

## TASEKO REPORTS \$62 MILLION OF CASH FLOW FROM OPERATIONS IN THE SECOND QUARTER 2017

This release should be read with the Company's Financial Statements and Management Discussion & Analysis ("MD&A"), available at [www.tasekomines.com](http://www.tasekomines.com) and filed on [www.sedar.com](http://www.sedar.com). Except where otherwise noted, all currency amounts are stated in Canadian dollars. Taseko's 75% owned Gibraltar Mine is located north of the City of Williams Lake in south-central British Columbia. Production volumes stated in this release are on a 100% basis unless otherwise indicated.

**August 2, 2017, Vancouver, BC** – Taseko Mines Limited (TSX: TKO; NYSE American: TGB) ("Taseko" or the "Company") reports cash flow from operations of \$62.3 million in the second quarter of 2017, earnings from mining operations before depletion and amortization\* of \$46.5 million and adjusted EBITDA\* of \$42.8 million.

Russell Hallbauer, President & CEO commented, "In the first half of 2017 we built on the successes realized in the fourth quarter of 2016, and capitalized on rising copper prices. Over the past nine months we have generated \$192 million of cash flow from operations and \$147 million in earnings from mining operations before depletion and amortization. Over the same period, site spending has been consistent and in the second quarter site operating costs, net of by-products was US\$0.97 per pound with C1\* costs of US\$1.31 per pound."

"During the second quarter we completed a US\$250 million debt offering. We used the proceeds from this offering, along with a portion of our cash balance, to repay approximately US\$275 million of debt which was due in 2019. We felt it was important to take advantage of a healthy bond market to reduce our overall debt and extend the due date to 2022," continued Mr. Hallbauer.

Mr. Hallbauer added, "With the copper price recently increasing to two-year highs, combined with nearly \$100 million of cash on hand plus our long-term debt reduced and termed out five years, we are in a very good position to continue investing in and advancing our pipeline of projects."

"For the past four weeks, uncontrolled wildfires resulted in evacuation orders for a number of communities in the Cariboo where most of our Gibraltar employees reside. These evacuation orders have affected the complement of personnel who operate Gibraltar, and access to and from the mine was also significantly curtailed during this period. This has resulted in reduced production for periods of time as well as a complete mine shutdown for several days during July. Mining and milling operations are beginning to return to normal as some evacuation orders have been lifted over the past week. Third quarter copper sales volumes are expected to be up to 10% lower than the second quarter of 2017. The situation continues to evolve and we are hopeful that the worst is behind us," concluded Mr. Hallbauer.

\*Non-GAAP performance measure. See end of news release.



## Second Quarter Highlights

- Earnings from mining operations before depletion and amortization\* were \$46.5 million;
- Cashflow from operations was \$62.3 million for the second quarter;
- Adjusted net income\* for the quarter was \$14.3 million (or \$0.06 per share) and net income was \$5.2 million (or \$0.02 per share);
- Site operating costs, net of by-product credits\* were US\$0.97 per pound produced, down 44% from the second quarter of 2016;
- The Gibraltar Mine produced 39.4 million pounds of copper and 0.8 million pounds of molybdenum (100% basis) at a total operating cost (C1)\* of US\$1.31 per pound;
- Total sales for the second quarter were 40.7 million pounds of copper and 0.8 million pounds of molybdenum;
- On April 12, 2017, the Company announced that a new long-term agreement was ratified by its unionized employees at Gibraltar. The new agreement will be effective through May 31, 2021;
- On June 14, 2017, the Company completed an offering of US\$250 million aggregate principal amount of 8.75% senior secured notes due 2022. The Company used the net proceeds of the offering and \$72 million of its existing cash balance, to fund the redemption of its US\$200 million senior notes due 2019 and to repay its senior secured credit facility (due March 2019) and the related copper call option;
- Long-term debt and other financial liabilities have been reduced by \$63 million during the first six months of 2017, and the maturity date of long-term debt has been extended from 2019 to 2022; and
- The Company's cash balance at June 30, 2017 was \$97 million, which was after the \$72 million used for the debt refinancing.

## Subsequent Events

- On July 18, 2017, the Company received approval from the Province of British Columbia to undertake a site investigation program to conduct exploratory work at the New Prosperity Gold-Copper project site. The Notice of Work ("NOW"), which is a multi-year permit, will allow the Company to gather information for the purpose of advancing mine permitting under the British Columbia Mines Act; and
- For the past four weeks, uncontrolled wildfires resulted in evacuation orders for a number of communities in the Cariboo where most of our Gibraltar employees reside. These evacuation orders have affected the complement of personnel who operate Gibraltar, and access to and from the mine was also significantly curtailed during this period. This has resulted in reduced production for periods of time as well as a complete mine shutdown for several days during July. Mining and milling operations are beginning to return to normal as some evacuation orders have been lifted over the past week. Third quarter copper sales volumes are expected to be up to 10% lower than the second quarter of 2017.

. \*Non-GAAP performance measure. See end of news release.

## HIGHLIGHTS

<b>Financial Data</b> (Cdn\$ in thousands, except for per share amounts)	<b>Three months ended June 30,</b>			<b>Six months ended June 30,</b>		
	<b>2017</b>	<b>2016</b>	<b>Change</b>	<b>2017</b>	<b>2016</b>	<b>Change</b>
Revenues	99,994	55,090	44,904	204,383	113,273	91,110
Earnings (loss) from mining operations before depletion and amortization*	46,460	(3,164)	49,624	99,887	(3,468)	103,355
Earnings (loss) from mining operations	34,661	(17,302)	51,963	78,511	(31,116)	109,627
Net income (loss)	5,247	(19,384)	24,631	21,726	(20,899)	42,625
Per share - basic ("EPS")	0.02	(0.09)	0.11	0.10	(0.09)	0.19
Adjusted net income (loss)*	14,305	(19,758)	34,063	29,560	(37,841)	67,401
Per share - basic ("adjusted EPS")*	0.06	(0.09)	0.15	0.13	(0.17)	0.30
EBITDA*	43,805	(7,858)	51,663	92,950	3,144	89,806
Adjusted EBITDA*	42,820	(7,642)	50,462	90,754	(12,134)	102,888
Cash flows provided by (used for) operations	62,291	(4,211)	66,502	142,056	(8,317)	150,373
<b>Operating Data (Gibraltar - 100% basis)</b>	<b>Three months ended June 30,</b>			<b>Six months ended June 30,</b>		
	<b>2017</b>	<b>2016</b>	<b>Change</b>	<b>2017</b>	<b>2016</b>	<b>Change</b>
Tons mined (millions)	21.1	26.2	(5.1)	42.9	47.7	(4.8)
Tons milled (millions)	7.5	7.2	0.3	14.8	14.7	0.1
Production (million pounds Cu)	39.4	30.6	8.8	80.6	59.5	21.1
Sales (million pounds Cu)	40.7	30.3	10.4	81.5	60.8	20.7

. \*Non-GAAP performance measure. See end of news release.

## REVIEW OF OPERATIONS

### Gibraltar Mine (75% Owned)

Operating data (100% basis)	Q2 2017	Q1 2017	Q4 2016	Q3 2016	Q2 2016
Tons mined (millions)	21.1	21.8	18.5	21.5	26.2
Tons milled (millions)	7.5	7.3	7.3	7.4	7.2
Strip ratio	2.8	2.4	1.1	1.0	2.4
Site operating cost per ton milled (CAD\$)	\$7.67	\$8.59	\$9.13	\$9.47	\$9.67
<b>Copper concentrate</b>					
Grade (%)	0.309	0.328	0.319	0.259	0.252
Recovery (%)	85.2	85.9	87.0	85.9	84.1
Production (million pounds Cu)	39.4	41.3	40.7	33.1	30.6
Sales (million pounds Cu)	40.7	40.8	40.4	29.8	30.3
Inventory (million pounds Cu)	4.6	5.9	5.6	5.4	2.1
<b>Molybdenum concentrate</b>					
Production (thousand pounds Mo)	789	866	764	185	-
Sales (thousand pounds Mo)	794	859	798	105	-
<b>Per unit data (US\$ per pound produced)*</b>					
Site operating costs*	\$1.08	\$1.15	\$1.23	\$1.64	\$1.77
By-product credits*	(0.11)	(0.15)	(0.11)	(0.06)	(0.03)
Site operating costs, net of by-product credits*	\$0.97	\$1.00	\$1.12	\$1.58	\$1.74
Off-property costs	0.34	0.33	0.36	0.31	0.33
Total operating costs (C1)*	\$1.31	\$1.33	\$1.48	\$1.89	\$2.07

## OPERATIONS ANALYSIS

### Second quarter results

Copper head grade at Gibraltar was 0.309% in the second quarter. Copper recovery for the quarter was 85% and was negatively impacted due to periodic occurrences of oxidized ore. Combined with strong mill throughput of 7.5 million tons of ore, the mine produced 39.4 million pounds of copper.

A total of 21.1 million tons were mined during the quarter at a strip ratio of 2.8 to 1. Waste stripping costs of \$18.2 million (75% basis) were capitalized in the quarter primarily related to the Granite pit. During the quarter, approximately 1.9 million ore tons milled was drawn from the ore stockpile as planned. Site operating cost per ton milled\* was \$7.67 in the second quarter of 2017, which is lower than recent quarters due to the increased capitalization of stripping costs.

Site operating costs per pound produced\* decreased to US\$1.08 in the second quarter of 2017 from US\$1.15 in the first quarter of 2017.

The molybdenum circuit continued to operate at design capacity in the period. A total of 0.8 million pounds of molybdenum were produced, with recoveries averaging 48%.

\*Non-GAAP performance measure. See end of news release.



## OPERATIONS ANALYSIS - CONTINUED

By-product credits per pound produced\* decreased to US\$0.11 in the second quarter of 2017 from US\$0.15 in the first quarter of 2017. The decrease was a result of negative provisional price adjustments for molybdenum and lower molybdenum sales volume in the second quarter.

Off-property costs per pound produced\* were US\$0.34 for the second quarter of 2017, which is consistent with recent periods.

Total operating costs (C1) per pound\* decreased to US\$1.31, a 67% reduction from the second quarter of 2016 due to increased copper production, higher molybdenum by-product credits due to the restart of the moly circuit in September 2016, and increased capitalized stripping costs in the current period.

## GIBRALTAR OUTLOOK

Overall, Gibraltar has maintained a stable level of operations and management continues to focus on further improvements to operating practices to reduce unit costs. Copper prices have continued to strengthen in the third quarter of 2017, increasing to US\$2.86 per pound as of August 1, 2017, which is 11% higher than the average LME copper price during the second quarter.

A weak Canadian dollar contributes to improved operating margins at Gibraltar as approximately 80% of mine operating costs are paid in Canadian dollars. The Canadian dollar strengthened by approximately 2% during the second quarter of 2017, and has strengthened by a further 3% since June 30, 2017.

For the past four weeks, uncontrolled wildfires resulted in evacuation orders for a number of communities in the Cariboo where most of our Gibraltar employees reside. These evacuation orders have affected the complement of personnel who operate Gibraltar, and access to and from the mine was also significantly curtailed during this period. This has resulted in reduced production for periods of time as well as a complete mine shutdown for several days during July. Mining and milling operations are beginning to return to normal as some evacuation orders have been lifted over the past week. Third quarter copper sales volumes are expected to be up to 10% lower than the second quarter of 2017.

## REVIEW OF PROJECTS

Taseko's strategy has been to grow the Company by leveraging cash flow from the Gibraltar Mine to assemble and develop a pipeline of projects. We continue to believe this will generate the best, long-term returns for shareholders. Our development projects are located in British Columbia and Arizona and represent a diverse range of metals, including gold, copper, molybdenum and niobium. During the second quarter of 2017, total expenditure of \$4.6 million was incurred on the Florence Copper, Aley and New Prosperity projects. Taseko will continue to take a prudent approach to spending on development projects.

### *Florence Copper*

In January 2017, the Company announced that completed technical work on the Florence property has resulted in a significant improvement in project economics. On February 28, 2017, the NI 43-101 technical report documenting these results was filed on [www.sedar.com](http://www.sedar.com).

The Florence Copper project is currently in the final stages of permitting for the Production Test Facility ("PTF"). The PTF will include a well field comprised of thirteen (four injection and nine recovery) commercial scale production wells and numerous monitoring, observation and point of compliance wells, and also an integrated solvent extraction and electrowinning plant.

. \*Non-GAAP performance measure. See end of news release.

## REVIEW OF PROJECTS - CONTINUED

### *New Prosperity*

On July 18, 2017, Taseko received approval from the Province of British Columbia to undertake a site investigation program to conduct exploratory work at the New Prosperity project site. The Province issued a Notice of Work, which is a multi-year permit from the Ministry of Energy & Mines that allows the Company to gather information for the purpose of advancing mine permitting under the British Columbia Mines Act.

Taseko is proceeding with its request to amend the British Columbia environmental assessment certificate for the New Prosperity Project.

The two Judicial Reviews initiated by Taseko were heard in federal court over a five day period in the week of January 30, 2017. Both Judicial Reviews focus on the principles of administrative and procedural fairness. Taseko's allegation is that the Government of Canada, through the conduct of the environmental assessment and the decisions which resulted from it, failed in their obligation to uphold those fundamental principles. A decision is expected from the court within six to nine months.

Note: Gibraltar is a contractual, unincorporated joint venture between Taseko Mines Limited (75% interest) and Cariboo Copper Corp. (25% interest). All production and sales figures are reported on a 100% basis, unless otherwise noted.

Taseko will host a conference call on Thursday, August 3, 2017 at 11:00 a.m. Eastern Time (8:00 a.m. Pacific) to discuss these results. The conference call may be accessed by dialing (877) 303-9079 in Canada and the United States, or (970) 315-0461 internationally. Alternatively, a live and archived webcast will also be available at [tasekomines.com](http://tasekomines.com). The conference call will be archived for later playback until August 10, 2017 and can be accessed by dialing (855) 859-2056 in Canada and the United States, or (404) 537-3406 internationally and using the passcode 86630167.

For further information on Taseko, please see the Company's website at [www.tasekomines.com](http://www.tasekomines.com) or contact:

Brian Bergot, Vice President, Investor Relations – 778-373-4554, toll free 1-800-667-2114

Russell Hallbauer  
*President and CEO*

No regulatory authority has approved or disapproved of the information in this news release.

## NON-GAAP PERFORMANCE MEASURES

This document includes certain non-GAAP performance measures that do not have a standardized meaning prescribed by IFRS. These measures may differ from those used by, and may not be comparable to such measures as reported by, other issuers. The Company believes that these measures are commonly used by certain investors, in conjunction with conventional IFRS measures, to enhance their understanding of the Company's performance. These measures have been derived from the Company's financial statements and applied on a consistent basis. The following tables below provide a reconciliation of these non-GAAP measures to the most directly comparable IFRS measure.

