

Announces Acquisition of 9.75% Stake in [Labrador Iron Ore Royalty Corp.](#)

Declares Third Consecutive Quarterly Dividend

MONTREAL, QUEBEC--(Marketwired - May 15, 2015) - Osisko Gold Royalties (the "Company" or "Osisko") (TSX:OR) reports today first quarter net earnings¹ of \$10.2 million (\$0.15 per share).

First Quarter Highlights

- Revenues of \$10.6 million;
- Record quarterly gold ounces earned and sold: 6,985;
- Record quarterly silver ounces earned and sold: 7,825;
- Net earnings of \$10.2 million, \$0.15 per share;
- Adjusted earnings⁽¹⁾ of \$8.2 million, \$0.12 per share²;
- Net cash flows provided by operating activities⁽²⁾ of \$5.6;
- Increased cash and cash equivalents by \$173.2 million to \$348.4 million;
- Total value of working capital and marketable securities of \$438.9 million;
- Completed the friendly acquisition of [Virginia Mines Inc.](#);
- Completed bought deal private placement for total gross proceeds of \$200 million;
- Acquired 9.75% of the common shares of [Labrador Iron Ore Royalty Corp.](#) (as of May 14, 2015);
- Dividend of \$0.03 per common share paid on January 15, 2015 to shareholders of record as of the close of business on December 31, 2014;
- Dividend of \$0.03 per common share paid on April 15, 2015 to shareholders of record as of the close of business on March 31, 2015.

Sean Roosen, Chairman and Chief Executive Officer, commenting on the first quarter results:

"In eleven months as a new company, we have strengthened the balance sheet by adding over \$242 million in cash raised through equity issues, acquired the world class Éléonore royalty through a friendly transaction with [Virginia Mines Inc.](#), and are announcing today our acquisition of a stake in [Labrador Iron Ore Royalty Corp.](#) While our focus remains on precious metals, we will continue to seek out opportunities for the Company where we believe Osisko will benefit from domestic, long life assets with strong cash flow. Our cornerstone 5% NSR royalty at Canadian Malartic continues to provide the Company with strong revenues as it enjoyed record production in the first quarter. We congratulate the mine's new owners Yamana Gold and Agnico Eagle Mines as they complete the optimisation of the mine and increase Canadian Malartic's production profile."

First Quarter Results

For the first quarter of 2015, Osisko's net earnings from continuing operations amounted to \$10.2 million (net earnings per share of \$0.15) compared to net loss of \$3.5 million in the corresponding period of 2014 (net loss per share of \$0.08). Revenues in the first quarter of 2015 amounted to \$10.6 million from the sale of gold and silver from the 5% NSR royalty received from the Canadian Malartic mine compared to nil in the first quarter of 2014.

The Company has not started recording revenues from its Éléonore royalty. Virginia had received advance royalty payments of US\$5.0 million from 2009 to 2013. Revenues will be recognized once the advance payment received is reduced to nil through royalty payment calculations, which is expected towards the end of the third quarter of 2015.

(1) "Adjusted earnings" and "Adjusted earnings per share" are non-IFRS financial performance measures which have no standard definition under IFRS. Refer to the non-IFRS measures provided under the Non-IFRS Financial Performance Measures section of the Management and Discussion Analysis.

(2) Before change in non-cash working capital items

Acquisition of [Virginia Mines Inc.](#)

On February 17, 2015, Osisko closed the acquisition of [Virginia Mines Inc.](#) ("Virginia"), a mining exploration company active in Northern Québec that held a 2.0% to 3.5% royalty on the Éléonore gold property operated by [Goldcorp Inc.](#), resulting in the issuance of 29,964,240 common shares of Osisko to Virginia shareholders.

The combination of Osisko and Virginia creates an intermediate gold royalty company with two world-class Canadian gold royalty assets. It diversifies the portfolio of assets in one of the most favorable geopolitical risk locations and improves the financial position of the combined company.

As part of the transaction, two major Québec-based institutional investors participated in private placements totalling \$70 million (\$4

million to Osisko and \$28 million to Virginia). Osisko also granted the institutional shareholders a right to participate up to 15% in any future royalty or revenue stream acquired by Osisko under the same terms and conditions as Osisko. The right to participate provides the Company with additional financial capacity to pursue its growth opportunities.

