

Forward looking statements.

This presentation contains "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, that relate to future events, TMC the metals company Inc.'s (the "Company") future operations or financial performance, or the Company's plans, strategies and prospects. These statements involve risks, uncertainties and assumptions and are based on the current estimates and assumptions of the management of the Company as of the date of this presentation and are subject to uncertainty and changes. Given these uncertainties, you should not place undue reliance on these forward-looking statements.

Important factors that could cause actual results to differ materially from those indicated by such forward-looking statements include, among others, those set forth under the heading "Risk Factors" contained in TMC's Annual Report on Form 10-K for the year ended December 31, 2021, which was filed with the Securities and Exchange Commission on March 25, 2022, as well as any updates to those risk factors filed from time to time in our subsequent periodic and current reports. All information in this presentation is as of the date of this presentation, and the Company undertakes no duty to update this information unless required by law.

Regulation G – Non-GAAP financial measures:

This presentation contains certain non-GAAP financial measures which are provided to assist in an understanding of TMC's business and its operational performance. These measures should always be considered in conjunction with the appropriate GAAP measure. Reconciliations of all non-GAAP amounts to the relevant GAAP amount are provided in the Appendix to this presentation.

Agenda.

Q2 2022 highlights	4
Equity financing	5
Market update	6
Lifecycle impacts	14
Regulatory update	16
NORI-D project update	19
Upcoming company milestones	28
Financial update	29
Appendix	35

HIGHLIGHTS

Major project development milestones achieved in Q2 2022, both offshore and onshore.

Q2 results:

- Net loss of \$12.4 million and loss per share of \$0.05 for Q2 2022 compared to a net loss of \$29.1 million and \$0.15 per share in Q2 2021
- Lower net loss mainly attributable to a decrease of \$9.6 million in non-cash share-based compensation as significant stock options were granted prior to the September 2021 Business Combination, lower offshore campaign costs of \$3.2 million following the completion of NORI Area D baseline campaigns and fair value gains on the Private Warrants of \$5.7 million as TMC share price decreased during the period, partially offset by the increase of \$1.4 million in environmental program costs

Cash:

- Total cash of \$46.3 million at June 30, 2022
- \$22.7 million cash used in operations in Q2 2022 vs. \$7.8 million in Q2 2021
- We believe that our cash on hand, together with the expected proceeds of our announced equity financing, will be sufficient to meet our working capital and capital expenditure requirements for at least the next twelve months from today

\$30.4M equity financing:

- \$30.4 million committed private investment in public equity (PIPE) financing led by existing investors and insiders
- 38 million common shares to be issued to investors at a price per share of \$0.80 (\$0.9645 to TMC Chairman & CEO Gerard Barron)

Summary of TMC progress since last update:

Offshore nodule collection system

- Successful completion of riser and jumper deployment trials in the Atlantic following a successful deep water trial and drive test
- Hidden Gem transit to Manzanillo, Mexico and commenced collector test mobilisation

Offshore environmental & social impact assessment (ESIA)

- Engaged The Commonwealth Scientific Industrial Research Organisation (CSIRO) to lead a consortium of academic research institutes to formulate a science-based framework to assist TMC in the development of an Environmental Management and Monitoring Plan (EMMP) for proposed polymetallic nodule collection operations
- Collector test monitoring science team joined vessel with mobilisation completed in San Diego
- Pre-Collector test monitoring activities commenced in NORI Area D

Onshore development

- Progressed refinery bench scale testwork, all recoveries of pay metals to date are within desired thresholds
- Together with Epsilon Carbon, selected a suitable plant site in India and developed and issued Request for Proposal for Project Zero Pre-feasibility and Feasibility Study

Impact Report

- Released our inaugural Impact Report providing a forward-looking view of the impacts of our expected operations and the efforts underway to eliminate or reduce them

EQUITY FINANCING

\$30M additional cash committed in a new equity issuance led by existing shareholders including Allseas.

\$30M PIPE FINANCING

\$30.4 million committed through private investment in public equity (PIPE)

Transaction announced on Monday, August 15

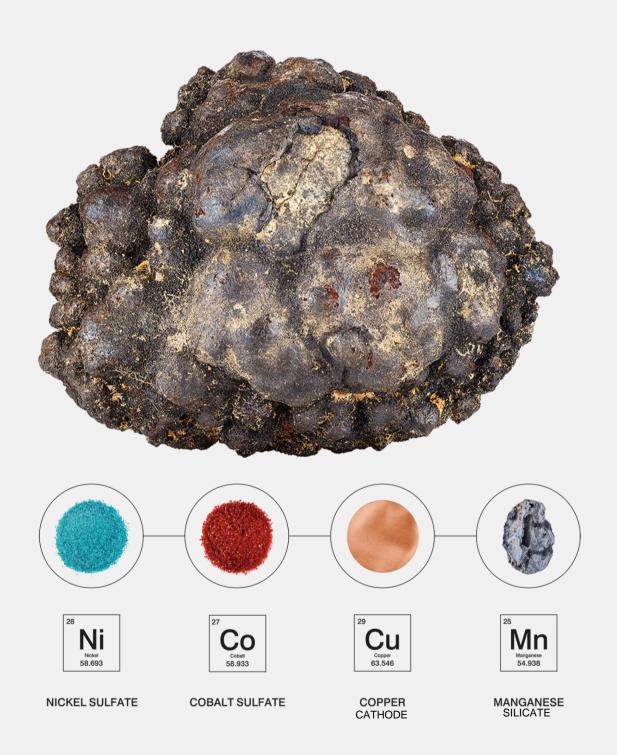
Key terms

- 38M new shares issuable at USD \$0.80 per share. No warrants
- Expected gross transaction proceeds of \$30.4M (~\$30M net of transaction fees)
- Approximately 70% of the commitments came from existing TMC shareholders and insiders, including Allseas, ERAS Capital (the family office of TMC Director Andrei Karkar), SAF Group Managing Partner Brian Paes-Braga, Front End Chairman & CEO Majid Alghaslan, and TMC Chairman & CEO Gerard Barron (at \$0.9645 per shares based on the closing bid price on August 12) and his family

Rationale

- Along with existing cash, expected to be sufficient to fund operations for at least the next twelve months, past the date targeted by the ISA for finalization of the Exploitation Code (July 9, 2023)
- Stronger balance sheet puts TMC in a better negotiating position for potential deals ahead, including strategic partnerships, offtakes and potential asset-level financing transactions

Abundant, secure, low production cost and low ESG cost potential supply of metals.



Abundant

TMC is developing the world's largest estimated source of battery metals with enough nickel, copper, manganese and cobalt in situ to potentially electrify 280 million EVs1

Secure

Located on the abyssal seafloor in the international waters regulated by the International Seabed Authority, an inter-governmental organization established pursuant to the United Nations Convention on the Law of the Seas

Low production cost

Expecting to become the 2nd lowest cost nickel producer on the planet at steady state production on Project One², reflecting high grades with four battery metals in high concentrations in a single resource

Low ESG cost

Expected 70-99% reduction of lifecycle ESG impacts, including near-zero solid processing waste onshore, 90% less CO₂ equivalent emissions³

\$15 billion NPV for 1st project

\$15 billion net present value at current metal prices for NORI-D, TMC's first project representing 22% of the company's estimated resource4

Tier 1 partners / investors⁵









¹ Assuming 75kWh batteries with NMC811 chemistry and nodule resource grade and abundance, "Where Should Metals for the Green Transition Come From?", Paulikas et al, LCA white paper, April 2020. Calculation based on estimated contained value of nickel. ² Canadian NI 43-101 Compliant Preliminary Economic Assessment (PEA) for NORI-D Area, AMC, February 2021; Metals Cost Curve, Wood Mackenzie, August 2020.

³ "Where Should Metals for the Green Transition Come From?", Paulikas et al, LCA white paper, April 2020. "Life cycle climate change impacts of producing battery metals from land ores versus deep-sea polymetallic nodules", Paulikas et al, December 2020.

⁴ Canadian NI 43-101 and SEC Regulation S-K (Subpart 1300) Compliant NORI Area D CCZ Mineral Resource Estimate and associated financial model, AMC, March 2021. Current prices as of August 12, 2022. NPV at January 1, 2021.

⁵ Allseas, Maersk and Glencore are TMC shareholders. Our agreement with Maersk for vessel operations ended pursuant to its terms in January 2022 following the completion of all NORI Area D baseline campaigns.