### *Total operating costs and site operating costs, net of by-product credits*

Total costs of sales include all costs absorbed into inventory, as well as transportation costs. Site operating costs is calculated by removing net changes in inventory and depletion and amortization and transportation costs from cost of sales. Site operating costs, net of by-product credits is calculated by removing by-product credits from the site operating costs. Site operating costs, net of by-product credits per pound are calculated by dividing the aggregate of the applicable costs by copper pounds produced. Total operating costs per pound is the sum of site operating costs, net of by-product credits and off-property costs divided by the copper pounds produced. By-product credits are calculated based on actual sales of molybdenum (net of treatment costs) and silver during the period divided by the total pounds of copper produced during the period. These measures are calculated on a consistent basis for the periods presented.

(Cdn\$ in thousands, unless otherwise indicated) – 75% basis	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
Cost of sales	65,333	72,392	125,872	144,389
Less:				
Depletion and amortization	(11,799)	(14,138)	(21,376)	(27,648)
Net change in inventory	(4,998)	(1,833)	(3,593)	(2,920)
Transportation costs	(5,492)	(4,012)	(10,709)	(7,605)
Site operating costs	43,044	52,409	90,194	106,216
Less by-product credits:				
Molybdenum, net of treatment costs	(4,335)	-	(10,142)	-
Silver, excluding amortization of deferred revenue	(82)	(926)	(530)	(1,842)
Site operating costs, net of by-product credits	38,627	51,483	79,522	104,374
Total copper produced (thousand pounds)	29,531	22,973	60,474	44,588
Total costs per pound produced	1.31	2.24	1.31	2.34
Average exchange rate for the period (CAD/USD)	1.34	1.29	1.33	1.33
<b>Site operating costs, net of by-product credits (US\$ per pound)</b>	<b>0.97</b>	<b>1.74</b>	<b>0.99</b>	<b>1.76</b>
Site operating costs, net of by-product credits	38,627	51,483	79,522	104,374
Add off-property costs:				
Treatment and refining costs of copper concentrate	8,066	5,765	16,522	12,079
Transportation costs	5,492	4,012	10,709	7,605
Total operating costs	52,185	61,260	106,753	124,058
<b>Total operating costs (C1) (US\$ per pound)</b>	<b>1.31</b>	<b>2.07</b>	<b>1.32</b>	<b>2.09</b>

## NON-GAAP PERFORMANCE MEASURES - CONTINUED

### Adjusted net income (loss)

Adjusted net income (loss) remove the effect of the following transactions from net income as reported under IFRS:

- Unrealized gains/losses on copper put options;
- Unrealized foreign currency gains/losses;
- Loss on settlement of long-term debt; and
- Non-recurring transactions, including related tax adjustments.

Management believes these transactions do not reflect the underlying operating performance of our core mining business and are not necessarily indicative of future operating results. Furthermore, unrealized gains/losses on derivative instruments, changes in the fair value of financial instruments, and unrealized foreign currency gains/losses are not necessarily reflective of the underlying operating results for the reporting periods presented.

(\$ in thousands, except per share amounts)	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
<b>Net income (loss)</b>	<b>5,247</b>	<b>(19,384)</b>	<b>21,726</b>	<b>(20,899)</b>
Unrealized (gain) loss on copper put options	373	(163)	425	-
Loss on copper call option	4,891	453	6,305	991
Unrealized foreign exchange gain	(6,249)	(2,052)	(8,926)	(21,677)
Loss on settlement of long-term debt	13,102	-	13,102	-
Other non-recurring expenses*	-	1,978	-	5,408
Estimated tax effect of adjustments	(3,059)	(590)	(3,072)	(1,664)
<b>Adjusted net income (loss)</b>	<b>14,305</b>	<b>(19,758)</b>	<b>29,560</b>	<b>(37,841)</b>
<b>Adjusted EPS</b>	<b>0.06</b>	<b>(0.09)</b>	<b>0.13</b>	<b>(0.17)</b>

\* Other non-recurring expenses includes legal and other advisory costs associated with the special shareholder meeting, the proxy contest and related litigation, and other non-recurring financing costs.

### EBITDA and adjusted EBITDA

EBITDA represents net income before interest, income taxes, and depreciation. EBITDA is presented because it is an important supplemental measure of our performance and is frequently used by securities analysts, investors and other interested parties in the evaluation of companies in the industry, many of which present EBITDA when reporting their results. Issuers of "high yield" securities also present EBITDA because investors, analysts and rating agencies consider it useful in measuring the ability of those issuers to meet debt service obligations. The Company believes EBITDA is an appropriate supplemental measure of debt service capacity, because cash expenditures on interest are, by definition, available to pay interest, and tax expense is inversely correlated to interest expense because tax expense goes down as deductible interest expense goes up; depreciation is a non-cash charge.

Adjusted EBITDA is presented as a further supplemental measure of the Company's performance and ability to service debt. Adjusted EBITDA is prepared by adjusting EBITDA to eliminate the impact of a number of items that are not considered indicative of ongoing operating performance.

## NON-GAAP PERFORMANCE MEASURES - CONTINUED

Adjusted EBITDA is calculated by adding to EBITDA certain items of expense and deducting from EBITDA certain items of income that are not likely to recur or are not indicative of the Company's future operating performance consisting of:

- Unrealized gains/losses on copper put options;
- Loss on copper call option;
- Unrealized foreign exchange gains/losses; and
- Non-recurring transactions.

While some of the adjustments are recurring, other non-recurring expenses do not reflect the underlying performance of the Company's core mining business and are not necessarily indicative of future results. Furthermore, unrealized gains/losses on derivative instruments, and unrealized foreign currency translation gains/losses are not necessarily reflective of the underlying operating results for the reporting periods presented.

(\$ in thousands)	Three months ended		Six months ended	
	June 30, 2017	2016	June 30, 2017	2016
<b>Net income (loss)</b>	<b>5,247</b>	<b>(19,384)</b>	<b>21,726</b>	<b>(20,899)</b>
Add:				
Depletion and amortization	11,799	14,136	21,376	27,733
Amortization of share-based compensation expense	170	406	3,529	2,047
Finance expense	21,319	7,180	29,353	14,015
Finance income	(470)	(252)	(801)	(508)
Income tax expense (recovery)	5,740	(9,944)	17,767	(19,244)
<b>EBITDA</b>	<b>43,805</b>	<b>(7,858)</b>	<b>92,950</b>	<b>3,144</b>
Adjustments:				
Unrealized (gain) loss on copper put options	373	(163)	425	-
Loss on copper call option	4,891	453	6,305	991
Unrealized foreign exchange gain	(6,249)	(2,052)	(8,926)	(21,677)
Other non-recurring expenses*	-	1,978	-	5,408
<b>Adjusted EBITDA</b>	<b>42,820</b>	<b>(7,642)</b>	<b>90,754</b>	<b>(12,134)</b>

\* Other non-recurring expenses includes legal and other advisory costs associated with the special shareholder meeting, the proxy contest and related litigation, and other non-recurring financing costs.

## NON-GAAP PERFORMANCE MEASURES - CONTINUED

### *Earnings (loss) from mining operations before depletion and amortization*

Earnings (loss) from mining operations before depletion and amortization is earnings from mining operations with depletion and amortization added back. The Company discloses this measure, which has been derived from our financial statements and applied on a consistent basis, to provide assistance in understanding the results of the Company's operations and financial position and it is meant to provide further information about the financial results to investors.

(Cdn\$ in thousands)	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
<b>Earnings (loss) from mining operations</b>	<b>34,661</b>	<b>(17,302)</b>	<b>78,511</b>	<b>(31,116)</b>
Add:				
Depletion and amortization	11,799	14,138	21,376	27,648
<b>Earnings (loss) from mining operations before depletion and amortization</b>	<b>46,460</b>	<b>(3,164)</b>	<b>99,887</b>	<b>(3,468)</b>

### *Site operating costs per ton milled*

(Cdn\$ in thousands, except per tons milled amounts)	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
<b>Site operating costs (included in cost of sales)</b>	<b>43,044</b>	<b>52,409</b>	<b>90,194</b>	<b>106,216</b>
Tons milled (thousands) (75% basis)	5,611	5,417	11,100	11,024
<b>Site operating costs per ton milled</b>	<b>\$7.67</b>	<b>\$9.67</b>	<b>\$8.13</b>	<b>\$9.63</b>

## CAUTION REGARDING FORWARD-LOOKING INFORMATION

This document contains "forward-looking statements" within the meaning of applicable Canadian securities legislation and the United States Private Securities Litigation Reform Act of 1995 (collectively, "forward looking statements") that were based on Taseko's expectations, estimates and projections as of the dates as of which those statements were made. Any statements that express, or involve discussions as to, expectations, believes, plans, objectives, assumptions or future events or performance that are not historical facts, are forward-looking statements. Generally, these forward-looking statements can be identified by the use of forward-looking terminology such as "outlook", "anticipate", "project", "target", "believe", "estimate", "expect", "intend", "should" and similar expressions.

Forward-looking statements are subject to known and unknown risks, uncertainties and other factors that may cause the Company's actual results, level of activity, performance or achievements to be materially different from those expressed or implied by such forward-looking statements. These included but are not limited to:

- uncertainties and costs related to the Company's exploration and development activities, such as those associated with continuity of mineralization or determining whether mineral resources or reserves exist on a property;
- uncertainties related to the accuracy of our estimates of mineral reserves, mineral resources, production rates and timing of production, future production and future cash and total costs of production and milling;
- uncertainties related to feasibility studies that provide estimates of expected or anticipated costs, expenditures and economic returns from a mining project;
- uncertainties related to the ability to obtain necessary title, licenses and permits for development projects and project delays due to third party opposition;
- our ability to comply with the extensive governmental regulation to which our business is subject;
- uncertainties related to unexpected judicial or regulatory proceedings;

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- changes in, and the effects of, the laws, regulations and government policies affecting our exploration and development activities and mining operations, particularly laws, regulations and policies;
  - changes in general economic conditions, the financial markets and in the demand and market price for copper, gold and other minerals and commodities, such as diesel fuel, steel, concrete, electricity and other forms of energy, mining equipment, and fluctuations in exchange rates, particularly with respect to the value of the U.S. dollar and Canadian dollar, and the continued availability of capital and financing;
  - the effects of forward selling instruments to protect against fluctuations in copper prices and exchange rate movements and the risks of counterparty defaults, and mark-to-market risk;
  - the risk of inadequate insurance or inability to obtain insurance to cover mining risks;
  - the risk of loss of key employees; the risk of changes in accounting policies and methods we use to report our financial condition, including uncertainties associated with critical accounting assumptions and estimates;
  - environmental issues and liabilities associated with mining including processing and stock piling ore;
  - labour strikes, work stoppages, or other interruptions to, or difficulties in, the employment of labour in markets in which we operate mines, or environmental hazards, industrial accidents, equipment failure or other events or occurrences, including third party interference that interrupt the production of minerals in our mines;
  - the availability of, and uncertainties relating to the development of, infrastructure necessary for the development of our projects;
  - our reliance upon key personnel; and
  - uncertainties relating to increased competition and conditions in the mining capital markets.

For further information on Taseko, investors should review the Company's annual Form 40-F filing with the United States Securities and Exchange Commission at [www.sec.gov](http://www.sec.gov) and home jurisdiction filings that are available at [www.sedar.com](http://www.sedar.com), including the "Risk Factors" included in our Annual Information Form.

### **Cautionary Statement on Forward-Looking Information**

This discussion includes certain statements that may be deemed "forward-looking statements". All statements in this discussion, other than statements of historical facts, that address future production, reserve potential, exploration drilling, exploitation activities, and events or developments that the Company expects are forward-looking statements. Although we believe the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in the forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices, exploitation and exploration successes, continued availability of capital and financing and general economic, market or business conditions. Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements. All of the forward-looking statements made in this MD&A are qualified by these cautionary statements. We disclaim any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except to the extent required by applicable law. Further information concerning risks and uncertainties associated with these forward-looking statements and our business may be found in our most recent Form 40-F/Annual Information Form on file with the SEC and Canadian provincial securities regulatory authorities.

# TASEKO MINES LIMITED

## Management's Discussion and Analysis

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This management discussion and analysis ("MD&A") is intended to help the reader understand Taseko Mines Limited ("Taseko", "we", "our" or the "Company"), our operations, financial performance, and current and future business environment. This MD&A is intended to supplement and complement the consolidated financial statements and notes thereto, prepared in accordance with IAS 34 of International Financial Reporting Standards ("IFRS") for the three and six months ended June 30, 2017 (the "Financial Statements"). You are encouraged to review the Financial Statements in conjunction with your review of this MD&A and the Company's other public filings, which are available on the Canadian Securities Administrators' website at [www.sedar.com](http://www.sedar.com) and on the EDGAR section of the United States Securities and Exchange Commission's ("SEC") website at [www.sec.gov](http://www.sec.gov).

This MD&A is prepared as of August 1, 2017. All dollar figures stated herein are expressed in Canadian dollars, unless otherwise specified.

### **Cautionary Statement on Forward-Looking Information**

This discussion includes certain statements that may be deemed "forward-looking statements". All statements in this discussion, other than statements of historical facts, that address future production, reserve potential, exploration drilling, exploitation activities, and events or developments that the Company expects are forward-looking statements. Although we believe the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in the forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices, exploitation and exploration successes, continued availability of capital and financing and general economic, market or business conditions. Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements. All of the forward-looking statements made in this MD&A are qualified by these cautionary statements. We disclaim any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except to the extent required by applicable law. Further information concerning risks and uncertainties associated with these forward-looking statements and our business may be found in the Company's other public filings with the SEC and Canadian provincial securities regulatory authorities.

# TASEKO MINES LIMITED

## Management's Discussion and Analysis

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# TASEKO MINES LIMITED

## Management's Discussion and Analysis

### OVERVIEW

Taseko Mines Limited ("Taseko" or "Company") is a mining company that seeks to create shareholder value by acquiring, developing, and operating large tonnage mineral deposits which, under conservative forward metal price assumptions, are capable of supporting a mine for ten years or longer. The Company's sole operating asset is the 75% owned Gibraltar Mine, a large copper mine located in central British Columbia. The Gibraltar Mine is one of the largest copper mines in North America. Taseko also owns the Florence copper, Aley niobium, Harmony gold and New Prosperity gold-copper projects.