The table below presents the purchase price allocation based on the best available information to the Company to date:

Consideration paid	\$
Issuance of 29,964,240 common shares on closing	488,717
Shares held in Virginia prior to the acquisition	53,475
Fair value of 1,695,770 Virginia replacement share options issued	13,842
	556,034
Net assets acquired	\$
Cash and cash equivalents	34,900
Short-term investments	35,179
Other current assets	4,897
Other investments	2,589
Royalty interests	411,236
Property and equipment	587
Exploration and evaluation	87,365
Current liabilities	(3,986)
Liability for share exchange rights	(6,867)
Deferred income tax liability	(119,450)
Non-controlling interests	(1,620)
	444,830
Goodwill	111,204

The Virginia acquisition brings several benefits to Osisko including:

1. Diversification of revenues with the addition of the Éléonore royalty from the world-class Éléonore mine operated by [Goldcorp Inc.](#) which achieved commercial production on April 1st 2015;
2. Increases the optionality to additional gold reserves at the Éléonore mine and from various projects in the emerging James Bay area;
3. Exposure to new base metals with the Coulon Project;
4. Portfolio of non-producing royalties; and
5. First-rate exploration team focused on the James Bay area of the Province of Québec.

Royalty Interests

Canadian Malartic

[Agnico Eagle Mines Ltd.](#) and [Yamana Gold Inc.](#), (together referred to as the "Operators") indicated that the Canadian Malartic mine produced 135,786 ounces of gold in the first quarter of 2015 as a result of higher than expected recovery rates partially offset by lower than expected grades. Production for the month of March was approximately 54,000 ounces of gold, which demonstrates the ongoing potential for operational improvements expected over the course of 2015. Throughput at the mill for the first quarter of 2015 averaged 51,988 tonnes per day as efforts continue to advance work towards the target of reaching 55,000 tonnes per day. Mill throughput levels in January averaged 48,629 tonnes per day which was below budget largely due to difficult winter conditions. Throughput returned to normal levels in February and March averaging 53,753 tonnes per day. Throughput levels were forecast to be approximately 52,500 tonnes per day in the first half of 2015, increasing to approximately 55,000 tonnes per day in the second half of 2015. The potential second half increase in throughput in 2015 is partly contingent upon updating the existing operating permits. Discussions are ongoing with permitting authorities in regards to pre-crushing activities and crushing levels are expected to remain in a range of 53,000 to 55,000 tonnes per day through 2016.

The Operators' expected gold production in 2015 remains unchanged at 560,000 ounces.

The Operators also indicated that drilling had resumed on the Odyssey North and South Zones and to date, two holes have been drilled. Data from these two holes is currently being compiled and interpreted. In 2015, drilling is planned on the Odyssey zones with a proposed budget of \$3.0 million.

For more information, refer to the press releases of Yamana and Agnico Eagle dated respectively April 28, 2015 and April 30, 2015 filed on SEDAR (www.sedar.com).

In August 2014 Agnico Eagle and Yamana released updated mineral reserve and resource estimates as at June 15, 2014 for the

Canadian Malartic mine. Proven and probable in-pit mineral reserves were estimated at 8.9 million ounces of gold based on a US\$1,300 per ounce engineered pit design, a cut-off grade between 0.28 g/t and 0.35 g/t gold, and C\$/US\$ exchange rate of 1.10.

The reserve base is presented in the table below:

Reserve and resource estimates with cut-off grade between 0.28 to 0.35 g/t Au

Category	Tonnes (M)	Grade (g/t Au)	Au (M oz)
Proven Reserves	57.6	0.91	1.69
Probable Reserves	205.6	1.10	7.26
Proven & Probable Reserves	263.2	1.06	8.94
Measured and Indicated Resources ⁽¹⁾	314.2	1.07	10.80
Inferred Resources	46.5	0.77	1.14

⁽¹⁾ Includes proven & probable reserves

For more information, please refer to Agnico Eagle and Yamana NI-43-101 Technical Reports filed on SEDAR (www.sedar.com) on August 13 and 14, 2014 respectively.

Agnico Eagle and Yamana reported in their Management's Discussion and Analysis for the year ended December 31, 2014 updated mineral reserve and resource estimates using the June 16, 2014 data adjusted for production between June 16, 2014 and December 31, 2014:

- Gold mineral reserves of 253.8 million tonnes at 1.06 g/t containing 8.6 million gold ounces
- Gold mineral resources of 71.2 million tonnes at 0.85 g/t containing 968,000 gold ounces
- Inferred gold mineral resources of 45.6 million tonnes at 0.76 g/t containing 556,000 gold ounces

Éléonore

Osisko, through its wholly-owned subsidiary Osisko Exploration James Bay Inc. (formerly [Virginia Mines Inc.](#)), owns a 2.0% to 3.5% NSR royalty on the Éléonore gold property located in the Province of Québec and operated by [Goldcorp Inc.](#) ("Goldcorp").