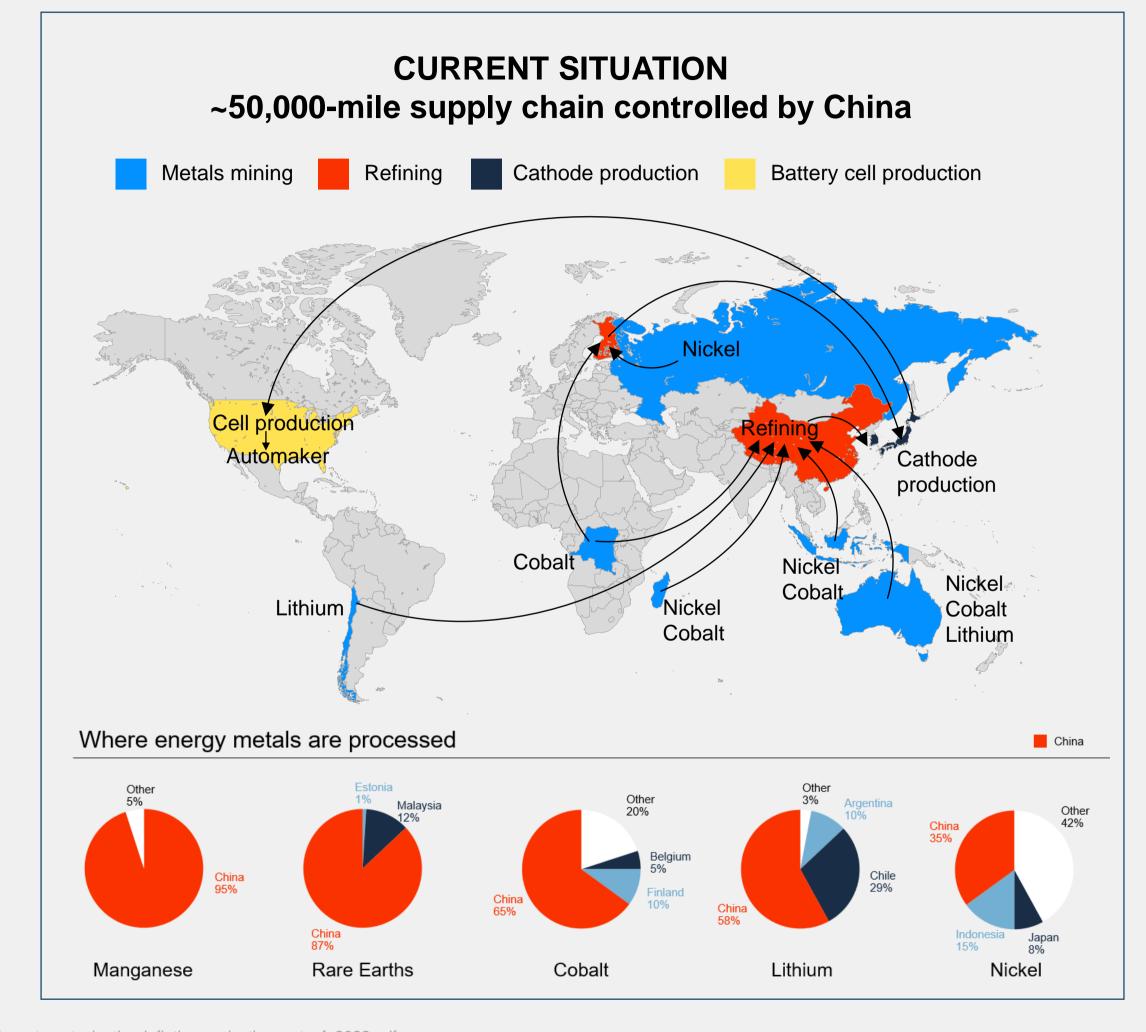
U.S. Inflation Reduction Act (IRA) of 2022 tackles American energy security...

"The Inflation Reduction Act1...

...Increases American energy security through policies to support energy reliability and cleaner production coupled with historic investments in American clean energy manufacturing to lessen our reliance on China, ensuring that the transition to a clean economy creates millions of American manufacturing jobs, and is powered by American-made clean technologies."

Bill sponsor Senator Joe Manchin (D-WV), as reported by Reuters on August 3, 2022²

"Tell (automakers) to get aggressive and make sure that we're extracting in North America, we're processing in North America and we put a line on China. I don't believe that we should be building a transportation mode on the backs of foreign supply chains. I'm not going to do it." Manchin said the United States builds its own gasoline-powered vehicles and engines. "Now all of a sudden - now we can't? Come on."



¹ https://www.democrats.senate.gov/imo/media/doc/summary_of_the_energy_security_and_climate_change_investments_in_the_inflation_reduction_act_of_2022.pdf

² https://www.reuters.com/business/autos-transportation/automakers-press-us-senator-manchin-changes-ev-tax-credit-proposal-2022-08-02/

...and creates favorable conditions for nodules.

"The Inflation Reduction Act...

Includes direct consumer incentives to buy clean vehicles:

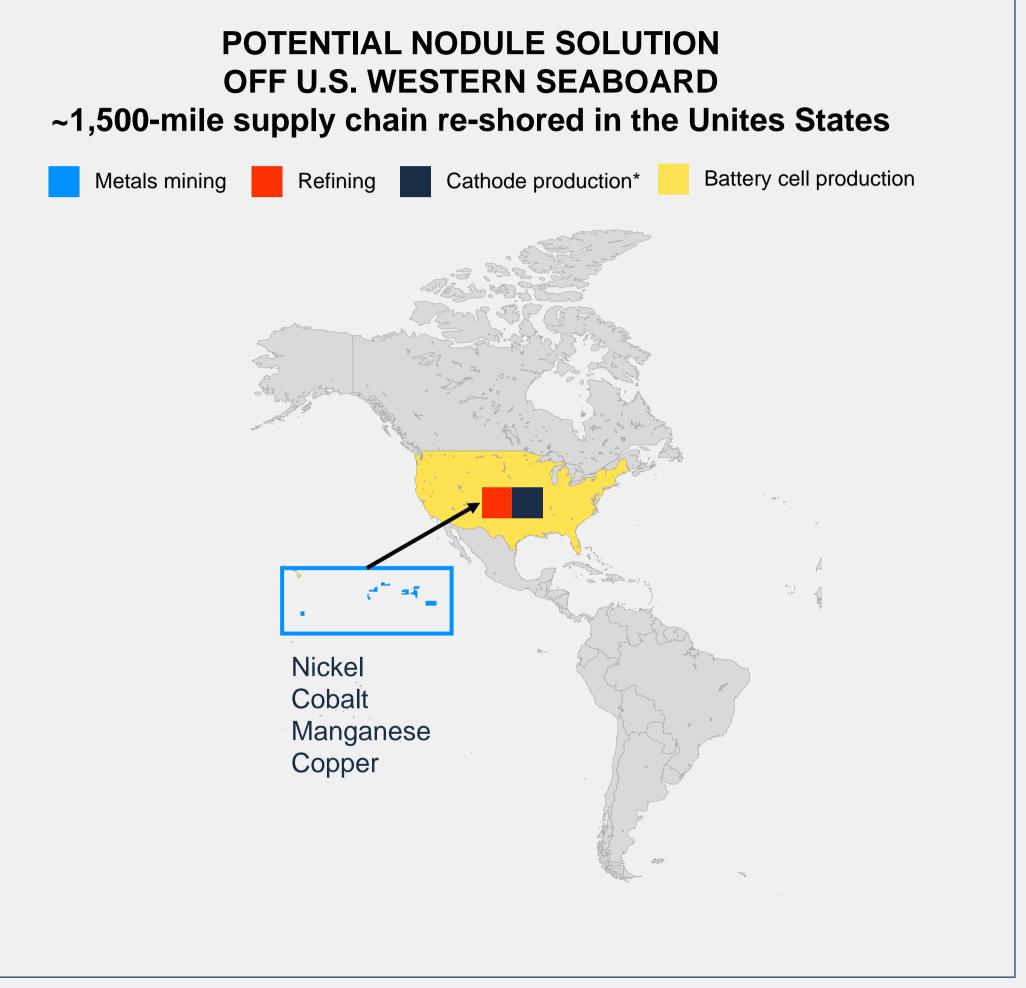
- \$4,000 consumer tax credit for lower/middle income individuals to buy used clean vehicles, and
- Up to \$7,500 tax credit to buy new clean vehicles...