### HIGHLIGHTS

Financial Data (Cdn\$ in thousands, except for per share amounts)	Three months ended June 30,			Six months ended June 30,		
	2017	2016	Change	2017	2016	Change
Revenues	99,994	55,090	44,904	204,383	113,273	91,110
Earnings (loss) from mining operations before depletion and amortization*	46,460	(3,164)	49,624	99,887	(3,468)	103,355
Earnings (loss) from mining operations	34,661	(17,302)	51,963	78,511	(31,116)	109,627
Net income (loss)	5,247	(19,384)	24,631	21,726	(20,899)	42,625
Per share - basic ("EPS")	0.02	(0.09)	0.11	0.10	(0.09)	0.19
Adjusted net income (loss)*	14,305	(19,758)	34,063	29,560	(37,841)	67,401
Per share - basic ("adjusted EPS")*	0.06	(0.09)	0.15	0.13	(0.17)	0.30
EBITDA*	43,805	(7,858)	51,663	92,950	3,144	89,806
Adjusted EBITDA*	42,820	(7,642)	50,462	90,754	(12,134)	102,888
Cash flows provided by (used for) operations	62,291	(4,211)	66,502	142,056	(8,317)	150,373
<b>Operating Data (Gibraltar - 100% basis)</b>	<b>Three months ended June 30,</b>			<b>Six months ended June 30,</b>		
	<b>2017</b>	<b>2016</b>	<b>Change</b>	<b>2017</b>	<b>2016</b>	<b>Change</b>
Tons mined (millions)	21.1	26.2	(5.1)	42.9	47.7	(4.8)
Tons milled (millions)	7.5	7.2	0.3	14.8	14.7	0.1
Production (million pounds Cu)	39.4	30.6	8.8	80.6	59.5	21.1
Sales (million pounds Cu)	40.7	30.3	10.4	81.5	60.8	20.7

\*Non-GAAP performance measure. See page 21 of this MD&A.

# TASEKO MINES LIMITED

## Management's Discussion and Analysis

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### HIGHLIGHTS - CONTINUED

#### *Second Quarter Highlights*

- Earnings from mining operations before depletion and amortization\* were \$46.5 million;
- Cashflow from operations was \$62.3 million for the second quarter;
- Adjusted net income\* for the quarter was \$14.3 million (or \$0.06 per share) and net income was \$5.2 million (or \$0.02 per share);
- Site operating costs, net of by-product credits\* were US\$0.97 per pound produced, down 44% from the second quarter of 2016;
- The Gibraltar Mine produced 39.4 million pounds of copper and 0.8 million pounds of molybdenum (100% basis) at a total operating cost (C1)\* of US\$1.31 per pound;
- Total sales for the second quarter were 40.7 million pounds of copper and 0.8 million pounds of molybdenum;
- On April 12, 2017, the Company announced that a new long-term agreement was ratified by its unionized employees at Gibraltar. The new agreement will be in place until May 31, 2021;
- On June 14, 2017, the Company completed an offering of US\$250 million aggregate principal amount of 8.75% senior secured notes due 2022. The Company used the net proceeds of the offering and \$72 million of its existing cash balance, to fund the redemption of its US\$200 million senior notes due 2019 and to repay its senior secured credit facility (due March 2019) and the related copper call option;
- Long-term debt and other financial liabilities have been reduced by \$63 million during the first six months of 2017, and the maturity date of long-term debt has been extended from 2019 to 2022; and
- The Company's cash balance at June 30, 2017 was \$97 million, which was after the \$72 million used for the debt refinancing.

#### *Subsequent Events*

- On July 18, 2017, the Company received approval from the Province of British Columbia to undertake a site investigation program to conduct exploratory work at the New Prosperity Gold-Copper project site. The Notice of Work ("NOW"), which is a multi-year permit, will allow the Company to gather information for the purpose of advancing mine permitting under the British Columbia Mines Act; and
- For the past four weeks, uncontrolled wildfires resulted in evacuation orders for a number of communities in the Cariboo where most of our Gibraltar employees reside. These evacuation orders have affected the complement of personnel who operate Gibraltar, and access to and from the mine was also significantly curtailed during this period. This has resulted in reduced production for periods of time as well as a complete mine shutdown for several days during July. Mining and milling operations are beginning to return to normal as some evacuation orders have been lifted over the past week. Third quarter copper sales volumes are expected to be up to 10% lower than the second quarter of 2017.

\*Non-GAAP performance measure. See page 21 of this MD&A.

# TASEKO MINES LIMITED

## Management's Discussion and Analysis

### REVIEW OF OPERATIONS

#### Gibraltar Mine (75% Owned)

Operating data (100% basis)	Q2 2017	Q1 2017	Q4 2016	Q3 2016	Q2 2016
Tons mined (millions)	21.1	21.8	18.5	21.5	26.2
Tons milled (millions)	7.5	7.3	7.3	7.4	7.2
Strip ratio	2.8	2.4	1.1	1.0	2.4
Site operating cost per ton milled (CAD\$)	\$7.67	\$8.59	\$9.13	\$9.47	\$9.67
<b>Copper concentrate</b>					
Grade (%)	0.309	0.328	0.319	0.259	0.252
Recovery (%)	85.2	85.9	87.0	85.9	84.1
Production (million pounds Cu)	39.4	41.3	40.7	33.1	30.6
Sales (million pounds Cu)	40.7	40.8	40.4	29.8	30.3
Inventory (million pounds Cu)	4.6	5.9	5.6	5.4	2.1
<b>Molybdenum concentrate</b>					
Production (thousand pounds Mo)	789	866	764	185	-
Sales (thousand pounds Mo)	794	859	798	105	-
<b>Per unit data (US\$ per pound produced)*</b>					
Site operating costs*	\$1.08	\$1.15	\$1.23	\$1.64	\$1.77
By-product credits*	(0.11)	(0.15)	(0.11)	(0.06)	(0.03)
Site operating costs, net of by-product credits*	\$0.97	\$1.00	\$1.12	\$1.58	\$1.74
Off-property costs	0.34	0.33	0.36	0.31	0.33
Total operating costs (C1)*	\$1.31	\$1.33	\$1.48	\$1.89	\$2.07

\*Non-GAAP performance measure. See page 21 of this MD&A.

# TASEKO MINES LIMITED

## Management's Discussion and Analysis

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### OPERATIONS ANALYSIS

#### *Second quarter results*

Copper head grade at Gibraltar was 0.309% in the second quarter. Copper recovery for the quarter was 85% and was negatively impacted due to periodic occurrences of oxidized ore. Combined with strong mill throughput of 7.5 million tons of ore, the mine produced 39.4 million pounds of copper.

A total of 21.1 million tons were mined during the quarter at a strip ratio of 2.8 to 1. Waste stripping costs of \$18.2 million (75% basis) were capitalized in the quarter primarily related to the Granite pit. During the quarter, approximately 1.9 million ore tons milled was drawn from the ore stockpile as planned. Site operating cost per ton milled\* was \$7.67 in the second quarter of 2017, which is lower than recent quarters due to the increased capitalization of stripping costs.

Site operating costs per pound produced\* decreased to US\$1.08 in the second quarter of 2017 from US\$1.15 in the first quarter of 2017.

The molybdenum circuit continued to operate at design capacity in the period. A total of 0.8 million pounds of molybdenum were produced, with recoveries averaging 48%.

By-product credits per pound produced\* decreased to US\$0.11 in the second quarter of 2017 from US\$0.15 in the first quarter of 2017. The decrease was a result of negative provisional price adjustments for molybdenum and lower molybdenum sales volume in the second quarter.

Off-property costs per pound produced\* were US\$0.34 for the second quarter of 2017, which is consistent with recent periods.

Total operating costs (C1) per pound\* decreased to US\$1.31, a 67% reduction from the second quarter of 2016 due to increased copper production, higher molybdenum by-product credits due to the restart of the moly circuit in September 2016, and increased capitalized stripping costs in the current period.

### GIBRALTAR OUTLOOK

Overall, Gibraltar has maintained a stable level of operations and management continues to focus on further improvements to operating practices to reduce unit costs. Copper prices have continued to strengthen in the third quarter of 2017, increasing to US\$2.86 per pound. as of August 1, 2017, which is 11% higher than the average LME copper price during the second quarter.

A weak Canadian dollar contributes to improved operating margins at Gibraltar as approximately 80% of mine operating costs are paid in Canadian dollars. The Canadian dollar strengthened by approximately 2% during the second quarter of 2017, and has strengthened by a further 3% since June 30, 2017.

For the past four weeks, uncontrolled wildfires resulted in evacuation orders for a number of communities in the Cariboo where most of our Gibraltar employees reside. These evacuation orders have affected the complement of personnel who operate Gibraltar, and access to and from the mine was also significantly curtailed during this period. This has resulted in reduced production for periods of time as well as a complete mine shutdown for several days during July. Mining and milling operations are beginning to return to normal as some evacuation orders have been lifted over the past week. Third quarter copper sales volumes are expected to be up to 10% lower than the second quarter of 2017.

\*Non-GAAP performance measure. See page 21 of this MD&A.

## TASEKO MINES LIMITED

### Management's Discussion and Analysis

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#### REVIEW OF PROJECTS

Taseko's strategy has been to grow the Company by leveraging cash flow from the Gibraltar Mine to assemble and develop a pipeline of projects. We continue to believe this will generate the best, long-term returns for shareholders. Our development projects are located in British Columbia and Arizona and represent a diverse range of metals, including gold, copper, molybdenum and niobium. During the second quarter of 2017, total expenditure of \$4.6 million was incurred on the Florence Copper, Aley and New Prosperity projects. Taseko will continue to take a prudent approach to spending on development projects.

##### *Florence Copper*

In January 2017, the Company announced that completed technical work on the Florence property has resulted in a significant improvement in project economics. On February 28, 2017, the NI 43-101 technical report documenting these results was filed on [www.sedar.com](http://www.sedar.com).

The Florence Copper project is currently in the final stages of permitting for the Production Test Facility ("PTF"). The PTF will include a well field comprised of thirteen (four injection and nine recovery) commercial scale production wells and numerous monitoring, observation and point of compliance wells, and also an integrated solvent extraction and electrowinning plant.

##### *New Prosperity*

On July 18, 2017, Taseko received approval from the Province of British Columbia to undertake a site investigation program to conduct exploratory work at the New Prosperity project site. The Province issued a Notice of Work, which is a multi-year permit from the Ministry of Energy & Mines that allows the Company to gather information for the purpose of advancing mine permitting under the British Columbia Mines Act.

Taseko is proceeding with its request to amend the British Columbia environmental assessment certificate for the New Prosperity Project.

The two Judicial Reviews initiated by Taseko were heard in federal court over a five day period in the week of January 30, 2017. Both Judicial Reviews focus on the principles of administrative and procedural fairness. Taseko's allegation is that the Government of Canada, through the conduct of the environmental assessment and the decisions which resulted from it, failed in their obligation to uphold those fundamental principles. A decision is expected from the court within six to nine months.

#### ANNUAL GENERAL MEETING

The Company's Annual General Meeting was held on June 8, 2017 and shareholders voted in favour of all items of business before the meeting, including the election of all director nominees. Detailed voting results for the 2017 Annual General Meeting are available on SEDAR at [www.sedar.com](http://www.sedar.com).

# TASEKO MINES LIMITED

## Management's Discussion and Analysis

### MARKET REVIEW



Prices (USD per pound for Commodities)

The global economic uncertainty has led to significant copper price volatility over short periods of time. The U.S. trade policies, Chinese economic demand, copper supply disruptions, and interest rate expectations have all contributed to the recent volatility.

The average price of London Metals Exchange (“LME”) copper was US\$2.57 per pound in the second quarter of 2017, which was 3% lower than the first quarter of 2017 and about 20% higher than the second quarter of 2016. Management believes that the market will continue to benefit from improving global copper demand and tight mine supply going forward.

The Company's agreement for sale of molybdenum concentrate specifies molybdenum pricing based on the published Platts metals reports. The Platts molybdenum average pricing was US\$8.00 per pound in the second quarter of 2017, which was slightly higher than the first quarter of 2017.

Approximately 80% of the Gibraltar Mine's costs are Canadian dollar denominated and therefore, fluctuations in the Canadian/US dollar exchange rate can have a significant effect on the Company's operating results and unit production costs, which are reported in US dollars. The Canadian dollar strengthened by approximately 2% during the second quarter of 2017 and has strengthened by a further 3% since June 30, 2017.

### FINANCIAL PERFORMANCE

#### Earnings

The Company's net income was \$5.2 million (\$0.02 income per share) for the three months ended June 30, 2017, compared to a net loss of \$19.4 million (\$0.09 loss per share) for the same period in 2016. The increase in net income was primarily due to higher copper prices, higher copper sales volume, lower production costs, as well as revenue from the sale of molybdenum concentrate.

The Company realized net income of \$21.7 million (\$0.10 income per share) for the six months ended June 30, 2017, compared to a net loss of \$20.9 million (\$0.09 loss per share) for the same period in 2016. The increase in net income in the current six month period was primarily due to improved operating margins at the Gibraltar Mine, partially offset by increased finance expenses associated with the refinancing of long-term debt, derivative losses, and changes in unrealized foreign exchange gains on the Company's US dollar denominated debt.

Earnings from mining operations before depletion and amortization\* was \$46.5 million and \$99.9 million, respectively, for the three and six months ended June 30, 2017, compared to a loss of \$3.2 million and \$3.5 million, respectively, for the same prior periods in 2016. The increase in earnings from mining operations was a

## TASEKO MINES LIMITED

### Management's Discussion and Analysis

result of higher copper and molybdenum revenues and lower production costs.

Included in net income (loss) are a number of items that management believes require adjustment in order to better measure the underlying performance of the business. The following items have been adjusted as management believes they are not indicative of a realized economic gain/loss or the underlying performance of the business in the period:

(Cdn\$ in thousands)	Three months ended June 30,			Six months ended June 30,		
	2017	2016	Change	2017	2016	Change
Net earnings (loss)	5,247	(19,384)	24,631	21,726	(20,899)	42,625
Unrealized (gain) loss on copper put options	373	(163)	536	425	-	425
Loss on copper call option	4,891	453	4,438	6,305	991	5,314
Unrealized foreign exchange gain	(6,249)	(2,052)	(4,197)	(8,926)	(21,677)	12,751
Loss on settlement of long-term debt	13,102	-	13,102	13,102	-	13,102
Other non-recurring expenses	-	1,978	(1,978)	-	5,408	(5,408)
Estimated tax effect of adjustments	(3,059)	(590)	(2,469)	(3,072)	(1,664)	(1,408)
Adjusted net income (loss) *	14,305	(19,758)	34,063	29,560	(37,841)	67,401

\*Non-GAAP performance measure. See page 21 of this MD&A.

In the three and six months ended June 30, 2017, the Canadian dollar strengthened in comparison to the prior period ends resulting in an unrealized foreign exchange gains of \$6.2 million and \$8.9 million, respectively. The unrealized foreign exchange gains were primarily driven by the translation of the Company's US dollar denominated debt.