Goldcorp indicated that first quarter gold production at Éléonore totaled 32,500 ounces. Commercial production was declared on April 1, 2015 at the Éléonore mine. Gold production for the first quarter was impacted by a ramp-up issue related to the tailings filter press system. The process plant was also shut down for 13 days in March to repair ice damage to equipment and ensure compliance with water effluent standards. Both issues were successfully resolved during the quarter and did not affect mine development activities which continued to progress. Mining of ore took place from two of the four main production horizons during the quarter, with the ore stockpile on surface increasing to 335,000 tonnes at the end of the first quarter. Scoop and rock breaker tele-remote operations training is now underway and continues to progress.

Goldcorp also indicated that work to date has demonstrated that the Éléonore Crown Pillar can be mined earlier than anticipated to further enhance the production profile and return on capital employed. A pre-feasibility study is underway. Major activities include trade-off studies between pit/underground mining, determining the dike location, permitting and stakeholder engagement efforts. The completion of the pre-feasibility study is expected by the end of 2015.

Production at the Éléonore mine for 2015 is expected to be between 290,000 and 330,000 gold ounces. The ramp-up from 3,500 tonnes per day to the design throughput of 7,000 tonnes per day remains on track for the first half of 2018. Exploration drilling during 2015 will focus on expanding reserves in the lower portion of the mine.

For more information, refer to the press releases of Goldcorp dated April 30, 2015 and January 12, 2015 and filed on SEDAR (www.sedar.com).

Osisko will not receive any gold or silver ounces until a US\$5 million non-interest bearing royalty advance payment has been recovered from production of Éléonore by Goldcorp. The recovery is at a rate of 2.2% of production valued at market price.

In February 2015, Goldcorp indicated that a successful 2014 drilling program targeting the conversion of resources to reserves in the lower portion of the deposit (below 650 metres) and exploring lateral extension at that depth contributed to a 24% increase in mineral reserves to five million ounces gold. The drilling also converted one million ounces of gold resources in the inferred category to the measured and indicated category. Drilling in 2015 will continue to target structures in the lower mine and the southern portion of the ore body to transfer resources to reserves.

Goldcorp also indicated in February 2015 updated mineral reserve and resource estimates as at December 31, 2014 for the Éléonore

mine. Proven and probable mineral reserves were estimated at 4.97 million ounces of gold based on a price of US\$1,300 per ounce of gold.

The reserve base is presented in the table below:

Reserve and resource estimates

Category	Tonnes (M)	Grade (g/t Au)	Au (M oz)
Proven and Probable Reserves	24.57	6.30	4.97
Measured and Indicated Resources ⁽¹⁾	5.19	6.34	1.06
Inferred Resources	12.09	7.19	2.80

⁽¹⁾ Excludes proven & probable reserves

For more information, please refer to the press release of Goldcorp dated February 19, 2015 filed on SEDAR (www.sedar.com).

Upper Beaver and Kirkland Lake Properties

Osisko owns a 2% NSR royalty on the Upper Beaver project and on the Kirkland Lake properties, which are currently being jointly operated by Agnico Eagle and Yamana through the Canadian Malartic Corporation. The land package covers 220km² in the prolific Kirkland Lake mining camp in Ontario, which has historical production totalling over 20 million ounces of gold.

In February 2015, the Operators indicated a new mineral resource estimate for the Upper Beaver deposit: 1,444,000 ounces of gold of underground indicated resources at an average grade of 7.00 g/t Au with 0.26% Cu, 796,000 ounces of gold of underground inferred resources at 4.66 g/t Au with 0.30% Cu and 250,000 ounces of open-pit inferred resources at 1.99 g/t Au with 0.20% Cu.

For more information, refer to the press releases of Yamana and Agnico Eagle dated February 11, 2015 filed on SEDAR (www.sedar.com).

The Operators indicated that work on the Kirkland Lake properties focused on drill testing of the Upper Canada and other surface targets.

They also indicated the initiation of a Preliminary Economic Assessment on the Upper Beaver deposit. A resource update is currently underway at Upper Beaver.

Data from this update will be incorporated in a new technical study. A wedge hole was completed at Upper Canada to test the C-zone down dip with results currently pending. Additional exploration work may be carried out after data review is completed.

For more information, refer to the press releases of Yamana and Agnico Eagle dated respectively April 28, 2015 and April 30, 2015 filed on SEDAR (www.sedar.com).