...provided clean vehicles meet the critical mineral requirements:

- The applicable percentage of critical minerals contained in the battery must be extracted or processed in a country with which the United States has a free trade agreement or have been recycled in North America (prior to 2024 40%, 2024 50%, 2025 60%, 2026 70%, after 2026 80%)
- After 2023, a clean vehicle may not contain any battery components which were manufactured by a foreign entity of concern (as defined in 42 U.S.C. 18741(a)(5)), and, after 2024, a clean vehicle may not contain any critical minerals that were extracted, processed, or recycled by a foreign entity of concern

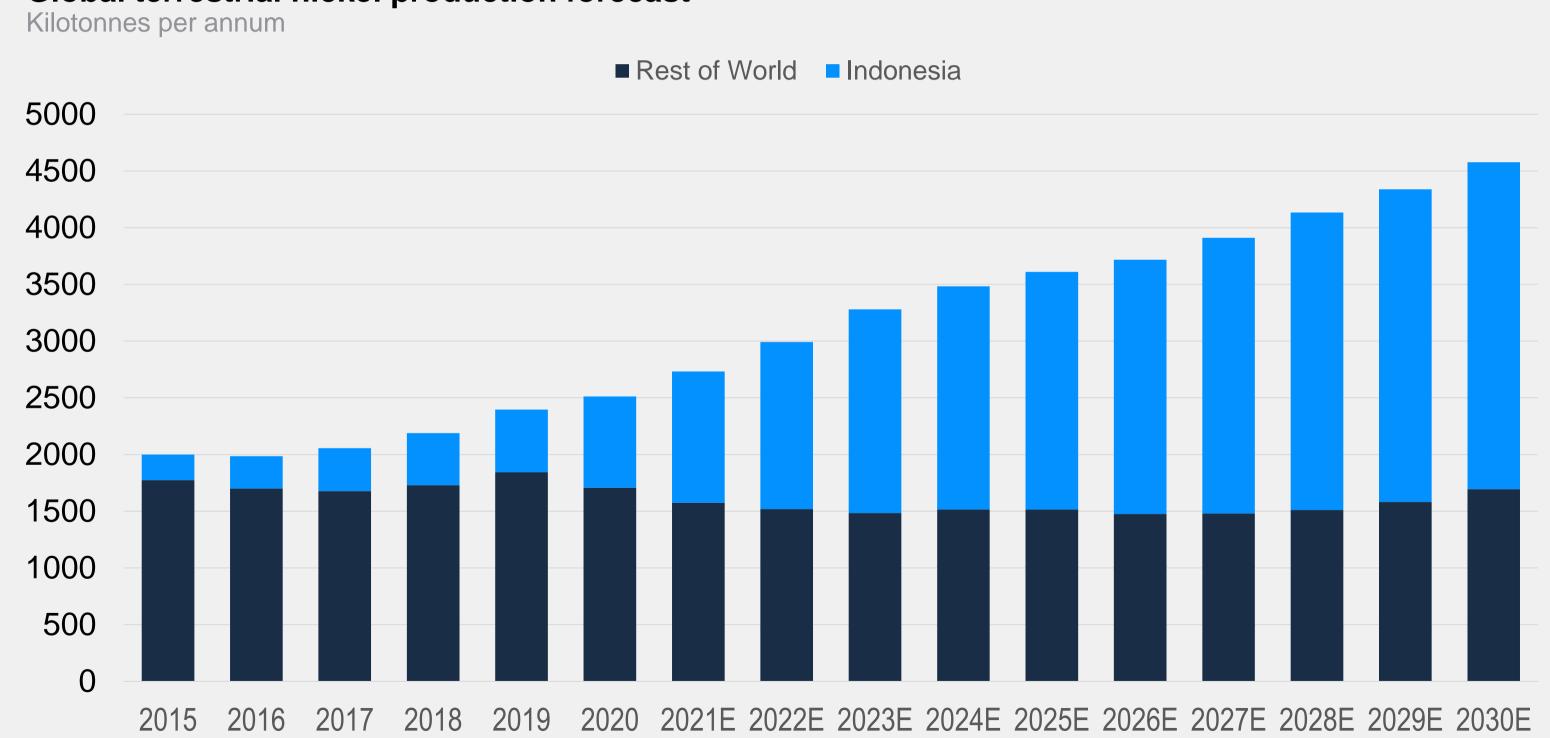
Additional considerations:

- The US does not have free trade agreements with the largest land-based producers of nickel (Indonesia) and cobalt (Democratic Republic of Congo)
- China and Russia are considered entities of concern, among others



For nickel, nearly all net supply growth on land is expected to come from Indonesia, which is not a U.S. FTA partner.

Global terrestrial nickel production forecast

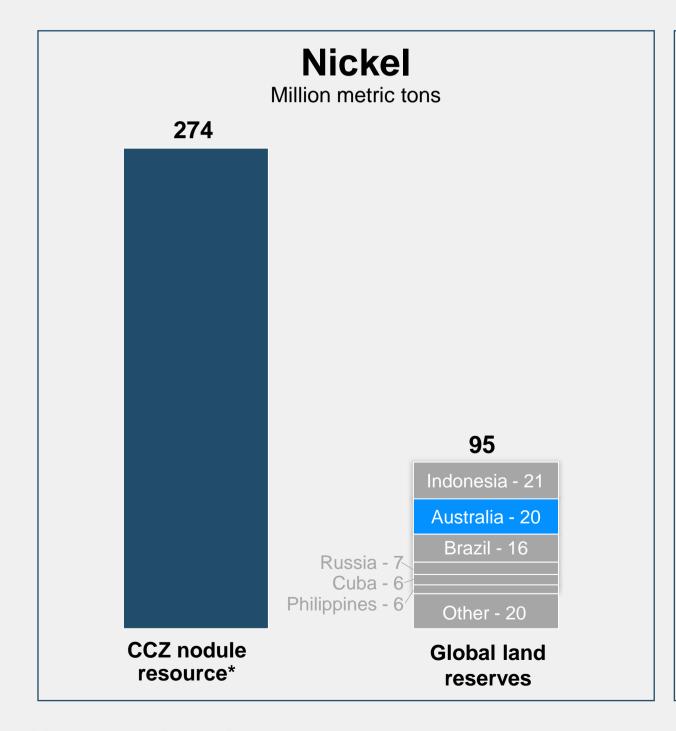


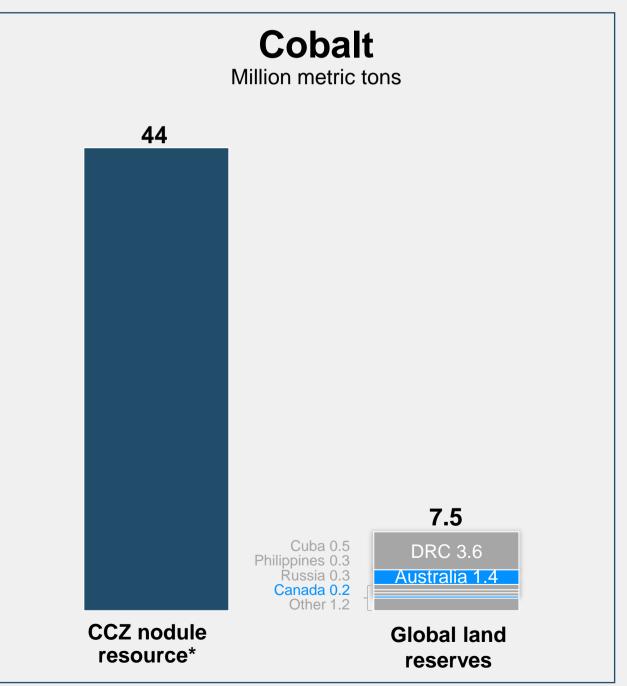
Total CCZ nodule resource is estimated to be much bigger than critical mineral reserves of countries with U.S. FTAs.