Loss on settlement of long-term debt of \$13.1 million in 2017 relates to the write-off of deferred financing costs and additional interest expense incurred upon the settlement of the senior notes and the senior secured credit facility in June 2017.

The other non-recurring expenses in 2016 relates to special shareholder meeting costs and other non-recurring financing costs. For the six months ended June 30, 2016, the Company incurred total costs of \$4.8 million on legal and other advisory costs associated with a special shareholder meeting, a proxy contest and related litigation, and \$0.6 million on other non-recurring financing costs.

## TASEKO MINES LIMITED

### Management's Discussion and Analysis

#### Revenues

(Cdn\$ in thousands)	Three months ended June 30,			Six months ended June 30,		
	2017	2016	Change	2017	2016	Change
Copper contained in concentrate	103,232	59,929	43,303	209,503	123,510	85,993
Molybdenum concentrate	5,850	-	5,850	13,255	-	13,255
Silver	493	926	(433)	1,260	1,842	(582)
Total gross revenue	109,575	60,855	48,720	224,018	125,352	98,666
Less: treatment and refining costs	(9,581)	(5,765)	(3,816)	(19,635)	(12,079)	(7,556)
Revenue	99,994	55,090	44,904	204,383	113,273	91,110

(thousands of pounds, unless otherwise noted)

Sales of copper in concentrate *	29,427	21,921	7,506	58,931	43,957	14,974
Average realized copper price (US\$ per pound)	2.61	2.13	0.48	2.67	2.13	0.54
Average LME copper price (US\$ per pound)	2.57	2.15	0.42	2.61	2.13	0.48
Average exchange rate (US\$/CAD)	1.34	1.29	0.05	1.33	1.33	-

\* This amount includes a net smelter payable deduction of approximately 3.5% to derive net pounds of copper sold.

Copper revenues for the three and six months ended June 30, 2017 increased by \$43.3 million and \$86.0 million, respectively, compared to the same periods in 2016, primarily due to an increase in copper sales volumes and higher realized copper prices.

During the three and six months ended June 30, 2017, revenues include \$1.7 million and \$5.2 million, respectively, of favorable adjustments to provisionally priced copper concentrate. The provisional pricing adjustments contribute US\$0.04 and US \$0.06 per pound, respectively, to the average realized copper price for the three and six months ended June 30, 2017.

The molybdenum circuit was idled in the third quarter of 2015 and restarted in September 2016, and therefore no molybdenum revenues were generated in the comparative periods.

#### Cost of sales

(Cdn\$ in thousands)	Three months ended June 30,			Six months ended June 30,		
	2017	2016	Change	2017	2016	Change
Site operating costs	43,044	52,409	(9,365)	90,194	106,216	(16,022)
Transportation costs	5,492	4,012	1,480	10,709	7,605	3,104
Changes in inventories of finished goods and ore stockpile	4,998	1,833	3,165	3,593	2,920	673
Production costs	53,534	58,254	(4,720)	104,496	116,741	(12,245)
Depletion and amortization	11,799	14,138	(2,339)	21,376	27,648	(6,272)
Cost of sales	65,333	72,392	(7,059)	125,872	144,389	(18,517)
Site operating costs per ton milled*	\$7.67	\$9.67	\$(2.00)	\$8.13	\$9.63	\$(1.50)

\*Non-GAAP performance measure. See page 21 of this MD&A.

## TASEKO MINES LIMITED

### Management's Discussion and Analysis

Site operating costs for the three and six months ended June 30, 2017 decreased by 18% and 15%, respectively, from the same periods in 2016. The reduction in site operating costs was due to increased costs being allocated to capitalized stripping due to the waste stripping activity in the Granite and Pollyanna pits. The increased allocation of costs to capitalized stripping is a result of waste stripping in a new section of the Granite pit, in accordance with the mine plan.

Depletion and amortization for three and six months ended June 30, 2017 decreased by 17% and 23% compared to the same periods in 2016, primarily due to the decreased amortization of capitalized stripping costs in the period.

#### *Other operating (income) expenses*

(Cdn\$ in thousands)	Three months ended June 30,			Six months ended June 30,		
	2017	2016	Change	2017	2016	Change
General and administrative	2,590	3,030	(440)	7,760	6,851	909
Share-based compensation	152	385	(233)	3,442	1,993	1,449
Exploration and evaluation	484	590	(106)	959	1,249	(290)
Realized loss on copper put options	430	513	(83)	585	1,004	(419)
Unrealized (gain) loss on copper put options	373	(163)	536	425	-	425
Loss on copper call option	4,891	453	4,438	6,305	991	5,314
Other operating expenses (income):						
Special shareholder meeting costs	-	1,978	(1,978)	-	4,792	(4,792)
Other financing costs	-	-	-	-	616	(616)
Other income	(322)	(256)	(66)	(546)	(749)	203
	8,598	6,530	2,068	18,930	16,747	2,183

General and administrative costs have decreased for the three months ended June 30, 2017 compared to the same period in 2016 due primarily to the timing of consulting and legal expenses.

General and administrative costs have increased for the six months ended June 30, 2017 compared to the same period in 2016 due to a \$0.5 million donation to a local hospital, additional legal costs related to the silver stream transaction, and because a portion of executive compensation in the first quarter of 2016 was issued in the form of PSU's and reported separately as share-based compensation expense.

Share-based compensation increased for the six months ended June 30, 2017, compared to the same period in 2016, primarily due to valuation adjustments for deferred share units and performance share units at June 30, 2017, reflecting an increase in the Company's share price. More information is set out in Note 15 of the June 30, 2017 unaudited condensed consolidated interim financial statements.

Exploration and evaluation costs for the three and six months ended June 30, 2017, represent costs associated with the New Prosperity project.

During the second quarter of 2017, the Company recognized a realized loss of \$0.4 million from copper put options, which relates to copper put options that settled out-of-the-money.

In June 2017, the Company settled the copper call option obligation with a payment of \$15.7 million to the senior secured credit facility lender. The loss on the copper call option for the three and six months ended June 30, 2017 was \$4.9 million and \$6.3 million, respectively.

## TASEKO MINES LIMITED

### Management's Discussion and Analysis

During the six months ended June 30, 2016, the Company incurred total costs of \$4.8 million on legal and other advisory costs associated with a special shareholder meeting, a proxy contest and related litigation, and \$0.6 million on other non-recurring financing costs.

#### *Finance income and expenses*

(Cdn\$ in thousands)	Three months ended June 30,			Six months ended June 30,		
	2017	2016	Change	2017	2016	Change
Interest expense	7,628	6,601	1,027	15,114	12,781	2,333
Accretion of PER	589	579	10	1,137	1,234	(97)
Loss on settlement of long-term debt	13,102	-	13,102	13,102	-	13,102
	21,319	7,180	14,139	29,353	14,015	15,338

Finance expenses for the three and six months ended June 30, 2017 increased by \$14.1 million and \$15.3 million, respectively, compared to the same periods in 2016, due primarily to the refinancing of the Company's long-term debt. As part of a refinancing completed in June 2017, the Company redeemed its US\$200 million senior notes and repaid its senior secured credit facility. The settlement of long-term debt resulted in a loss of \$13.1 million, which includes a write-off of deferred financing costs relating to the settled debt of \$9.2 million and additional interest costs of \$3.9 million which were paid in lieu of notice to the note holders and senior secured lender.

Finance income is primarily comprised of income earned on the reclamation deposits.

#### *Income tax*

(Cdn\$ in thousands)	Three months ended June 30,			Six months ended June 30,		
	2017	2016	Change	2017	2016	Change
Current expense	328	-	328	976	-	976
Deferred expense (recovery)	5,412	(9,944)	15,356	16,791	(19,244)	36,035
	5,740	(9,944)	15,684	17,767	(19,244)	37,011
Effective tax rate	52.2%	33.9%	18.3%	45.0%	47.9%	(2.9%)
Canadian statutory rate	26%	26%	-	26%	26%	-
B.C. Mineral tax rate	9.62%	9.62%	-	9.62%	9.62%	-

The current tax expense recorded is mainly the estimated B.C. Mineral taxes based on production at the Gibraltar Mine for the period. The deferred tax expense is due to the reversal of certain temporary differences related to the estimated taxable income for the three and six months ended June 30, 2017.

The effective tax rate for the three and six months ended June 30, 2017 was 52.2% and 45.0%, which is higher than the statutory rate of 35.6%. The difference is a result of permanent differences related to non-deductible share-based compensation and expenditures incurred that are not deductible for corporate income tax and British Columbia Mineral Tax purposes.

# TASEKO MINES LIMITED

## Management's Discussion and Analysis

### FINANCIAL CONDITION REVIEW

#### Balance sheet review

(Cdn\$ in thousands)	As at June 30, 2017	As at December 31, 2016	Change
Cash and equivalents	97,045	89,030	8,015
Other current assets	70,910	76,297	(5,387)
Property, plant and equipment	763,687	730,208	33,479
Other assets	53,926	53,904	22
<b>Total assets</b>	<b>985,568</b>	<b>949,439</b>	<b>36,129</b>
Current liabilities	43,831	38,641	5,190
Debt:			
Senior secured notes	311,995	-	311,995
Senior notes	-	266,435	(266,435)
Senior secured credit facility	-	91,483	(91,483)
Capital leases and secured equipment loans	23,246	31,372	(8,126)
Deferred revenue	39,759	-	39,759
Other liabilities	204,794	182,569	22,225
<b>Total liabilities</b>	<b>623,625</b>	<b>610,500</b>	<b>13,125</b>
<b>Equity</b>	<b>361,943</b>	<b>338,939</b>	<b>23,004</b>
Net debt (debt minus cash and equivalents)	238,196	300,260	(62,064)
Total common shares outstanding (millions)	226.2	221.9	4.3

The Company's asset base is comprised principally of non-current assets, including property, plant and equipment, reflecting the capital intensive nature of the mining business. Other current assets include accounts receivable, other financial assets and inventories (supplies and production inventories), along with prepaid expenses and deposits. Production inventories, accounts receivable and cash balances fluctuate in relation to shipping and cash settlement schedules.

Total long-term debt decreased by \$54.0 million in the first six months of 2017, due to the refinancing transactions during the second quarter of 2017, repayments of capital leases and equipment loans, and foreign exchange adjustments on the Company's US dollar denominated debt. The refinancing included the repayment of \$356.6 million for the senior notes and the senior secured credit facility, settlement of accrued interest on the senior secured credit facility, partially offset by the \$317.7 million net proceeds from issuance of senior secured notes. The Company's net debt has decreased by \$62.1 million in the first six months of 2017 primarily due to cash proceeds from the sale of a silver stream to Osisko Gold Royalties Ltd. ("Osisko") and cash flow generated from mining operations.

Deferred revenue relates to the US\$33 million advance payment received in March 2017 from Osisko for the sale of future silver production.

The change in the provision for environmental rehabilitation is driven by changes in inflation and discount rates and a change in estimated costs. At June 30, 2017, the Bank of Canada long-term benchmark bond rate used as a proxy for long-term discount rates was 2.1% compared to 2.3% rate at December 31, 2016. Given the long time frame over which environmental rehabilitation expenditures are expected to be incurred (over 100 years), the carrying value of the provision is very sensitive to changes in discount rates.

## TASEKO MINES LIMITED

### Management's Discussion and Analysis

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Other liabilities increased to \$204.8 million mainly due to the increase to deferred and other tax liabilities, increase in the provision for environmental rehabilitation ("PER"), increase in the deferred share unit liability, partially offset by the settlement of the derivative copper call option liability associated with the senior secured credit facility.

As at August 1, 2017, there were 226,228,134 common shares outstanding. In addition, there were 11,300,000 stock options and 3,000,000 warrants outstanding at August 1, 2017. More information on these instruments and the terms of their exercise is set out in Notes 13 and 15 of the June 30, 2017 unaudited condensed consolidated interim financial statements.

#### *Liquidity, cash flow and capital resources*

During the first six months of 2017 the Company generated \$102 million of positive cashflow from operating and investing activities, which is a result of strong operating results at the Gibraltar Mine and also includes \$44 million of cash proceeds from the sale of a silver stream to Osisko. A portion of this cashflow was used to reduce long-term debt and other financial liabilities, as part of a refinancing completed on June 14, 2017. The Company used \$72 million of cash on hand along with the net proceeds from an offering of US\$250 million senior secured notes due 2022 to redeem its US\$200 million senior notes due 2019, to repay its senior secured credit facility (due March 2019) and to cancel the related copper call option.

As a result, the Company has reduced its long-term debt and other financial liabilities by \$63 million during the first six months of 2017 and extended the maturity date of the long-term debt from 2019 to 2022.

At June 30, 2017, the Company had cash and equivalents of \$97 million (December 31, 2016 - \$89 million), as the Company maintained a strategy of retaining a significant cash balance to reflect the volatile and capital intensive nature of the copper mining business.

Cash flow provided by operations during the three months ended June 30, 2017 was \$62.3 million compared to a cash outflow of \$4.2 million for the same period in 2016. Operating cash flows in the second quarter of 2017 benefited from earnings from mining operations and positive non-cash working capital adjustments of \$20.5 million, which primarily relates to a \$14.4 million decrease in accounts receivable.

Cash used for investing activities during the three months ended June 30, 2017 was \$24.9 million compared to cash outflow of \$4.3 million for the same period in 2016. Investing activities in the second quarter of 2017 included \$18.1 million for capitalized stripping costs, \$2.2 million incurred on other capital expenditures for Gibraltar, \$4.2 million in development costs for the Florence and Aley projects, and \$0.5 million for the purchase of copper put options.

Cash used for financing activities during the three months ended June 30, 2017 includes \$356.6 million repayment of the senior notes and the senior secured credit facility, \$15.7 million to settle the copper call option, payments for capital leases and equipment loans totaling \$4.5 million, and \$28.3 million of interest payments, partially offset by the \$317.7 million net proceeds from issuance of senior secured notes and proceeds of \$0.1 million from the exercise of stock options.

The Company has a pipeline of development stage projects and additional funding will be required to advance these projects to production. To address future financing requirements, the Company may seek to raise additional capital through debt or equity financings or asset sales (including joint ventures or royalties). The Company may also redeem or repurchase senior secured notes on the market. From time to time, the Company evaluates these alternatives, based on a number of factors including the prevailing market prices of the senior notes, metal prices, our liquidity requirements, covenant restrictions and other factors, in order to determine the optimal mix of capital resources to address capital requirements, minimize the Company's cost of capital, and maximize shareholder value.

## TASEKO MINES LIMITED

### Management's Discussion and Analysis

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Future changes in copper and molybdenum market prices could also impact the timing and amount of cash available for future investment in development projects, debt obligations, and other uses of capital. To partially mitigate commodity price risks, copper put options are entered into for a portion of Gibraltar copper production (see section below "*Hedging Strategy*").