Hammond Reef Project

The Company owns a 2% NSR royalty on the Hammond Reef Project, which is located near Atikokan in Ontario. The property was acquired by [Osisko Mining Corp.](#) ("OMC") following the take-over of [Brett Resources Inc.](#) in 2010. OMC conducted a 629,367 meter drilling program and established in 2013 in-pit measured and indicated resources of 5.4 million ounces of gold at an average grade of 0.86 g/t Au and in-pit inferred resource of 1.8 million ounces of gold at an average grade of 0.72 g/t (based on 0.50 g/t Au lower cut-off).

Other Canadian Properties

In March 2015, the Canadian Malartic Partnership acquired an additional 30% interest in the Malartic CHL property from [Abitibi Royalties Inc.](#) in exchange for 459,197 Agnico Eagle common shares and 3,549,695 Yamana common shares for aggregate consideration of approximately \$35.0 million and a 3% NSR royalty to each of [Abitibi Royalties Inc.](#) and Osisko. The Canadian Malartic Partnership now owns a 100% interest in the Malartic CHL property. The Malartic CHL property is adjacent to the Canadian Malartic mine to the east and hosts the Odyssey North discovery, the Jeffrey gold deposit and the eastern extremity of the Barnat gold deposit. Osisko already owned a 5% NSR royalty on the Canadian Malartic property, which surrounds the Malartic CHL property.

The Company owns royalty interests on various other Canadian properties that were held by OMC, including a 2% NSR royalty on the

Pandora property, which is located near Agnico Eagle's Lapa Mine near Cadillac, Québec and 2% NSR on tin properties in the Yukon.

The Operators indicated that at Pandora, drill testing of near surface and underground targets continued while concurrently constructing an exploration tunnel from the Lapa mine 101 level to the west for approximately 1 kilometer to facilitate additional subsurface drill testing. During the quarter, approximately 149 meters of drifting was completed. A drill program is expected to commence in early third quarter of 2015 to test the mineralization at the South Branch target from underground. During the first quarter of 2015, the Operators indicated that near surface and deep underground drilling at Pandora returned encouraging results.

For more information, refer to the press releases of Yamana and Agnico Eagle dated respectively April 28, 2015 and April 30, 2015 filed on SEDAR (www.sedar.com).

Portfolio of Investments

[Labrador Iron Ore Royalty Corp.](#)

Since the beginning of 2015, Osisko has acquired a 9.75% interest (including a 7.2% interest during the first quarter) in [Labrador Iron Ore Royalty Corp.](#) ("LIORC"). LIORC is entirely focused on the Iron Ore Company of Canada ("IOC") operations through:

- 7% gross royalty on the IOC iron ore operations;
- A \$0.10 per tonne marketing fee on all products sold by IOC; and
- 15% direct interest in IOC.

IOC is a major Canadian iron ore producer held by Rio Tinto (59%), Mitsubishi Corporation (26%) and LIORC. The mine located in the Newfoundland-Labrador area in Canada has been in operations for more than 53 years and has reserves to continue operations for 30 years at current production rate (as per LIORC's 2014 Annual Report).

LIORC, to date, has distributed the majority of its cash flows received from IOC through royalties, fees and dividends. The quarterly distribution rate per share (including regular and special distributions) for the past six years has been as follows:

LIORC Distributions

	(C\$ M)	(C\$/share)				
	Full Year	Full Year	Q1	Q2	Q3	Q4
2014	105.6	1.650	0.400	0.400	0.500	0.350
2013	120.0	1.875	0.375	0.375	0.375	0.750
2012	96.0	1.500	0.375	0.375	0.375	0.375
2011	144.0	2.250	0.750	0.375	0.750	0.375
2010	144.0	2.250	0.375	0.375	0.500	1.000
2009	64.0	1.000	0.250	0.250	0.250	0.250

Note: All per share amounts adjusted to reflect 2:1 stock split in Q1 2011

During the first quarter of 2015, LIORC declared a dividend of \$0.25 per share for shareholders of record as at March 31, 2015. Osisko's share of dividends amounted to \$1.1 million and was received on April 27, 2015. Based on its current holding and on the historical information for the years 2009 to 2014, the Company's investment in LIORC would have provided for cash dividends of \$6 million to \$14.0 million on an annual basis.

The investment in LIORC provides diversification to gold production and is consistent with Osisko's philosophy of investing in long-life mines operated by world-class mining companies in stable jurisdictions.

Osisko may from time to time and without further notice except as required by law increase or decrease its investment in LIORC at its discretion.