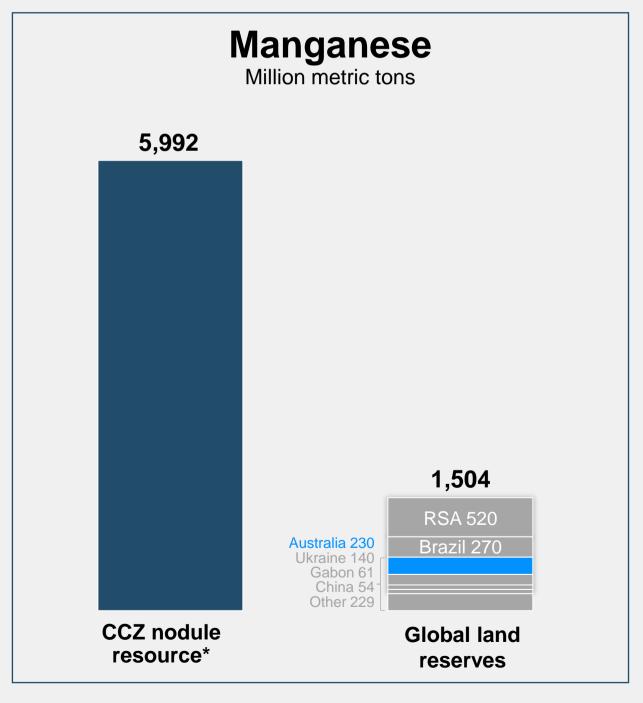
Total estimated CCZ nodule resource

U.S. FTA partner

Not a U.S. FTA partner



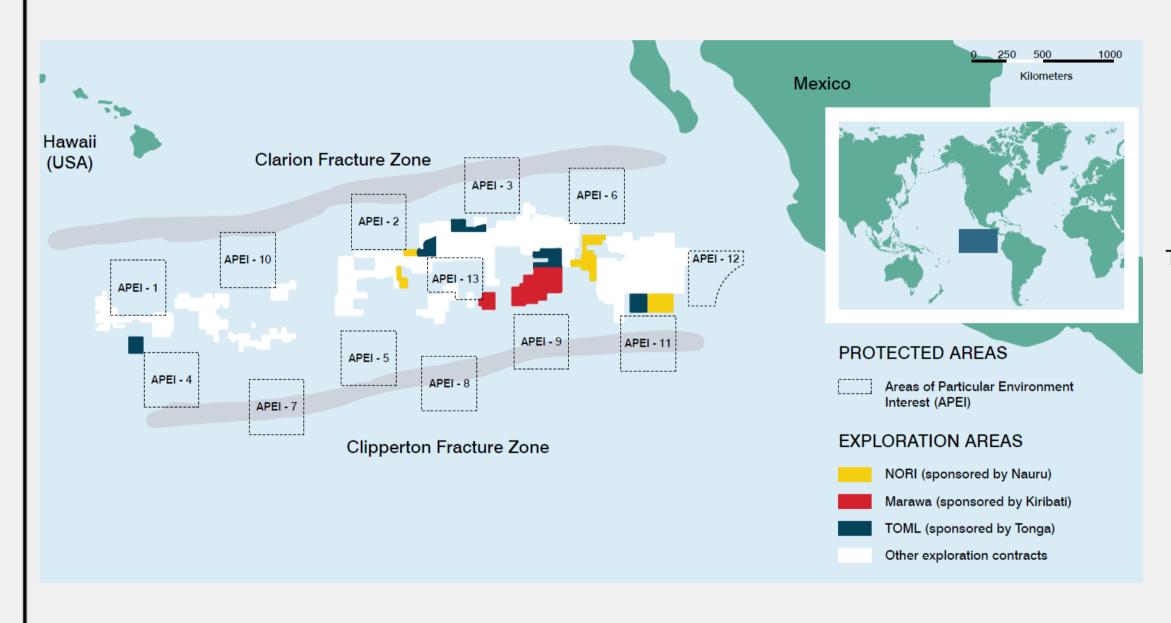




Source: USGS 2021 commodity summaries for terrestrial resources; James R. Hein, Kira Mizell, Andrea Koschinsky, Tracey A. Conrad, Deep-ocean mineral deposits as a source of critical metals for high- and green-technology applications: Comparison with land-based resources, Ore Geology Reviews, Volume 51, 2013, Pages 1-14, ISSN 0169-1368, doi.org/10.1016/j.oregeorev.2012.12.001 for CCZ nodules and PCZ crusts

^{*}CCZ nodules = Clarion-Clipperton Zone polymetallic nodules

TMC: technical resource statements issued on NORI + TOML, with an *in situ* estimated resource of Ni, Cu, Co and Mn sufficient to electrify the entire U.S. passenger car fleet¹.



TMC exploration contract area	NORI ²	TOML ³	Marawa
Sponsoring State	Republic of Nauru	Kingdom of Tonga	Republic of Kiribati
Exploration area	74,830 km ²	74,713 km ²	74,990 km ²
Technical resource statement	Yes	Yes	Work in progress
Estimated nodule tonnage	866 ⁴ million tonnes (wet)	768 million tonnes (wet)	
Manganese	29.5%	29.2%	
Nickel	1.3%	1.3%	
Copper	1.1%	1.1%	
Cobalt	0.2%	0.2%	

¹ Assuming 75kWh batteries with NMC811 chemistry and nodule resource grade and abundance, "Where Should Metals for the Green Transition Come From?", Paulikas et al, LCA white paper, April 2020. Calculation based on estimated contained value of nickel.

² SEC Regulation S-K (Subpart 1300) Compliant NORI Clarion Clipperton Zone Mineral Resource Estimate AMC, 17 March 2021. 521 Mt Inferred, 341 Mt, 4 Mt Measured.

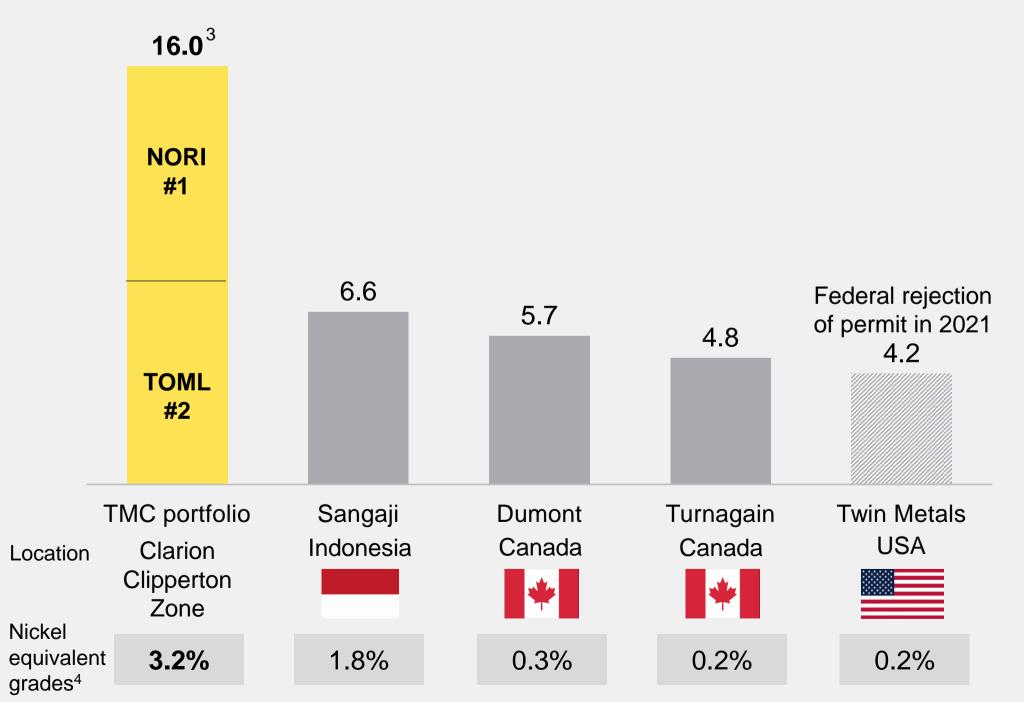
³ SEC Regulation S-K (Subpart 1300) Compliant TOML Clarion Clipperton Zone Project Mineral Resource Estimate, AMC, 26 March 2021. 696 Mt inferred, 70 Mt Indicated, 2.6 Mt Measured.

⁴ SEC Regulation S-K (Subpart 1300) Compliant NORI Area D Clarion Clipperton Zone Mineral Resource Estimate and associated financial model, AMC, 17 March 2021. 11 Mt Inferred @ 1.4% Ni, 1.1% Cu, 0.1% Co and 31.0 % Mn and 15.6 Kg/m² abundance, 341 Mt Inferred @ 1.4% Ni, 1.1% Cu, 0.1% Co and 31.2% Mn and 31.2% Mn and 31.2% Mn and 31.2% Mn and 32.2% Mn and 18.6 Kg/m².

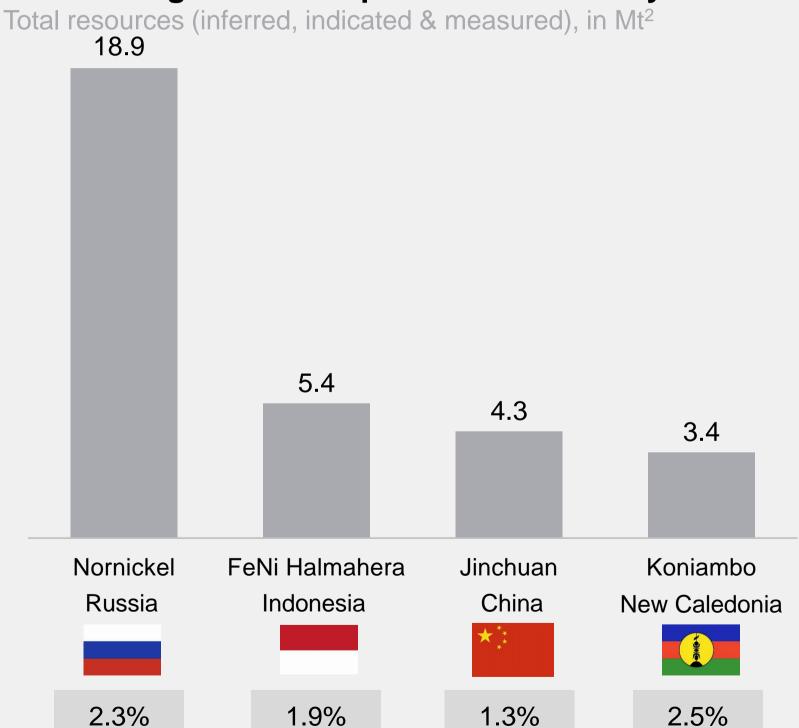
TMC: #1 and #2 largest undeveloped nickel projects on the planet, and the alternative to Russian- and Chinese-controlled supply.