#### *Purchase and sale agreement with Osisko*

On March 3, 2017, the Company entered into a silver stream purchase and sale agreement with Osisko, whereby the Company received an upfront cash deposit payment of US\$33 million for all of its 75% share of Gibraltar payable silver production until 5.9 million ounces of silver have been delivered to Osisko. After that threshold has been met, 35% of Taseko's share of all future payable silver production from Gibraltar will be delivered to Osisko. In addition to the initial deposit, the Company receives cash payments of US\$2.75 per ounce for all silver deliveries made under the agreement.

The Company recorded the initial deposit as deferred revenue and recognizes amounts in revenue as silver is delivered to Osisko. The amortization of deferred revenue is calculated on a per unit basis using the estimated total number of silver ounces expected to be delivered to Osisko over the life of the Gibraltar Mine.

The silver sale agreement has a minimum term of 50 years and automatically renews for successive 10-year periods as long as Gibraltar mining operations are active. If the initial deposit is not fully reduced through silver deliveries, a cash payment for the remaining amount will be due to Osisko at the expiry date of the agreement. The Company's obligations under the agreement are secured by a pledge of Taseko's 75% interest in the Gibraltar Joint Venture.

In connection with the silver stream purchase and sale agreement with Osisko, the Company issued share purchase warrants to Osisko to acquire 3 million common shares of the Company at any time until April 1, 2020 at an exercise price of \$2.74 per share.

#### *Senior secured notes*

In June 2017, the Company completed an offering of US\$250 million aggregate principal amount of senior secured notes ("the Notes"). The Notes mature on June 15, 2022 and bear interest at an annual rate of 8.75%, payable semi-annually on June 15 and December 15, commencing on December 15, 2017. The Notes were issued at 99% of par value and the Company incurred other transaction costs of \$9.2 million resulting in net proceeds from the offering of \$317.7 million (US\$240.6 million). The net proceeds were used, along with cash on hand, to redeem the senior notes and to repay the senior secured credit facility and to settle the related copper call option.

The Notes are secured by liens on the shares of Taseko's wholly-owned subsidiary, Gibraltar Mines Ltd., and the subsidiary's rights under the joint venture agreement relating to the Gibraltar mine. The Notes are guaranteed by each of Taseko's existing and future restricted subsidiaries, other than certain immaterial subsidiaries. The Company is able to incur limited amounts of additional secured and unsecured debt under certain conditions as defined in the Note indenture. The Company is also subject to certain restrictions on asset sales, issuance of preferred stock, dividends and other restricted payments. However, there are no maintenance covenants with respect to the Company's financial performance.

The Company may redeem some or all of the Notes at any time on or after June 15, 2019, at redemption prices ranging from 104.375% to 100%, plus accrued and unpaid interest to the date of redemption. Prior to June 15, 2019, all or part of the notes may be redeemed at 100%, plus a make-whole premium, plus accrued and unpaid interest to the date of redemption. In addition, until June 15, 2019, the Company may redeem up to 35% of the aggregate principal amount of the notes, in an amount not greater than the net proceeds of certain equity

## TASEKO MINES LIMITED

### Management's Discussion and Analysis

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offerings, at a redemption price of 108.750%, plus accrued and unpaid interest to the date of redemption. On a change of control, the Notes are redeemable at the option of the holder at a price of 101%.

#### *Senior notes*

In April 2011, the Company completed a public offering of US\$200 million in senior unsecured notes. On June 14, 2017, the senior unsecured notes were redeemed at 100% of par value plus accrued interest to the redemption date for a total cost of \$269.2 million (US\$203.8 million).

The unsecured notes were scheduled to mature on April 15, 2019 and were bearing interest at a fixed annual rate of 7.75%, payable semi-annually. The notes were unsecured obligations guaranteed by the Company's subsidiaries and the subsidiary guarantees were, in turn, guaranteed by the Company. The notes were redeemable by the Company at par value after April 2017.

#### *Senior secured credit facility*

On January 29, 2016, the Company entered into a US\$70 million senior secured credit facility (the "Facility") with EXP T1 Ltd., an affiliate of Red Kite. Amounts drawn under the Facility accrue interest on a monthly basis at a rate of three-month LIBOR plus 7.5% per annum, subject to a minimum LIBOR of 1% per annum. The loan principal and all accrued interest was payable upon maturity of the Facility on March 29, 2019. The Facility was repayable at any time without penalty and did not impose any off-take obligations on the Company.

The Facility was secured by a first priority charge over substantially all assets of the Company, including the Company's 75% joint venture interest in the Gibraltar Mine, shares in all material subsidiaries and the Florence Copper project assets. The availability of the Facility was subject to conditions and covenants, including maintenance of a minimum working capital balance (as defined in the Facility) of US\$20 million.

The first tranche of the Facility was drawn on January 29, 2016 and the proceeds of \$46.4 million (US\$33.2 million) were used to repay an existing secured loan and to pay the arrangement fee and other transaction costs. The remainder of the Facility in the amount of \$47.2 million (US\$36.8 million) was drawn during the second quarter of 2016. On June 14, 2017, the Facility plus all accrued interest was fully repaid for \$104.9 million (US\$79.4 million).

Upon entering into the Facility in January 2016, the Company issued a call option to the lender for 7,500 tonnes of copper with a strike price of US\$2.04 per pound. The call option was to mature in March 2019 with an amount then payable to the lender based on the average copper price during the month of March 2019, subject to a maximum amount of US\$15 million. On June 14, 2017 the Company settled the copper call option obligation with a payment to the lender of \$15.7 million (US\$11.9 million), based on the cancellation pay-out amount defined in the Facility agreement.

Upon entering into the Facility, the Company also issued share purchase warrants to acquire 4 million common shares of the Company at any time until May 9, 2019 at an exercise price of \$0.51 per share. These warrants were exercised by the lender during the three month period ended March 31, 2017 for proceeds of \$2.0 million to the Company.

The Company had incurred total deferred debt financing costs of \$11.3 million, which included the initial fair value of the copper call option, warrants and other transaction costs. These costs were initially deferred and were being amortized over the life of the loan using the effective interest rate method. The remaining deferred costs were expensed on repayment in June 2017.

## TASEKO MINES LIMITED

### Management's Discussion and Analysis

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#### *Hedging strategy*

The Company's hedging strategy is to secure a minimum price for a portion of copper production using put options that are either purchased outright or funded by the sale of call options that are significantly out of the money. The amount and duration of the hedge position is based on an assessment of business-specific risk elements combined with the copper pricing outlook. Copper price and quantity exposure are reviewed at least quarterly to ensure that adequate revenue protection is in place. Hedge positions are typically extended adding incremental quarters at established put strike prices to provide the necessary price protection. The Company's hedging strategy is designed to mitigate short-term declines in copper price.

Considerations on the cost of the hedging program include an assessment of Gibraltar's estimated production costs, anticipated copper prices and the Company's capital requirements during the relevant period. During the second quarter of 2017, the Company spent \$0.5 million to purchase copper put options. The following table shows the commodity contracts that were outstanding as at the date of this MD&A.

	<b>Notional amount</b>	<b>Strike price</b>	<b>Term to maturity</b>	<b>Original cost</b>
<b>At August 1, 2017</b>				
Copper put options	10 million lbs	US\$2.40 per lb	Q3 2017	\$0.3 million
Copper put options	30 million lbs	US\$2.70 per lb	Q4 2017 and Q1 2018	\$2.0 million

#### *Commitments and contingencies*

##### *Commitments*

At June 30, 2017, the Company has committed to a capital expenditure of \$12 million for mine haul trucks and this equipment is expected to be acquired under capital leases during the third quarter of 2017.

##### *Contingencies*

The Company has guaranteed 100% of certain capital lease and equipment loans entered into by the Gibraltar joint venture in which it holds a 75% interest. As a result, the Company has guaranteed the joint venture partner's 25% share of this debt which amounted to \$7.7 million as at June 30, 2017.

# TASEKO MINES LIMITED

## Management's Discussion and Analysis

### SUMMARY OF QUARTERLY RESULTS

(Cdn\$ in thousands, except per share amounts)	2017		2016				2015	
	Q2	Q1	Q4	Q3	Q2	Q1	Q4	Q3
Revenues	99,994	104,389	94,628	55,964	55,090	58,183	61,412	80,067
Net earnings (loss)	5,247	16,479	5,113	(15,610)	(19,384)	(1,515)	(23,441)	(17,722)
Basic EPS	0.02	0.07	0.02	(0.07)	(0.09)	(0.01)	(0.10)	(0.08)
Adjusted net earnings (loss) *	14,305	15,254	16,404	(10,423)	(19,758)	(18,083)	(13,112)	(1,586)
Adjusted basic EPS *	0.06	0.07	0.07	(0.05)	(0.09)	(0.08)	(0.06)	(0.01)
EBITDA *	43,805	49,145	32,312	4,064	(7,858)	11,002	(9,162)	3,395
Adjusted EBITDA *	42,820	47,934	44,477	9,285	(7,642)	(4,492)	1,415	19,514

(US\$ per pound, except where indicated)

Realized copper price *	2.61	2.72	2.54	2.15	2.13	2.12	2.01	2.26
Total operating costs *	1.31	1.33	1.48	1.89	2.07	2.11	1.85	1.76
Copper sales (million pounds)	30.5	30.6	30.3	22.4	22.8	22.9	25.0	30.4

\*Non-GAAP performance measure. See page 21 of this MD&A.

Financial results for the last eight quarters reflect: volatile copper and molybdenum prices and foreign exchange rates that impact realized sale prices; and variability in the quarterly sales volumes due to copper grades and timing of shipments which impacts revenue recognition.

### CRITICAL ACCOUNTING POLICIES AND ESTIMATES

The Company's significant accounting policies are presented in Note 2.5 of the 2016 annual consolidated financial statements and Note 2 of the June 30, 2017 condensed consolidated interim financial statements. The preparation of the financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In the process of applying the Company's accounting policies, significant areas where judgment is required include the determination of a joint arrangement and recovery of other deferred tax assets and deferred revenue determination.

Other significant areas of estimation include reserve and resource estimation and asset valuations; ore stock piles and finished inventory quantities; plant and equipment lives; tax provisions; provisions for environmental rehabilitation; valuation of financial instruments and derivatives; deferred stripping costs and share-based compensation. Key estimates and assumptions made by management with respect to these areas have been disclosed in the notes to these consolidated financial statements as appropriate.

The accuracy of reserve and resource estimates is a function of the quantity and quality of available data and the assumptions made and judgment used in the engineering and geological interpretation, and may be subject to revision based on various factors. Changes in reserve and resource estimates may impact the carrying value of property, plant and equipment; the calculation of depreciation expense; the capitalization of stripping costs incurred during production; and the timing of cash flows related to the provision for environmental rehabilitation.

## TASEKO MINES LIMITED

### Management's Discussion and Analysis

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Changes in forecast prices of commodities, exchange rates, production costs and recovery rates may change the economic status of reserves and resources. Forecast prices of commodities, exchange rates, production costs and recovery rates, and discount rates assumptions, either individually or collectively, may impact the carrying value of derivative financial instruments, inventories, property, plant and equipment, and intangibles, as well as the measurement of impairment charges or reversals.

### INTERNAL CONTROLS OVER FINANCIAL REPORTING AND DISCLOSURE CONTROLS AND PROCEDURES

The Company's management is responsible for establishing and maintaining adequate internal control over financial reporting and disclosure controls and procedures.

The Company's internal control system over financial reporting is designed to provide reasonable assurance to management and the Board of Directors regarding the preparation and fair presentation of published financial statements. Internal control over financial reporting includes those policies and procedures that:

- (1) pertain to the maintenance of records that in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with IFRS, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Company's assets that could have a material effect on the financial statements.

The Company's internal control system over disclosure controls and procedures is designed to provide reasonable assurance that material information relating to the Company is made known to management and disclosed to others and information required to be disclosed by the Company in its annual filings, interim filings or other reports filed or submitted by us under securities legislation is recorded, processed, summarized and reported within the time periods specified in the securities legislation.

All internal control systems, no matter how well designed, have inherent limitations. Therefore, even those systems determined effective can provide only reasonable assurance with respect to financial reporting and disclosure.

There have been no changes in our internal controls over financial reporting and disclosure controls and procedures during the period ended June 30, 2017 that have materially affected, or are reasonably likely to materially affect, internal control over financial reporting and disclosure.

### RELATED PARTY TRANSACTIONS

#### *Key management personnel*

Key management personnel include the members of the Board of Directors and executive officers of the Company.

The Company contributes to a post-employment defined contribution pension plan on the behalf of certain key management personnel. This retirement compensation arrangement ("RCA Trust") was established to provide benefits to certain executive officers on or after retirement in recognition of their long service. Upon retirement, the participant is entitled to the distribution of the accumulated value of the contributions under the RCA Trust.

## TASEKO MINES LIMITED

### Management's Discussion and Analysis

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Obligations for contributions to the defined contribution pension plan are recognized as compensation expense in the periods during which services are rendered by the executive officers.

Certain executive officers are entitled to termination and change in control benefits. In the event of termination without cause, other than a change in control, these executive officers are entitled to an amount ranging from 9-months' to 18-months' salary. In the event of a change in control, if a termination without cause or a resignation occurs within 12 months following the change of control, these executive officers are entitled to receive, among other things, an amount ranging from 24-months' to 32-months' salary and accrued bonus, and all stock options held by these individuals will fully vest.

Executive officers and directors also participate in the Company's share-based compensation program (refer to Note 15 of the unaudited condensed consolidated interim financial statements).

Compensation for key management personnel (including all members of the Board of Directors and executive officers) is as follows:

(Cdn\$ in thousands, except per share amounts)	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
Salaries and benefits	808	1,468	3,472	3,490
Post-employment benefits	373	165	746	564
Share-based compensation	130	384	3,350	3,009
	1,311	2,017	7,568	7,063

#### *Other related parties*

Three directors of the Company are also principals of Hunter Dickinson Services Inc. ("HDSI"), a private company. HDSI invoices the Company for their executive services (director fees) and for other services provided by HDSI. For the three month period ended June 30, 2017, the Company incurred total costs of \$0.4 million (Q2 2016: \$0.4 million) in transactions with HDSI. Of these, \$0.2 million (Q2 2016: \$0.2 million) related to administrative, legal, exploration and tax services, \$0.2 million related to reimbursements of office rent costs (Q2 2016: \$0.2 million), and \$0.1 million (Q2 2016: \$0.1 million) related to director fees for two Taseko directors who are also principals of HDSI.

For the six month period ended June 30, 2017, the Company incurred total costs of \$0.8 million (2016: \$0.8 million) in transactions with HDSI. Of these, \$0.4 million (2016: \$0.4 million) related to administrative, legal, exploration and tax services, \$0.3 million related to reimbursements of office rent costs (2016: \$0.3 million), and \$0.1 million (2016: \$0.1 million) related to director fees for two Taseko directors who are also principals of HDSI.