At March 31, 2015, as a result of a market price being lower than the acquisition cost in LIORC, the Company recognized an unrealized loss of \$18.1 million during the first quarter of 2015 for its holding which was reflected in other comprehensive income in unaudited interim consolidated financial statements. As at May 14, 2015, the unrealized loss was evaluated at \$10.3 million for the holdings on March 31, 2015, a gain of \$7.8 million since the end of the first quarter.

NioGold

Osisko owns 19.5% of NioGold's issued and outstanding common shares. NioGold has appointed to its Board of Directors two representatives from the senior management of the Company. In addition, Osisko owns rights held by NioGold to repurchase half of the existing net smelter return royalties on the Marban block and Malartic Hygrade-NSM block. The acquisition of these royalties would

necessitate an outlay of \$2.0 million.

Following a \$4.9 million flow-through financing completed with Osisko in August 2014, NioGold launched in November 2014 a 40,000 meter definition drill program on its wholly-owned Marban deposit located near Malartic, Québec. The definition drill program was increased to 50,000 meters in February 2015 and a metallurgical testing program was launched. The aim of the drill program is to improve the current near surface resources for 100% conversion to measured and indicated category.

Falco Resources

Osisko owns 11.4% of Falco's issued and outstanding common shares. In 2014, Falco appointed Mr. Sean Roosen as Chair of its Board of Directors. Mr. Luc Lessard was appointed President and Chief Executive Officer of Falco on February 17, 2015.

Falco completed in 2014 a \$10 million equity financing and is currently undertaking a 16,000 meter surface drill program on its flagship Horne 5 deposit as well as regional drilling campaigns on various targets in the Rouyn-Noranda Camp.

Highland Copper

Osisko has provided [Highland Copper Company Inc.](#) ("Highland") with a \$10.0 million secured loan in exchange for, among other things, a 3% sliding-scale NSR royalty option on all metals produced from the White Pine North project to be acquired by Highland. The White Pine North Royalty has a base rate 3% NSR and increases by 0.01% NSR for every \$0.01 increase in the copper price above \$3.00 per pound. Highland also granted Osisko an exclusive option to purchase a 100% silver NSR royalty on all future silver production from Highland's White Pine North and Copperwood Projects (collectively, the "Michigan Projects") for future cash consideration of US\$26.0 million. At its sole discretion, the Company may elect to purchase the silver royalty within 60 days following the delivery by Highland of a feasibility study on the Michigan Projects. The loan is non-interest bearing, has a maturity date of December 31, 2015 and is secured by a first ranking charge on all present and future assets of Highland.

Exploration and Evaluation

James Bay and Labrador Trough areas, Québec

Osisko acquired exploration and evaluation projects through the acquisition of Virginia. The 2015 budget for exploration and evaluation activities in the James Bay area and Labrador Trough areas amounts to \$13 million (January to December) of which \$7 million is funded through flow-through shares and \$4 million is funded with Québec institutional partners.

Since the acquisition of Virginia, the exploration program continued on the Coulon project (James Bay area), focusing mainly on a diamond drilling program on lens 257 and on regional targets. Exploration work also includes ground and borehole geophysical surveys and the writing of the 2014 technical report. Drilling (directional drilling with Devicore) extended lens 257 towards the south-south-west and the north-north-east. Lens 257 is now followed over more than 720 meters laterally and remains open at both ends along its long axis. It could extend for an additional 250 meters towards south-south-west and could merge at depth with lens 9-25 to the north-north-east. Drilling over regional targets explained most of the geophysical anomalies, but failed to return any significant values. The winter drill program at Coulon will be completed before the end of the next quarter. Drilling is then expected to resume in fall 2015.

A diamond drilling program started in March 2015 on La Grande Sud project (James Bay area). The program, comprising 17 holes for 3,800 meters, will test a number of coinciding IP conductors and gold-in-till anomalies in favorable geological settings. At the end of March, 6 holes totalling 1,551 meters were completed. Assay results have been received only for the first hole so far with no significant values. The program should be completed during the next quarter.

The Company expects to undertake summer exploration programs on several of its other projects located in the James Bay territory and the Labrador Trough in Quebec. Diamond drill programs will be carried out on the Wabamisk and Trieste gold projects located in the Opinaca-Eastmain and La Grande areas, respectively. A large mechanical stripping program is also scheduled on the Kan project located 100 kilometers to the southwest of Kuujuaq in the Labrador Trough. Other smaller exploration programs and reconnaissance work will be carried out in many other areas in the James Bay area during the summer 2015.