World's largest nickel projects – 2022

MINING Total est. resources (inferred, indicated & measured), in Mt¹ DOT COM



World's largest nickel operations ranked by resource



https://www.mining.com/featured-article/ranked-worlds-biggest-nickel-projects-2022/

² Global Nickel Industry Cost Summary, Wood Mackenzie, August 2020; inclusive of reserves. Asset Reports for FeNi Halmahera, Jinchuan and Koniambo.

³ Canadian NI 43-101 Resource Statement for full field financial model (internal DeepGreen development scenario).

⁴ Nickel equivalence calculation uses NORI-D Model price deck as stated in NORI Initial Assessment available at investors.metals.co.

Growing recognition of the seafloor solution...

THE WALL STREET JOURNAL

Admiral Blair op-ed on seafloor nodules, Jun 2022:

"Securing new supplies of battery-grade nickel should be a priority for achieving America's energy security goals. Those supply options include vast sources of nickel contained in polymetallic nodules at the bottom of the Pacific Ocean."



Fareed Zakaria on seafloor resources, Apr 2022:

"If people want to protect the planet from climate change and authoritarian governments, people will need to get onboard with new projects. Even the ocean floor cannot be off limits."

Forbes

Jim Conca on seafloor nodules, Feb 2022:

"...much, much less impactful than any land operations, and is the most optimal method for getting these critical metals between now and 2050...either that or stick with fossil fuels."

The world's most sustainable nickel

Steven Brown on seafloor nodules, Feb 2022:

"...an overly precautionary approach on deep sea nodules might condemn Wallacea, and the global climate, to irreversible damage."

...and growing recognition of the rainforest nickel problem.



REUTERS

Tiyashi Datta on potential TSLA rainforest nickel, Jul 2022:

"Dozens of NGOs have sent an open letter to Elon Musk, urging [him] to not invest in Indonesia's nickel industry on environmental concerns."



Matt Fernley on VW rainforest nickel/cobalt sourcing, Apr 2022:

"Why had VW...signed up to a supply agreement with some of the least environmentally friendly producers? Does this agreement mean that VW has simply been paying lip service to ESG?"



Firdaus / Levitt on nickel mining in Indonesia, Feb 2022:

"A Guardian investigation...has found evidence that a source of drinking water close to one of Indonesia's largest nickel mines is contaminated with unsafe levels of hexavalent chromium (Cr6)."



Ilagan/Lehren etc. on nickel mining in the Philippines, Dec 2021:

"The move to expand the mine comes as the destruction of the world's rainforests, which play a crucial role in protecting wildlife and slowing climate change, is accelerating."

LIFECYCLE IMPACTS

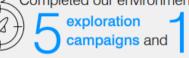
Our first Impact Report released.

2021 Sustainability Highlights:

ENVIRONMENT

Contributing to deep-sea ecosystem knowledge





Enabling operational visibility for stakeholders



Entered agreement with Kongsberg Digital to develop 3D visualization of the deep-sea operating environment and adaptive management system to stay within ecological thresholds

Supporting circularity

Retrofitting a 228-meter-long former drill ship into first subsea mining vessel

Lowering carbon footprint of

pyrometallurgical processing

Identified ways to reduce metcoal consumption by at least -



SOCIAL

Building tomorrow's STEM talent pipeline

2 students graduated with bachelor of science degrees through our full university scholarship program at The University of the South Pacific, Fiji



Tonga: 4 secondary school scholarships and an additional 4 technical scholarships at Tonga Maritime Polytechnic Institute were granted



Contributing to sponsoring state communities

Formalized a grant program in Nauru and Tonga, supporting

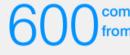


Contributing to peer-reviewed literature =

Published 2 peer-reviewed research papers, one on solid waste streams from producing critical metals and another on opportunities for ethically sourcing critical metals from CCZ nodules

Engaging with global stakeholders

Received over

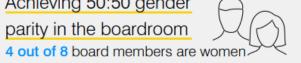


planned 2022 collector test

19 distinct stakeholders during an open stakeholder consultation on our environmental impact statement for

GOVERNANCE

Achieving 50:50 gender parity in the boardroom



Strengthening oversight of ESG performance

Established a Sustainability & Innovation Committee at the board and appointed our first chief sustainability officer



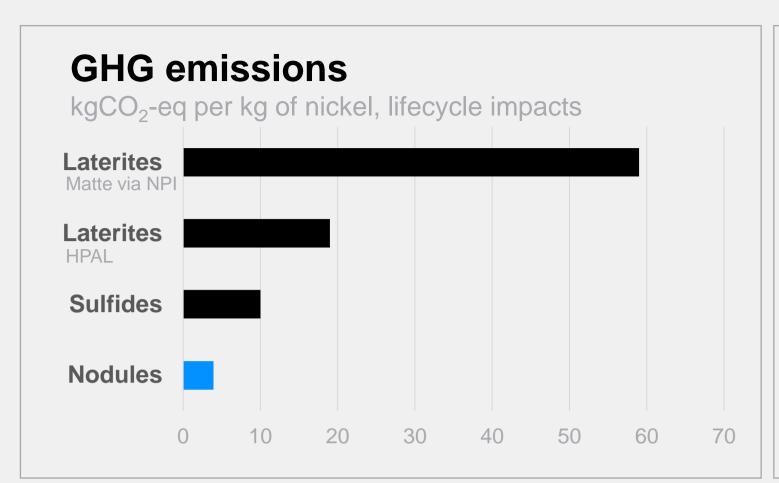


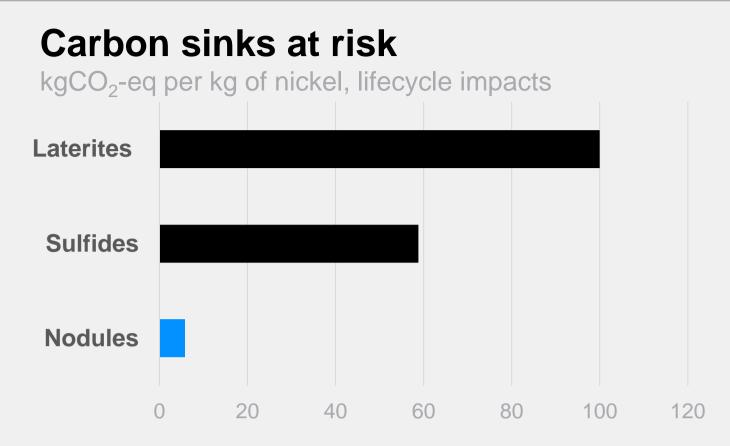
Contents

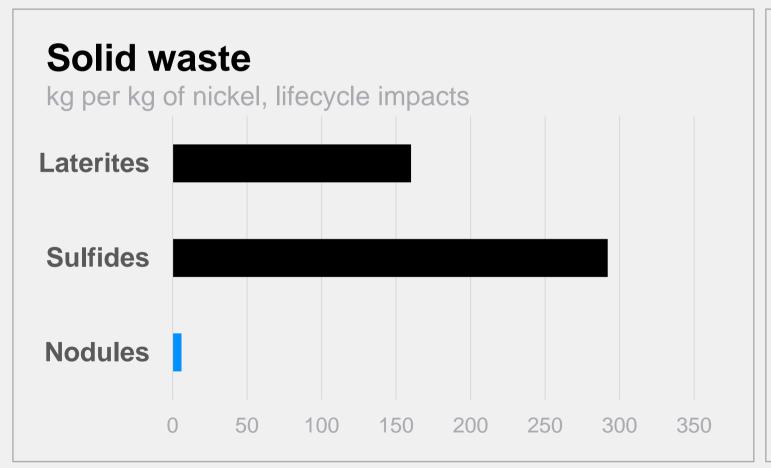
Who We Are	3
Letter from CEO	4
Our mission	6
Our challenge	6
Our responsibility	7
Why We Exist Metal-intensive future	11
Metal-intensive luture Metal metabolism	12 21
	24
Doughnuts and getting more metal	
Our hypothesis	30
How We Do It	42
Governance	43
TMC's board of directors	45
Stakeholder engagement	48
TCFD: Task Force on Climate-related Financial Disclosures	48
TNFD: Taskforce on Nature-related Financial Disclosures	50
Clarion-Clipperton Zone (CCZ) governance	54
Sponsoring states	55
ISA Mining Code	58
United Nations Sustainable Development Goals (U.N. SDGs)	62
Direct contribution to SDGs	62
What We Do	64
Our operations	65
Offshore	70
Onshore	86
Environmental, Social and Governance (ESG) footprint - pre-commercial	93
Environmental	94
Social	98
Economic	107
About This Report	108
Scope and boundary	109
GRI table	109
SASB table	111

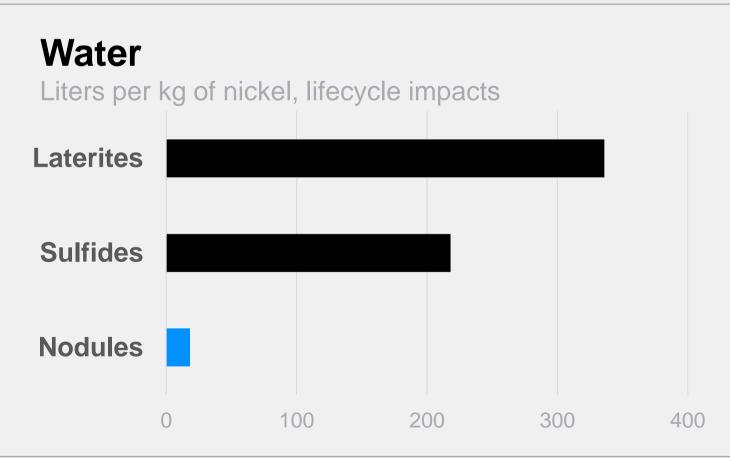
LIFECYCLE IMPACTS

Existing LCA suggests nodules may offer a lower impact source for nickel. Benchmark Minerals (BMI) engaged by TMC in April 2022 for independent LCA.