Under the terms of the joint venture operating agreement, the Gibraltar Joint Venture pays the Company a management fee for services rendered by the Company as operator of the Gibraltar Mine. In addition, the Company pays certain expenses on behalf of the Gibraltar Joint Venture and invoices the Joint Venture for these expenses.

## TASEKO MINES LIMITED

### Management's Discussion and Analysis

#### NON-GAAP PERFORMANCE MEASURES

This document includes certain non-GAAP performance measures that do not have a standardized meaning prescribed by IFRS. These measures may differ from those used by, and may not be comparable to such measures as reported by, other issuers. The Company believes that these measures are commonly used by certain investors, in conjunction with conventional IFRS measures, to enhance their understanding of the Company's performance. These measures have been derived from the Company's financial statements and applied on a consistent basis. The following tables below provide a reconciliation of these non-GAAP measures to the most directly comparable IFRS measure.

#### *Total operating costs and site operating costs, net of by-product credits*

Total costs of sales include all costs absorbed into inventory, as well as transportation costs. Site operating costs is calculated by removing net changes in inventory and depletion and amortization and transportation costs from cost of sales. Site operating costs, net of by-product credits is calculated by removing by-product credits from the site operating costs. Site operating costs, net of by-product credits per pound are calculated by dividing the aggregate of the applicable costs by copper pounds produced. Total operating costs per pound is the sum of site operating costs, net of by-product credits and off-property costs divided by the copper pounds produced. By-product credits are calculated based on actual sales of molybdenum (net of treatment costs) and silver during the period divided by the total pounds of copper produced during the period. These measures are calculated on a consistent basis for the periods presented.

(Cdn\$ in thousands, unless otherwise indicated) – 75% basis	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
Cost of sales	65,333	72,392	125,872	144,389
Less:				
Depletion and amortization	(11,799)	(14,138)	(21,376)	(27,648)
Net change in inventory	(4,998)	(1,833)	(3,593)	(2,920)
Transportation costs	(5,492)	(4,012)	(10,709)	(7,605)
Site operating costs	43,044	52,409	90,194	106,216
Less by-product credits:				
Molybdenum, net of treatment costs	(4,335)	-	(10,142)	-
Silver, excluding amortization of deferred revenue	(82)	(926)	(530)	(1,842)
Site operating costs, net of by-product credits	38,627	51,483	79,522	104,374
Total copper produced (thousand pounds)	29,531	22,973	60,474	44,588
Total costs per pound produced	1.31	2.24	1.31	2.34
Average exchange rate for the period (CAD/USD)	1.34	1.29	1.33	1.33
<b>Site operating costs, net of by-product credits (US\$ per pound)</b>	<b>0.97</b>	<b>1.74</b>	<b>0.99</b>	<b>1.76</b>
Site operating costs, net of by-product credits	38,627	51,483	79,522	104,374
Add off-property costs:				
Treatment and refining costs of copper concentrate	8,066	5,765	16,522	12,079
Transportation costs	5,492	4,012	10,709	7,605
Total operating costs	52,185	61,260	106,753	124,058
<b>Total operating costs (C1) (US\$ per pound)</b>	<b>1.31</b>	<b>2.07</b>	<b>1.32</b>	<b>2.09</b>

## TASEKO MINES LIMITED

### Management's Discussion and Analysis

#### *Adjusted net income (loss)*

Adjusted net income (loss) remove the effect of the following transactions from net income as reported under IFRS:

- Unrealized gains/losses on copper put options;
- Unrealized foreign currency gains/losses;
- Loss on settlement of long-term debt; and
- Non-recurring transactions, including related tax adjustments.

Management believes these transactions do not reflect the underlying operating performance of our core mining business and are not necessarily indicative of future operating results. Furthermore, unrealized gains/losses on derivative instruments, changes in the fair value of financial instruments, and unrealized foreign currency gains/losses are not necessarily reflective of the underlying operating results for the reporting periods presented.

(\$ in thousands, except per share amounts)	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
<b>Net income (loss)</b>	<b>5,247</b>	<b>(19,384)</b>	<b>21,726</b>	<b>(20,899)</b>
Unrealized (gain) loss on copper put options	373	(163)	425	-
Loss on copper call option	4,891	453	6,305	991
Unrealized foreign exchange gain	(6,249)	(2,052)	(8,926)	(21,677)
Loss on settlement of long-term debt	13,102	-	13,102	-
Other non-recurring expenses*	-	1,978	-	5,408
Estimated tax effect of adjustments	(3,059)	(590)	(3,072)	(1,664)
<b>Adjusted net income (loss)</b>	<b>14,305</b>	<b>(19,758)</b>	<b>29,560</b>	<b>(37,841)</b>
<b>Adjusted EPS</b>	<b>0.06</b>	<b>(0.09)</b>	<b>0.13</b>	<b>(0.17)</b>

\* Other non-recurring expenses includes legal and other advisory costs associated with the special shareholder meeting, the proxy contest and related litigation, and other non-recurring financing costs.

#### *EBITDA and adjusted EBITDA*

EBITDA represents net income before interest, income taxes, and depreciation. EBITDA is presented because it is an important supplemental measure of our performance and is frequently used by securities analysts, investors and other interested parties in the evaluation of companies in the industry, many of which present EBITDA when reporting their results. Issuers of "high yield" securities also present EBITDA because investors, analysts and rating agencies consider it useful in measuring the ability of those issuers to meet debt service obligations. The Company believes EBITDA is an appropriate supplemental measure of debt service capacity, because cash expenditures on interest are, by definition, available to pay interest, and tax expense is inversely correlated to interest expense because tax expense goes down as deductible interest expense goes up; depreciation is a non-cash charge.

Adjusted EBITDA is presented as a further supplemental measure of the Company's performance and ability to service debt. Adjusted EBITDA is prepared by adjusting EBITDA to eliminate the impact of a number of items that are not considered indicative of ongoing operating performance.

Adjusted EBITDA is calculated by adding to EBITDA certain items of expense and deducting from EBITDA certain items of income that are not likely to recur or are not indicative of the Company's future operating performance consisting of:

## TASEKO MINES LIMITED

### Management's Discussion and Analysis

- Unrealized gains/losses on copper put options;
- Loss on copper call option;
- Unrealized foreign exchange gains/losses; and
- Non-recurring transactions.

While some of the adjustments are recurring, other non-recurring expenses do not reflect the underlying performance of the Company's core mining business and are not necessarily indicative of future results. Furthermore, unrealized gains/losses on derivative instruments, and unrealized foreign currency translation gains/losses are not necessarily reflective of the underlying operating results for the reporting periods presented.

(\$ in thousands)	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
<b>Net income (loss)</b>	<b>5,247</b>	<b>(19,384)</b>	<b>21,726</b>	<b>(20,899)</b>
Add:				
Depletion and amortization	11,799	14,136	21,376	27,733
Amortization of share-based compensation expense	170	406	3,529	2,047
Finance expense	21,319	7,180	29,353	14,015
Finance income	(470)	(252)	(801)	(508)
Income tax expense (recovery)	5,740	(9,944)	17,767	(19,244)
<b>EBITDA</b>	<b>43,805</b>	<b>(7,858)</b>	<b>92,950</b>	<b>3,144</b>
Adjustments:				
Unrealized (gain) loss on copper put options	373	(163)	425	-
Loss on copper call option	4,891	453	6,305	991
Unrealized foreign exchange gain	(6,249)	(2,052)	(8,926)	(21,677)
Other non-recurring expenses*	-	1,978	-	5,408
<b>Adjusted EBITDA</b>	<b>42,820</b>	<b>(7,642)</b>	<b>90,754</b>	<b>(12,134)</b>

\* Other non-recurring expenses includes legal and other advisory costs associated with the special shareholder meeting, the proxy contest and related litigation, and other non-recurring financing costs.

#### *Earnings (loss) from mining operations before depletion and amortization*

Earnings (loss) from mining operations before depletion and amortization is earnings from mining operations with depletion and amortization added back. The Company discloses this measure, which has been derived from our financial statements and applied on a consistent basis, to provide assistance in understanding the results of the Company's operations and financial position and it is meant to provide further information about the financial results to investors.

## TASEKO MINES LIMITED

### Management's Discussion and Analysis

(Cdn\$ in thousands)	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
<b>Earnings (loss) from mining operations</b>	<b>34,661</b>	<b>(17,302)</b>	<b>78,511</b>	<b>(31,116)</b>
Add:				
Depletion and amortization	11,799	14,138	21,376	27,648
<b>Earnings (loss) from mining operations before depletion and amortization</b>	<b>46,460</b>	<b>(3,164)</b>	<b>99,887</b>	<b>(3,468)</b>

#### *Site operating costs per ton milled*

(Cdn\$ in thousands, except per ton milled amounts)	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
<b>Site operating costs (included in cost of sales)</b>	<b>43,044</b>	<b>52,409</b>	<b>90,194</b>	<b>106,216</b>
Tons milled (thousands) (75% basis)	5,611	5,417	11,100	11,024
<b>Site operating costs per ton milled</b>	<b>\$7.67</b>	<b>\$9.67</b>	<b>\$8.13</b>	<b>\$9.63</b>



Condensed Consolidated Interim Financial Statements  
June 30, 2017  
(Unaudited)

## TASEKO MINES LIMITED

### Condensed Consolidated Statements of Comprehensive Income (Loss)

(Cdn\$ in thousands, except share and per share amounts)

(Unaudited)

	Note	Three months ended June 30,		Six months ended June 30,	
		2017	2016	2017	2016
Revenues	3	99,994	55,090	204,383	113,273
Cost of sales					
Production costs	4	(53,534)	(58,254)	(104,496)	(116,741)
Depletion and amortization	4	(11,799)	(14,138)	(21,376)	(27,648)
Earnings (loss) from mining operations		34,661	(17,302)	78,511	(31,116)
General and administrative		(2,590)	(3,030)	(7,760)	(6,851)
Share-based compensation	15b	(152)	(385)	(3,442)	(1,993)
Exploration and evaluation		(484)	(590)	(959)	(1,249)
Loss on derivatives	5	(5,694)	(803)	(7,315)	(1,995)
Other income (expenses)	7	322	(1,722)	546	(4,659)
Income (loss) before financing costs and income taxes		26,063	(23,832)	59,581	(47,863)
Finance expenses	6,12	(21,319)	(7,180)	(29,353)	(14,015)
Finance income		470	252	801	508
Foreign exchange gains		5,773	1,432	8,464	21,227
Income (loss) before income taxes		10,987	(29,328)	39,493	(40,143)
Income tax (expense) recovery	8	(5,740)	9,944	(17,767)	19,244
<b>Net income (loss)</b>		<b>5,247</b>	<b>(19,384)</b>	<b>21,726</b>	<b>(20,899)</b>
Other comprehensive income (loss), net of tax					
Unrealized gain (loss) on available-for-sale financial assets	9	(1,164)	818	(434)	1,398
Foreign currency translation reserve		(2,865)	(574)	(3,912)	(7,861)
<b>Total other comprehensive income (loss)</b>		<b>(4,029)</b>	<b>244</b>	<b>(4,346)</b>	<b>(6,463)</b>
<b>Total comprehensive income (loss)</b>		<b>1,218</b>	<b>(19,140)</b>	<b>17,380</b>	<b>(27,362)</b>
<b>Earnings (loss) per share</b>					
Basic		0.02	(0.09)	0.10	(0.09)
Diluted		0.02	(0.09)	0.10	(0.09)
<b>Weighted average shares outstanding (thousands)</b>					
Basic		226,182	221,822	224,756	221,816
Diluted		228,931	221,822	227,542	221,816

The accompanying notes are an integral part of these consolidated interim financial statements.

## TASEKO MINES LIMITED

### Condensed Consolidated Statements of Cash Flows

(Cdn\$ in thousands)

(Unaudited)

	Note	Three months ended June 30,		Six months ended June 30,	
		2017	2016	2017	2016
<b>Operating activities</b>					
Net income (loss) for the period		5,247	(19,384)	21,726	(20,899)
Adjustments for:					
Depletion and amortization		11,799	14,136	21,376	27,733
Income tax expense (recovery)	8	5,740	(9,944)	17,767	(19,244)
Share-based compensation expense	15b	170	406	3,529	2,047
Loss on derivatives	5	5,694	803	7,315	1,995
Finance expenses, net	6,12	20,849	6,928	28,552	13,507
Unrealized foreign exchange gains		(6,249)	(2,052)	(8,926)	(21,677)
Deferred revenue deposit	13	-	-	44,151	-
Amortization of deferred revenue	13	(411)	-	(730)	-
Deferred electricity payments (repayments)	14	(505)	3,645	(1,049)	4,799
Other operating activities		(580)	-	(552)	(32)
Net change in non-cash working capital	17	20,537	1,251	8,897	3,454
Cash provided by (used for) operating activities		62,291	(4,211)	142,056	(8,317)
<b>Investing activities</b>					
Purchase of property, plant and equipment	11	(24,469)	(4,409)	(39,908)	(6,004)
Purchase of copper put options	5	(504)	-	(934)	(928)
Proceeds from copper put options		-	94	-	2,352
Other investing activities		160	52	287	412
Cash used for investing activities		(24,813)	(4,263)	(40,555)	(4,168)
<b>Financing activities</b>					
Net proceeds from issuance of senior secured notes	12a	317,714	-	317,714	-
Repayment of senior notes	12b	(264,180)	-	(264,180)	-
Repayment of senior secured credit facility	12c	(92,463)	-	(92,463)	-
Settlement of copper call option	12c,14	(15,745)	-	(15,745)	-
Interest paid	6,12	(28,295)	(10,563)	(28,906)	(11,215)
Repayment of capital leases and equipment loans		(4,475)	(4,377)	(9,037)	(7,623)
Proceeds on exercise of options and warrants	15a	68	4	2,294	7
Proceeds from senior secured credit facility	12c	-	47,161	-	93,605
Financing costs for senior secured credit facility	12c	-	(1,177)	-	(4,346)
Repayment of Curis secured loan	12c	-	-	-	(43,767)
Cash provided by (used for) financing activities		(87,376)	31,048	(90,323)	26,661
Effect of exchange rate changes on cash and equivalents		(2,351)	764	(3,163)	(950)
Increase (decrease) in cash and equivalents		(52,249)	23,338	8,015	13,226
Cash and equivalents, beginning of period		149,294	58,409	89,030	68,521
<b>Cash and equivalents, end of period</b>		<b>97,045</b>	<b>81,747</b>	<b>97,045</b>	<b>81,747</b>

Supplementary cash flow disclosures (Note 17)

The accompanying notes are an integral part of these consolidated interim financial statements.