Guerrero (Mexico)

OMC had been active in Mexico in acquiring prospective ground to conduct grassroots exploration for porphyry and skarn Cu-Au deposits. These properties were transferred to the Company on June 16, 2014. The Company currently holds approximately 900,000 hectares in the prolific Guerrero Gold Belt ("GGB"). In the past years, the GGB has yielded over 30 million ounces of gold discoveries including the Los Filos Mine held by Goldcorp and El Limon Project held by [Torex Gold Resources Inc.](#)

Security issues have arisen in the Guerrero State which have impacted general access and work activities in the area. It is anticipated

that these issues are temporary and that security concerns will be resolved by the Mexican governmental authorities.

The Company has reduced its activities in Mexico and will continue to assess its alternatives in relation to the Guerrero property.

Alaskan Tin Properties (U.S.A.)

The Company owns the Sleitat and Coal Creek Tin-Silver properties, located in Alaska, U.S.A. Osisko has signed a letter of intent to sell these properties to [Strongbow Exploration Inc.](#)

Bought Deal Private Placement of \$200 million

On January 21, 2015, Osisko announced that it had entered into an agreement with a syndicate of underwriters who had agreed to buy, on a bought deal private placement basis, 10,960,000 special warrants of the Company ("Special Warrants") at a price of \$18.25 per Special Warrant, representing aggregate gross proceeds of \$200 million. Each Special Warrant entitled the holder to acquire, for no additional consideration, one unit ("Unit") of Osisko, with each Unit comprised of one common share ("Common Share") of Osisko and one-half of one common share purchase warrant (each whole common share purchase warrant a "Warrant") of Osisko. Each Warrant entitles the holder thereof to purchase one Common Share of Osisko at a price of \$36.50, for a period of 84 months following the closing date.

The bought deal offering was closed on February 18, 2015 and Osisko issued 10,960,000 Special Warrants for gross proceeds of \$200 million. On March 5, 2015, further to delivery to Osisko of a final receipt by regulators for its final short form prospectus, the Special Warrants were converted into 10,960,000 common shares of the Company and 5,480,000 Warrants having a maturity date of March 5, 2022. Transaction costs amounted to \$10,399,000.

The common shares and warrants (TSX:OR.WT) trade on the Toronto Stock Exchange since March 5, 2015.

Quarterly Dividend

On February 19, 2015, the Board of Directors declared a quarterly dividend of \$0.03 per common share payable on April 15, 2015 to shareholders of record as of the close of business on March 31, 2015. The 1.2 million common shares held in escrow are not eligible to the dividend.

On May 14, 2015, the Board of Directors declared a third quarterly dividend of \$0.03 per common share payable on July 15, 2015 to shareholders of record as of the close of business on June 30, 2015. The 1.2 million common shares held in escrow are not eligible to the dividend.

Financial Position

The Company completed the quarter with a strong balance sheet. Cash and cash equivalents totaled \$348.4 million and net working capital stood at \$354.1 million. The Company is debt-free, unhedged and with the closing of its recently announced revolving \$100 million credit facility in November (which can be increased by \$50 million), its equity financings in December 2014 and February 2015 totaling gross proceeds of \$242 million, and the cash and investment resources acquired from Virginia of \$70.1 million, has the financial flexibility to enhance its royalty portfolio.

Outlook

Osisko Gold Royalties' 2015 outlook on royalties is based on the publicly available forecast for the Canadian Malartic mine published by Yamana and Agnico Eagle, and for the Éléonore mine published by Goldcorp.

Attributable royalty production for 2015 is estimated at 28,000 gold ounces for the Canadian Malartic mine and 2,600 to 3,400 gold ounces for the Éléonore mine. The Company also expects to continue its exploration programs in the James Bay area on properties owned by Virginia for approximately \$11.0 million, of which about \$9.0 million has been funded by flow-through shares and Québec institutional partners. As at March 31, 2015, \$1.5 million has been spent.

Discontinued Operations

Although Osisko Gold Royalties is a new legal entity, it has been determined under International Financial Reporting Standards ("IFRS") that for financial reporting purposes, the Company is considered to be a continuation of OMC up to and until June 15, 2014.

Therefore, discontinued operations in the first quarter of 2014 reflect results of the Canadian mining, exploration and evaluation

activities of OMC that are deemed to have been disposed of on June 16, 2014.

