	18,513,012	19,486,6
Total gold equivalent(2)	2,182,732	2,373,861	2,190,3
Average total cash costs(3) ($ per gold equivalent ounce)	204	197	1

Notes:

(1) On July 1, 2002, a joint venture was formed by Kinross and Placer Dome (CLA) Limited pursuant to which Placer's Dome mine and Kinross' Hoyle Pond mine and mill, Pamour and Nighthawk Lake mines and the Bell Creek mill were integrated into a joint venture to be managed by Placer or a Placer affiliate. Kinross and Placer hold a 49% and a 51% participating interest in

the joint venture respectively.

(2) Total gold equivalent calculations are based on different ratios of gold and silver for Kinross, TVX, the Newmont interest in the TVX Newmont Americas joint venture and Echo Bay. For Kinross, total gold equivalent is calculated using the average spot market prices of gold and silver for the three comparative years, which were 62.00:1 in 2001, 56.33:1 in 2000 and 53.40:1 in 1999. For TVX and the Newmont interest in the TVX Newmont Americas joint venture, total gold equivalent is determined by using the ratio of the spot gold price to the spot silver price on the day that the production is sold. For Echo Bay, the ratio used was an average gold to silver price ratio of 61.7:1 in 2001, 55.7:1 in 2000 and 53.6:1 in 1999.

(3) Total cash costs directly related to the physical activities of producing gold, plus royalties.

(4) Includes only data for La Coipa, Crixas, Brasilia, New Britannia and Musselwhite. In addition, Stratoni's base metal operations commenced operations as a separate business unit within TVX Hellas in 2000. In 2001, Stratoni produced 31,700 tonnes of zinc, 26,500 tonnes of lead and 2,005,000 ounces of silver. In 2000, Stratoni produced 16,800 tonnes of zinc, 15,600 tonnes of lead and 985,000 ounces of silver.

(5) Includes production data for the McCoy/Cove mine which Echo Bay has agreed to sell to Newmont pursuant to an agreement dated June 9, 2002, the completion of which is contingent upon the completion of the combination. At March 31, 2002, mining and processing activities were completed at this mine. Reclamation activities, which were initiated in 2000, are now fully underway. For a more detailed description of the McCoy/Cove transaction, please see "The McCoy/Cove Transaction".

(6) The average realized prices for the Newmont interest in the TVX Newmont Americas joint venture were the same as the average realized prices reported for TVX.

BUSINESS STRATEGY

As the seventh largest primary gold producer in the world, the combined company's primary objective will be to operate its mines as efficiently as possible with particular focus on superior environmental and safety performance.

The skill sets inherent in the three companies include open pit and underground mining operations, traditional gold milling and heap leach processing, operating and non-operating joint venture interests and significant operating skills in remote environments, particularly harsh winter environments. The combined company intends to draw upon this diverse experience in the gold sector and its global presence to pursue growth opportunities through exploration, development and acquisitions. Kinross' new stature as a senior gold producer should positively impact its cost of capital and access to capital markets to finance growth opportunities. The combined company is expected to have a strong balance sheet and strong cash flow from operating activities. As a result of this financial strength and the improving environment for the gold sector, Kinross will continue to deliver into its relatively small gold forward sales

and not replace these hedges. Immediately following completion of the combination, Kinross' gold hedge book will be less than 5% of reserves. As a result, Kinross will remain highly leveraged to changes in gold prices.

The hedging position of Kinross, TVX and Echo Bay on a combined basis as at June 30, 2002 is set forth in the following table:

EXPECTED YEAR OF DELIVERY	SPOT DEFERRED OUNCES HEDGED '000 OZ.	AVERAGE PRICE	CALL OPTIONS SOLD '000 OZ.	AVERAGE STRIKE PRICE	PUT OPTIONS PURCHASED '000 OZ.
2002	179.0	$292.0	90.0	$296.0	100.0
2003	137.5	$277.0	100.0	$320.0	150.0
2004	137.5	$277.0	50.0	$340.0	150.0
2005	37.5	$296.0	--	--	150.0
2006	--	--	--	--	150.0
Total	491.5	$284.0	240.0	$315.2	700.0

As at June 30, 2002, Kinross, TVX and Echo Bay, on a combined basis, had sold forward $38.7 million and bought Cdn.$60 million for delivery in 2002 and 2003 and had sold forward $6.0 million and bought 6.7 million Euros for delivery in 2002.

After the combination is completed, Kinross will have a balanced political risk profile with approximately 65% of its almost two million ounces of annual gold production coming from North America and, as such, Kinross will be well positioned to pursue growth opportunities globally without significantly altering its perceived political risk. Included in its portfolio of development projects to source new production will be projects in Canada, Chile, Brazil and Russia. In addition, an expected decline in production from Russia could be at least partially offset by the potential for expanded output from operations in Canada and Brazil that are currently under review.

The strategy for Kinross upon completion of the combination will continue to evolve as the operations of TVX and Echo Bay are integrated into Kinross. During the weak gold price environment of much of the last five years all three companies have been very focused on optimization of existing assets and reducing debt. However, with the improved financial condition of the combined company and the improving environment for the gold sector, Kinross believes it will be able to return to the growth oriented and entrepreneurial driven strategies that were the hallmark of Kinross in the mid-1990s.

CORPORATE GOVERNANCE

During the past year, the board of directors of Kinross developed, through its corporate governance committee, with input from the other committees, management and legal counsel, a corporate governance regime based on the recommendations of the Final Report of the Joint Committee on Corporate Governance chaired by Ms. Guylaine Saucier and the Toronto Stock Exchange Guidelines. Specifically, the board of directors adopted a charter of the board of directors, a charter for each of the corporate governance committee, the audit committee, the compensation committee and the environmental committee and appointed an independent board leader who has been assigned specific responsibilities pursuant to a role description adopted by the board of directors. Kinross intends to keep this corporate governance regime in place following completion of the combination.

DIVIDENDS

Kinross has never paid a dividend on its common shares. Dividend distributions will be considered by the board of directors of Kinross from time to time having regard to Kinross' operating results, capital requirements and general financial condition and requirements. For the foreseeable future, it is anticipated that Kinross will use earnings, if any, to finance its growth and that dividends will not be paid to shareholders, other than dividends payable pursuant to Kinross' outstanding preferred shares which provide for fixed, annual cumulative dividends of Cdn.$0.80 per share as and when declared by the board of directors of Kinross.

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STOCK EXCHANGE LISTINGS

The Kinross common shares are listed on the Toronto Stock Exchange and the American Stock Exchange. Conditional approval has been obtained from the Toronto Stock Exchange to list the Kinross common shares to be issued in connection with the arrangement. In addition, application has been made to the New York Stock Exchange to list the Kinross common shares, including the Kinross common shares to be issued in connection with the arrangement.

Kinross has agreed to use its best efforts to have the Kinross common shares listed on the New York Stock Exchange. Upon completion of the combination, and subject to the Kinross common shares being listed on the New York Stock Exchange, the Kinross common shares will cease to be listed and traded on the American Stock Exchange.

Upon completion of the arrangement, the TVX common shares and the Echo Bay common shares will each be delisted from the Toronto Stock Exchange. In addition, the TVX common shares will be delisted from the New York Stock Exchange and the Echo Bay common shares will be delisted from the American Stock Exchange. Application will also be made to each of the Paris, Brussels, Swiss and Frankfurt stock exchanges, on which Echo Bay's common shares are also listed, to have the Echo Bay common shares delisted from those exchanges.

Kinross intends to apply to have TVX cease to be a reporting issuer under Canadian securities legislation. If that occurs, TVX will no longer be subject to the financial reporting and other requirements of Canadian securities legislation. Kinross intends to maintain Echo Bay's status as a reporting issuer but will seek discretionary relief from Canadian securities administrators to allow it to provide Kinross consolidated financial information and other continuous disclosure information to the holders of the outstanding warrants to purchase Echo Bay common shares in lieu of providing Echo Bay financial and continuous disclosure information. In addition, Kinross will terminate the registration of the Echo Bay common shares under the Exchange Act, including the requirements to file annual and other periodic reports and to provide proxy and other information statements to holders of Echo Bay common shares.

Kinross intends to maintain the listing of the issued and outstanding warrants to purchase Echo Bay common shares on the American Stock Exchange and the Toronto Stock Exchange. These warrants will be exercisable for Kinross common shares after completion of the combination.

Kinross furnishes its disclosure documents to its United States shareholders, including its annual report and interim reports, that meet only the disclosure requirements of Canadian securities regulatory authorities. The form, content and timing of reports and notices that Kinross files with the SEC differs in several respects from the reports and notices that Echo Bay currently files. For example, Kinross is required to file with the SEC an annual report on Form 40-F within 140 days after the end of each fiscal year and furnish reports on Form 6-K upon the occurrence of significant events if the events are required to be disclosed in Canada. In addition, as a "reporting issuer" under Canadian securities legislation, Kinross is subject to the reporting requirements of the various securities regulatory authorities in Canada, and is required to prepare its financial information in accordance with Canadian generally accepted accounting principles. These accounting principles differ from U.S. generally accepted accounting principals. Subsequent to the arrangement, Kinross intends to make periodic filings with the SEC on the same basis.

Additionally, as a "foreign private issuer", Kinross is exempt from some of the requirements of the Exchange Act, including the proxy and information provisions of Section 14 of that Act and the reporting and liability provisions applicable to officers, directors and significant shareholders under Section 16 of that Act.

ACCOUNTING TREATMENT

The combination will be accounted for by Kinross using the purchase method of accounting whereby the TVX and Echo Bay assets acquired and liabilities assumed will be recorded at their fair market values as of the effective date of the combination. The excess of the purchase price over such fair value will be recorded as goodwill. In accordance with Sections 1581 and 3062 of the Canadian Institute of Chartered Accountants Handbook, goodwill will be assigned to specific reporting units and will be reviewed for possible impairment at least annually or more frequently upon the occurrence of an event or when circumstances indicate that a reporting unit's carrying value is greater than its fair value.

THE MCCOY/COVE TRANSACTION

GENERAL

Effective February 13, 2002, Echo Bay Inc., a subsidiary of Echo Bay, entered into an agreement with Newmont providing for the sale to Newmont of the entire McCoy/Cove complex in Nevada. The agreement was subject to the completion of due diligence by Newmont by July 31, 2002 and called for a payment to the seller of $6 million and the assumption by Newmont of all reclamation and closure obligations at McCoy/Cove.

On June 9, 2002, Echo Bay Exploration Inc. and Echo Bay Minerals Company, subsidiaries of Echo Bay, entered into a new McCoy/Cove asset purchase agreement with Newmont USA Limited, a subsidiary of Newmont, providing for the sale of the McCoy/Cove complex. Under the February 13, 2002 letter agreement, Newmont had no obligation to complete the acquisition. Newmont indicated it was willing to proceed with the acquisition of the McCoy/Cove complex only if the business combination was completed and the cash payment was eliminated. Accordingly, a new agreement was reached expressly containing these two conditions and replacing the February 13, 2002 letter agreement. The closing of the transaction pursuant to the new agreement is subject to the completion of the combination. In consideration of the purchase of such assets, Newmont USA has agreed to assume all liabilities and obligations relating to the reclamation or remediation required for the McCoy/Cove complex.

REPRESENTATION AND WARRANTIES

The McCoy/Cove agreement contains customary representations and warranties of Newmont USA and Echo Bay including:

- both the buyer and the sellers are duly organized and validly existing and have all requisite power to execute, deliver and perform the McCoy/Cove agreement;

- the entering into of the McCoy/Cove agreement will not violate or conflict with the charter documents of the buyer or the sellers or any laws or regulations or any contract to which Echo Bay is party;

- the sellers have exclusive, good and marketable title to the assets to be sold subject only to certain specific encumbrances and restrictions;

- except for certain litigation specifically disclosed in the McCoy/Cove agreement, there is no litigation pending or threatened relating to the McCoy/Cove complex;

- the operation, ownership, use and remediation and reclamation activities of the McCoy/Cove complex as it currently, and as it has in the past, been operated, owned, used and conducted by Echo Bay do not violate any laws or regulations; and

- all transferred government permits are currently in full force and effect.

The McCoy/Cove agreement provides that representations and warranties of Newmont USA and Echo Bay survive the closing of the sale of the McCoy/Cove complex.

COVENANTS

The McCoy/Cove agreement provides for a number of customary covenants, which include the obligation to terminate all of those employees involved in the operations of the McCoy/Cove complex and to pay all compensation or benefits to which such employees are entitled.

CONDITIONS PRECEDENT

The McCoy/Cove agreement contains a number of customary conditions precedent to the closing of the sale of the McCoy/Cove complex including, among other conditions, the completion of the combination in accordance with the terms of the combination agreement.

TERMINATION

The McCoy/Cove agreement may be terminated:

- at any time, by the mutual agreement of the buyer and the sellers;

- by either the buyer, on the one hand, or the sellers, on the other, at any time, if the other is in material breach or default with respect to its covenants, agreements or other obligations in the agreement, or if their representations are not true and accurate in all material respects; or

- by either the buyer, on the one hand, or the sellers, on the other, if the conditions to closing have not been satisfied on or before December 31, 2002.

INDEMNITIES

The sellers have agreed to jointly and severally indemnify Newmont USA, its affiliates and their respective officers, directors, employees and agents from and against any and all losses arising out of or resulting from:

- any untrue or inaccurate representations and warranties of Echo Bay under the McCoy/Cove agreement;

- any failure by Echo Bay to perform any of its covenants, agreements, or obligations under the McCoy/Cove agreement;

- the development, operations, closure, remediations and reclamations of the McCoy/Cove complex prior to closing, but excluding liabilities specifically assumed by Newmont USA; and

- all other liabilities and obligations of Echo Bay not assumed by Newmont USA under the McCoy/Cove agreement.

By separate guarantee, Echo Bay has guaranteed the obligations of the subsidiaries of Echo Bay under the McCoy/Cove agreement, including their indemnification obligations.

EXCHANGE OF SHARE CERTIFICATES

As soon as practicable after the effective date of the combination, Kinross will deposit with the depositary, Computershare Trust Company of Canada, in trust, for the benefit of the holders of TVX common shares and Echo Bay common shares, certificates representing the number of Kinross common shares into which the TVX common shares and Echo Bay common shares are exchangeable pursuant to the arrangement, together with cash in lieu of fractional Kinross common shares. Promptly after the effective date of the combination, a letter of transmittal will be furnished by the depositary to former holders of TVX common shares and Echo Bay common shares for use in exchanging their certificates. Each holder of TVX common shares or Echo Bay common shares, upon surrender to the depositary of one or more certificates for cancellation with such letter of transmittal, will be entitled to receive certificates representing the number of whole Kinross common shares to be issued in respect of such shares and a cash payment in lieu of fractional shares.

If any cash or certificate representing Kinross common shares is to be paid to or issued in a name other than that in which the certificate surrendered in exchange therefor is registered, it is a condition of such exchange that the certificate so surrendered be properly endorsed and otherwise in proper form for transfer and that the person requesting such exchange pay to the depositary any transfer or other taxes required by reason of the issuance of a certificate for such Kinross common shares in a name other than that of the registered holder of the certificate surrendered, or shall establish to the satisfaction of the depositary that such tax has been paid or is not applicable. None of Kinross, TVX or Echo Bay will be liable to any holder of TVX common shares or Echo Bay common shares for Kinross common shares, or dividends or distributions with respect thereto, delivered to a public official pursuant to any applicable abandoned property, escheat, or similar laws.

DETAILED INSTRUCTIONS, INCLUDING A LETTER OF TRANSMITTAL, WILL BE MAILED BY THE DEPOSITARY TO HOLDERS OF TVX COMMON SHARES AND ECHO BAY COMMON SHARES PROMPTLY FOLLOWING THE EFFECTIVE DATE OF THE COMBINATION AS TO THE METHOD OF EXCHANGING CERTIFICATES FORMERLY REPRESENTING TVX COMMON SHARES OR ECHO BAY COMMON SHARES FOR CERTIFICATES REPRESENTING KINROSS COMMON SHARES. HOLDERS OF TVX COMMON SHARES AND ECHO BAY COMMON SHARES SHOULD NOT FORWARD SHARE CERTIFICATES UNTIL THEY HAVE RECEIVED THE LETTER OF TRANSMITTAL FROM THE DEPOSITARY.

PRICE RANGE AND TRADING VOLUMES OF COMMON SHARES

KINROSS

The Kinross common shares are listed and traded on the Toronto Stock Exchange under the symbol "K" and, until July 31, 2001, were traded on the New York Stock Exchange and, since August 1, 2001 have been traded on the American Stock Exchange under the symbol "KGC". The following table sets forth the high and low closing sale prices and the approximate trading volumes of the Kinross common shares on the Toronto Stock Exchange and the New York Stock Exchange or American Stock Exchange, as the case may be, for the periods indicated. The quotations reported are from published financial sources.

	TORONTO STOCK EXCHANGE			NEW YORK STOCK EXCHA AMERICAN STOCK EXCH		
	PRICE RANGE		APPROXIMATE TRADING VOLUME	PRICE RANGE		APPROX TRAD VOLU
	HIGH	LOW		HIGH	LOW	
	(Cdn.$)		(100s)	($)		(100
2000						
First Quarter	3.35	2.13	48,900	2.31	1.44	19,9
Second Quarter	2.30	1.22	44,779	1.63	0.81	19,4
Third Quarter	1.35	0.78	46,748	0.94	0.50	17,1
Fourth Quarter	1.12	0.50	43,466	0.75	0.38	21,9
2001						
First Quarter	1.04	0.66	41,661	0.67	0.44	18,6
Second Quarter	1.63	0.70	100,014	1.20	0.44	44,5
Third Quarter	1.73	1.19	66,764	1.05	0.77	23,8
Fourth Quarter	1.53	0.95	62,662	0.99	0.62	17,8
2002						
January	1.39	1.32	38,970	0.96	0.71	8,7
February	1.74	1.63	75,360	1.20	0.94	17,5
March	1.81	1.72	54,536	1.36	0.97	14,6
April	2.87	1.85	86,529	1.85	1.16	42,0
May	4.44	2.45	132,230	2.90	1.51	44,4
June	4.31	3.00	193,302	2.82	1.90	48,5

On June 7, 2002, the last full trading day prior to the joint public announcement of the combination, the last reported sale price of a Kinross common share on the Toronto Stock Exchange was Cdn.$3.92 and on the American Stock Exchange was $2.57.