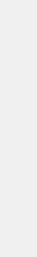




Source: IEA, *GHG emissions intensity for class 1 nickel by resource type and processing route*, IEA, Paris https://www.iea.org/data-and-statistics/charts/ghg-emissions-intensity-for-class-1-nickel-by-resource-type-and-processing-route; Paulikas et al, "Where Should Metals for the Green Transition Come From? Comparing Environmental, Social and Economic Impacts of Supplying Base Metals From Land Ores and Seafloor Polymetallic Nodules," April 2020 White Paper, https://metals.co/download/237815/; Paulikas et al, "Life cycle climate change impacts of producing battery metals from land ores versus deep-sea polymetallic nodules," *Journal of Cleaner Production*, 275 (2020) 123822; Paulikas et al, Deep-sea nodules versus land ores: A comparative systems analysis of mining and processing wastes for battery-metal supply chains, Journal of Industrial Ecology, 13 Jan 2022. https://doi.org/10.1111/jiec.13225

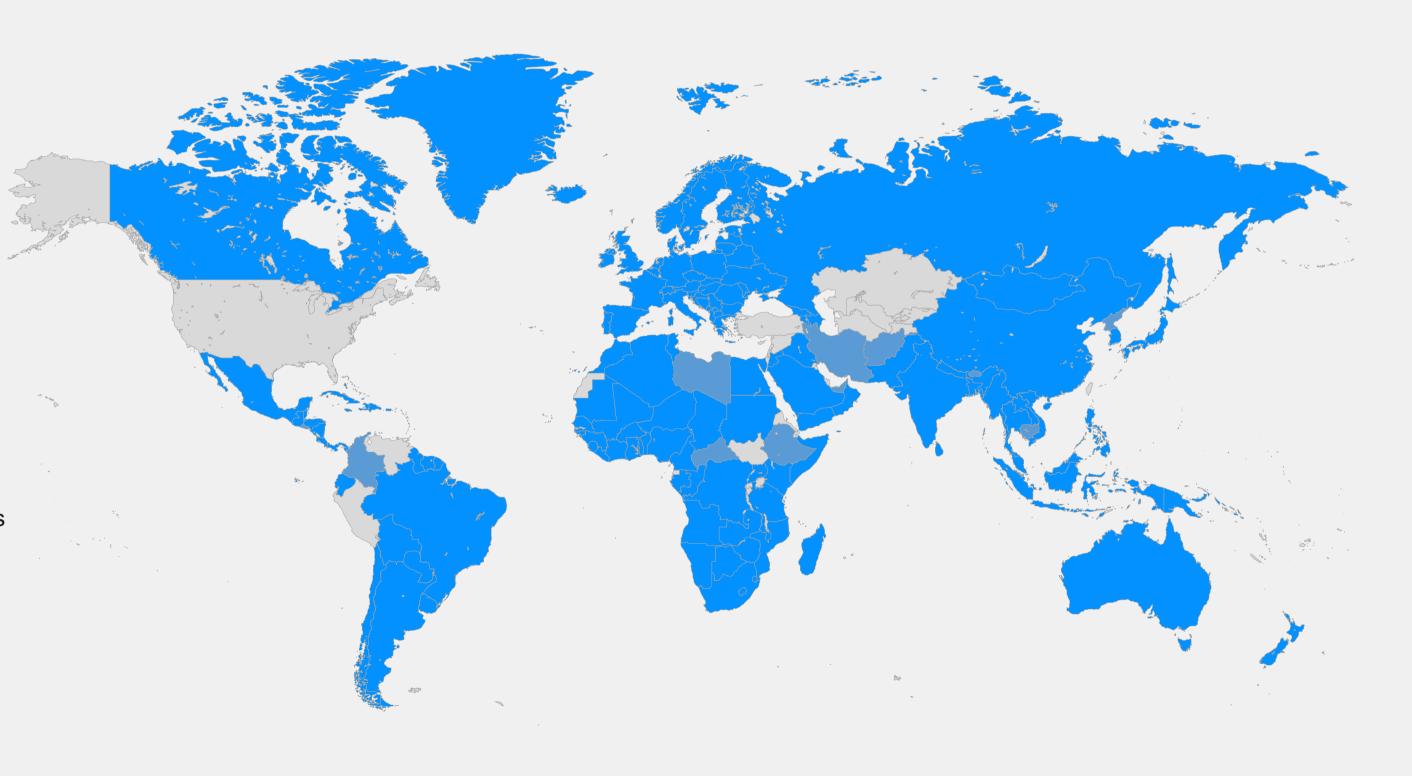
REGULATORY UPDATE

Regulated by the International Seabed Authority established in 1994 by UNCLOS.



- The International Seabed Authority (ISA)
 was established in 1994 by the United
 Nations Convention on the Law of the Sea
 ("UNCLOS") and regulates seabed minerals
 beyond national jurisdiction.
- Issues Exploration Contracts to qualified applicants who are sponsored by a State Party to UNCLOS
- 19 polymetallic nodule contracts issued to date to a mix of state-backed, state-owned and commercial contractors.

UNCLOS Parties
UNCLOS Signatories



REGULATORY UPDATE

ISA process targeting final regulations by July 2023.



Timeline

July 2020

9 July 2021

Dec 2021

March 2022

July/Aug 2022

Oct/Nov 2022

March 2023

July 2023

July 2023

2H 2023

2H 2024

ISA stated goal for adoption was delayed due to COVID

Government of Nauru (Sponsor of NORI) submitted a 2-year notice

In-person ISA meetings resume in Jamaica, after a nearly 2-year hiatus

ISA meetings to address regulations, financials and standards & guidelines

ISA meetings to address regulations, financials and standards & guidelines

ISA meetings to address regulations, financials and standards & guidelines

ISA meetings to address regulations, financials and standards & guidelines

ISA meetings to address regulations, financials and standards & guidelines

Deadline for ISA to adopt final exploitation regulations

Estimated timetable for NORI-D application for exploitation contract

Estimated timetable for exploitation contract to be granted by ISA, for NORI-D area

REGULATORY UPDATE

ISA finished a month-long working session in Jamaica in August.

ISA 27th session Part II

Legal and Technical Commission 4-15 July 2022
Finance Committee 13-15 July 2022
Council 18-29 July 2022
Assembly 1-5 August 2022

ISA Council







ISA Finance Committee

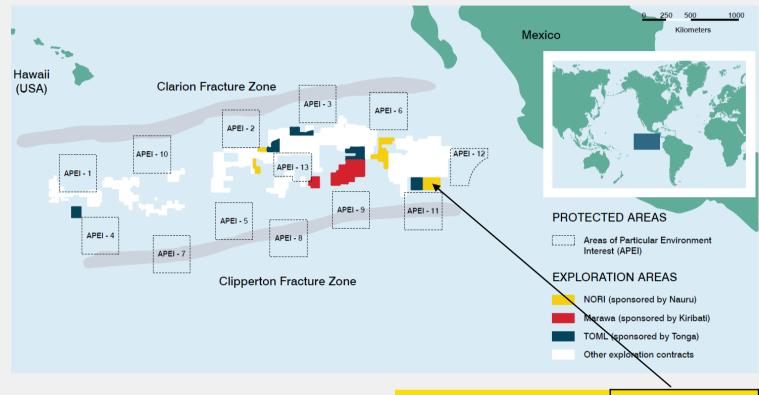


ISA Assembly





NORI-D project at a glance.