About Osisko Gold Royalties Ltd

Osisko is an intermediate mining royalty and exploration company with two world-class gold royalty assets. These two cornerstone assets are a 5% net smelter return ("NSR") royalty on the world-class Canadian Malartic gold mine, located in Malartic, Québec, and 2.0-3.5% NSR on the Éléonore gold mine, located in James Bay, Québec. Osisko also holds a 3% NSR royalty on the Malartic CHL property as well as a 2% NSR royalty on the Upper Beaver, Kirkland Lake and Hammond Reef gold exploration projects in Northern Ontario.

Osisko's head office is located at 1100 Avenue des Canadiens-de-Montréal, Suite 300, Montréal, Québec, H3B 2S2.

Forward-looking statements

Certain statements contained in this press release may be deemed "forward-looking statements". All statements in this release, other than statements of historical fact, that address future events, developments or performance that Osisko expects to occur including management's expectations regarding Osisko's growth, results of operations, estimated future revenues, requirements for additional capital, mineral reserve and mineral resource estimates, production estimates, production costs and revenue, future demand for and prices of commodities, business prospects and opportunities are forward looking statements. In addition, statements (including data tables) relating to reserves and resources and gold equivalent ounces are forward looking statements, as they involve implied assessment, based on certain estimates and assumptions, and no assurance can be given that the estimates will be realized. Forward looking statements are statements that are not historical facts and are generally, but not always, identified by the words "expects", "plans", "anticipates", "believes", "intends", "estimates", "projects", "potential", "scheduled" and similar expressions or variations (including negative variations), or that events or conditions "will", "would", "may", "could" or "should" occur including, without limitation, the performance of the assets of Osisko, and the realization of the anticipated benefits deriving from the Virginia acquisition and its portfolio of investments.

Although Osisko believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements involve known and unknown risks, uncertainties and other factors and are not guarantees of future performance and actual results may accordingly differ materially from those in forward looking statements. Factors that could cause the actual results to differ materially from those in forward-looking statements include, without limitation: fluctuations in the prices of the commodities that drive royalties held by Osisko (gold and silver); fluctuations in the value of the Canadian dollar relative to the U.S. dollar; regulatory changes in national and local government, including permitting and licensing regimes and taxation policies; regulations and political or economic developments in any of the countries where properties in which Osisko holds a royalty or other interest are located or through which they are held; risks related to the operators of the properties in which Osisko holds a royalty, influence of macroeconomic developments; business opportunities that become available to, or are pursued by Osisko; continued availability of capital and financing and general economic, market or business conditions; litigation; title, permit or license disputes related to interests on any of the properties in which Osisko holds a royalty or other interest;

development, permitting, infrastructure, operating or technical difficulties on any of the properties in which Osisko holds a royalty or other interest; rate and timing of production differences from resource estimates or production forecasts by operators of properties in which Osisko holds a royalty or other interest ; risks and hazards associated with the business of exploring, development and mining on any of the properties in which Osisko holds a royalty or other interest, including, but not limited to unusual or unexpected geological and metallurgical conditions, slope failures or cave-ins, flooding and other natural disasters or civil unrest or other uninsured risks. The forward looking statements contained in this press release are based upon assumptions management believes to be reasonable, including, without limitation: the ongoing operation of the properties in which Osisko holds a royalty or other interest by the owners or operators of such properties in a manner consistent with past practice; the accuracy of public statements and disclosures made by the owners or operators of such underlying properties; no material adverse change in the market price of the commodities that underlie the asset portfolio; no adverse development in respect of any significant property in which Osisko holds a royalty, stream or other interest; the accuracy of publicly disclosed expectations for the development of underlying properties that are not yet in production; and the absence of any other factors that could cause actions, events or results to differ from those anticipated, estimated or intended.

For additional information with respect to these and other factors and assumptions underlying the forward-looking statements made in this press release, see the section entitled "Risk Factors" (beginning on page 20) in the Annual Information Form of Osisko for the year ended December 31, 2014, and the section entitled "Risks and Uncertainties" in the Management's Discussion and Analysis of Osisko for the quarter ended March 31, 2015, which are filed with the Canadian securities commissions and available electronically under Osisko's issuer profile on SEDAR at www.sedar.com. The forward-looking information set forth herein reflects Osisko's expectations as at the date of this press release and is subject to change after such date. Osisko disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, other than as required by law.