On -- , 2002, the closing price of the Kinross common shares on the Toronto Stock Exchange and on the American Stock Exchange was Cdn.$ -- and $ -- , respectively.

TVX

The TVX common shares are listed and traded on the Toronto Stock Exchange and the New York Stock Exchange under the symbol "TVX". The following table sets forth the high and low closing sale prices and the approximate trading volumes of the TVX common shares on the Toronto Stock Exchange and the New York Stock Exchange for the periods indicated, as adjusted to reflect a share consolidation effected on July 31, 2000 on a one for five basis, and a share consolidation effected on June 30, 2002 on a one for ten basis. The quotations reported are from published financial sources.

	TORONTO STOCK EXCHANGE			NEW YORK STOCK EXCHA		
	PRICE RANGE		APPROXIMATE TRADING VOLUME	PRICE RANGE		APPROX TRAD VOLU
	HIGH	LOW		HIGH	LOW	
	(Cdn.$)		(100s)	($)		(100
2000						
First Quarter	80.00	49.00	347	56.50	34.50	5
Second Quarter	57.50	31.50	246	40.50	22.00	4
Third Quarter	49.50	30.90	239	31.30	15.00	5
Fourth Quarter	32.00	20.00	313	20.90	13.10	9
2001						
First Quarter	28.30	13.20	340	19.50	8.20	9
Second Quarter	16.00	4.50	552	10.10	2.70	1,5
Third Quarter	9.90	5.00	3,745	6.20	3.50	3,5
Fourth Quarter	7.90	5.80	2,586	5.00	3.70	3,7
2002						
January	8.90	6.80	2,858	5.50	4.30	1,2
February	11.90	8.90	10,649	7.50	5.60	4,6
March	12.20	8.90	8,118	7.70	5.70	2,9
April	13.40	10.30	6,506	8.50	6.40	3,2
May	19.70	12.50	10,256	12.80	8.10	4,1
June	25.60	15.70	16,158	16.90	10.00	35,5

On June 7, 2002, the last full trading day prior to the joint public announcement of the combination, the last reported sale price of a TVX common share on the Toronto Stock Exchange was Cdn.$16.40 and on the New York Stock Exchange was $10.40 (taking into account the June 30, 2002 one for ten share consolidation).

On -- , 2002, the closing price of the TVX common shares on the Toronto Stock Exchange and on the New York Stock Exchange was Cdn.$ -- and $ -- , respectively.

ECHO BAY

The Echo Bay common shares are listed and traded on the Toronto Stock Exchange and the American Stock Exchange under the symbol "ECO", as well as other international exchanges. The American Stock Exchange is the principal market on which the Echo Bay common shares are traded. The following table sets forth the high and low closing sale prices and the approximate trading volumes of the Echo Bay common shares on the Toronto Stock Exchange and the American Stock Exchange for the periods indicated. The quotations reported are from published financial sources.

	TORONTO STOCK EXCHANGE			AMERICAN STOCK EXCH		
	PRICE RANGE		APPROXIMATE TRADING VOLUME	PRICE RANGE		APPROX TRAD VOLU
	HIGH	LOW		HIGH	LOW	
	(Cdn.$)		(100s)	($)		(100
2000						
First Quarter	2.85	1.76	2,445	1.94	1.25	7,0
Second Quarter	2.09	1.30	2,824	1.38	0.88	6,7
Third Quarter	1.61	1.05	2,075	1.06	0.69	4,7
Fourth Quarter	1.15	0.52	2,749	0.75	0.32	8,6
2001						
First Quarter	1.49	0.59	4,307	0.95	0.38	6,8
Second Quarter	2.00	0.89	3,800	1.24	0.51	11,0
Third Quarter	1.60	0.79	2,860	1.04	0.51	7,1
Fourth Quarter	1.12	0.81	2,030	0.73	0.50	5,5
2002						
January	1.05	0.82	863	0.65	0.50	6,3
February	1.60	0.97	1,984	0.97	0.60	11,6
March	1.55	1.02	2,026	0.98	0.64	11,3
April	1.55	1.18	8,882	0.96	0.76	16,4
May	2.18	1.01	56,262	1.35	0.66	66,7
June	2.13	1.46	55,265	1.39	0.91	47,8

On June 7, 2002, the last full trading day prior to the joint public announcement of the combination, the last reported sale price of an Echo Bay common share on the Toronto Stock Exchange was Cdn.$1.85 and on the American Stock Exchange was $1.20.

On -- , 2002, the closing price of the Echo Bay common shares on the Toronto Stock Exchange and on the American Stock Exchange was Cdn.$ -- and $ -- , respectively.

ELIGIBILITY FOR INVESTMENT

The Kinross common shares distributed pursuant to the arrangement will be qualified investments under the Tax Act for trusts governed by registered retirement savings plans, registered retirement income funds, deferred profit sharing plans and registered education savings plans, provided that the Kinross common shares are listed on the Toronto Stock Exchange.

On the effective date of the combination, the Kinross common shares will not be foreign property under the Tax Act for trusts governed by registered pension plans, registered retirement savings plans, registered retirement income funds, deferred profit sharing plans and certain other tax-exempt persons.

COMPARISON OF RIGHTS OF SHAREHOLDERS UNDER THE OBCA AND CBCA

Upon completion of the combination, the shareholders of TVX and Echo Bay will become shareholders of Kinross, an OBCA corporation. The OBCA provides shareholders with substantially the same rights (including rights of dissent and appraisal and rights to bring derivative actions and oppression actions) as are available to shareholders under the CBCA, which is the statute that governs TVX and Echo Bay. However, there are certain differences between the two statutes and the regulations thereunder. THE DESCRIPTION OF THE MATERIAL DIFFERENCES BETWEEN THE OBCA AND THE CBCA SET OUT BELOW IS MATERIALLY COMPLETE. THIS SUMMARY IS NOT AN EXHAUSTIVE REVIEW OF THE TWO STATUTES. REFERENCE SHOULD BE MADE TO THE FULL TEXT OF BOTH STATUTES AND THE REGULATIONS THEREUNDER FOR PARTICULARS OF ANY DIFFERENCES BETWEEN THEM, AND SHAREHOLDERS ARE URGED TO CONSULT THEIR LEGAL OR OTHER PROFESSIONAL ADVISORS WITH REGARD TO THE IMPLICATIONS OF THE COMBINATION THAT MAY BE OF IMPORTANCE TO THEM.

- DIRECTOR RESIDENCY REQUIREMENTS. Under the CBCA, subject to certain exceptions, at least 25% of a company's directors must be resident Canadians. Under the OBCA, a majority of a company's directors must be resident Canadians.

- PLACE OF SHAREHOLDERS' MEETINGS. Under the CBCA, a shareholders' meeting may be held at any place in Canada, or at a place outside Canada if such place is specified in the articles of the company or if all the shareholders entitled to vote at the meeting agree that the meeting is to be held at that place. Under the OBCA, a shareholders' meeting may be held at such place in or outside Ontario (including outside Canada) as the directors may determine.

- SOLICITATION OF PROXIES. Under the CBCA, proxies may be solicited other than by or on behalf of management of the company without the sending of a dissident's proxy circular if:

  - proxies are solicited from 15 or fewer shareholders; or

  - the solicitation is conveyed by public broadcast, speech or publication containing certain of the information that would be required to be included in a dissident's proxy circular.

  Furthermore, under the CBCA, the definition of "solicit" and "solicitation" specifically excludes:

  - certain public announcements by a shareholder of how he or she intends to vote and the reasons for that decision;

  - communications for the purpose of obtaining the number of shares required for a shareholder proposal; and

  - certain other communications made other than by or on behalf of management of the company, including communications by one or more shareholders concerning the business and affairs of the company or the organization of a dissident's proxy solicitation where no form of proxy is sent by or on behalf of such shareholders, by financial and other advisors in the ordinary course of business to shareholders who are their clients, or by any person who does not seek directly or indirectly the power to act as proxy for a shareholder.

Under the OBCA, a person who solicits proxies, other than by or on behalf of management of the company, must send a dissident's proxy circular in prescribed form to each shareholder whose proxy is solicited and to certain other recipients.

- VOTING AT SHAREHOLDERS' MEETINGS. Under the CBCA, shareholders are entitled to vote only shares held by them on the record date for voting or the deemed record date for voting, as the case may be. Transferees of shares after the record date or the deemed record date, as the case may be, are not entitled to vote the transferred shares at the meeting. Under the OBCA, where a company fixes a record date for the determination of shareholders entitled to vote at a shareholders' meeting and a shareholder transfers shares after the record date, the transferee of such shares is entitled to vote such shares at the meeting if the transferee establishes that he or she owns the shares and demands, not later than ten days before the meeting, that his or her name be included in the list of shareholders entitled to vote at the meeting. If no record date is fixed and a list of shareholders entitled to vote at the meeting is prepared as of the date (the "deemed record date") preceding the date on which notice of the meeting is given, a transferee of shares after the deemed record date is entitled to vote such shares under similar circumstances.

- NOTICE OF SHAREHOLDERS' MEETINGS. Under the CBCA, notice of a meeting of shareholders must be provided not less than 21 days and not more than 60 days before the meeting. Under the OBCA, a public company must give notice of a meeting of shareholders not less than 21 days and not more than 50 days before the meeting. However, public companies incorporated under either statute are currently subject to the requirements of National Instrument 54-101 which provides for minimum notice periods greater than the minimum 21 day period in either statute.

- TELEPHONIC OR ELECTRONIC MEETINGS. Under the CBCA, unless a company's bylaws provide otherwise, if a company provides shareholders with a telephonic, electronic or other communication facility that permits all participants to communicate adequately with each other during the meeting, then any person entitled to attend the meeting may participate by such means. Under the OBCA, a meeting of shareholders may be held by telephonic or electronic means (and shareholders may participate in and vote at the meeting by such means) only if permitted by the articles or by-laws of the company.

- SHAREHOLDER PROPOSALS. Under the CBCA, shareholder proposals may be submitted by both registered and beneficial shareholders, provided that:

  - the shareholder owned, of record or beneficially, for at least six months prior to the submission of the proposal, voting shares at least equal to 1% of the total number of outstanding voting shares of the company or whose fair market value is at least Cdn.$2,000, whichever is less; or

  - the proposal must have the support of persons who in the aggregate have owned, of record or beneficially, such number of voting shares for such period.

Under the OBCA, only registered shareholders may submit shareholder proposals relating to matters which the shareholder wishes to raise at a shareholders' meeting.

- REGISTERED OFFICE. Under the CBCA, a company's registered office may be located at any place in Canada. Under the OBCA, a company's registered office must be located in Ontario.

- FINANCIAL ASSISTANCE. There are no financial assistance provisions in the CBCA. Under the OBCA, a corporation may provide financial assistance by way of a loan, guarantee or otherwise to any person, provided that certain disclosure obligations are met in respect of loans to directors, officers and shareholders.

In addition to the foregoing, Kinross', TVX's and Echo Bay's bylaws differ in certain respects, particularly with respect to quorum requirements for shareholder meetings. TVX's bylaws provide that the holders of at least 33 1/3% of the shares entitled to vote at a shareholder's meeting, present in person or by proxy, constitute a quorum for the transaction of business at the shareholder's meeting. Echo Bay's bylaws provide that the holders of not less than a majority of the shares entitled to vote at a shareholder's meeting, present in person or by proxy, constitute a quorum for the transaction of business at the shareholder's meeting. Kinross' bylaws provide that at least two persons present at the opening of the shareholder's meeting, who are entitled to vote at least 5% of the shares entitled to vote at such meeting, constitute a quorum for the transaction of business at the shareholder's meeting.

DOCUMENTS INCORPORATED BY REFERENCE

Upon written or oral request of a person to whom this circular was delivered, a copy of any and all information that has been incorporated by reference in this circular will be provided, without charge. Requests should be directed to:

- in the case of Kinross: Investor Relations, Suite 5200, Scotia Plaza, 40 King Street West, Toronto, Ontario, Canada, M5H 3Y2, telephone: (416) 863-5123;

- in the case of TVX: Investor Relations, Suite 1200, 220 Bay Street, Toronto, Ontario, Canada, M5J 2W4, telephone: (416) 366-8160; and

- in the case of Echo Bay: and Investor Relations, Suite 1210, 10180 -- 101 Street, Edmonton, Alberta, Canada, T5J 3S4, telephone: (780) 496-9002.

KINROSS

The following documents, filed with the United States Securities and Exchange Commission, are specifically incorporated by reference into and form an integral part of this circular:

- Annual Report on Form 40-F for the year ended December 31, 2001 (as filed in the Current Report on Form 6-K, dated July 16, 2002);

- Current Report on Form 6-K, dated June 10, 2002;

- Current Report on Form 6-K, dated July 17, 2002;
- Current Report on Form 6-K, dated August 29, 2002; and
- Current Report on Form 6-K, dated September 13, 2002.

TVX

The following documents, filed with the United States Securities and Exchange Commission, are specifically incorporated by reference into and form an integral part of this circular:

- Annual Report on Form 40-F for the year ended December 31, 2001;
- Current Report on Form 6-K for the three months ended March 31, 2002;
- Current Report on Form 6-K, dated April 19, 2002;
- Current Report on Form 6-K, dated June 17, 2002;
- Current Report on Form 6-K, dated July 2, 2002; and
- Current Report on Form 6-K, dated August 27, 2002.

ECHO BAY

The following documents, filed with the United States Securities and Exchange Commission, are specifically incorporated by reference into and form an integral part of this circular:

- Annual Report on Form 10-K for the year ended December 31, 2001;
- Quarterly Report on Form 10-Q for the period ended March 31, 2002;
- Quarterly Report on Form 10-Q/A for the period ended June 30, 2002;
- Current Report on Form 8-K, dated February 13, 2002;
- Current Report on Form 8-K, dated April 3, 2002;

- Current Report on Form 8-K, dated May 9, 2002;

- Current Report on Form 8-K, dated June 10, 2002;

- Current Report on Form 8-K, dated June 11, 2002;

- Current Report on Form 8-K, dated July 8, 2002;

- the description of Echo Bay's common shares contained in Echo Bay's Registration Statement on Form 8-A (File No. 1-8542) dated August 2, 1983;

- proxy circular dated February 5, 2002 for Echo Bay's special meeting of shareholders held on March 25, 2002; and

- proxy circular dated April 5, 2002 for Echo Bay's annual meeting of shareholders held on June 6, 2002.

SCHEDULE A

INFORMATION CONCERNING KINROSS

Kinross was continued under the Business Corporations Act (Ontario) on May 31, 1993 by articles of arrangement pursuant to which CMP Resources Ltd., Plexus Resources Corporation and 1021105 Ontario Corp. amalgamated by way of arrangement. Kinross and Falconbridge Amalco Inc., a corporation that was formed upon the amalgamation of Falconbridge Gold Corporation and FGC Acquisition Inc., then amalgamated on December 31, 1993 by way of arrangement. Kinross filed articles of amalgamation on December 29, 2000 in connection with an amalgamation with La Teko Resources Inc. The registered office and principal place of business of Kinross is located at Suite 5200, Scotia Plaza, 40 King Street West, Toronto, Ontario, Canada, M5H 3Y2.

Kinross is principally engaged in the exploration for and the acquisition, development and operation of gold bearing properties. At present, the primary operating properties of Kinross are located in Canada, the United States and far east Russia. Exploration activities are undertaken in these countries and others. Kinross' principal product and source of cash flow is gold.

Kinross' primary operating properties consist of a 100% interest in the Fort Knox mine near Fairbanks, Alaska; through its 49% interest in the Porcupine Joint Venture (as defined herein), a 49% interest in the Hoyle Pond mine and a 49% interest in the Dome mine, both near Timmins, Ontario; and a 54.7% interest in the Kubaka mine in the Magadan Oblast situated in Far East Russia. In addition, the Corporation holds a 100% interest in the Blanket mine situated in Zimbabwe and other mining properties in various stages of exploration, development, reclamation and closure. Kinross holds its interests in each of these properties in accordance with industry standards.

[Property Locations Map]

RECENT DEVELOPMENTS

Kinross completed an equity offering in February, 2002 pursuant to which 23,000,000 common shares were issued for net proceeds of $18.5 million. The majority of funds raised were used for a $16.00 per share cash tender offer for the Preferred Shares of Kinam Gold Inc. ("Kinam"), a subsidiary of Kinross. 670,722 Kinam Preferred Shares were tendered having a book value of $36.6 million and were purchased by Kinross for $10.7 million ($11.4 million including costs of the tender offer). The $25.2 million difference in value associated with this transaction was applied against the carrying value of certain property, plant and equipment.

On May 16, 2002, Kinross and Bema Gold Corporation, each 50% owners of Compania Minera Maricunga ("CMM"), announced that binding arbitration has ruled in favour of CMM in respect of claims against Fluor Daniel Chile Ingenieria y Construccion S.A., Fluor Daniel Corporation, and Fluor Daniel Wright Ltd. (collectively "Fluor") for damages relating to the original construction of the Refugio gold mine in northern Chile. The arbitrator concluded that Fluor was "grossly negligent" in certain aspects of the construction of the Refugio facilities and has determined a net award in favour of CMM for $20 million plus interest accumulated from July 1999. An appeal was filed by Fluor with a Chilean appellate court, which appeal has been dismissed by the court. See "Legal Proceedings".