## TASEKO MINES LIMITED

### Condensed Consolidated Balance Sheets

(Cdn\$ in thousands)

(Unaudited)

	Note	June 30, 2017	December 31, 2016
<b>ASSETS</b>			
Current assets			
Cash and equivalents		97,045	89,030
Accounts receivable		11,936	12,905
Other financial assets	9	1,298	1,574
Inventories	10	55,425	60,550
Prepays		2,251	1,268
		167,955	165,327
Property, plant and equipment	11	763,687	730,208
Other financial assets	9	48,575	48,368
Goodwill		5,351	5,536
		<b>985,568</b>	<b>949,439</b>
<b>LIABILITIES</b>			
Current liabilities			
Accounts payable and other liabilities		40,294	33,416
Current income tax payable		569	889
Current portion of long-term debt	12	12,300	16,157
Current portion of deferred revenue	13	1,785	-
Interest payable on senior notes		1,183	4,336
		56,131	54,798
Long-term debt	12	322,941	373,133
Provision for environmental rehabilitation ("PER")	11	113,126	98,454
Deferred and other tax liabilities		78,592	62,202
Deferred revenue	13	39,759	-
Other financial liabilities	14	13,076	21,913
		623,625	610,500
<b>EQUITY</b>			
Share capital	15	421,201	417,975
Contributed surplus		48,145	45,747
Accumulated other comprehensive income ("AOCI")		8,011	12,357
Deficit		(115,414)	(137,140)
		361,943	338,939
		<b>985,568</b>	<b>949,439</b>
Commitments and contingencies	13,16		
Subsequent event	20		

The accompanying notes are an integral part of these consolidated interim financial statements.

## TASEKO MINES LIMITED

### Condensed Consolidated Statements of Changes in Equity

(Cdn\$ in thousands)

(Unaudited)

	Share capital	Contributed surplus	AOCI	Deficit	Total
Balance at January 1, 2016	417,944	42,558	15,582	(105,744)	370,340
Issuance of warrants	-	830	-	-	830
Share-based compensation	-	1,464	-	-	1,464
Exercise of options	10	(2)	-	-	8
Total comprehensive loss for the period	-	-	(6,463)	(20,899)	(27,362)
<b>Balance at June 30, 2016</b>	<b>417,954</b>	<b>44,850</b>	<b>9,119</b>	<b>(126,643)</b>	<b>345,280</b>
Balance at January 1, 2017	417,975	45,747	12,357	(137,140)	338,939
Issuance of warrants	-	1,876	-	-	1,876
Share-based compensation	-	1,877	-	-	1,877
Exercise of options and warrants	3,226	(932)	-	-	2,294
Settlement of performance share units	-	(423)	-	-	(423)
Total comprehensive income (loss) for the period	-	-	(4,346)	21,726	17,380
<b>Balance at June 30, 2017</b>	<b>421,201</b>	<b>48,145</b>	<b>8,011</b>	<b>(115,414)</b>	<b>361,943</b>

The accompanying notes are an integral part of these consolidated interim financial statements.

# TASEKO MINES LIMITED

## Notes to Condensed Consolidated Interim Financial Statements

(Cdn\$ in thousands - unaudited)

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### 1. REPORTING ENTITY

Taseko Mines Limited (the Company) is a corporation governed by the *British Columbia Business Corporations Act*. The unaudited condensed consolidated interim financial statements of the Company as at and for the three and six month periods ended June 30, 2017 comprise the Company, its subsidiaries and its 75% interest in the Gibraltar joint arrangement since its formation on March 31, 2010. The Company is principally engaged in the production and sale of metals, as well as related activities including exploration and mine development, within the province of British Columbia, Canada and the state of Arizona, USA. Seasonality does not have a significant impact on the Company's operations.

### 2. SIGNIFICANT ACCOUNTING POLICIES

#### (a) *Statement of compliance*

These condensed consolidated interim financial statements have been prepared in accordance with IAS 34, *Interim Financial Reporting* and follow the same accounting policies and methods of application as the Company's most recent annual financial statements, except as to the accounting policy for deferred revenue as disclosed in Note 13. These condensed consolidated interim financial statements do not include all of the information required for full consolidated annual financial statements and should be read in conjunction with the consolidated financial statements of the Company as at and for the year ended December 31, 2016, prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

These condensed consolidated interim financial statements were authorized for issue by the Company's Board of Directors on August 1, 2017.

#### (b) *Use of judgments and estimates*

In preparing these interim condensed consolidated financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

The significant judgments made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those applied to the consolidated financial statements as at the year ended December 31, 2016, except for new judgments in the determination of the amounts received and paid in the silver purchase and sale agreement presented as deferred revenue (Note 13).

#### (c) *New accounting standards*

The Company has not applied the following revised or new IFRS that have been issued but were not yet effective at June 30, 2017:

- *IFRS 9, Financial Instruments* as issued, reflects the first phase of the IASB's work on the replacement of IAS 39 and applies to classification and measurement of financial assets and financial liabilities, as defined in IAS 39. The standard was initially effective for annual periods beginning on or after January 1, 2013, but Amendments to IFRS 9 Mandatory Effective Date of IFRS 9 and Transition Disclosures, issued in December 2011, moved the mandatory effective date to January 1, 2018. The Company will evaluate the impact of the change to the financial statements based on the characteristics of financial instruments outstanding at the time of adoption.

## TASEKO MINES LIMITED

### Notes to Condensed Consolidated Interim Financial Statements

(Cdn\$ in thousands - unaudited)

- On May 28, 2014, the IASB issued IFRS 15 *Revenue from Contracts with Customers*. The standard contains a single model that applies to contracts with customers and two approaches to recognizing revenue: at a point in time or over time. New estimates and judgmental thresholds have been introduced, which may affect the amount and/or timing of revenue recognized. The Company intends to adopt IFRS 15 in its financial statements for the annual period beginning on January 1, 2018. The Company has not yet determined the impact of this standard on its consolidated financial statements.
- In January 2016, the IASB issued IFRS 16 *Leases*. IFRS 16 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract, i.e. the customer ('lessee') and the supplier ('lessor'). IFRS 16 is effective from January 1, 2019. A company can choose to apply IFRS 16 before that date but only if it also applies IFRS 15 *Revenue from Contracts with Customers*. The Company has not yet determined the impact of this standard on its consolidated financial statements.

### 3. REVENUE

	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
Copper contained in concentrate	103,232	59,929	209,503	123,510
Molybdenum concentrate	5,850	-	13,255	-
Silver	493	926	1,260	1,842
Total gross revenue	109,575	60,855	224,018	125,352
Less: Treatment and refining costs	(9,581)	(5,765)	(19,635)	(12,079)
Revenue	99,994	55,090	204,383	113,273

### 4. COST OF SALES

	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
Site operating costs	43,044	52,409	90,194	106,216
Transportation costs	5,492	4,012	10,709	7,605
Changes in inventories of finished goods and ore stockpiles	4,998	1,833	3,593	2,920
Production costs	53,534	58,254	104,496	116,741
Depletion and amortization	11,799	14,138	21,376	27,648
Cost of sales	65,333	72,392	125,872	144,389

Cost of sales consists of site operating costs (which include personnel costs, mine site supervisory costs, non-capitalized stripping costs, repair and maintenance costs, consumables, operating supplies and external services), transportation costs, and depletion and amortization.

## TASEKO MINES LIMITED

### Notes to Condensed Consolidated Interim Financial Statements

(Cdn\$ in thousands - unaudited)

#### 5. DERIVATIVE INSTRUMENTS

During the three month period ended June 30, 2017, the Company purchased copper put option contracts for 15 million pounds of copper for the third quarter of 2017. The total cost of these contracts was \$504. The outstanding options at June 30, 2017 are summarized in the following table:

	Notional amount	Strike price	Term to maturity	Fair value asset
Copper put option contracts	15 million lbs	US\$2.40 per lb	Q3 2017	79

The following table outlines the gains and losses associated with derivative instruments:

	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
Realized loss on copper put options	430	513	585	1,004
Unrealized loss (gain) on copper put options	373	(163)	425	-
Change in fair value of copper call option (Note 12c)	4,891	453	6,305	991
	5,694	803	7,315	1,995

In June 2017, the Company settled the copper call option obligation with a payment of \$15,745 to the senior secured credit facility lender (see Note 12c).

#### 6. FINANCE EXPENSES

	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
Interest expense	7,628	6,601	15,114	12,781
Accretion on PER	589	579	1,137	1,234
Loss on settlement of long-term debt	13,102	-	13,102	-
	21,319	7,180	29,353	14,015

As part of a refinancing completed in June 2017, the Company redeemed its \$US200 million senior notes and repaid its senior secured credit facility (see Note 12). The settlement of long-term debt resulted in a loss of \$13,102, which includes a write-off of deferred financing costs relating to the settled debt of \$9,203 and additional interest costs of \$3,899 which were paid in lieu of notice to the noteholders and senior secured lender.

#### 7. OTHER EXPENSES (INCOME)

	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
Management fee income	(291)	(220)	(584)	(454)
Other operating income	(31)	(36)	(44)	(263)
Loss (gain) on sale of property, plant and equipment	-	-	82	(32)
Special shareholder meeting costs	-	1,978	-	4,792
Other financing costs	-	-	-	616
	(322)	1,722	(546)	4,659

## TASEKO MINES LIMITED

### Notes to Condensed Consolidated Interim Financial Statements

(Cdn\$ in thousands - unaudited)

#### 8. INCOME TAX

	Three months ended		Six months ended	
	June 30,		June 30,	
	2017	2016	2017	2016
Current expense	328	-	976	-
Deferred expense (recovery)	5,412	(9,944)	16,791	(19,244)
	5,740	(9,944)	17,767	(19,244)

#### 9. OTHER FINANCIAL ASSETS

	June 30, 2017	December 31, 2016
Current:		
Marketable securities	1,219	1,419
Copper put option contracts (Note 5)	79	155
	1,298	1,574
Long-term:		
Subscription receipts	10,333	10,333
Reclamation deposits	30,742	30,535
Cash	7,500	7,500
	48,575	48,368

#### 10. INVENTORIES

	June 30, 2017	December 31, 2016
Ore stockpiles	23,036	28,186
Copper concentrate	5,928	5,741
Molybdenum concentrate	175	106
Materials and supplies	26,286	26,517
	55,425	60,550

#### 11. PROPERTY, PLANT & EQUIPMENT

During the three month period ended June 30, 2017, the Company capitalized stripping costs of \$19,686, including \$1,590 of depreciation on mining assets, and incurred other capital expenditures for Gibraltar of \$3,083. In addition, the Company capitalized development costs of \$3,704 for the Florence Copper and \$393 for the Aley Niobium projects. The Company also capitalized interest of \$1,218 during the three month period ended June 30, 2017, related to the Florence Copper Project.

During the six month period ended June 30, 2017, the Company capitalized stripping costs of \$31,313, including \$2,615 of depreciation on mining assets, and incurred other capital expenditures for Gibraltar of \$4,769. In addition, the Company capitalized development costs of \$6,696 for the Florence Copper and \$714 for the Aley

## TASEKO MINES LIMITED

### Notes to Condensed Consolidated Interim Financial Statements

(Cdn\$ in thousands - unaudited)

Niobium projects. The Company also capitalized interest of \$2,602 during the six month period ended June 30, 2017, related to the Florence Copper Project.

The rehabilitation cost asset increased by \$13,790 for the six month period ended June 30, 2017, as a result of changes in estimates during the period including an increase in estimated costs and market driven discount rate changes.

## 12. DEBT

	June 30, 2017		December 31, 2016	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Current:				
Capital leases	8,044	8,000	8,059	8,150
Secured equipment loans	4,256	4,318	8,098	8,073
	12,300	12,318	16,157	16,223
Long-term:				
Senior secured notes (Note 12a)	311,995	324,425	-	-
Capital leases	8,606	8,559	11,917	12,051
Secured equipment loans	2,340	2,482	3,298	3,303
Senior notes (Note 12b)	-	-	266,435	223,026
Senior secured credit facility (Note 12c)	-	-	91,483	91,933
	322,941	335,466	373,133	330,313

### (a) Senior secured notes

In June 2017, the Company completed an offering of US\$250,000 aggregate principal amount of senior secured notes ("the Notes"). The Notes mature on June 15, 2022 and bear interest at an annual rate of 8.750%, payable semi-annually on June 15 and December 15, commencing on December 15, 2017. The Notes were issued at 99% of par value and the Company incurred other transaction costs of \$9,209 resulting in net proceeds from the offering of \$317,714 (US\$240,552). The net proceeds were used, along with cash on hand, to redeem the senior notes (Note 12b) and to repay the senior secured credit facility and to settle the related copper call option (Note 12c),

The Notes are secured by liens on the shares of Taseko's wholly-owned subsidiary, Gibraltar Mines Ltd., and the subsidiary's rights under the joint venture agreement relating to the Gibraltar mine. The Notes are guaranteed by each of Taseko's existing and future restricted subsidiaries, other than certain immaterial subsidiaries. The Company is able to incur limited amounts of additional secured and unsecured debt under certain conditions as defined in the Note indenture. The Company is also subject to certain restrictions on asset sales, issuance of preferred stock, dividends and other restricted payments. However, there are no maintenance covenants with respect to the Company's financial performance.

The Company may redeem some or all of the Notes at any time on or after June 15, 2019, at redemption prices ranging from 104.375% to 100%, plus accrued and unpaid interest to the date of redemption. Prior to June 15, 2019, all or part of the notes may be redeemed at 100%, plus a make-whole premium, plus accrued and unpaid interest to the date of redemption. In addition, until June 15, 2019, the Company may redeem up to 35% of the aggregate principal amount of the notes, in an amount not greater than the net proceeds of certain equity

## TASEKO MINES LIMITED

### Notes to Condensed Consolidated Interim Financial Statements

(Cdn\$ in thousands - unaudited)

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offerings, at a redemption price of 108.750%, plus accrued and unpaid interest to the date of redemption. On a change of control, the Notes are redeemable at the option of the holder at a price of 101%.

#### *(b) Senior notes*

In April 2011, the Company completed a public offering of US\$200,000 in senior unsecured notes. On June 14, 2017, the senior unsecured notes were redeemed at 100% of par value plus accrued interest to the redemption date for a total cost of \$269,185 (US\$203.8 million).

The unsecured notes were scheduled to mature on April 15, 2019 and were bearing interest at a fixed annual rate of 7.75%, payable semi-annually. The notes were unsecured obligations guaranteed by the Company's subsidiaries and the subsidiary guarantees were, in turn, guaranteed by the Company. The notes were redeemable by the Company at par value after April 2017.