[Osisko Gold Royalties Ltd.](#)

Consolidated Balance Sheets

(Unaudited)

(tabular amounts expressed in thousands of Canadian dollars)

March 31, December 31,

	2015	2014
	\$	\$
Assets		
Current assets		
Cash and cash equivalents	348,389	175,171
Short-term investments	8,736	-
Accounts receivable	7,165	562
Other assets	532	315
	364,822	176,048
Non-current assets		
Investments in associates	15,044	14,052
Other investments	76,228	65,692
Royalty interests	412,827	1,591
Property and equipment	789	125
Exploration and evaluation	89,743	823
Goodwill	111,204	-
Deferred income taxes	9,715	11,634
	1,080,372	269,965
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities	7,330	2,987
Dividends payable	2,782	1,551
Provisions and other liabilities	659	375
	10,771	4,913
Non-current liabilities		
Provisions and other liabilities	7,602	386
Deferred income taxes	119,287	1,440
	137,660	6,739
Equity attributable to Osisko Gold Royalties Ltd. shareholders		
Share capital	733,677	69,716
Warrants	17,809	-
Contributed surplus	12,583	681
Accumulated other comprehensive income (loss)	(17,718)	5,549
Retained earnings	194,771	187,280
	941,122	263,226
Non-controlling interests	1,590	-
	942,712	263,226
	1,080,372	269,965

Consolidated Statements of Income (Loss)

For the three months ended March 31, 2015 and 2014

(Unaudited)

(tabular amounts expressed in thousands of Canadian dollars, except per share amounts)

	2015	2014
	\$	\$
Revenues	10,632	-
Expenses		
General and administrative	(3,905)	(271)
Business development	(3,685)	-
Exploration and evaluation	(507)	(1,904)
Write-off of exploration and evaluation assets	-	(1,816)
Costs recoveries from associates	111	-
Operating income (loss)	2,646	(3,991)
Interest income	1,058	570
Dividend income	1,166	-
Finance costs	(123)	-

Foreign exchange gain	1,697	5
Share of loss of associates	(336)	(306)
Other net gains	5,587	237
Earnings (loss) before income taxes	11,695	(3,485)
Income tax expense	(1,452)	(11)
Net earnings (loss) from continuing operations	10,243	(3,496)
Net earnings from discontinued operations	-	27,737
Net earnings	10,243	24,241
Net earnings (loss) attributable to:		
Osisko Gold Royalties Ltd. 's shareholders	10,273	24,241
Non-controlling interests	(30)	-
Net earnings (loss) per share from continuing operations		
Basic	0.15	(0.08)
Diluted	0.14	(0.08)
Net earnings per share		
Basic	0.15	0.55
Diluted	0.14	0.55

Consolidated Statements of Cash Flows

For the three months ended March 31, 2015 and 2014

(Unaudited)

(tabular amounts expressed in thousands of Canadian dollars)

	2015	2014
	\$	\$
Operating activities		
Net earnings (loss) from continuing operations	10,243	(3,496)
Adjustments for:		
Share-based compensation	545	-
Write-off of exploration and evaluation assets	-	1,816
Accretion on note receivable	(355)	-
Share of loss of associates	336	306
Net gain on available-for-sale financial assets	(5,583)	(239)
Net loss (gain) on financial assets at fair value through profit and loss	(3)	2
Deferred income tax expense	1,452	11
Provisions and other liabilities	635	-
Other	(1,634)	-
	5,636	(1,600)
Changes in non-cash working capital items	(4,141)	(353)
Net cash flows provided by (used in) operating activities from continuing operations	1,495	(1,953)
Net cash flows provided by operating activities from discontinued operations	-	94,390
Net cash flows provided by operating activities	1,495	92,437
Investing activities		
Cash acquired - acquisition of Virginia	34,900	-
Net decrease in short-term investments	25,908	-
Proceeds on disposal of investments	-	50
Acquisition of investments	(78,597)	-
Property and equipment	(91)	-
Exploration and evaluation	(1,506)	(662)
Net cash flows used in investing activities from continuing operations	(19,386)	(612)
Net cash flows used in investing activities from discontinued operations	-	(32,033)
Net cash flows used in investing activities	(19,386)	(32,645)
Financing activities		
Issuance of common shares	1,187	2,931
Issuance of special warrants	200,020	-
Issue expenses	(10,239)	-
Dividends paid	(1,551)	-
Net cash flows provided by financing activities from continuing operations	189,417	2,931

Net cash flows used in financing activities from discontinued operations	-	(15,100)
Net cash flows provided by (used in) financing activities	189,417	(12,169)
Increase in cash and cash equivalents before effects of exchange rate changes on cash and cash equivalents	171,526	47,623
Effects of exchange rate changes on cash and cash equivalents	1,692	-
Increase in cash and cash equivalents	173,218	47,623
Cash and cash equivalents - beginning of period	175,171	161,405
Cash and cash equivalents - end of period	348,389	209,028

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