On July 1, 2002, Kinross entered into a definitive agreement with a wholly owned subsidiary of Placer Dome Inc., Placer Dome (CLA) Limited ("Placer"), to form a joint venture that combines the two companies' respective gold mining operations in the Porcupine district in Ontario, Canada (the "Porcupine Joint Venture"). Placer owns a 51% interest and Kinross owns a 49% interest in the Porcupine Joint Venture, which will be operated by a Placer affiliate. Placer has agreed to contribute the Dome mine and mill and Kinross has agreed to contribute the Hoyle Pond, Pamour and Nighthawk Lake mines as well as the Bell Creek mill. Future capital and operating costs will be shared in proportion to each party's ownership interest. See "Description of Business and Properties -- Material Properties -- The Kinross/Placer Dome Joint Venture".

On September 13, 2002, Kinross announced that its 54.7% owned Russian subsidiary, Omolon Gold Mining Company ("Omolon"), a Russian joint stock company through which Kinross holds its interest in the Kubaka gold mine, was at an advanced stage of negotiating a settlement of an outstanding dispute between itself, several of its Russian shareholders and the Magadan Administration. On September 6, 2002 and during the process of negotiating a settlement, a Russian shareholder of Omolon obtained an order from a court in the Magadan region of the Russian Federation to arrest Omolon's gold inventory at the Kubaka mine as well as Omolon's bank accounts pending resolution of the shareholder's dispute with Omolon. See "Legal Proceedings".

DESCRIPTION OF BUSINESS AND PROPERTIES

The material properties of Kinross are the following:

PROPERTY	OWNERSHIP %
Fort Knox Mine(1)	100%(2)
Porcupine Joint Venture(3)	49%
Kubaka Mine(4)	54.7%

Notes:

(1) The True North property is subject to various net smelter return royalties, ranging from 3.5% to 5%. The Ryan Lode project is subject to various net smelter return royalties ranging from 3% to 5% and annual rental payments of $150,000.

(2) Kinross holds a 100% interest in the properties forming part of the Fort Knox mine except for the Gil property in which Kinross holds an 80% interest.

(3) The Porcupine joint venture was formed pursuant to an agreement with Placer dated July 1, 2002. The Hoyle Pond mine is subject to two tonnage based royalties for which $131,000 was expensed in 2001 and $111,000 was expensed in 2000. A 2% net smelter royalty is payable on production from the Preston, Paymaster and Vedron properties.

(4) The Kubaka mine is subject to royalty and production based taxes which amounted to 11.8% in the year 2001.

OPERATIONS

Kinross' share of production from its operating properties totalled 944,803 ounces of gold equivalent during 2001 of which 44% was derived from the Fort Knox mine in Alaska, 25% from the Kubaka mine in the Russian Far East, 17% from the Hoyle Pond mine in Ontario, 7% from the Refugio mine in Chile, 4% from the Blanket mine in Zimbabwe and the balance from various other locations (see note 17 to the Consolidated Financial Statements of

Kinross for the year ended December 31, 2001 for details of the segment revenues, segment profit or loss and segment assets).

The following table summarizes production by Kinross in the last three years.

	2001	2000	1999
Attributable gold equivalent production -- ounces..........	944,803	943,798	1,012,408
Attributable gold production -- ounces.....................	937,852	932,423	1,006,453
Gold sales -- ounces (excluding equity accounted ounces)....	907,149	897,428	1,006,453

Attributable gold equivalent production and attributable gold production includes Kinross' share of the production from the Denton-Rawhide mine and the Andacollo mine due to its equity held investment in Pacific Rim Mining Corp ("Pacific Rim"), formerly Dayton Mining Corporation. Included in attributable gold equivalent production and attributable gold production is silver production converted into gold production using a ratio of the average spot market prices of gold and silver for the three comparative years. The ratios were 62.00:1 in 2001, 56.33:1 in 2000 and 53.40:1 in 1999.

GOLD EQUIVALENT PRODUCTION

The following table sets forth Kinross' gold equivalent production for each of its operating assets in the last three years:

	GOLD EQUIVALENT PRODUCTION FOR THE YEAR ENDED DECEMBER 31,		
	2001	2000	1999
PRIMARY OPERATIONS:			
Fort Knox Mine	411,221	362,959	351,120
Hoyle Pond Mine	156,581	140,441	136,709
Kubaka Mine(1)	237,162	244,641	254,625
Refugio Mine	67,211	85,184	90,008
Blanket Mine	39,592	34,571	37,755
	911,767	867,796	870,217
OTHER OPERATIONS:			
Andacollo(2)	11,718	21,030	--
Denton-Rawhide Mine(2)	17,713	29,361	62,792
Hayden Hill Mine	1,887	9,582	17,020
Macassa Mine(3)	--	--	38,689
Guanaco Mine	1,718	16.029	23,690
	33,036	76,002	142,191
Total gold equivalent production	944,803	943,798	1,012,408

Notes:

(1) Increased ownership interest to 53% December 1998 and to 54.7% December 1999.

(2) The 49% interest in the Denton-Rawhide mine was sold to Pacific Rim on March 31, 2000 for common shares of Pacific Rim . As a result of this transaction and the sale to Pacific Rim of certain other assets, Kinross effectively holds a 15.7 and 32.1% interest in the Denton-Rawhide and Andacollo mines, respectively at December 31, 2001.

(3) Sold December 14, 2001.

MINERAL RESERVES AND MINERAL RESOURCES

The following tables set forth Kinross' mineral reserves and mineral resources for each of its properties:

PROVEN AND PROBABLE MINERAL RESERVES
KINROSS GOLD CORPORATION'S SHARE AT DECEMBER 31, 2001

PROPERTY	KINROSS' SHARE	PROVEN TONNES	PROVEN GRADE	PROVEN CONTAINED	PROBABLE TONNES	PROBABLE GRADE	PROBABLE CONTAINE
	(%)	(000)	(g/t)	(ozs)	(000)	(g/t)	(ozs)
GOLD							
Timmins -- Canada:							
Hoyle Pond............	100.0	367	13.31	157,000	554	14.04	250,00
Pamour(1).............	100.0	--	--	--	14,167	1.65	753,00
Fort Knox and Area -- USA(2)(3).............	100.0	42,594	0.95	1,305,000	43,051	1.06	1,463,00
Stockpile(2)..........	100.0	16,618	0.51	270,000	1,657	0.84	45,00
Kubaka -- Russia(3)......	54.7	166	21.55	115,000	245	19.93	157,00
Stockpile.............	54.7	446	5.44	78,000	--	--	-
Refugio -- Chile(4)......	50.0	11,275	0.96	347,000	12,280	0.91	359,00
Blanket -- Zimbabwe(4)...	100.0	819	4.48	118,000	1,119	4.39	158,00
Tailings..............	100.0	1,582	1.04	53,000	--	--	-
Pacific Rim Denton Rawhide -- USA.........	15.7	1,296	0.79	33,000	--	--	-
Total.................		75,163	1.02	2,476,000	73,073	1.36	3,185,00
SILVER							
Kubaka -- Russia.........	54.7	612	15.8	310,000	245	24.1	190,00
Pacific Rim Denton Rawhide -- USA..	15.7	1,296	11.3	470,000	19	16.4	10,00
Total.................		1,908	12.7	780,000	264	23.6	200,00

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(1) Development project.

(2) In place direct mill feed.

(3) Includes current stockpile and mill feed that will be stockpiled for future use.

(4) Blanket underground mine and Vubachikwe tailings.

CAUTIONARY NOTE TO U.S. INVESTORS CONCERNING ESTIMATES OF MEASURED AND INDICATED RESOURCES

This section uses the terms "measured" and "indicated" resources. We advise

U.S. investors that while those terms are recognized and required by Canadian regulations, the U.S. Securities and Exchange Commission does not recognize them. U.S. INVESTORS ARE CAUTIONED NOT TO ASSUME THAT ALL OR ANY PART OF MINERAL DEPOSITS IN THESE CATEGORIES WILL EVER BE CONVERTED INTO RESERVES.

MEASURED AND INDICATED MINERAL RESOURCES (EXCLUDING RESERVES)

KINROSS GOLD CORPORATION'S SHARE AT DECEMBER 31, 2001

PROPERTY	KINROSS' SHARE	MEASURED		INDICATED		T
		TONNES	GRADE	TONNES	GRADE	TONNES
	(%)	(000)	(g/t)	(000)	(g/t)	(000)
GOLD						
Timmins -- Canada:						
Hoyle Pond Underground	100.0	352	9.98	836	9.23	1,18
Other Underground	100.0	529	5.64	2,109	4.11	2,63
Pamour Open Pit	100.0	--	--	37,619	1.53	37,61
Other Open Pit	100.0	--	--	7,270	1.98	7,27
George/Goose Lake -- Canada	100.0	--	--	4,238	9.76	4,23
United States:						
Ft. Knox and Area(5)	100.0	12,421	0.66	25,335	0.92	37,75
Delamar	100.0	610	0.61	2,199	1.92	2,80
Goldbanks	100.0	--	--	26,806	0.66	26,80
Kubaka -- Russia	54.7	348	2.32	25	2.49	37
Refugio -- Chile	50.0	4,575	0.75	21,810	0.75	26,38
Blanket -- Zimbabwe	100.0	--	--	2,572	5.78	2,57
Norseman -- Australia	100.0	--	--	26,991	1.34	26,99
Greystar Resources Angostura -- Colombia	18.6	--	--	8,250	1.69	8,25
Dayton Mining Corp.						
Denton Rawhide -- USA	32.1	1,123	0.55	46	0.68	1,16
Andacollo -- Chile	32.1	6,941	0.72	8,784	0.64	15,72
Eldorado -- El Salvador	32.1	--	--	969	7.64	96
Total		26,899	0.93	175,859	1.53	202,75
SILVER						
United States:						
Delamar	100.0	610	64.8	2,199	36.5	2,80
Goldbanks	100.0	--	--	26,806	1.9	26,80
Kubaka -- Russia	54.7	348	8.9	--	--	34
Greystar Resources Angostura -- Colombia	18.6	--	--	8,250	6.1	8,25
Dayton Mining Corp.						
Denton Rawhide -- USA	32.1	1,123	8.9	46	13.5	1,16
Eldorado -- El Salvador	32.1	--	--	969	56.8	96
Total		2,081	25.26	38,270	6.21	40,35

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(5) Kinross Share is 100% except Gil property at 80% (Indicated Resource of 3.4 million tonnes)

MINERAL RESERVE AND MINERAL RESOURCE NOTES

1. Reported reserves and resources have been calculated in accordance with: the National Instrument 43-101 under the Canadian Securities Law, and the Canadian Institute of Mining Standards ("CIM") on Mineral Resource and Reserve Definitions and Guidelines. The mineral reserves presented herein are compliant with the reserves categories of Industry Guide 7 applied in the United States by the Securities and Exchange Commission.

An "Ore Reserve" or "Mineral Reserve" is the economically mineable part of a measured or indicated resource demonstrated by at least a preliminary feasibility study. This study must include adequate information on mining, processing, metallurgical, economic and other relevant factors that demonstrate, at the time of reporting, that economic extraction can be justified. An ore reserve or mineral reserve gives effect to diluting materials and allowances for losses that may occur when the material is mined but does not reflect any subsequent losses in leaching or milling. Mineral reserves are further divided into proven and probable mineral reserves.

A "Proven Mineral Reserve" comprises the economically mineable part of a measured mineral resource where there is the highest degree of confidence in the estimate. It is restricted to that part of the deposit where production planning is taking place and for which any variation in the estimate would not significantly affect potential economic viability.

A "Probable Mineral Reserve" is the economically mineable part of an indicated, and in some cases a measured mineral resource where there is a lesser degree of confidence in the estimate. The underlying preliminary feasibility study must address whether economic extraction can be justified.

The term "Mineral Resource" covers mineralization and natural material of intrinsic economic interest which has been identified and estimated through exploration and sampling. Within this mineralization, mineral reserves may subsequently be defined by the consideration and application of technical and economic factors. Mineral resources are sub-divided, in decreasing order of geological confidence, into measured, indicated and inferred categories.

A "Measured Mineral Resource" is one for which quantity, grade or quality, densities, shape and physical characteristics are so well established that they can be estimated with confidence sufficient to allow the appropriate application of technical and economic parameters, to support production planning and evaluation of the economic viability of the deposit. The estimate is based on detailed and reliable exploration, sampling and testing information gathered through appropriate techniques from locations such as outcrops, trenches, pits, workings and drill holes that are spaced closely enough to confirm both geological and grade continuity.

An "Indicated Mineral Resource" is one where the nature, quality, quantity and distribution of data are such as to allow confident interpretation of the geological framework and reasonably to assume continuity of mineralization. The indicated mineral resource estimate is intended to be of sufficient quality to support a preliminary feasibility study which can serve as the basis for development and production planning decisions.

2. The reserves are based on an assumed gold price of $300 per ounce and reflect mining dilution and mining recovery.

3. Applying industry standard methodology, each property has a unique process gold recovery and cutoff grade(s).

PRODUCING PROPERTY	AVERAGE PROCESS RECOVERY	AVERAGE GOLD CUTOFF GRADE(S) G/T
Hoyle Pond	88.0%	7.68
Fort Knox	85.6%	0.43
True North	85.0%	0.69
Kubaka	97.5%	3.20
Refugio	67.2%	0.48
Blanket	87.0%	3.20
Blanket Tails	63.0%	n/a

4. Unlike reserves, resources do not have a demonstrated economic value.

5. Drill spacing used to determine reserves are as follows by property: Hoyle Pond 7.6 meters for proven reserves, 15.2 meters for probable reserves, Pamour 7.6 meters for probable reserves, Fort Knox 36.6 meters for proven reserves and 48.8 meters for probable reserves, True North 30.5 meters for probable reserves, Kubaka 6.1 meters for both proven and probable reserves, Refugio 7.6 meters for both proven and probable reserves, and Blanket 6.1 meters for both proven and probable reserves.

6. The impact of a $25/oz. reduction in the long-term gold price (to $275/oz.) results in an estimated 8% decrease in reserve gold ounces. Alternately, the impact of a $25/oz. rise in the gold price (to $325/oz.), results in an

estimated 6% increase in reserve gold ounces.

7. Except for "Other Sources" listed below, Kinross' employees, who meet the National Instrument 43-101 requirements for a Qualified Person, have prepared the reserve and resource estimations.

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QUALIFIED PERSONS RESPONSIBLE FOR ESTIMATED RESERVES AND RESOURCES

MINE/PROPERTY	NAME	TITLE(
Hoyle Pond Mine........................	R. Cooper, P. Eng. & A. Still, AGO	Manager Technic Services, Chief (Hoyle Pond)
Other Timmins.........................	A. Still, AGO	Chief Geologist Pond)
Pamour................................	R. Cooper, P. Eng.	Manager Technic (Hoyle Pond)
Fort Knox Mine........................	T. Wilton, P. Geo. & V. Miller, PE	Chief Geologist Knox), Engineer (Kinross Techni Services)
True North, Ryan Lode and Gil.........	T. Wilton, P. Geo.	Chief Geologist Knox)
DeLamar...............................	V. Miller, PE	Engineering Man (Kinross Techni Services)
Goldbanks.............................	V. Miller, PE	Engineering Man (Kinross Techni Services)
Kubaka................................	V. Miller, PE & B. Falletta, PE	Engineering Man (Kinross Techni Services), Engi Manager (Kubaka
Refugio...............................	V. Miller, PE	Engineering Man (Kinross Techni Services)
Blanket...............................	G. Ndebele, GSZ & R. Dye, PE	Geological Mana (Blanket), Vice Technical Servi
Norseman..............................	B. Butler, P. Geo. & T. Wilton, P. Geo.	Sr. Geologist (Chief Geologist Knox)
	OTHER SOURCES	
George/Goose Lake.....................	MRDI, S. Juras, P. Geo.	
Angostura.............................	Information provided by Greystar Resources	
Dayton................................	Information provided by Dayton Mining Corp.	

8. The preceding measured and indicated mineral resources and proven and probable mineral reserves tables are as at December 31, 2001 and do not take into account the joint venture formed by Kinross and Placer on July 1, 2002 pursuant to which Placer's Dome mine and Kinross' Hoyle Pond mine and mill, Pamour and Nighthawk Lake mines and Bell Creek mill were integrated into a joint venture to be managed by Placer or a Placer affiliate. Kinross

and Placer hold a 49% and 51% participating interest in the joint venture respectively. See "Description of Business and Properties -- Material Properties -- The Kinross/Placer Dome Joint Venture".

ENVIRONMENTAL REGULATIONS

Kinross exploration activities and mining and processing operations are subject to the federal, state, provincial, regional and local environmental laws and regulations in the jurisdictions in which the Kinross facilities are located. In all jurisdictions in which Kinross operates, environmental licenses, permits and other regulatory approvals are required in order to engage in exploration, mining and processing, and mine closure activities. Regulatory approval of a detailed plan of operations and a comprehensive environmental impact assessment is required prior to initiating mining or processing activities or for any substantive change to previously approved plans. In all jurisdictions in which Kinross operates, specific statutory and regulatory requirements and standards must be met throughout the life of the mining or processing operations in regard to air quality, water quality, fisheries and wildlife protection, archaeological and cultural resources, solid and hazardous waste management and disposal, the management and transportation of hazardous chemicals, toxic substances, noise, community right-to-know, land use, and reclamation. In total, Kinross has more than 300 separate environmental permits and authorizations, as required by more than 150 individual

environmental laws and regulations, in at least 15 federal, state, provincial, regional or local jurisdictions. Kinross is currently in compliance in all material respects with all applicable environmental laws and regulations.