#### *(c) Senior secured credit facility*

On January 29, 2016, the Company entered into a US\$70 million senior secured credit facility (the "Facility") with EXP T1 Ltd., an affiliate of Red Kite. Amounts drawn under the Facility accrue interest on a monthly basis at a rate of three-month LIBOR plus 7.5% per annum, subject to a minimum LIBOR of 1% per annum. The loan principal and all accrued interest was payable upon maturity of the Facility on March 29, 2019. The Facility was repayable at any time without penalty and did not impose any off-take obligations on the Company.

The Facility was secured by a first priority charge over substantially all assets of the Company, including the Company's 75% joint venture interest in the Gibraltar Mine, shares in all material subsidiaries and the Florence Copper project assets. The availability of the Facility was subject to conditions and covenants, including maintenance of a minimum working capital balance (as defined in the Facility) of US\$20 million.

The first tranche of the Facility was drawn on January 29, 2016 and the proceeds of \$46,444 (US\$33.2 million) were used to repay an existing secured loan and to pay the arrangement fee and other transaction costs. The remainder of the Facility in the amount of \$47,161 (US\$36.8 million) was drawn during the second quarter of 2016. On June 14, 2017, the Facility plus all accrued interest was fully repaid for \$104,901 (US\$79.4 million).

Upon entering into the Facility in January 2016, the Company issued a call option to the lender for 7,500 tonnes of copper with a strike price of US\$2.04/lb. The call option was to mature in March 2019 with an amount then payable to the lender based on the average copper price during the month of March 2019, subject to a maximum amount of US\$15 million. On June 14, 2017 the Company settled the copper call option obligation with a payment to the lender of \$15,745 (US\$11.9 million), based on the cancellation pay-out amount defined in the Facility agreement.

Upon entering in the Facility, the Company also issued share purchase warrants to acquire 4 million common shares of the Company at any time until May 9, 2019 at an exercise price of \$0.51 per share. These warrants were exercised by the lender during the three month period ended March 31, 2017 (Note 15a).

The Company had incurred total deferred debt financing costs of \$11,257, which included the initial fair value of the copper call option, warrants and other transaction costs. These costs were initially deferred and were being amortized over the life of the loan using the effective interest rate method. The remaining deferred costs were expensed on repayment in June, 2017 (Note 6).

### **13. DEFERRED REVENUE**

On March 3, 2017, the Company entered into a silver stream purchase and sale agreement with Osisko Gold Royalties Ltd. ("Osisko"), whereby the Company received an upfront cash deposit payment of US\$33 million for all of its 75% share of Gibraltar payable silver production until 5.9 million ounces of silver have been delivered to

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Osisko. After that threshold has been met, 35% of Taseko's share of all future payable silver production from Gibraltar will be delivered to Osisko. In addition to the initial deposit, the Company receives cash payments of US\$2.75 per ounce for all silver deliveries made under the agreement.

The Company recorded the initial deposit as deferred revenue and recognizes amounts in revenue as silver is delivered to Osisko. The amortization of deferred revenue is calculated on a per unit basis using the estimated total number of silver ounces expected to be delivered to Osisko over the life of the Gibraltar Mine. The current portion of deferred revenue is an estimate based on deliveries anticipated over the next twelve months.

The silver sale agreement has a minimum term of 50 years and automatically renews for successive 10-year periods as long as Gibraltar mining operations are active. If the initial deposit is not fully reduced through silver deliveries, a cash payment for the remaining amount will be due to Osisko at the expiry date of the agreement. The Company's obligations under the agreement are secured by a pledge of Taseko's 75% interest in the Gibraltar Joint Venture.

In connection with the silver stream transaction, the Company issued share purchase warrants to Osisko to acquire 3 million common shares of the Company at any time until April 1, 2020 at an exercise price of \$2.74 per share. The fair value of the warrants was estimated to be \$1,876 at the date of grant and was measured based on the Black-Scholes valuation model. The fair value was determined using the expected life of 3 years, expected volatility of the Company's common share price of 61%, an expected dividend yield of 0%, and a risk-free interest rate of 0.9%.

The following table summarizes changes in deferred revenue:

Upfront cash deposit	44,151
Issuance of warrants	(1,876)
Amortization of deferred revenue	(731)
Balance, June 30, 2017	41,544

Deferred revenue is reflected in the condensed consolidated interim balance sheets as follows:

	June 30, 2017
Current	1,785
Non-current	39,759
	41,544

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#### 14. OTHER FINANCIAL LIABILITIES

	June 30, 2017	December 31, 2016
Long-term:		
Amounts payable to BC Hydro	9,889	10,938
Deferred share units (Note 15b)	3,187	1,535
Derivative liability – copper call option (Note 12c)	-	9,440
	13,076	21,913

In June 2017 the Company settled the copper call option obligation with a payment of \$15,745 to the senior secured credit facility lender (see Note 12c)

As at June 30, 2017, the Company has deferred electricity payments of \$9,889 under BC Hydro's five-year power rate deferral program for BC mines. Under the program, effective March 1, 2016, the Gibraltar Mine is able to defer up to 75% of electricity costs. The amount of deferral is based on a formula that incorporates the average copper price in Canadian dollars during the preceding month. The balance, plus interest at the prime rate plus 5%, will be repayable on a monthly schedule of up to 75% of the monthly electricity billing, if the average copper price during the preceding month exceeds a threshold amount of \$3.40 per pound. Any remaining deferred balance will be repayable at the end of the five year term. Accordingly, the deferred amounts have been classified as a long-term financial liability. During the three and six month period ended June 30, 2017, the Company made net repayments of \$505 and \$1,049 respectively to BC Hydro.

#### 15. EQUITY

##### (a) Share capital

(thousands of shares)	Common shares
Common shares outstanding at January 1, 2017	221,867
Exercise of warrants (Note 12c)	4,000
Exercise of share options	361
Common shares outstanding at June 30, 2017	226,228

The Company's authorized share capital consists of an unlimited number of common shares with no par value.

##### (b) Share-Based Compensation

(thousands of options)	Options	Average price
Outstanding at January 1, 2017	11,941	1.74
Granted	1,911	1.25
Exercised	(361)	0.70
Expired	(2,179)	2.60
Forfeited	(12)	0.96
Outstanding at June 30, 2017	11,300	1.52

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During the six month period ended June 30, 2017, the Company granted 1,910,500 (2016 – 2,601,000) share options to directors, executives and employees, at an average exercise price of \$1.25 per common share, over a three to five year period. The total fair value of options granted was \$1,165 (2016 – \$442) and had a weighted average grant-date fair value of \$0.61 (2016 – \$0.17) per option.

The fair value at grant date of share options granted is measured based on the Black-Scholes formula. Expected volatility is estimated by considering historic average share price volatility. The inputs used in the measurement of the fair values at grant date of the share-based payment plans are the following:

	<b>Six months ended June 30, 2017</b>
Expected term (years)	4.5
Forfeiture rate	0%
Volatility	61%
Dividend yield	0%
Risk-free interest rate	1%
Weighted-average fair value per option	\$0.61

The Company has other share-based compensation plans in the form of Deferred Share Units (“DSUs”), and Performance Share Units (“PSUs”).

The continuity of DSUs and PSUs issued and outstanding is as follows:

	DSUs	PSUs
Outstanding at January 1, 2017	1,323,371	1,706,792
Granted	620,000	400,000
Settled	-	(242,233)
Outstanding at June 30, 2017	1,943,371	1,864,559

During the three month period ended June 30, 2017, 242,233 of the PSU's issued to executives during the first six months of 2016, in lieu of annual incentive plan payments for 2015, were cash settled at \$1.75 per unit, based on the 5-day volume weighted average price prior to the vesting date.

During the six month period ended June 30, 2017, 620,000 DSUs were issued to directors (2016 - 714,000) and 400,000 PSUs to senior executives (2016 – 1,349,292). The fair value of DSUs and PSUs granted was \$1,301 (2016 - \$1,080), with a weighted average fair value at the grant date of \$1.27 per unit for the DSUs (2016 - \$0.38 per unit) and \$1.27 per unit for the PSUs (2016 ranging between \$0.38 and \$0.74 per unit).

A total share based compensation expense of \$170 and \$3,529 has been recognized for the three and six month periods ended June 30, 2017 (2016: \$406 and \$2,047).

## 16. COMMITMENTS AND CONTINGENCIES

### (a) Commitments

At June 30, 2017, the Company has committed to a capital expenditure of \$12 million for mine haul trucks and this equipment is expected to be acquired under capital leases during the third quarter of 2017. The Company's share of operating commitments totaled \$9,725.

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#### (b) Contingencies

The Company has guaranteed 100% of certain capital lease and equipment loans entered into by the Gibraltar joint venture in which it holds a 75% interest. As a result, the Company has guaranteed the joint venture partner's 25% share of this debt which amounted to \$7,749 as at June 30, 2017.

#### 17. SUPPLEMENTARY CASH FLOW INFORMATION

	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
<b>Change in non-cash working capital items</b>				
Accounts receivable	14,392	4,633	483	2,657
Inventories	4,428	2,220	3,823	728
Prepays	(1,431)	(1,427)	(983)	(630)
Accounts payable and accrued liabilities	4,228	(4,086)	6,668	2,106
Interest payable	(5)	(89)	(19)	(657)
Income tax paid	(1,075)	-	(1,075)	(750)
	20,537	1,251	8,897	3,454
<b>Non-cash investing and financing activities</b>				
Share purchase warrants issued (Note 13)	-	-	1,876	-
Assets acquired under capital lease	880	-	1,042	-
Derivative liability - copper call option (Note 12c)	-	-	-	6,081
Share purchase warrants exercised (Note 12c)	-	-	(830)	830
	880	-	2,088	6,911

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(Cdn\$ in thousands - unaudited)

#### 18. RELATED PARTIES

##### *Related party transactions*

	Transaction value for the three months ended June 30,		Transaction value for the six months ended June 30	
	2017	2016	2017	2016
Hunter Dickinson Services Inc.:				
General and administrative expenses	369	382	723	775
Exploration and evaluation expenses	35	13	73	20
	404	395	796	795
Gibraltar joint venture:				
Management fee income	291	220	584	454
Reimbursable compensation expenses and third party costs	12	82	39	105
	303	302	623	559
			<b>Balance due (to) from as at June 30,</b>	
			<b>2017</b>	<b>2016</b>
Hunter Dickinson Services Inc.			(87)	(46)
Gibraltar Joint Venture			207	236

Three directors of the Company are also principals of Hunter Dickinson Services Inc. (HDSI), a private company. HDSI invoices the Company for their executive services (director fees) and for other services provided by HDSI. For the three month period ended June 30, 2017, the Company incurred total costs of \$404 (Q2 2016: \$395) in transactions with HDSI. Of these, \$178 (Q2 2016: \$171) related to administrative, legal, exploration and tax services, \$156 related to reimbursements of office rent costs (Q2 2016: \$154), and \$70 (Q2 2016: \$70) related to director fees for two Taseko directors who are also principals of HDSI.

For the six month period ended June 30, 2017, the Company incurred total costs of \$796 (2016: \$795) in transactions with HDSI. Of these, \$344 (2016: \$352) related to administrative, legal, exploration and tax services, \$312 related to reimbursements of office rent costs (2016: \$303), and \$140 (2016: \$140) related to director fees for two Taseko directors who are also principals of HDSI.

Under the terms of the joint venture operating agreement, the Gibraltar Joint Venture pays the Company a management fee for services rendered by the Company as operator of the Gibraltar Mine. In addition, the Company pays certain expenses on behalf of the Gibraltar Joint Venture and invoices the Joint Venture for these expenses.

#### 19. FAIR VALUE MEASUREMENTS

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value hierarchy establishes three levels to classify the inputs to valuation techniques used to measure fair value, by reference to the reliability of the inputs used to estimate the fair values.

Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;

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(Cdn\$ in thousands - unaudited)

Level 2 – inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and

Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company has certain financial assets and liabilities that are measured at fair value on a recurring basis and uses the fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value, with Level 1 inputs having the highest priority.

	Level 1	Level 2	Level 3	Total
<b>June 30, 2017</b>				
<i>Financial assets designated as FVTPL</i>				
Copper put option contracts	-	79	-	79
<i>Available-for-sale financial assets</i>				
Marketable securities	1,219	-	-	1,219
Subscription receipts	-	-	10,333	10,333
Reclamation deposits	30,742	-	-	30,742
	31,961	79	10,333	42,373
<b>December 31, 2016</b>				
<i>Financial assets designated as FVTPL</i>				
Copper put option contracts	-	155	-	155
<i>Available-for-sale financial assets</i>				
Marketable securities	1,419	-	-	1,419
Subscription receipts	-	-	10,333	10,333
Reclamation deposits	30,535	-	-	30,535
	31,954	155	10,333	42,442
<i>Financial liabilities</i>				
Copper call option (Note 12b)	-	9,440	-	9,440

There have been no transfers between fair value levels during the reporting period. The carrying value of cash and equivalents, accounts receivable, accounts payable and accrued liabilities approximate their fair value as at June 30, 2017.

The fair value of the senior secured notes, a Level 1 instrument, is determined based upon publicly available information. The fair value of the capital leases and secured equipment loans, Level 2 instruments, are determined through discounting future cash flows at an interest rate of 5.49% based on the relevant loans effective interest rate.

The fair values of the Level 2 instruments are based on broker quotes. Similar contracts are traded in an active market and the broker quotes reflect the actual transactions in similar instruments.

The Company's metal concentrate sales contracts are subject to provisional pricing with the selling price adjusted at the end of the quotational period. At each reporting date, the Company's accounts receivable on these contracts are marked-to-market based on a quoted forward price for which there exists an active commodity market.

The subscription receipts, a Level 3 instrument, are valued based on a third party transaction.

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### Notes to Condensed Consolidated Interim Financial Statements

(Cdn\$ in thousands - unaudited)

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#### *Commodity Price Risk*

Provisional pricing mechanisms embedded within the Company's sales arrangements have the character of a commodity derivative and are carried at fair value as part of accounts receivable. The table below summarizes the impact on revenue and receivables for changes in commodity prices on the fair value of derivatives and the provisionally invoiced sales volumes.

**As at June 30,**

**2017**

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Copper increase/decrease by US\$0.26/lb. <sup>1,2</sup>	4,780
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<sup>1</sup>The analysis is based on the assumption that the period-end copper price increases 10% with all other variables held constant. The closing exchange rate for the quarter ended June 30, 2017 of CAD/USD 1.2977 was used in the analysis.

<sup>2</sup>At June 30, 2017, 14 million pounds of copper in concentrate were exposed to copper price movements.

## **20. SUBSEQUENT EVENTS**

Subsequent to June 30, 2017, the Company purchased copper put option contracts for a total of 30 million pounds of copper with maturities spread evenly over the fourth quarter of 2017 and the first quarter of 2018 at a strike price of US\$2.70 per pound. The total cost of these put options was \$2,026.