	NORI (A,B,C,D) ¹	NORI-D ¹	
ISA Exploration Contract Grant	2011		
Sponsoring State	Republic of Nauru		
Contract area, km ²	74,830	25,160	
Nodules, wet tonnes	866	356	
Nickel, % - estimated	1.3	1.4	
Copper, % - estimated	1.1	1.1	
Manganese, % - estimated	29.5	31.2	
Cobalt, % - estimated	0.2	0.14	
Project status		Mid-PFS	
Exploitation contract application ²		H2 2023	
Earliest start of production ²		H2 2024	

Resource

- The estimated largest and highest nickel-equivalent grade undeveloped nickel project on the planet
- Contained metals (Ni, Cu, Co, Mn) well matched to the critical mineral requirements of the energy transition
- NORI-D as the 1st project (closest to shore, 41% of estimated NORI resource and 22% of total estimated resource)

Products & project economics

- NiCuCo matte and Mn silicate as intermediates produced from reduced scope onshore metallurgical plant (Project Zero)
- Ni sulfate, Co sulfate, Cu cathode and Mn silicate as main products from full scope onshore metallurgical plant (Project One)
- +60% expected EBITDA margin / 2nd lowest nickel C1 cash cost on a by-products' basis at full scope steady state production on NORI-D Project One

Project partnerships

- Strong focus on leveraging partners' expertise, reuse of existing assets and access to capital to get into production
- Allseas as offshore production partner for Project Zero and beyond
- Epsilon Carbon as likely onshore production partner for Project Zero

Capital spent

Approximately \$250M spent on NORI property since 2011 to get to mid-PFS on NORI-D

Valuation of NORI-D project

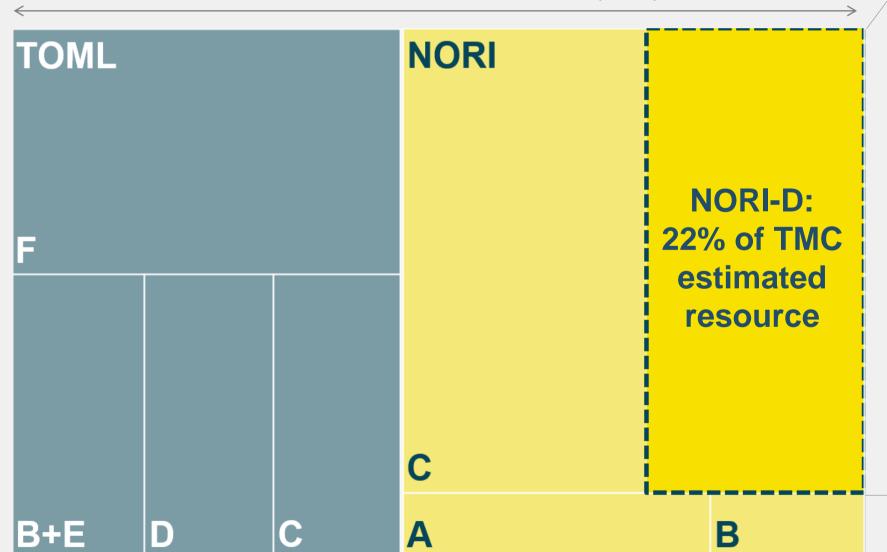
- US\$6.8B NPV for NORI-D at CRU long-term prices (Feb 2021)¹
- US\$15.2B NPV for NORI-D at current prices (August 12, 2022)1

¹ SEC Regulation S-K (Subpart 1300) Compliant NORI Area D Clarion Clipperton Zone Mineral Resource Estimate and associated financial model, AMC, 17 March 2021. NORI-D resource - 11 Mt inferred @ 1.4% Ni, 1.1% Cu, 0.1% Co and 31.0 % Mn and 15.6 kg/m² abundance, 341Mt Indicated @ 1.4% Ni, 1.1 %Cu, 0.1% Co and 31.2% Mn and 32.2% Mn and 18.6 Kg/m².

² Subject to availability of funding and ISA granting an Exploitation Contract.

Based on SEC-compliant Initial Assessment, NORI-D project estimated at \$6.8 billion NPV (est. \$15.2 billion using current metal prices).

Estimated resource 1,634Mt (wet) ¹



NORI-D Financial Model ²

\$ billions unless otherwise noted

(other assumptions held

constant including other

metal prices at current)

ψ Dillions diffess other	WISCHOLCO		
Prices			
	CRU forecast	Current price	Increase
Nickel	\$16,106/t	\$23,212/t	44%
Copper	\$6,787/t	\$8,060/t	19%
Cobalt	\$46,416/t	\$47,455/t	2%
Mn silicate	\$4.53/dmtu	\$7.20/dmtu	59%
Project economics—	cumulative ov	er project life	
Total revenue	\$95.1b	\$133.0	40%
Nickel	44.0	63.6	
Copper	12.7	15.1	
Cobalt	10.4	11.3	
Mn silicate	27.2	42.5	
Total OPEX	37.5b	37.5b	0%
Total EBITDA	57.3b	95.2b	66%
EBITDA margin	60%	72%	11 pts
NPV	\$6.8	\$15.2	+125%
	billion	billion	
	\$45,000/4	¢20 2 hillion	
NORI-D NPV at various nickel price	\$45,000/t \$35,000/t	\$28.3 billion \$22.3 billion	General rule of thumk every \$10k/t change in hickel price equates

\$25,000/t

\$15,000/t

nickel price equates

NORI-D NPV

to \$6 billion change in

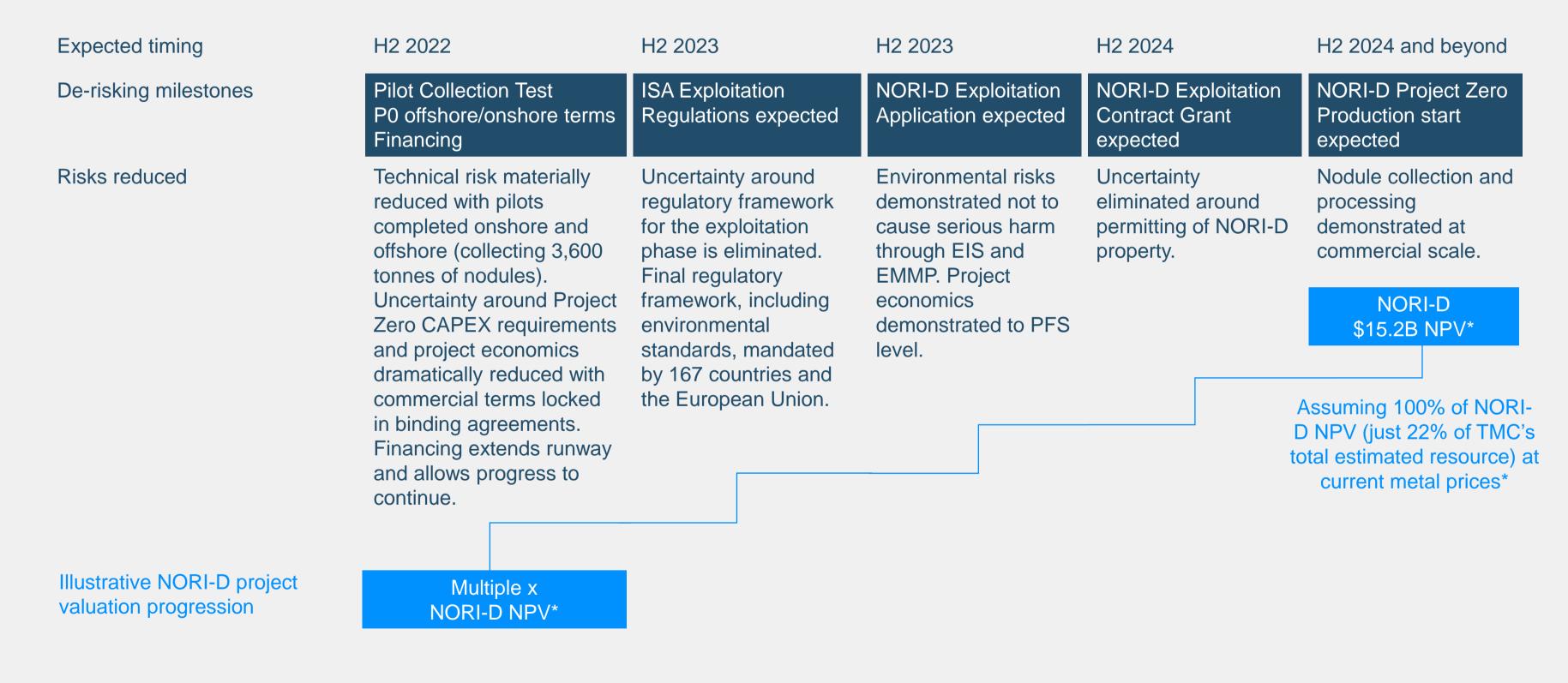
\$16.3 billion

\$10.3 billion

¹ Canadian NI 43-101 Resource Statement for full field financial model (internal DeepGreen development scenario).

² Canadian NI 43-101 and SEC Regulation S-K (Subpart 1300) Compliant NORI Area D Clarion Clipperton Zone Mineral Resource Estimate and associated financial model, AMC, March 2021. 'Current price' scenario is internal-only, as of August 12, 2022. NPV at January 1, 2021, assuming 9% discount rate.

Key milestones and de-risking events ahead to unlock value.