In 1998 Lassen Gold Mining Inc. (a Kinross subsidiary) was identified as a Potentially Responsible Party (PRP) under the U.S. Comprehensive Environmental Response, Compensation and Liability Act (CERCLA), 42 U.S.C. sec.sec.9601, et seq.; the Resource Conservation and Recovery Act, as amended (RCRA) 42 U.S.C. sec.sec.6901, et seq.; and the California Hazardous Substances Account Act, as amended (HSAA), the California Health and Safety Code sec.sec. 25300 et seq., in connection with the PRC Patterson Superfund Site. Kinross became a member of the Patterson Environmental Trust that funded the site remediation. The total paid to the Trust by Kinross was $175,552.00. As more PRPs were identified and became contributors to the Trust or participated in funding remediation separately, the amount of funds held by the Trust exceeded the financial obligation. In 2001, in accordance with a Cash-Out Settlement Agreement, Kinross was refunded $152,307.61. Kinross may receive a supplemental distribution when settlement is reached with the additional PRPs and from accrued interest in the Trust escrow account. All remediation and restoration activities have been completed at the PRC Patterson Superfund site. Kinross no longer has any liability associated with the site.

Kinross is not a PRP in any other CERCLA action.

MATERIAL PROPERTIES

The following properties have been identified as material to Kinross. All production data is presented on a 100% basis with the exception of gold equivalent production, which represents Kinross' proportionate share.

FORT KNOX MINE AND AREA, ALASKA

Kinross is the owner of the Fort Knox mine. The Fort Knox mine includes the main Fort Knox open pit mine, mill, and tailings storage facility, the True North open pit mine, which commenced production in 2001, the Ryan Lode project and an 80% ownership interest in the Gil property that is subject to a joint venture agreement with Teryl Resources Corp ("Teryl"). Kinross' ownership interest in the Fort Knox mine was acquired as a result of the merger (the "Kinam Merger") with Amax Gold Inc. (now Kinam) on June 1, 1998. The Fort Knox mine and True North mine employed approximately 360 people at December 31, 2001. The Fort Knox property has been pledged as security against a syndicated credit facility with a syndicate of lenders lead by Bank of Nova Scotia which supports, inter alia, $49.0 million of industrial revenue bonds outstanding as at December 31, 2001.

Property Description and Location

Fort Knox Open Pit

The Fort Knox open pit mine mill and mineral claims cover approximately 20,500 hectares located 40 kilometres northeast of Fairbanks, Alaska. The claim block consists of two State of Alaska Upland Mineral Leases, 1,168 State of Alaska mining claims and one unpatented federal lode mining claim. The current reserve is located on approximately 505 hectares of land held under State of Alaska Upland Mineral Leases that expire in 2014. These leases may be renewed for a period not to exceed 55 years.

The State of Alaska Upland Mineral Leases that the current reserves are located on are subject to a 3% Alaska production royalty based on taxable income. All production from the State of Alaska mining claims is subject to the State of Alaska Mine License Tax following a three-year tax grace period after production commences. The State of Alaska Mine License Tax is graduated from 3% to 7% of taxable income. The unpatented federal lode mining claim is owned by Kinross and not subject to any royalties. There were no royalties paid in 2001 or 2000.

All requisite permits have been obtained for the mining and continued development of the Fort Knox open pit mine and are in good standing. Kinross is in compliance with the Fort Knox permits in all material respects.

True North Open Pit

The True North open pit mine mineral claims covers approximately 3,804 hectares located 40 kilometres northeast of Fairbanks, Alaska. The claim block consists of 104 State of Alaska mining claims owned by Kinross and mineral leases with third parties covering an additional 138 State of Alaska mining claims.

All production from the State of Alaska mining claims is subject to the State of Alaska Mine License Tax following a three-year tax grace period after production commences. The State of Alaska Mine License Tax is graduated from 3% to 7% of taxable income. In addition to the State of Alaska Mine License Tax, the leased state mining claims are subject to net smelter royalties ranging from 3.5% to 5%, less any advanced royalties paid. Kinross paid advance royalties of $150,000 in 2001 and 2000.

All requisite permits have been obtained for the mining of Phase I of the True North open pit mine which consists of the Hindenburg and East Pit Zones. As at December 31, 2001, 47% of proven and probable reserves are located within the Hindenburg and East Pit Zones. These permits are in good standing. Kinross is currently in compliance with the True North permits in all material respects. Kinross is currently in the process of amending the current True North permits in order to further develop the deposit. Kinross estimates it has received the required permits.

Ryan Lode Project

The Ryan Lode project mineral claims cover approximately 500 hectares located ten kilometres west of Fairbanks, Alaska. The claim block consists of 50 State of Alaska mining claims, ten patented federal mining claims and five unpatented federal mining claims, all leased from third parties. All production from the State of Alaska mining claims is subject to the State of Alaska Mine License Tax following a three-year tax grace period after production commences. The State of Alaska Mine License tax is graduated from 3% to 7% of taxable income. In addition to the State of Alaska Mine License Tax, the leased claims are subject to net smelter royalties of 5%, and annual rental payments of $150,000. The annual rental payments are not deductible when computing the net smelter return royalties. Kinross paid $150,000 of annual rental payments in each of 2001 and 2000.

Kinross has conducted limited exploration on the properties since acquiring the Ryan Lode project from La Teko in 1999.

Gil Property

The Gil property mineral claims cover approximately 2,700 hectares located contiguous to the Fort Knox claim block. The claim block consists of 167 State of Alaska mining claims and is subject to a joint venture agreement between Kinross and Teryl. Kinross' ownership interest in the Gil claim block is 80%. All production from the State of Alaska mining claims is subject to the State of Alaska Mine License Tax following a three-year tax grace period after production commences. The State of Alaska Mine License tax is graduated from 3% to 7% of taxable income.

Kinross continues to actively explore the Gil claims.

Accessibility, Climate, Local Resources, Infrastructure, and Physiography

Access to the Fort Knox mine from Fairbanks, Alaska is by 34 kilometres of paved highway and eight kilometres of unpaved road. The True North mine is located 18 kilometres west of the Fort Knox property and is accessible by an unpaved road. The Ryan Lode project is located 65 kilometres from the Fort Knox property and is accessible by 54 kilometres of paved road and 11 kilometres of unpaved roads. The area is characterized by continental climate with cold dry winters and warm moist summers. Daily sunlight varies from 4 to 20 hours per day. Temperatures range from below -50 Celsius to above +35 Celsius. Mean precipitation is approximately 30 centimeters annually.

The area topography consists of rounded ridges with gentle side slopes. Vegetation includes spruce, birch and willow trees and various shrubs, grasses and mosses. The elevation ranges from 1,000 to 1,600 meters.

The Fort Knox milling operation obtains its process water from a fresh water reservoir located within the permitted property area. The tailings storage area on site has adequate capacity for the remaining mine life of the Fort Knox and the True North mines. Power is provided to the mine by Golden Valley Electric Association's power grid serving the area over a distribution line paid for by Kinross.

History

An Italian prospector named Felix Pedro discovered gold in the Fairbanks mining district in 1902. Between 1902 and 1993 more than 8.0 million ounces of predominately placer gold were mined in the district. In 1984 a geologist discovered visible gold in granitic hosted quartz veins on the Fort Knox property. Between 1987 and 1991, a number of companies conducted extensive exploration work on the Fort Knox, True North and Gil properties. In 1991, Kinam entered into a joint venture agreement with Teryl to explore the Gil property. In 1992, Kinam acquired ownership of the Fort Knox property. Construction of the Fort Knox mine and mill operations began in 1995 and were completed in 1997. Commercial production at Fort Knox was achieved on March 1, 1997. Construction of the mine was completed at a capital cost of approximately $373 million, which included approximately $28 million of capitalized interest. After acquiring ownership of the True North property in 1999, Kinross completed pre-production capital expenditures,

primarily permitting and the building of a haulage road to the Fort Knox mill. Commercial production at True North was achieved on April 1, 2001. Pre-production capital expenditures for True North were approximately $29.6 million.

Geological Setting and Mineralization

Kinross' mining and exploration properties are located within the Fairbanks mining district, a southwest -- northeast trending belt of lode and placer gold deposits that comprise one of the largest gold producing areas in the state of Alaska.

The Fairbanks district is situated in the northwestern part of the Yukon -- Tanana Uplands. The Yukon -- Tanana terrane consists of a thick sequence of polymetamorphic rocks that range from Precambrian to upper Paleozoic in age. The protoliths were comprised primarily of sedimentary and volcanic units, with only minor rocks of plutonic origin. The region has undergone at least two periods of dynamic and thermal metamorphism, an early prograde amphibolite event, and a later, retrograde, greenschist facies event. Some workers have suggested a more complex metamorphic history for the area, with the identification of four phases of penetrative deformation.

The dominant rock unit in the district is the Fairbanks Schist. It is comprised of gray to brown fine-grained micaceous schist and micaceous quartzite. Interlayered with the Fairbanks Schist is the Cleary Sequence, a varied assemblage of metamorphic lithologies. In the northern part of the district high grade metamorphic rocks of the Chatanika terrane have been identified. These rocks, which are in fault contact with the Fairbanks Schist and Cleary Sequence, are thought to be Devonian to Mississippian in age, and have been metamorphosed to eclogite facies.

The dominant structural trend of the district is expressed by numerous northeast trending faults and shear zones. These structures, which were important to the localization of gold mineralization, show a dominant strike-slip movement.

Several intrusive bodies, ranging in age from late Cretaceous to early

Tertiary, penetrate the Yukon -- Tanana terrane. They generally range from ultramafic to felsic in composition, and can be distinguished from older intrusive rocks by their lack of metamorphic textures.

Exploration

Kinross routinely carries out exploration and development activities on its properties in the Fairbanks area. The 2001 exploration program focused on drilling at the True North gold deposit. The bulk of work was drilling and was completed to define the limits of strong mineralization in the area of the Hindenburg pit and establish the continuity of mineralization in this portion of the deposit. Limited drilling and other field activities were carried out at the Gil project. A short drilling program was completed on the Steamboat prospect, and mapping, trenching and sampling were completed at the Amanitaville prospect.

The planned exploration and development drilling program for 2002 includes an in-pit drilling program at the Fort Knox mine (approximately 20 holes totalling about 5,500 meters) and areas immediately adjacent to it, a comprehensive drilling program at the True North mine and vicinity (146 holes totalling 10,725 meters), continued exploration drilling at the Gil project, and less intensive exploration of other early-stage prospects elsewhere in the Fairbanks region. The 2002 mineral exploration program may be modified from time to time, in response to changing results from the work programs.

Drilling, Sample and Analysis, and Security of Samples

Drilling is the principal tool utilized to explore for and define mineral deposits in the Fairbanks mining district. Two types of drilling are utilized during exploration and development programs at the various properties, diamond core and reverse circulation drilling.

Core drilling is the process of obtaining continuous cylindrical samples of rock from drill holes by means of annular shaped rock cutting bits rotated by a bore-hole drilling machine. Core drilling, also referred to as diamond drilling, is commonly used to collect undisturbed and continuous samples from either complete drill holes or intervals of holes that are of particular interest for the purposes of detailed and comprehensive sampling, for geotechnical and rock strength tests, or because alternative drilling methods may be incapable of providing appropriate geological or geotechnical data.

Reverse circulation is a method of rotary drilling whereby the drilling medium is circulated to the drill bit face from the surface and the drill cuttings that are ground up by the drill bit cutting face are removed from the drill hole by

the drilling medium (water, foam or other drilling muds and additives, or air) inside the drill rods. Reverse circulation drilling is a generally accepted method that is commonly used in mineral exploration and development drilling programs throughout the world.

Reverse circulation drill cuttings are collected at one and a half meter intervals by a geologist or helper at each drill site. The data for each sample is entered in digitized format on a log sheet. Occasional written comments are also made on the log. In an effort to collect the most representative sample possible, 85 millimeter diameter core holes have been drilled at the Fort Knox and Ryan Lode deposits, while 64 millimeter core holes are drilled at True North and Gil. Core is regularly photographed and then logged and sampled in one and a half meter intervals. Data is entered on the logs in a digital format. Special emphasis is placed on shear and vein orientations, as well as mineralization and oxidation. A representative sample is retained for later use and the remainder of each interval is submitted for assay.

Drill samples are collected from the drill hole by personnel of the various drilling contractors, under the direct supervision of Kinross staff. The samples are labelled and placed in bags at the drill site and prepared for transport to commercial laboratories for preparation and assay. All samples are either delivered to the preparation facility by Kinross personnel, or are picked up at a Kinross facility by employees of the laboratory.

Duplicate samples are collected from every tenth sample and a check assay is performed and compared to the original assay. As a form of quality control, the inclusion of "blank" (unmineralized) samples within each sample shipment is part of the standard procedure

A pulp sample of known grade is also submitted to the laboratory. The sample frequency is twice per core hole, and every 30 meters for reverse circulation holes. These standards are prepared both in-house and by outside laboratories over the different exploration seasons, and they represent different ranges of gold grades. For samples with fire assays greater than 1.0 grams per tonne, the samples are resubmitted to the laboratory for a cyanide soluble assay. The purpose of this procedure is to determine mill recovery rates.

Mineral Reserve and Resource Estimates

The following table sets forth the proven and probable reserves for the Fort Knox mine and area as at December 31, 2001 and 2000.

	2001			2000	
	TONNES	AVERAGE GRADE	GOLD CONTENT	TONNES	AVERAGE GRADE
	(000's)	(gpt)	(000's oz)	(000's)	(gpt)
Proven............................	59,212	0.83	1,575	104,834	0.80
Probable..........................	44,708	1.05	1,508	20,302	1.50
Total.............................	103,920	0.92	3.083	125,136	0.90

The December 31, 2001 Fort Knox reserves were calculated by Kinross in accordance with definitions and guidelines adopted by CIM. The reserves were calculated under the supervision of T. Wilton P. Geo., a Qualified Person employed by Kinross with at least five years experience. The reserves were calculated using a gold price of $300 per ounce and a gold cut-off grade of 0.69 to 0.43 grams per tonne depending on mining experience. Kinross estimates that life of mine mill recovery will average approximately 88%. Proven and probable reserves decreased by 603,000 ounces of gold in 2001. While 477,000 ounces were consumed by production, 126,000 ounces were re-classified as resources due to changes in pit design due to mining experience.

In addition to proven and probable reserves, as at December 31, 2001, Kinross has estimated 37.7 million tonnes of measured and indicated resources at an average gold grade of 0.84 grams per tonne.

Mining and Milling Operations

The Fort Knox and True North deposits are mined by conventional open pit methods. Ore is removed from the Fort Knox open pit by 135 tonne haul trucks and dumped directly into a gyratory crusher. Ore mined from the True North open pit is moved by 75 tonne haul trucks and dumped in an ore stockpile area. The ore is then placed into road licensed 55 tonne haulage trucks, trucked to and dumped into the gyratory crusher at the Fort Knox mill 18 kilometres away. Current life of mine plans based on reserves and resources of the two deposits have production ending in 2011.

The processing facility at Fort Knox is a standard cyanide leach/carbon-in-pulp ("CIP") milling process. The mill processes ore on a 24 hour per day, 365 day per year schedule. The mill processed 38,929 tonnes per day during 2001. Ore is crushed to minus 10 inches in the primary gyratory crusher and conveyed to a coarse ore stockpile near the mill. From the coarse ore stockpile the ore goes by conveyor to a semi-autogenous grinding mill, which operates in closed circuit with two ball mills and a bank of cyclones for particle sizing. Correctly sized material flows to a thickener and into leach tanks where cyanide is used to dissolve the gold. Dissolved gold is absorbed into granular activated carbon particles in the CIP circuit. Carbon particles loaded with gold are removed from the slurry by screening. The gold is stripped from the carbon particles, plated onto a cathode by electrowinning, and melted into dore bars for shipment to a refiner. The tailings slurry flows through a cyanide detoxification process before flowing into the tailings impoundment area. The only significant modification to the plant occurred in 1998 when a pebble regrind crusher was added to the circuit to increase throughput. In 2002, a tailings thickener is expected to be installed at a cost of approximately $5.0 million.

The following table presents operating data for the Fort Knox mine for years ended December 31 2001, 2000 and 1999.

	YEAR ENDED DECEMBER 31, 2001	YEAR ENDED DECEMBER 31, 2000	YEAR DECEM 1
Tonnes mined (000's of tonnes)	31,212.9	32,301.9	27,
Ore processed (000's of tonnes)	14,209.1	13,603.2	12,
Gold grade (gpt)	1.05	0.94	
Average gold recovery (%)	86	89	
Gold equivalent production (oz.)	411,221	362,959	35
Total cash costs ($/oz.)	207	203	
Total production costs ($/oz.)	314	294	

Gold equivalent production in 2001 was 411,221 ounces compared to 362,959 in 2000. In 2001, total cash costs were $207 per ounce of gold equivalent compared to $203 in 2000. The Fort Knox mine 2001 business plan called for 450,000 ounces of gold equivalent production at total cash costs of $196 per ounce of gold equivalent. The plan was predicated on production from the Fort Knox open pit and supplemental feed from the recently acquired True North deposit early in 2001.

For 2001, cash production costs were $2.8 million lower than planned. Unfortunately, the reduced spending did not compensate for the delays in achieving commercial production at the True North open pit, due to a prolonged permitting process, unacceptable performance of the haulage contractor during the third quarter of 2001 and lower than anticipated ore grade in the upper benches at the True North open pit during the third quarter of 2001. The fourth quarter of 2001 results were on plan as Kinross acquired the haulage fleet and is managing the ore haulage operations from the True North open pit to the Fort Knox mill. In addition, the grade of the ore mined during the fourth quarter of 2001 at the True North open pit was as planned. Estimated gold equivalent production for 2002 is 440,000 ounces at total cash costs of approximately $210 per ounce.

Capital expenditures at the Fort Knox operations in 2001 were $20.2 million compared to $17.6 million during 2000. The majority of capital expenditures for 2001 were required to purchase nine haulage trucks for the True North ore haulage, complete the access road from the Fort Knox mill to the True North open pit and for site infrastructure at the True North open pit. Planned capital expenditures for 2002 are estimated to be $16.0 million.

Environmental and Site Restoration Costs

In 2001, all activities at the Fort Knox and Area properties were, and have continued to be, in compliance in all material respects with applicable corporate standards and environmental regulations. Kinross estimates its site restoration costs at the Fort Knox and Area properties to be $13.9 million of which $5.8 million has been accrued as a long term liability of Kinross. The balance will be accrued on a unit of production basis over proven and probable reserves. Kinross has posted surety bonds totalling $13.5 million for site restoration obligations with the state government.

[MAP]

[FAIRBANKS GOLD LETTERHEAD]

THE KINROSS/PLACER DOME JOINT VENTURE

General

Kinross and Placer have entered into an asset exchange agreement (the "Asset Exchange Agreement") and a joint venture agreement, both dated as of July 1, 2002, for the purpose of forming a joint venture that will combine the two companies' respective gold mining operations in the Porcupine district in the Timmins area, Ontario, Canada. Placer will own a 51% participating interest and Kinross will own a 49% participating interest in the Porcupine Joint Venture, which joint venture will be managed by Placer. The Porcupine Joint Venture incorporates Placer's Dome mine and mill, Kinross' Hoyle Pond, Pamour and Nighthawk Lake mines and the Bell Creek mill.

The Asset Exchange Agreement

Pursuant to the Asset Exchange Agreement which was entered into as a step in implementing the Porcupine Joint Venture, Placer transferred to Kinross an undivided 49% interest in all of Placer's assets owned, used or thereafter acquired by Placer or its affiliates and located within a 100 kilometre radius of Placer's Dome Mill in or near Timmins, Ontario (the "Development Area") and used in the gold mining, milling and exploration business and operations carried on by Placer or its affiliates, including all real property, personal property, inventory, certain accounts receivables, buildings, fixtures, facilities, private roads and other assets located or acquired in the Development Area, including all patented, leasehold, unpatented mining claims and licenses of occupation recorded in the name of Placer or its affiliates, the benefit of any royalty agreements in favour of Placer or its affiliates, the benefit of Placer's leases and other contracts relating to Placer's real property and mining claims in this area and the benefits which may be

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obtained under any existing actions, claims or other proceedings relating to Placer's business in this area and all goodwill attributable to such business.

Under the Asset Exchange Agreement, Kinross in turn transferred to Placer an undivided 51% interest in all of Kinross' assets owned, used or thereafter acquired by Kinross or its affiliates and located within the Development Area and used in the gold mining, milling and exploration business and operations carried on by Kinross or its affiliates, including all real property, personal property, inventory, certain accounts receivable, buildings, fixtures, facilities, private roads and other assets located or acquired in the Development Area, including all patented, leasehold, unpatented claims and licenses of occupation recorded in the name of Kinross, the benefit of any royalty agreements in favour of Kinross or its affiliates, the benefit of Kinross' leases and other contracts relating to Kinross' real property and mining claims in this area and the benefits which may be obtained under any existing action, claims or other proceedings relating to Kinross' business in this area and all goodwill attributable to such business. Any interest that Kinross may acquire in and to the project within the Development Area commonly known as the Aquarius Project is excluded from the Porcupine Joint Venture pending agreement between the parties to include it.

Under the Asset Exchange Agreement, Kinross has also transferred all of its contracts relating to its Timmins operations to Placer, and Placer assumed such contracts as manager of the Porcupine Joint Venture for the benefit of both parties and the exclusive use of the Porcupine Joint Venture. Placer's contracts relating to its Timmins operations remain in the name of Placer, which will hold such contracts as manager of the Porcupine Joint Venture for the benefit of both parties and the exclusive use of the Porcupine Joint Venture.

The Porcupine Joint Venture Agreement

The purpose of the Porcupine Joint Venture is to engage in operations relating to the mining, milling, exploration and development of the properties subject to the Porcupine Joint Venture, and to perform any other activity necessary, appropriate or incidental to the foregoing. The term of the Porcupine Joint Venture is from July 1, 2002 and until so long thereafter as ores and mineral resources are produced from the assets forming part of the Porcupine Joint Venture and all reclamation obligations, liabilities or responsibilities under applicable laws or instruments of title relating to operations under the Porcupine Joint venture have ceased or been satisfied, to a maximum of 99 years, unless the Porcupine Joint Venture is earlier terminated pursuant to the terms of the Porcupine Joint Venture Agreement.

Each of Kinross and Placer is obligated to contribute funds from time to time to the Porcupine Joint Venture in proportion to their respective participating interests, pursuant to adopted programs and budgets.

Under the Porcupine Joint Venture a party's participating interest may be reduced upon the election by such party not to contribute to an adopted program and budget for the Porcupine Joint Venture, or in the event of a default by such party in making its agreed upon contribution to an adopted program and budget.

In addition, if a party's participating interest is reduced to less than 10%, the other party may elect that the first party be vested with a 2% net smelter returns royalty on ores and minerals mined from the properties subject to the Porcupine Joint Venture and the first party shall be deemed to have transferred its remaining participating interest to the other party.

Porcupine Joint Venture Operations

The Porcupine Joint Venture operations consist of the Dome underground and open pit mine and mill, the Hoyle Pond underground mine and the Bell Creek mill and tailings storage facility. In addition, the Porcupine Joint Venture operations consist of a number of former producing mines, most notably the Pamour and Nighthawk Lake mines. The Porcupine Joint Venture operations employed approximately 842 people at July 1, 2002. READERS ARE CAUTIONED THAT THE INFORMATION SET OUT IN THIS SECTION IS OF A HISTORICAL NATURE AND DOES NOT REFLECT THE FORMATION OF THE PORCUPINE JOINT VENTURE.

The only producing mines forming part of the Porcupine Joint Venture in Timmins at present are the Dome mine and the Hoyle Pond mine.

All of the information included therein on the Dome property has been provided by Placer.

Property Description and Location

Hoyle Pond Underground Mine and Bell Creek Mill

The Hoyle Pond underground mine, mineral claims and the Bell Creek mill are located in Hoyle Township in Timmins, Ontario on 899 hectares of patented land, 441 hectares of land leased from the province and one private lease covering 65 hectares. The private lease is for a term of 20 years and is in good standing until May 31, 2005. There are also two contiguous staked mining claims covering 32 hectares located in Whitney Township south of Hoyle Township. Kinross owns an additional 10,164 hectares of exploration properties nearby.

There are various royalties on the Hoyle Pond underground mine land package. The only royalty requiring payment at present is a tonnage based royalty on the private lease. Royalty payments were $0.1 million in both 2001 and 2000.

All requisite permits have been obtained for the mining and continued development of the Hoyle Pond underground mine and the Bell Creek mill and are in good standing and the Porcupine Joint Venture is in compliance with Hoyle Pond and Bell Creek permits in all material respects.

Dome Mine and Mill

The Dome underground and open pit mine and mill are located within the city limits of Timmins, Ontario, on an area that covers over 2,740 hectares of staked and patented mining claims held or under option, including the Preston property that lies to the south and east, immediately adjacent to the Dome property, the Paymaster property that lies to the west of the Dome open pit and the Vedron property that lies south of the Paymaster property.

A two percent net smelter royalty is payable on production from the Preston, Paymaster and Vedron properties. No other royalties are payable on the Dome property.

All requisite permits have been obtained for the mining and continued development of the Dome underground and open pit mine and mill and are in good standing the Porcupine Joint Venture is in compliance with such permits in all material respect.

Pamour and Nighthawk Lake Mines

The Pamour open pit and Nighthawk Lake underground mines and mineral claims are located in Timmins Ontario on 12,385 hectares in 675 claim units. The Pamour mine is approximately two kilometres south of and contiguous with the Hoyle Pond mine while the Nighthawk Lake mine is approximately 17 kilometres southeast of Hoyle Pond. There has been no production at these mines since their acquisition in 1999.

Accessibility, Climate, Local Resources, Infrastructure, and Physiography

Access to the Hoyle Pond mine from Timmins is by 20 kilometres of paved highway and three kilometres of unpaved roads. The Pamour mine is located two kilometres south of the Hoyle Pond mine and accessible by an unpaved road. The Nighthawk lake mine is located 17 kilometres southeast of the Hoyle Pond mine and accessible by 10 kilometres of paved roads and seven kilometres of unpaved roads. The area climate is cold winters and hot summers. Temperatures range from below -40 Celsius to above +30 Celsius. Mean precipitation is approximately 80 centimeters annually.

The topography of the area is typical of the Canadian Shield and consists of an irregular surface with moderate relief. The topographic highs are the result of bedrock outcrops and are surrounded by low lying areas of poorly drained wetlands. Vegetation includes spruce, pine, poplar and birch trees and various shrubs, grasses and mosses. The elevation ranges from 200 meters to 300 meters.

The Bell Creek milling operation obtains its processing water from the Bell creek located within the permitted property area. The land package includes areas where additional tailings storage areas can be permitted. The current tailings storage area has sufficient capacity for the next several years of planned production. Power is provided to the mine and mill by Ontario Hydro.

Access to the Dome mine is by paved road from the town of South Porcupine, 6 kilometres east of Timmins on Highway 101. Rail freight service is available from the Falconbridge -- Kidd Creek metallurgical site 8 kilometers east of the mine. The area climate is cold and dry winters and warm and moderately humid summers. Temperatures range from below -40 celsius to above +30 celsius. Mean rainfall is approximately 80 centimeters annually.

The terrain in the Timmins area is predominantly flat, with local relief rarely exceeding 20 metres. The elevation for Tisdale township rises from 230 meters to 312 meters.

Large areas of muskeg are common in southern Tisdale Township, which includes Dome mine. Vegetation around Dome mine consists of Jack Pine, Poplar and small bushes in drier areas; Spruce and Alder in the lower, wetter areas; and Lichen with sparse trees in areas of large outcrops. Areas that were burnt by the 911 fire are covered by scrub and secondary regrowth.

The dominant suficial material in the Dome mine area is glacial till overlain by glaciolacustrine silts and clays. Mine waste and tailings cover some areas closer to the mine.

History

Land was first staked in the vicinity of the present day Pamour mine in 1910. Limited production was achieved from 1911 to 1914. The property remained idle from 1914 to 1923. Between 1923 and 1935 several mining syndicates carried out exploration work. In 1935 and 1936 the Pamour No. 3 shaft was sunk and a 650 tonnes per day mill was constructed. In 1938 the mill capacity was increased to 1,300 tonnes per day by installing new equipment. During the 1950's mill throughput averaged 1,500 tonnes per day. In 1972, the mill was expanded to treat 2,275 tonnes per day as production from the nearby Aunor mine was processed at the Pamour mill. Open pit mining at the Pamour mine began in 1976 and continued until 1999. Kinross acquired the Pamour mine in 1999.

The Hoyle Pond discovery hole was drilled by Texas Gulf in 1980. The area was explored in 1980 to 1982. The mine was developed by ramp in 1983 and 1984. The mine has been in continuous production since 1982 and was acquired by Kinross pursuant to the merger with FGC in 1993. Since 1993, Kinross has conducted exploration programs and underground development has added significant additional mineralization. From 1994 to 1999 Kinross sunk an 815 meter shaft and developed a second ramp to access underground workings. The Bell Creek mill has gone through a series of expansions with current capacity of 1,500 tonnes per day.

The Dome deposit was discovered in 1909. Operations commenced in 1910, producing 214 ounces of gold. After a fire destroyed the first mill, a new mill was officially opened in 1912. Due to World War I, the mill was shut down from 1917 to 1919. In 1929 the mill was destroyed by fire for a second time and put back into operation in 1930. In 1984 the mill capacity was increased from 2,000 to 3,000 tons per day. Part of the extension included a new vertical shaft, the No. 8 shaft which was sunk from the surface to a depth of 1,667 meters. In 1988, due to a skipping accident, No. 8 shaft was not producing, and therefore open pit mining was commenced. From 1992 to 1996, Placer produced from the Paymaster property. In 1995, an expansion of the operations, which included an enlarged open pit and increase in milling capacity was completed. As a result, full production from the expanded open pit was achieved and mine production increased from a nominal rate of 3,400 tonnes per day in 1994 to 9,100 tonnes per day in 1995. In 1997, the Preston property was purchased and pit mining was commenced.

Geological Setting and Mineralization

The Hoyle Pond Main Zone and 1060 Zone deposits, both of which are in production, occur on opposite limbs of an open, northeast plunging F2 antiformal structure, hosted within carbonatized north-dipping sheared and metamorphosed tholeiitic basalts. The 7 Vein system occurs as a series of stacked, flat to gently northeast dipping veins at the nose of the antiformal structure. Mineralization occurs as coarse, free gold in white to grey-white quartz veins with variable ankerite, tourmaline, pyrite and local arsenopyrite. Alteration halos are generally narrow, consisting of mainly grey zones (carbon, carbonate, sericite, cubic pyrite) in the Hoyle Pond system, and carbonate-sericite, with fuchsite, pyrite, arsenopyrite and trace chalcopyrite, sphalerite within the 1060 structures.

The Hoyle Pond Main Zone includes a series of generally northeast striking, linked quartz vein zones (at least 11 veins of economic significance) folded on a small scale with moderate west trending and northeast plunging fold axis. The 1060 Zone consists of at least five main vein structures (B1, B2, and B3 Zones, A Zone and Porphyry Zone) with orientations ranging from north to northeast with generally subvertical dips.

The Pamour mine is located approximately one kilometre north of the Destor -- Porcupine Fault Zone and overlies an east-west trending unconformity between Tisdale Group volcanic rocks and Timiskaming Group sediments. Volcanic rocks occupy the area north of the mine and the unconformity, and include interlayered mafic to ultramafic units. Sedimentary rocks occupy the area south of the unconformity and include greywacke, argillite and conglomerate. A distinct unit of clastic sediments marks the unconformity itself. Gold mineralization is hosted by both volcanic and sedimentary units and related to both individual quartz veins and vein swarms, which trend mainly east-west. Volcanic-

hosted ore bodies include shallow north-dipping single vein structures within mafic volcanics, as well as irregular shaped vein swarms along various lithologic contacts within the volcanic sequence. Sedimentary hosted ore bodies include irregular shaped vein swarms along the unconformity as well as narrow, steep south-dipping veins in greywacke further to the south.

The Nighthawk Lake mine is located along the Nighthawk Lake Break, a branch fault of the Destor Porcupine Fault Zone. Rocks in the vicinity of the Nighthawk Lake mine consist of mafic to felsic volcanics, intruded by irregular masses of albitite and syenite. Gold mineralization occurs both within the volcanic rocks and intrusives, and generally shows a close spatial association with strong carbonate alteration, brecciation, quartz veining and pyrite or arsenopyrite. Based on past work, orebodies at the mine have been subdivided into six main zones including the: Main Zone, No. 1 Zone, No. 4 Zone, Ramp Zone, "A" Zone and Deadman Island Zone.

The Dome mine lies on the south limb of the Porcupine syncline in an area where the Keewatin volcanic rocks are overlain by the Timiskaming metasedimentary slates and conglomerates.

Gold mineralization is found in a number of different rock types and in association with a number of different structural settings. Mineralization in the district is commonly associated with the northeasterly plunge of the Porcupine syncline.

At the mine site, the local sequence of north dipping metavolcanics and metasedimentary rocks have been folded to form a northeasterly plunging structure, referred to as "Greenstone Nose". Sediments consisting of conglomerates, slates and greywackes are draped around this structure and form the "Sedimentary Trough" on the south side.

Mineralization occurs mainly in association with structurally controlled quartz and quartz-ankerite veins. Principal orebodies can be classified into three main types: Long narrow veins in shear zones parallel to the stratigraphic trend; swarms of en-echelon veins and stockworks of veins; and disseminated mineralization, in which the gold is associated with pyrite and/or pyrrhotite and little or no vein material is present.

Immediately south of "Sedimentary Trough" lies an east-west striking, highly strained zone in which magnesium rich, carbonatized rock occurs. This highly altered zone corresponds to the trace of the ductile Dome Fault interpreted to represent a branch off the main Destor-Porcupine Fault. To the west, the Dome Fault Zone passes between two major porphyritic intrusive bodies -the Paymaster and the Preston Porphyries. To the south of the Dome Fault Zone are the "Southern Greenstones", a south-dipping sequence of basalts consisting of massive and pillowed flows.

At the Paymaster property, historic mining operations extracted ore from ankerite veins in mafic units and quartz veins in porphyry. The majority of mineralization being targeted by current exploration is hosted by carbonated and sulphidic greenstone adjacent to and within flexures in the mafic/ultramafic contact (36 Zone).

Exploration

Exploration expenditures within the Hoyle Pond mine totalled $1.0 million during 2001. A total of 34,320 metres of diamond drilling was completed primarily from underground workings. The focal target of exploration drilling was the 1060 Zone, with smaller amounts of drilling targeting structures within the 7 Vein structures and the Hoyle Pond Main Zone. Exploration successfully increased proven and probable reserves by approximately 10% for 2001 year end reserves. The 2002 budget for mine site exploration (prior to the Porcupine Joint Venture) is $1.0 million to target structures primarily within the 1060 Zone.

Kinross' regional exploration within the Timmins camp totalled $0.3 million during 2001; almost all of this was spent during the fourth quarter. A total of 7,753 metres of diamond drilling explored targets at Pamour North, the McIntyre Central Porphyry Zone (CPZ) and at Coniaurum. The exploration budget for 2002 (prior to the Porcupine Joint Venture) is approximately $1.7 million. Exploration will include targets at Pamour North, McIntyre CPZ, Coniaurum, Hallnor, Hopson and Wetmore.

In the case of the Dome property, during 2001, underground exploration continued in a variety of geological settings. Targets included the 36 and 66 zones at depth, and the dacite and sed zones. All geological domains are being reviewed for bulk zone targets. The underground exploration and delineation program in 2001 consisted of 367 meters of development and 4,173 meters of diamond drilling. In addition $380,000 was spent on drift rehabilitation to access old areas.

Placer's regional exploration within the Timmins camp totaled $3.1 million during 2001. Expenditure was committed to compilation and interpretation of regional geophysical and geochemical data, development of 3-D

structural models, drilling identified targets (21,900 meters), acquiring properties and forming joint ventures on prospective land holdings. The exploration budget for 2002 (prior to the Porcupine Joint Venture) is approximately $3.2 million.

Drilling, Sample and Analysis and Security of Samples

Kinross' Diamond core drilling at the mine site during the year ended December 31, 2001 consisted of underground core drilling and surface exploration diamond core drilling. Sampling is conducted on a daily basis through the use of chip samples, muck samples, and test holes (sludge samples). Ore development is sampled at intervals of two to five meter intervals through the use of chip samples and muck samples. Stopes are sampled at five meter intervals where practical, and stope muck is sampled at intervals of 1 muck sample every 20-40 tonnes.

Samples are analysed at either the Bell Creek assay lab (on-site lab operated by Kinross' personnel) or at an independent assay lab. Most muck and chip samples and surplus definition drill core are processed at the Bell Creek lab. All exploration drill core and overflow muck, chip and definition drill core is processed at the independent assay lab. Samples at the Bell Creek lab are analysed using conventional fire assay methods with a gravimetric finish. Samples at the independent lab are analysed using conventional fire assay methods with a gravimetric finish for a samples containing coarse visible gold are identified on the sample tag. Each of these samples will have a second reject analysed as well as a check assay from the first reject resulting in a minimum of three determinations. Check assays for all samples are conducted at the Bell Creek lab twice on each tray of 25 samples. Blank samples are analysed at the Bell Creek lab twice on each tray of 25 samples, and a standard is checked at least once on a tray of 25 samples. At the independent lab, check assays are determined every 8-10 samples, and a blank and a standard are analysed approximately every 30 samples.

In the case of the Dome property, samples from surface and underground production and exploration are analyzed primarily at the Dome mine site assay laboratory. Check assays are processed both by the on site laboratory and external laboratories. Multi-element analysis is conducted offsite. All gold analyses are done by conventional fire assay methods with an AA finish. Samples showing visible gold are assayed using either a gravimetric finish or pulp metallic assay.

Underground ore development is sampled at intervals of two to three meter intervals through the use of chip samples and muck samples. Cut and fill stopes are sampled at approximately one sample for 30 tonnes, longhole stopes are sampled at approximately one sample for 60 tonnes and bulk zones are sampled at approximately one sample for 60 tonnes.

Open pit samples are collected from blasthole cuttings at approximately 10 meter intervals. In ore zones, a single sample is collected from each hole and represents approximately 450 tonnes of ore. Waste zones are sampled at one in four holes.

Mineral Reserve and Resource Estimates

The following table sets forth the proven and probable reserves for the Hoyle Pond mine as at December 31, 2001 and 2000. The proven and probable reserves reported below do not take into account the changes to reserve data that may result from the Porcupine Joint Venture.

	2001			2000	
	TONNES	AVERAGE GRADE	GOLD CONTENT	TONNES	AVERAGE GRADE
	(000'S)	(GPT)	(000'S OZ)	(000'S)	(GPT)
Proven.................................	367	13.31	157	362	12.20
Probable...............................	554	14.04	250	568	12.40
Total..................................	921	13.74	407	930	12.30

The December 31, 2001 Hoyle Pond reserves were calculated by Kinross in accordance with definitions and guidelines adopted by the CIM. The reserves were calculated under the supervision of R. Cooper, P. Eng. and A. Still AGO, both Qualified Persons employed by Kinross with at least five years experience. The reserves were calculated using a gold price of $300 per ounce and a cut-off grade between 7 and 8 grams per tonne for the Hoyle Pond Main Zone and between 8 and 10 grams per tonne for the 1060 Zone depending upon width and attitude of the veins. High-grade assays were reduced to a maximum grade of 200 grams per tonne in the Hoyle Pond Main Zone structure and the

high-grade Porphyry Zones east of the dyke, and 100 grams per tonne in the 1060

Zone structure. Based on mining experience, an allowance for mining dilution of 10% to 30% at established background values ranging from 0.6 to 0.8 grams per tonne has been made. Proven and probable reserves increased by 38,000 ounces in 2001, of which 138,000 ounces were consumed by production, economic and engineering parameter changes added 14,000 ounces and exploration activities added 162,000 ounces. Kinross estimates that mill recovery will be approximately 88%.

In addition to proven and probable reserves, Kinross has estimated 1.2 million tonnes of measured and indicated resources at the Hoyle Pond mine at an estimated average gold grade of 9.45 grams per tonne.

The following table sets forth the proven and probable reserves for the Pamour mine as at December 31, 2001 and 2000. The proven and probable reserves reported below do not take into account the changes to reserve data that may result from the Porcupine Joint Venture.

	2001			2000	
	TONNES	AVERAGE GRADE	GOLD CONTENT	TONNES	AVERAGE GRADE
	(000'S)	(GPT)	(000'S OZ)	(000'S)	(GPT)
Proven	--	--	--	--	--
Probable	14,167	1.65	753	14,167	1.65
Total	14,167	1.65	753	14,167	1.65

The December 31, 2001 Pamour reserves were calculated by Kinross in accordance with definitions and guidelines adopted by the CIM. The reserves were calculated under the supervision of R. Cooper P. Eng., a Qualified Person employed by Kinross with at least five years experience. The reserves were calculated using a gold price of $300 per ounce and a cut-off grade of 0.96 grams per tonne. Proven and probable reserves increased by 753,000 ounces in 2000 upon completion of feasibility study on the Pamour mine. Kinross estimates mill recovery to be approximately 87%.

In addition to proven and probable reserves, Kinross has estimated 37.6 million tonnes of indicated resources at the Pamour mine suitable to open pit mining at an estimated average gold grade of 1.5 grams per tonne.

In addition to the reserves and resources at Hoyle Pond and Pamour mines, Kinross has calculated resources at a number of additional properties owned by Kinross in the Timmins area. Measured and indicated resources amenable to underground mining amount to an additional 2.6 million tonnes at an estimated average grade of 4.4 grams per tonne. Measured and indicated resources amenable to open pit mining amount to an additional 7.3 million tonnes at an estimated average grade of 2.0 grams per tonne.

As the changes resulting from the Porcupine Joint Venture have not yet been ascertained, Kinross is not yet able to determine the relevant reserves for the properties forming part of the Porcupine Joint Venture, including the reserves for the Dome mine. For the proven and probable reserve information for the Dome mine as of December 31, 2001 and 2000, reported by Placer, without taking into account the Porcupine Joint Venture, readers should refer to Placer's Annual Information Form dated February 14, 2002 and its Annual Information Form dated February 15, 2001.

Mining and Milling Operations

The Hoyle Pond operations consist of an underground mine serviced by two declines and one shaft. The underground operations comprise of 17 main levels, with the shallowest at 40 meters below surface and the deepest at 720 meters below surface. The Hoyle Pond ramp extends down to the 280 meter level and services the Hoyle Pond and 7 vein zones. The 1060 ramp extends to the 720 meter level and services the 1060 Zone. Underground development completed in 2001 involved the extension of the 1060 ramp to the 700 meter level and the excavation of an internal ore and waste pass system, complete with chutes. The 2002 business plan involves an extension of the 1060 ramp to the 820 meter level. The shaft was completed in 1997 to a depth of 815 meters below surface. Total production (ore and waste) is transported to the loading pocket by means of an ore/waste pass system and hoisted to surface in 6.5 tonne skips. The surface infrastructure consists of administration buildings, maintenance, compressed air and hoisting facilities. Current life of mine plans based on reserves and resources have production ending in 2009.

The mineralized zones at Hoyle Pond are narrow high-grade veins, dipping from 30 to 90 degrees. Mining methods used are cut and fill, shrinkage, panel and longhole methods.

The processing facility at Bell Creek is a standard CIP milling process. The mill processes ore on a 24 hour per day, 365 day per year schedule. The mill processed 1,216 tonnes per day during 2001. Ore is crushed to minus one half

inch in the primary crusher and conveyed to a grinding circuit, which operates in closed circuit with two ball mills, two gravity Knelson concentrators and a bank of cyclones for particle sizing. Correctly sized material flows to a thickener and into leach tanks where cyanide is used to dissolve the gold. Dissolved gold is absorbed into granular activated carbon particles in the CIP circuit. Carbon particles loaded with gold are removed from the slurry by screening. The gold is stripped from the carbon particles, plated onto a cathode by electrowinning, and melted into dore bars for shipment to a refiner.

The following table presents operating data for the Hoyle Pond mine for years ended December 31 2001, 2000 and 1999.

	YEAR ENDED DECEMBER 31, 2001	YEAR ENDED DECEMBER 31, 2000	YEAR DECEM 1
Ore processed (000's of tonnes)	443.9	460.6	4
Gold grade (gpt)	12.40	11.27	1
Average gold recovery (%)	88	84	
Gold equivalent production (oz.)	156,581	140,441	136
Total cash costs ($/oz.)	182	209	
Total production costs ($/oz.)	265	303	

Gold equivalent production in 2001 was 156,581 ounces compared to 140,441 ounces in 2000. In 2001, total cash costs were $182 per ounce of gold equivalent compared to $209 in 2000. Cash production costs were on plan during 2001, 14% lower than in 2000. This reduced spending combined with higher gold equivalent production due to a 10% increase in the grade of ore processed, resulted in lower per ounce total cash costs. Estimated gold equivalent production for 2002 is 145,000 ounces at total cash costs of approximately $193 per ounce.

Capital expenditures at the Hoyle Pond operations in 2001 were $7.9 million compared to $13.8 million during 2000. The majority of capital expenditures for 2001 were required to further advance the 1060 ramp, underground development drilling and underground fleet replacements. Planned capital expenditures for 2002 are estimated to be $8.6 million.

At the Dome mine underground mining is currently underway from the surface to a depth of 1,340 metres. The main production and service shaft is the No. 8 shaft which extends 1,650 metres in depth. In 2001, the proportion of underground ore provided by cut and fill mining was 4%, longhole mining provided 82% of the ore and development provided 14% of the ore.

The Dome Open Pit is being mined in three stages. Development of the final stage commenced in the summer of 1998. Mining is conducted using conventional open pit mining methods. All mining is carried out on 9.1 metre benches. Pit wall inter-ramp angles vary but average 52 degrees. Haulage ramp gradients are set to 10%.

Conventional open pit mining equipment is used. The mining fleet includes diesel powered drills, electric cable shovels, 136 tonne haulage trucks, front-end loaders, dozers and other support equipment.

Ore estimations for the open pit include allowances for the presence of mined-out underground workings. Open pit mining costs reflect the specialized drilling, blasting and backfilling that is required to ensure that open pit mining can proceed safely through these underground workings. Overburden encountered in the upper portions of the open pit is stockpiled for use in reclamation. Rock dumps are contoured and re-vegetated on an ongoing basis as part of normal open pit operations.

In 2001, the underground mine provided 2,116 tonnes per day and the open pit 9,180 tonnes per day. Open pit mineral reserves will be depleted in 2004. Stockpiled ore is expected to sustain mill operations until the year 2007.

Gold is recovered using a combination of gravity concentration and cyanidation techniques. The flowsheet consists of primary crushing, secondary crushing, rod/ball mill grinding, gravity concentration, cyanide leaching, carbon-in-pulp gold recovery, stripping, electrowinning and refining. The current mill facilities process over 11,500 tonnes of ore per day.

Environmental and Site Restoration Costs

In 2001, all activities at Kinross' Timmins operations were, and have continued to be, in compliance in all material respects with applicable corporate standards and environmental regulations. Kinross estimates its site

restoration costs at its Timmins operations to be $11.4 million of which $3.3 million has been accrued as a long term liability of Kinross. The balance will be accrued on a unit of production basis over proven and probable reserves. Kinross has posted surety bonds and letters of credit totalling $2.6 million for site restoration obligations with the provincial government.

Work began at the Dome property as early as 1910. Prior to mining activity the setting of the camp was undisturbed Northern Ontario boreal forest. A formal closure plan for the properties has been filed with the government. It calls for restoration of the sites, both physically and chemically. Reclamation is ongoing; approximately 270 hectares of tailings and waste dumps has been reclaimed since the end of 1999.

The Dome Watchful Eye (DWE) is the name given to a stakeholder group that has been formed to support Dome Mine's Sustainability Policy. Community membership was solicited at a Town Hall meeting at the Whitney Arena in May 1999. The main goal of this relationship is to recognize and understand requirements, expectations and concerns of all parties. The group seeks to critically examine identified issues and work with mine management to develop strategies through consensus that meet the mutual needs of stakeholders, the community and the company throughout and beyond the mine life.

The Dome Watchful Eye committee was bestowed the prestigious Award of Merit presented by the City of Timmins Mayor elect Jamie Lim for it's commitment and dedication to our environment.

[MAP]

[MAP]

KUBAKA MINE, RUSSIAN FEDERATION

Kinross indirectly owns a 54.7% interest in Omolon Gold Mining Company ("Omolon"), a Russian joint stock company. The joint stock company is operated under a contractual agreement whereby an indirect subsidiary of Kinross is the operator and manager. The major assets of the joint stock company are the Kubaka mine and the Birkachan exploration project located in the Russian Far East. The majority of Kinross' ownership interest in the Kubaka mine was acquired as a result of the Kinam Merger on June 1, 1998. The Kubaka mine employed approximately 460 people at December 31, 2001.

Property Description and Location

The Kubaka open pit mine, infrastructure and mining concession covers approximately 897 hectares located 320 kilometres south of the Arctic Circle and 950 kilometres northeast of the major port city of Magadan. Omolon holds the license from the Russian government to operate the Kubaka Mine (the "Kubaka License"). The Kubaka License terminates in 2011, subject to extension of up to an additional two years, and limits the ownership of a foreign entity in Omolon to a maximum of 56%. The Kubaka License establishes certain production requirements for the Kubaka mine and requires the payment of a 3% royalty on the total value of the gold extracted. In 2001, the Kubaka mine was subject to total royalty and production based taxes of 11.8%. Kinross' proportionate share of royalties and

production based taxes were $5.3 million in 2001 compared to $7.0 million in 2000. In addition, a 5% export tariff existed at December 31, 2001. The 5% export tariff was cancelled in February 2002.

The Birkachan exploration project covers approximately 515 hectares and is located 28 kilometres north of the Kubaka operations. Omolon holds the license from the Russian government to conduct exploration activities at Birkachan.

Kinross is currently in discussions with various departments of the Russian government to obtain the necessary mining license to initiate mining at the Birkachan project.

All requisite permits have been obtained for the mining and continued development of the Kubaka open pit mine and are in good standing. Kinross is in compliance with the Kubaka and Birkachan permits in all material respects.

Accessibility, Climate, Local Resources, Infrastructure, and Physiography

Access to the Kubaka mine is by air from Magadan or by 700 kilometres of unpaved road and 380 kilometres on a winter ice road. The winter ice road is generally open from January until April and primarily used to ship the materials and supplies necessary for the next years' production. The mine operates in Arctic conditions. Daylight sunlight varies from 4 to 20 hours per day. Temperatures range from below -50 Celsius to above 20 Celsius. Mean precipitation is approximately 40 centimeters annually.

The area is described as mountainous with some rugged topography. The slopes have gentle concavity with a steepness of between 10 and 30 degrees. The site is situated in permafrost. The natural vegetation at the site consists of moss, low shrubs and small larch trees. In the valley bottom the ground surface is hummocky and grass covered. The elevation ranges from 500 to 1,000 meters.

Water utilized in the mill for processing the ore is obtained from four sources: fresh water from a well 650 meters south of the mill complex, fresh water from the Dukat tailings dam immediately south of the mill, reclaimed water from the tailings dam facility, and waste water from the sewage treatment plant.

Electrical power at Kubaka is generated at site with seven 3516 Caterpillar diesel generators, each producing 1500 kilowatts. Generally, four of the generators are utilized in the summer and five in the winter, providing power for the crusher and mill complex, office, and maintenance shop. Three G72M diesel generators, each producing 800 kilowatts, provide power for the man camp. Typically only one of these is utilized at any time, with two on standby.

History

The Kubaka Deposit was discovered in 1979 during a geological survey conducted by the State Geological Exploratory Expedition. While conducting a group geological survey between 1983 and 1987, preliminary data on the parameters and morphology of the ore bodies and on the scales of mineralization was obtained. Between 1986 and 1992, the Central Ore Zone and Northern Ore Zones were explored in detail and confirmed the economic merit of developing the project.

In 1987, a small open pit was operated with the ore being processed at the Karamken and Omsukchan processing plants. In 1992, an 80,000 tonne per year pilot process plant was constructed at the site and utilized a gravity / flotation process.

In 1992, the comprehensive ore reserves of the Northern ore zones passed State approval of reserves and were transferred to the Evensk stock society for industrial development. Ore recovery began in 1993 with the ore processed at the Karamken Processing Plant.

In 1992, Ore Reserves for the Kubaka Deposit were calculated and passed State approval on July 19, 1993. In 1993, bidding was opened for commercial development rights to the mineral resources of the Kubaka and Evenskoye deposits. Omolon, a joint stock organization including five Russian partners and Cyprus Amax won the bid and was issued the mining license for the Kubaka deposit.

Construction of the mine and milling complex commenced in 1995 and was completed at a total capital cost of approximately $242 million. This amount includes certain financing costs, working capital and approximately $14 million in capitalized interest. Commercial production was achieved at Kubaka on June 1, 1997.

Geological Setting and Mineralization

The Kubaka gold deposit is located in an area of highly weathered Paleozoic volcanic rocks resting on a Precambrian crystalline basement. The Kubaka ore deposit is an epithermal quartz-adularia vein system hosted by

volcanic rocks and their sedimentary derivatives. Kubaka is older than, but otherwise very similar to, volcanic hosted epithermal gold deposits found in the North American Western Cordillera.

The ore body was formed in the Devonian time period. It is located in a caldera represented by a crest like depression about 2.5 kilometres in width and 4.2 kilometres in length. The strata are complex and consist of sedimentary tuffs from the mid to late Devonian in age. Tuffs and sandy tuff units are the main traps for the gold mineralization. These are a few meters to tens of meters thick. The gold bearing fluids utilized the ignimbrites for conduits and are 40 to 60 meters thick.

Commercial grade mineralization is found in three steeply dipping veins: North, Central, and Zokol. The Zokol is not economic due to technical and hydrological issues. The main Kubaka vein is steeply dipping and outcrops at the surface. The vein consists of massive to finely banded quartz. Gold and silver (electrum and other minerals) occurs in quartz. The gold to silver ratio is approximately one to one.

Exploration

In 1999, Kinross began an extensive drilling program looking for alternative mill feed for the Kubaka operations beyond the then known mine life. In 2000, these activities identified the Birkachan project located 28 kilometres north of the Kubaka processing plant, 35 kilometres by winter road. Additional exploration drilling continued during 2001. Current plans for 2002 are to continue the exploration activities at Birkachan, and convert the current exploration license to a mining license. Kinross will focus its exploration activities to identify resources that can be quickly converted into reserves and provide mill feed for the Kubaka processing plant in 2003 or 2004.

Drilling, Sample and Analysis and Security of Samples

The resource has been explored using reverse circulation and diamond core drilling, with the majority being diamond core drilling. The resource is drilled on 20-meter sections, and in areas of complex geology or high grade, is drilled on 10-meter sections. The majority of the diamond drill holes are drilled at right angles to the vein, typically dipping 70 to 75 degrees. All of the exploration and reverse circulation infill data is included in the geologic model.

Sample recovery for all the sampling methods is high. Very little water has been encountered in both the diamond drilling and reverse circulation drilling.

Samples are delivered to the assay department under direct control of the geology department. All information is checked and verified by the geological staff prior to entry into the geological database that is used to create the resource models.

The local geologists and the technical services departments of Kinross have developed the geological models. The reconciliation of the Kubaka geology models with mining to date indicates a good geological representation of the deposit by the block model.

Drill and other exploration samples collected for use for geological modeling and resource estimation have been under the direct supervision of the geological department and delivered to the assay laboratory under secure conditions. Ten to fifteen percent of all samples are resubmitted to the site laboratory as check samples. This includes all exploration, infill, and production samples. Also, check samples are sent to labs in U.S.A, Canada and Irkutsk.

Mineral Reserve and Resource Estimates

The following table sets forth the proven and probable reserves for the Kubaka mine as at December 31, 2001 and 2000. Kinross' ownership interest of these reserves is 54.7%.

	2001			2000	
	TONNES	AVERAGE GRADE	GOLD CONTENT	TONNES	AVERAGE GRADE
	(000's)	(gpt)	(000's oz)	(000's)	(gpt)
Proven................................	1,119	9.81	353	1,433	10.90
Probable..............................	448	19.93	287	910	15.70
Total.................................	1,567	12.70	640	2,343	12.70

The December 31, 2001 Kubaka reserves were calculated by Kinross in accordance with definitions and guidelines adopted by the CIM. The reserves were calculated under the supervision of V. Miller P.E. and B. Falletta P.E., both

Qualified Persons employed by Kinross with at least five years experience. The reserves were calculated using a gold price of $300 per ounce and a cut-off grade of 3.20 grams per tonne. Proven and probable reserves decreased by 320,000 ounces in 2001, of which 437,000 ounces were consumed by production and economic and engineering parameter changes added 117,000 ounces. Kinross estimates that mill recovery will be approximately 98%.

Mining and Milling Operations

Kubaka is mined with conventional open pit mining methods. The reserves are mined from two open pits, the main pit and the west pit. The main pit will be mined out in the third quarter of 2002, and the west pit, 200 meters to the west, will be exhausted in the third quarter of 2002. Ore is removed from the Kubaka open pits by 50 tonne haul trucks and dumped in stockpile next to the mill.

After the open pits are exhausted, gold mineralization remains in the north high-wall and in the bottom of the main pit, along with a small developed underground mine, 600 meters to the north of the main pit. These are the North High Wall, Center Zone, and North Vein underground mining projects. Currently, final approval of mine plans is being sought for these projects. Starting in third quarter 2002, a portion of the exiting open pit mining crew, along with new employees, will be trained or re-certified in underground mining practices.

Mining of these underground reserves is scheduled to start in mid-fourth quarter 2002 and to continue through the end of third quarter 2003. They will be mined with conventional shrinkage and long-hole mining methods. The previous owners have completed some development in the North Vein and the North High Wall projects, while no development exists on the Center Zone. As the ore is brought to the surface, it will be rehandled with the open pit equipment and delivered to the crusher area for crushing and additional processing.

These three underground mining areas have ore mining widths ranging from one meters to six meters and contain grades in excess of 10 grams per tonne.

The processing facility at Kubaka is a standard CIP milling process. The mill processes ore on a 24 hour per day, 365 day per year schedule. The mill processed 2,436 tonnes per day during 2001. The stockpiled ore is loaded into and crushed in the jaw crusher and conveyed to a crushed ore stockpile. The crushed ore is reclaimed and ground in a semi-autogenous grinding mill followed by a ball mill. The ground ore is thickened, and then leached in a cyanidation circuit. The grind thickener overflow flows through a carbon column circuit to recover any gold leached in the grinding circuit. The cyanidation circuit has four stages of leaching, followed by a six stage CIP circuit. The loaded carbon from the carbon circuits is stripped of the gold and silver in a pressure stripping circuit. Gold and silver are then recovered in electrowinning cells and smelted to produce dore bullion.

The following table presents operating data for the Kubaka mine for years ended December 31 2001, 2000 and 1999.

	YEAR ENDED DECEMBER 31, 2001	YEAR ENDED DECEMBER 31, 2000	YEAR DECEM 1
Tonnes mined (000's of tonnes)...........................	9,938.9	11,510.9	9,4
Ore processed (000's of tonnes)..........................	889.3	856.8	7
Gold grade (gpt)...	15.28	16.28	1
Average gold recovery (%)................................	98	98	
Gold equivalent production (oz.).........................	237,162	244.641	254
Total cash costs ($/oz.).................................	140	139	
Total production costs ($/oz.)...........................	243	268	

Gold equivalent produced represents the proportionate share related to Kinross' ownership interest (54.7% in 2001 and 2000, 53% in 1999).

Kinross' share of gold equivalent production in 2001 was 237,162 ounces compared to 244,641 in 2000. In 2001, total cash costs were $140 per gold equivalent ounce compared to $139 in 2000. The Kubaka mine continues to perform exceptionally well, having achieved the lowest total cash costs per ounce of Kinross' primary operations. Cash production costs were on plan during 2001, unchanged from 2000. Mill throughput increased by 4%, which helped to compensate for the 6% decrease in the grade of the ore processed. Estimated gold equivalent production for Kinross' ownership interest in 2002 is 230,000 ounces at total cash costs of approximately $130 per ounce.

Kinross' share of capital expenditures at the Kubaka operations in 2001 was $0.4 million compared to $0.3 million during 2000. The majority of capital expenditures for 2001 were required to extend the gravel runway at the mine airstrip and to purchase one additional diamond drill for exploration activities at the nearby Birkachan exploration project. Kinross' share of planned capital expenditures for 2002 are estimated to be $1.5 million.

Environmental and Site Restoration Costs

In 2001, all activities at the Kubaka operations were, and have continued to be, in compliance in all material respects with applicable corporate standards and environmental regulations. Kinross estimates its share of site restoration costs at the Kubaka operations to be $3.2 million of which $3.1 million has been accrued as a long-term liability of Kinross.

[MAP]

E-CRETE PROJECT, ARIZONA

Kinross indirectly owns a 88.2% interest in E-Crete, LLC, an Arizona limited liability company, which owns and operates a manufacturing facility for autoclaved aerated concrete ("AAC"). E-Crete's main office is located in Scottsdale, Arizona and its manufacturing facility is located in Casa Grande, Arizona, approximately 70 kilometres southeast of Phoenix Arizona.

AAC is a lightweight, high-strength, masonry building material produced from high-silica mine tailings, cement, lime, gypsum, water and aluminum powder. AAC was originally invented for wall and lintel construction, and has since found widespread acceptance among construction professionals for commercial, industrial, and residential load-

bearing applications. AAC has excellent thermal insulation, acoustic absorption, and fire-resistant properties, which have created a demand for its use in non-load-bearing applications, such as sound barrier walls, firewalls, and fencing.

Construction of the AAC plant was completed at a total cost of approximately $9.0 million. This amount includes approximately $0.3 million in capitalized interest. The plant is a 50,000 square foot steel building which houses AAC manufacturing equipment designed to produce 350 cubic meters of AAC per day. Kinross has guaranteed a land lease for 20 acres, on which the facility is built. The agreements expire in March 2023 and may be extended for four consecutive five-year periods. Kinross has guaranteed project-financing debt of $3.9 million.

Activities in 2001 were primarily marketing, engineering and startup manufacturing. There were no significant sales during 2001.

RISK FACTORS

The operations of Kinross are speculative due to the high risk nature of its business which is the operation, exploration and development of mineral properties.

NATURE OF MINERAL EXPLORATION AND MINING

The exploration and development of mineral deposits involves significant financial and other risks over an extended period of time, which even a combination of careful evaluation, experience and knowledge may not eliminate. While discovery of a gold-bearing structure may result in substantial rewards, few properties which are explored are ultimately developed into producing mines. Major expenses are required to establish reserves by drilling and to construct mining and processing facilities at a site. It is impossible to ensure that the current or proposed exploration programs on properties in which Kinross has an interest will result in profitable commercial mining operations.

The operations of Kinross are subject to the hazards and risks normally incident to exploration, development and production of gold, any of which could result in damage to life or property, environmental damage and possible legal liability for such damage. The activities of Kinross may be subject to prolonged disruptions due to weather conditions depending on the location of operations in which Kinross has interests. Hazards, such as unusual or unexpected formations, rock bursts, pressures, cave-ins, flooding or other conditions may be encountered in the drilling and removal of material. While Kinross may obtain insurance against certain risks, the nature of these risks are such that liabilities could exceed policy limits or could be excluded from coverage. There are also risks against which Kinross cannot insure or against which it may elect not to insure. The potential costs which could be associated with any liabilities not covered by insurance or in excess of insurance coverage or compliance with applicable laws and regulations may cause substantial delays and require significant capital outlays, adversely affecting the future earnings and competitive position of Kinross and, potentially, its financial viability.

Whether a gold deposit will be commercially viable depends on a number of factors, some of which are the particular attributes of the deposit, such as its size and grade, costs and efficiency of the recovery methods that can be employed, proximity to infrastructure, financing costs and governmental regulations, including regulations relating to prices, taxes, royalties, infrastructure, land use, importing and exporting of gold and environmental protection. The effect of these factors cannot be accurately predicted, but the combination of these factors may result in Kinross not receiving an adequate return on its invested capital.

ENVIRONMENTAL RISKS

Kinross' mining and processing operations and exploration activities in Canada, the United States, Russia, Chile, Australia and Zimbabwe and other countries are subject to various laws and regulations governing the protection of the environment, exploration, development, production, exports, taxes, labour standards, occupational health, waste disposal, toxic substances, mine safety and other matters. New laws and regulations, amendments to existing laws and regulations, or more stringent implementation of existing laws and regulations could have a material adverse impact on Kinross, increase costs, cause a reduction in levels of production and/or delay or prevent the development of new mining properties. Compliance with these laws and regulations requires significant expenditures and increases Kinross' mine development and operating costs. For further information, please see the discussion under "Environmental Regulations", "Material Properties -- Fort Knox Mine and Area, Alaska -- Environmental and Site Restoration Costs"; "Material Properties -- The

Kinross/Placer Dome Joint Venture -- Environmental and Site Restoration Costs"; and "Material Properties -- Kubaka Mine -- Russian Federation -- Environmental and Site Restoration Costs".

In all jurisdictions, permits from various governmental authorities are necessary in order to engage in mining operations. Such permits relate to many aspects of mining operations, including maintenance of air, water and soil quality standards. In most jurisdictions, the requisite permits cannot be obtained prior to completion of an environmental impact statement and, in some cases, public consultation. Further, Kinross may be required to submit for government approval a reclamation plan and to pay for the reclamation of the mine site upon the completion of mining activities. Kinross estimates its share of reclamation closure obligations at $72.9 million based on information currently available. As at December 31, 2001, Kinross has accrued $55.6 million of this liability. Kinross will continue to accrue this liability on a unit-of-production basis over the remaining reserves. In addition, Kinross plans reclamation spending of approximately $12.6 million in 2002 as part of its aggressive plan to get as many closure projects as possible to post closure monitoring by the end of 2004.

Mining, like many other extractive natural resource industries, is subject to potential risks and liabilities associated with pollution of the environment and the disposal of waste products occurring as a result of mineral exploration and production. Environmental liability may result from mining activities conducted by others prior to Kinross' ownership of a property. To the extent Kinross is subject to uninsured environmental liabilities, the payment of such liabilities would reduce funds otherwise available and could have a material adverse effect on Kinross. Should Kinross be unable to fund fully the cost of remedying an environmental problem, Kinross might be required to suspend operations or enter into interim compliance measures pending completion of the required remedy, which could have a material adverse effect on Kinross.

RESERVE ESTIMATES

The figures for reserves presented herein are estimates, and no assurance can be given that the anticipated tonnages and grades will be achieved or that the indicated level of recovery will be realized. Market fluctuations in the price of gold may render the mining of ore reserves uneconomical and require Kinross to take a writedown of the asset or to discontinue development or production. Moreover, short-term operating factors relating to the reserves, such as the need for orderly development of the ore body or the processing of new or different ore grades, may cause a mining operation to be unprofitable in any particular accounting period.

Proven and probable reserves at Kinross' mines and development projects were calculated based upon a gold price of $300 per ounce of gold. Recently, gold prices have been significantly below these levels. Prolonged declines in the market price of gold may render reserves containing relatively lower grades of gold mineralization uneconomic to exploit and could reduce materially Kinross' reserves. Should such reductions occur, material write downs of Kinross' investment in mining properties or the discontinuation of development or production might be required, and there could be material delays in the development of new projects, increased net losses and reduced cash flow.

The amount of proven and probable gold does not necessarily represent an estimate of a fair market value of the evaluated properties.

There are numerous uncertainties inherent in estimating quantities of proven and probable gold reserves. The estimates in this document are based on various assumptions relating to gold prices and exchange rates during the expected life of production, and the results of additional planned development work. Actual future production rates and amounts, revenues, taxes, operating expenses, environmental and regulatory compliance expenditures, development expenditures and recovery rates may vary substantially from those assumed in the estimates. Any significant change in these assumptions, including changes that result from variances between projected and actual results, could result in material downward or upward revision of current estimates.

OPERATIONS OUTSIDE OF NORTH AMERICA

Kinross has mining operations in Russia, Chile and Zimbabwe and is conducting certain of its exploration and development activities in Russia, Zimbabwe and Australia. There is no assurance that future political and economic conditions in these countries will not result in these governments adopting different policies respecting foreign development and ownership of mineral resources. Any such changes in policy may result in changes in laws affecting ownership of assets, taxation, rates of exchange, gold sales, environmental protection, labour relations, repatriation of income, and return of capital, which may affect both the ability of Kinross to undertake exploration and development activities in respect of future properties in the manner currently contemplated, as well as its ability to continue to explore, develop and operate those properties for which it has obtained exploration, development and operating rights to date. The possibility that a future government of these countries may adopt substantially different policies, which might extend to expropriation of assets, cannot be ruled out.

In 2001, Kinross recorded a writedown of $11.8 million relating to the Blanket mine due to Kinross' inability to manage this operation because of political turmoil creating extreme inflationary pressures within Zimbabwe, difficulty in accessing foreign currency to pay for imported goods and services and civil unrest.

Kinross is subject to the considerations and risks of operating in Russia. The economy of the Russian Federation continues to display characteristics of an emerging market. These characteristics include, but are not limited to, the existence of a currency that is not freely convertible outside of the country, extensive currency controls and high inflation. The prospects for future economic stability in the Russian Federation are largely dependent upon the effectiveness of economic measures undertaken by the government, together with legal, regulatory and political developments.

Russian laws, licenses and permits have been in a state of change and new laws may be given a retroactive effect. It is also not unusual in the context of dispute resolution in Russia for parties to use the uncertainty in the Russian legal environment as leverage in business negotiations. In addition, Russian tax legislation is subject to varying interpretations and constant change. Further, the interpretation of tax legislation by tax authorities as applied to the transactions and activities of Kinross' Russian operations may not coincide with that of management. As a result, transactions may be challenged by tax authorities and Kinross' Russian operations may be assessed additional taxes, penalties and interest, which could be significant. The periods remain open to review by the tax authorities for three years.

Of particular significance in Russia is the right of Russian authorities to purchase gold produced from Omolon, with payment 50% in U.S. dollars and 50% in Russian rubles at then current London gold prices. Under the terms of the Omolon purchase and sale agreement, all dore must be initially offered to Gokhran Russia ("Gokhran"), an entity responsible for precious metals and precious stones established by the Ministry of Finance of the Russian Federation. Payment for dore purchased by Gokhran has historically been made in Russian rubles (50%) and U.S. dollars (50%) but most recently was paid 100% in rubles and Gokhran has indicated that it has no intention of paying U.S. dollars henceforth. The dore that Gokhran does not elect to purchase may be sold domestically to licensed purchasers or exported by Omolon. During 2000, the Central Bank of Russia required that Omolon, under a grandfathered clause, repatriate back to Russia 50% of export receipts and convert them into Russian rubles. During the year ending December 31, 2001, Omolon sold all of its gold domestically for Russian rubles.

Kinross currently has political risk insurance coverage from the United States Overseas Private Investment Corporation and Multilateral Investment Guarantee Agency covering a portion of its investment in Omolon. However, there is no guarantee that Kinross will continue to qualify for such insurance.

In addition, the economies of the countries of Russia, Chile or Zimbabwe differ significantly from the economies of Canada and the United States. Growth rates, inflation rates and interest rates of developing nations have been and are expected to be more volatile than those of western industrial countries.

LICENSES AND PERMITS

The operations of Kinross require licenses and permits from various governmental authorities. However, such licenses and permits are subject to change in various circumstances. There can be no guarantee that Kinross will be able to obtain or maintain all necessary licenses and permits that may be required to explore and develop its properties, commence construction or operation of mining facilities and properties under exploration or development or to maintain continued operations that economically justify the cost.

GOLD PRICES

The profitability of any gold mining operations in which Kinross has an interest will be significantly affected by changes in the market price of gold. Gold prices fluctuate on a daily basis and are affected by numerous factors beyond the control of Kinross. The supply and demand for gold, the level of interest rates, the rate of inflation, investment decisions by large holders of gold, including governmental reserves, and stability of exchange rates can all cause significant fluctuations in gold prices. Such external economic factors are in turn influenced by changes in international investment patterns and monetary systems and political developments. The price of gold has fluctuated widely and future serious price declines could cause continued commercial production to be impractical. Depending on the price of gold, cash flow from mining operations may not be sufficient to cover costs of production and capital expenditures. If, as a result of a decline in gold prices, revenues from metal sales were to fall below cash operating costs, production may be discontinued.

HISTORY OF LOSSES

Kinross had net losses of $36.9 million, $126.1 million and $240.7 million for 2001, 2000 and 1999, respectively. Kinross' ability to operate profitably in the future will depend on the success of its three principal mines, Fort Knox, Kubaka and Hoyle Pond, and on the price of gold. There can be no assurance that Kinross will be profitable.

TITLE TO PROPERTIES

The validity of mining claims which constitute most of Kinross' property holdings in Canada, the United States, Chile, Zimbabwe, Australia and Russia may, in certain cases, be uncertain and is subject to being contested. Kinross' titles, particularly title to undeveloped properties, may be defective.

Certain of Kinross' United States mineral rights consist of unpatented lode mining claims. Unpatented mining claims may be located on U.S. federal public lands open to appropriation, and may be either lode claims or placer claims depending upon the nature of the deposit within the claim. In addition, unpatented mill site claims, which may be used for processing operations or other activities ancillary to mining operations, may be located on federal public lands that are non-mineral in character. Unpatented mining claims and mill sites are unique property interests, and are generally considered to be subject to greater title risk than other real property interests because the validity of unpatented mining claims is often uncertain and is always subject to challenges of third parties or contests by the federal government of the United States. The validity of an unpatented mining claim, in terms of both its location and its maintenance, is dependent on strict compliance with a complex body of U.S. federal and state statutory and decisional law. In addition, there are few public records that definitively control the issues of validity and ownership of unpatented mining claims. The General Mining Law of the United States, which governs mining claims and related activities on U.S. federal public lands, includes provisions for obtaining a patent, which is essentially equivalent to fee title, for an unpatented mining claim upon compliance with certain statutory requirements (including the discovery of a valuable mineral deposit).

COMPETITION

The mineral exploration and mining business is competitive in all of its phases. Kinross competes with numerous other companies and individuals, including competitors with greater financial, technical and other resources than Kinross, in the search for and the acquisition of attractive mineral properties. The ability of Kinross to acquire properties in the future will depend not only on its ability to develop its present properties, but also on its ability to select and acquire suitable producing properties or prospects for mineral exploration. There is no assurance that Kinross will continue to be able to compete successfully with its competitors in acquiring such properties or prospects.

INSURANCE/SURETY

Kinross seeks to obtain bonding and other insurance in respect of its liability for costs associated with the reclamation of mine, mill and other sites used in its operations and against other environmental liabilities, including liabilities imposed by statute. Due to recent developments which have affected the insurance and bonding markets worldwide, such bonding and/or insurance may be difficult or impossible to obtain in the future or may only be available at significant additional cost. In the event that such bonding and/or insurance cannot be obtained by Kinross or is obtainable only at significant additional cost, Kinross may become subject to financial liabilities which may affect its financial resources.

CURRENCY RISK

Currency fluctuations may affect the revenues which Kinross will realize from its operations as gold is sold in the world market in United States dollars. The costs of Kinross are incurred principally in Canadian dollars, United States dollars, Russian rubles, Chilean pesos and also in Zimbabwean dollars. While the Russian ruble, Chilean peso and the Zimbabwean dollar are currently convertible into Canadian and United States dollars, there is no guarantee that they will continue to be so convertible.

JOINT VENTURES

The Kubaka mine is currently and the Hoyle Pond, Pamour and Dome Mines will be operated through joint ventures with other mining companies. Any failure of such other companies to meet their obligations to Kinross or to third parties could have a material adverse effect on the joint ventures. In addition, Kinross may be unable to exert influence over strategic decisions made in respect of such properties. See "Material Properties -- The Kinross/Placer Dome Joint Venture" and "Material Properties -- Kubaka Mine, Russian Federation".

ROYALTIES

Kinross' mining properties are subject to various royalty and land payment agreements. Failure by Kinross to meet its payment obligations under these agreements could result in the loss of related property interests. However, the royalty and land payment obligations to which Kinross' properties are subject are not material except for its Kubaka property. In 2001, the Kubaka mine was subject to total royalty and production based taxes of 11.8%. See "Material Properties Kubaka Mine, Russian Federation -- Property Description and Land Location".

HEDGING

Kinross has historically reduced its exposure to gold and silver price fluctuations by engaging in hedging activities. There can be no assurance that Kinross will continue the hedging techniques successfully used, or any other hedging techniques, or that, if they are continued, Kinross will be able to achieve in the future realized prices for gold produced in excess of average London market prices as a result of its hedging activities.

EXECUTIVE COMPENSATION

The following table (presented in accordance with Form 40 of the Regulation (the "Regulation")) made under the Securities Act (Ontario) sets forth all annual and long-term compensation for services in all capacities to Kinross and its subsidiaries for the fiscal year ended December 31, 2001 (to the extent required by the Regulation) in respect of each of the individuals who were, at December 31, 2001, the Chief Executive Officer and the four senior executive officers, whose total salary exceeded $100,000 (the "Named Executive Officers").

SUMMARY COMPENSATION TABLE

		ANNUAL		LONG TERM COMPENSAT	
NAME AND PRINCIPAL POSITION(1)	YEAR	SALARY $	BONUS $	COMMON SHARE OPTIONS GRANTED #	REST SHARE GRA
Robert M. Buchan	2001	387,360	64,560(2)	200,000	
Chairman and CEO	2000	403,932	--	1,000,000	
(now President and CEO)	1999	403,850	146,194(3)	500,000	
Arthur H. Ditto	2001	228,421	32,900	125,000	
President and COO	2000	232,183	--	435,000	
(now Vice-Chairman)	1999	232,164	92,160	250,000	
John W. Ivany	2001	193,680	64,560	80,000	
Exec. Vice President	2000	185,135	--	280,000	
	1999	185,098	57,212	250,000	
Scott A. Caldwell	2001	172,892	63,527	80,000	
Senior Vice-President	2000	175,037	26,929	100,000	72
Mining Operations	1999	175,002	40,385	250,000	
(now Executive Vice-President and COO)					
Brian W. Penny	2001	159,592	47,904	70,000	
Vice President Finance	2000	161,573	16,830	110,000	28
and CFO	1999	161,540	29,616	100,000	

(1) Compensation, which is paid in Canadian dollars, is reported in the financial statements in U.S. dollars. The rates of exchange used to convert Canadian dollars to United States dollars are: 1999 -- 1.4857, 2000 -- 1.4854, 2001 -- 1.5489

(2) Paid in January 2002.

(3) This amount represents bonus for 1999 of which $63,943 was paid in 1999 and $82,251 was paid in 2000.

(4) Included in all other compensation is the value of the common stock received under the restricted share rights granted in 2000.

For the period January 1 to December 31, 2001, the five senior executives of Kinross received salaries, bonuses and other compensation totalling $1,579,337 in respect of services rendered to Kinross and its subsidiaries.

OPTION GRANTS IN LAST FISCAL YEAR

The following table (presented in accordance with Form 40 of the Regulation) sets forth stock options granted under Kinross' Stock Option Plan during the fiscal year ended December 31, 2001 to each of the Named Executive Officers.

In the case of Messrs. Buchan and Ditto, the options become exercisable as to 33 1/3% on each of the first, second and third anniversary of the date of grant. In the case of Messrs. Ivany, Caldwell and Penny the options become exercisable as to 50% on each of the first and second anniversary of the date of grant. The exercise price of the option is the market value (as defined in Kinross' Share Incentive Plan) of the Common Shares on the date of grant.

OPTION GRANTS IN LAST FISCAL YEAR

NAME	NUMBER	% OF OPTIONS GRANTED DURING LAST FISCAL YEAR	AVERAGE EXERCISE PRICE (CDN. $/SHARE)	MARKET ON GR (CDN. $/
Robert M. Buchan	200,000	14.03%	1.53	1.5
Arthur H. Ditto	125,000	8.77%	1.53	1.5
John W. Ivany	80,000	5.61%	1.53	1.5
Scott A. Caldwell	80,000	5.61%	1.53	1.5
Brian W. Penny	70,000	4.91%	1.53	1.5

AGGREGATED OPTION EXERCISES IN LAST FISCAL YEAR AND FISCAL YEAR END OPTION VALUES

The following table (presented in accordance with Form 40 of the Regulation) sets forth details of exercised stock options during the fiscal year ended December 31, 2001 by each of the Named Executive Officers and the fiscal year end value of unexercised options on an aggregate basis.

AGGREGATED OPTION EXERCISES IN LAST FISCAL YEAR AND FISCAL YEAR END OPTION VALUES

NAME	COMMON SHARES ACQUIRED ON EXERCISE	AGGREGATE VALUE REALIZED ($)(1)	UNEXERCISED AT FISCAL YEAR-END EXERCISABLE/UNEXERCISABLE
Robert M. Buchan	--	--	2,583,333/366,667
Arthur H. Ditto	--	--	1,151,666/208,334
John W. Ivany	--	--	646,666/163,334

Scott A. Caldwell	--	--	466,666/163,334
Brian W. Penny	--	--	376,667/103,333

(1) Calculated using the closing price for a board lot of Common Shares on the TSE.

(2) Value of unexercised-in-the-money options calculated using the closing price of Cdn. $1.19 of the Common Shares of Kinross on the TSE on December 31, 2001, less the exercise price of in-the-money stock options.

PENSION PLANS

CANADA

In 1997, Kinross established a deferred profit sharing plan and a registered retirement savings plan covering all of the Canadian non-unionized employees. The deferred profit sharing plan provides for basic contributions by Kinross (which cannot be less than 4% of the member's compensation). In addition, there is an annual profit sharing

contribution based on Kinross' financial performance. Kinross contributed an aggregate of $62,721 to the deferred profit sharing plan on behalf of the Named Executive Officers during the year ended December 31, 2001.

The registered retirement savings plan is available to all non-unionized Canadian employees and allows for the minimum contribution of Cdn. $60 per month with Kinross matching 100% of this amount with any additional contributions being matched by 50% up to a maximum of Cdn. $30. Kinross contributed $2,788 to the registered retirement savings plan on behalf of each of Messrs. Buchan, Caldwell, Ivany and Penny during the year ended December 31, 2001.

UNITED STATES

Kinross' subsidiary, Kinross Gold U.S.A., Inc., has various pension plans in which one executive officer is eligible to participate. Kinross is required to make certain contributions to the pension plans on behalf of Arthur H. Ditto.

Employees are allowed to make contributions to the 401(k) Savings Plan from salary deductions each year subject to certain limitations. Kinross has in past years made matching contributions of 50% of each employee's contributions, but subject to a maximum contribution of 3% of the employee's annual compensation. Employees are always fully vested in their own salary deferral contributions and become fully vested (in 33 1/3% increments) in any contribution by Kinross after three years. Participants are allowed to direct the investment of their account within a group of designated investment funds. Kinross contributed $4,576 to the 401(k) Savings Plan on behalf of Arthur H. Ditto during the year ended December 31, 2001.

Kinross established a defined contribution money purchase plan (the "Money Purchase Plan") in which substantially all of the employees in the United States participate. The Money Purchase Plan is funded entirely by Kinross. Kinross contributes 5% of the employees' annual wages to this plan. Kinross is required to make contributions to this plan such that no unfunded pension benefit obligations exist. Participants are allowed to direct the investment of the pension plan account balances. Kinross contributed $8,676 to the Money Purchase Plan on behalf of Arthur H. Ditto during the year ended December 31, 2001.

EMPLOYMENT CONTRACTS

Kinross has entered into a severance agreement with each of the Named Executive Officers. Each of the severance agreements provides for a severance payment equal to two (in the case of Messrs. Ivany, Caldwell and Penny) or 2.5 (in the case of Messrs. Buchan and Ditto) multiplied by the sum of the Named Executive Officer's annual compensation (annual base salary) and target bonus. In the case of Messrs. Buchan and Ditto, the severance payment is paid to the Named Executive Officer following a change of control of Kinross, at the option of the Named Executive Officer. In the case of Messrs. Ivany, Caldwell and Penny, the severance is paid to the Named Executive Officer if a triggering event occurs following a change of control. A triggering event includes: (i) an adverse change in the employment terms of the executive; (ii) a diminution of the title of the executive; (iii) a change in the person to whom the executive reports (subject to certain exceptions); and (iv) a change in the location at which the executive is required to work (subject to certain exceptions). The severance amount is payable at the option of Messrs. Ivany, Caldwell and Penny provided the exercise of such option occurs within 18 months following the change of control and within six months of the triggering event.

Other than as described above, Kinross (and its subsidiaries) have no compensatory plans or arrangements with respect to the Named Executive Officers that results or will result from the resignation, retirement or any other termination of employment of such officers' employment with Kinross (and its subsidiaries), from a change of control of Kinross (and its subsidiaries) or a change in the Named Executive Officers' responsibilities following a change of control.

DIRECTORS AND OFFICERS' INSURANCE

Kinross has purchased an insurance policy which covers actions against its directors and officers. The policy covers judgements and defence costs of up to $25,000,000 per lawsuit, with a maximum coverage of $25,000,000 per year. The total premium paid for this policy for the period June 1, 2001 to February 1, 2003 was $210,000.

INDEBTEDNESS OF DIRECTORS/EXECUTIVE OFFICERS UNDER THE STOCK OPTION PLAN

Kinross has provided financial assistance to directors/employees in the past in connection with the Stock Option Plan. Certain executive officers of Kinross have received assistance in the form of loans for a term of ten years (of

which the first five years are interest-free) for repayment of which they have provided or undertaken to provide security to Kinross by way of a charge on all securities purchased pursuant to Kinross' Stock Option Plan with such financial assistance. In 2001, Kinross amended the Stock Option Plan by removing the loan provision to directors/employees.

The following table (presented in accordance with Form 30 of the Regulation) sets forth the indebtedness to, or guaranteed or supported by, Kinross or any of its subsidiaries, of each director, executive officer, senior officer, proposed nominee for election as a director and each associate of any such director, officer or proposed nominee in respect of Kinross' Stock Option Plan.

INDEBTEDNESS OF DIRECTORS/EXECUTIVE OFFICERS
UNDER THE STOCK OPTION PLAN

NAME AND PRINCIPAL POSITION	INVOLVEMENT OF THE CORPORATION	LARGEST AMOUNT OUTSTANDING DURING THE YEAR (CDN. $)	AMOUNT OUTSTANDING AS AT JULY 8, 2002 (CDN. $)	FISCALLY SECUR PURC DURING
Gordon A. McCreary Vice President, Investor Relations and Corporate Development	Lender	35,000	0	25
Shelley M. Riley Corporate Secretary	Lender	29,500	0	23

COMPENSATION OF DIRECTORS

Each director who is not a salaried employee of Kinross or any of its subsidiaries is paid Cdn.$15,000 per annum for his services as a director. Directors are also paid a fee of Cdn.$1,250 for attendance at meetings of the Board of Directors of Kinross. The remuneration provided above is paid quarterly in arrears. In addition, such directors are entitled to the reimbursement of their expenses. Additionally, members of the Audit, Compensation, Corporate Governance and Environmental Committees receive a fee of Cdn.$1,250 per meeting and the Chairman of each of these committees receives Cdn.$2,000 for acting in this capacity.

Each director who is not a salaried employee of Kinross also receives an initial grant of stock options pursuant to the Stock Option Plan upon joining the board, the number of such options being determined by the Board of Directors of Kinross.

In the year ended December 31, 2001, the following options were granted to the non-executive directors of Kinross pursuant to Kinross' Stock Option Plan:

NAME	DATE OF GRANT D/M/Y	COMPANY SHARES UNDER OPTIONS GRANTED	EXERCISE PRICE (CDN.$/SHARE)	MARKET VAL SECURITIES UN OPTIONS ON D GRANT (CDN.$
John A. Keyes	07/11/01	100,000	1.35	1.35
Cameron A. Mingay	12/01/01	100,000	0.81	0.81

ACTIVITIES OF THE COMPENSATION COMMITTEE

The Compensation Committee members are Messrs. Huxley (Chairman), Brough and Oliver, all of whom are unrelated directors, as defined in the corporate governance guidelines of the TSE (the "TSE Guidelines"). In carrying out its mandate, the Compensation Committee met twice during the year ended December 31, 2001, on November 8 and December 13. In addition to the activities reported below, the Compensation Committee developed a written charter for the Compensation Committ