EIS – Environmental Impact Statement EMMP – Environmental Management and Monitoring Plan

Major de-risking steps on the path to potential production and significantly lower pre-production CAPEX.

PROJECT ZERO

Project Zero costs borne by TMC prior to production reduced from US\$193M to ~US\$55M1

OFFSHORE

Expected start: Q4 2024 **Expected production:**

- 1.3 Mtpa of wet nodules

ONSHORE

Expected start: Q4 2024 **Expected production:**

- 30,000 tpa of NiCuCo matte
- 750,000 tpa of Mn silicate

Partner: Epsilon Carbon

Partner: Allseas

Non-binding Term Sheet signed Mar 17, 2022 Definitive agreement expected by Dec 31, 2022

- Allseas intends to upgrade pilot collection system into commercial nodule collection system ("Project Zero System")
- Estimated cost of getting into production is expected to be reduced from US\$163M to less than US\$110M, to be shared equally by Allseas and TMC's subsidiary NORI (NORI portion ~\$55M). NORI then to repay Allseas' share of upfront CAPEX costs once in production
- Once in production NORI expects to pay Allseas a production fee to cover their costs, equivalent to <EUR 150/wet tonne of nodules and reducing by >20% as production scales
- Exploring potential acquisition of the 2nd production vessel to be engineered for 3Mtpa of wet nodules production rate and lower per tonne cost

Non-binding MoU signed Mar 17, 2022 Binding Heads of Terms expected by Sept 30, 2022

- Epsilon Carbon intends to deliver pre-feasibility report ("PFR") for a nodule processing plant in India powered by renewables ("Project Zero Plant")
- Subject to PFR and binding Heads of Terms and subsequent definitive agreements, Epsilon Carbon to finance, engineer, permit, build and operate Project Zero Plant
- Mutual binding exclusivity until the earlier of binding Heads of Terms or March 31, 2023
- Joint reach out to Indian Mn alloy producers with positive response on offtake, and signed non-binding expression of interest from one of India's largest Mn alloy producers

Offshore progress: ongoing testing of Pilot Collection System before planned upgrade to Project Zero System.





Completed Ongoing/upcoming

PILOT COLLECTOR SYSTEM TEST PROGRAM 2022

January Riser acceptance test

February Thruster re-lift, dockside vessel

commissioning, review of nodule offloading

& handling test program

Feb 7 LARS load test

Feb 28–Mar 3 Thruster installation

March 2–9 Collector wet function tests in outer harbor

March 12–17 Hidden Gem dynamic positioning trials

March 18–28 Collector drive test in the North Sea

April 6–11 Deep-water test in the Atlantic

April 21–24 Riser deployment test

May 3-June 29 Transit to Mexico

June 29— Mobilization

Monitoring Vessel

July 8–15 Mobilization

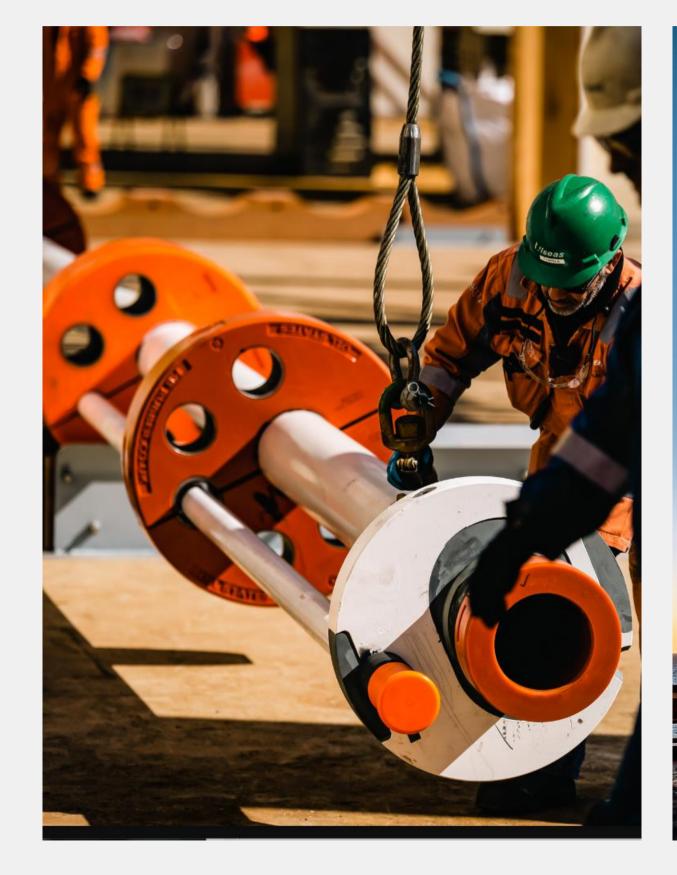
July 15— Pre-collector test survey

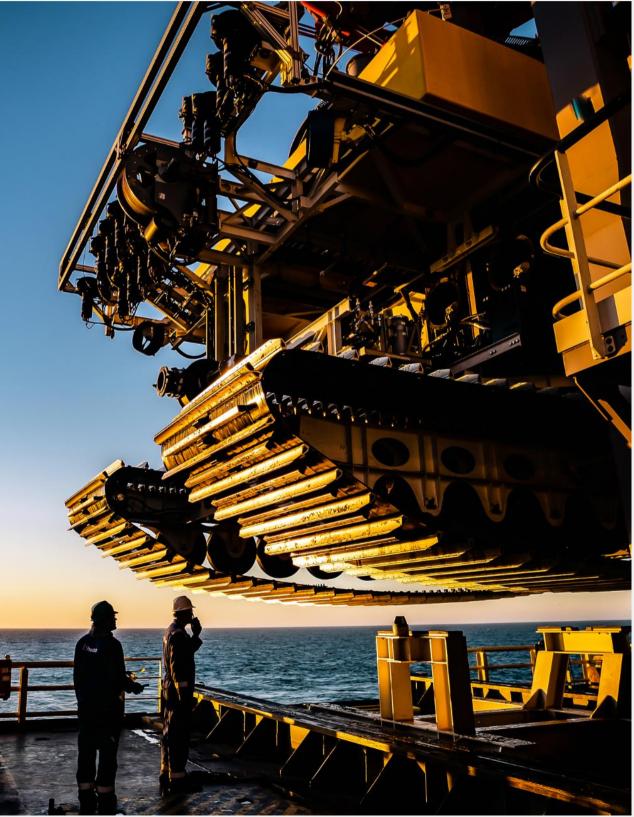
Upcoming Pilot trials in NORI-D

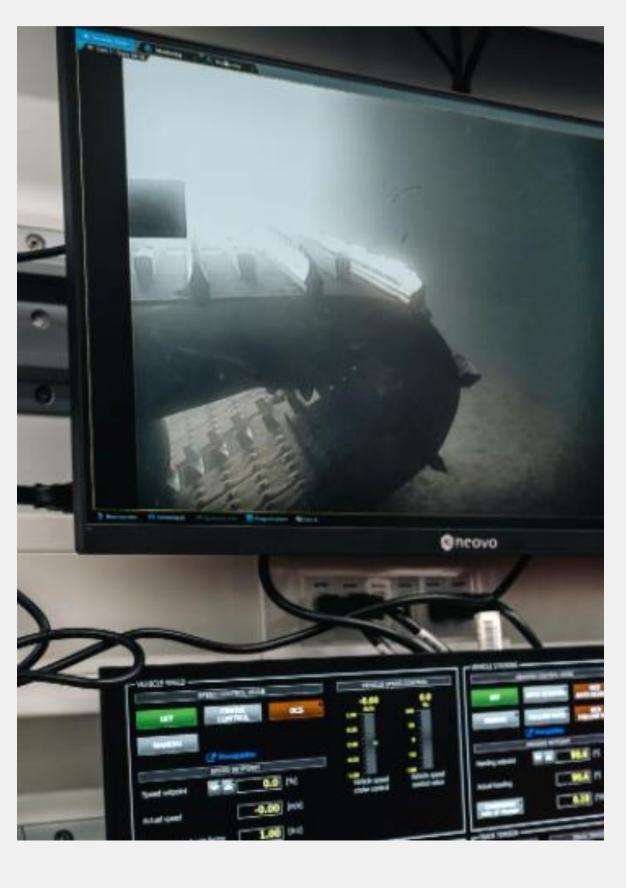
- Integrated collector test
- Environmental impact monitoring
- 3,600 wet tonnes expected to be collected

Additional images of Pilot Collection System taken during testing in North Atlantic.











New world-class partnerships to manage & monitor impacts and provide eyes and ears on future operations.



Australia's National Science Agency



A Crown Research Institute of New Zealand





About CSIRO:

- Commonwealth Scientific Industrial Research Organisation (CSIRO) is Australia's national science and technology development agency employing roughly 5,500 people globally
- In 2018, helped design the Great Barrier Reef Restoration and Adaptation Program (RRAP)

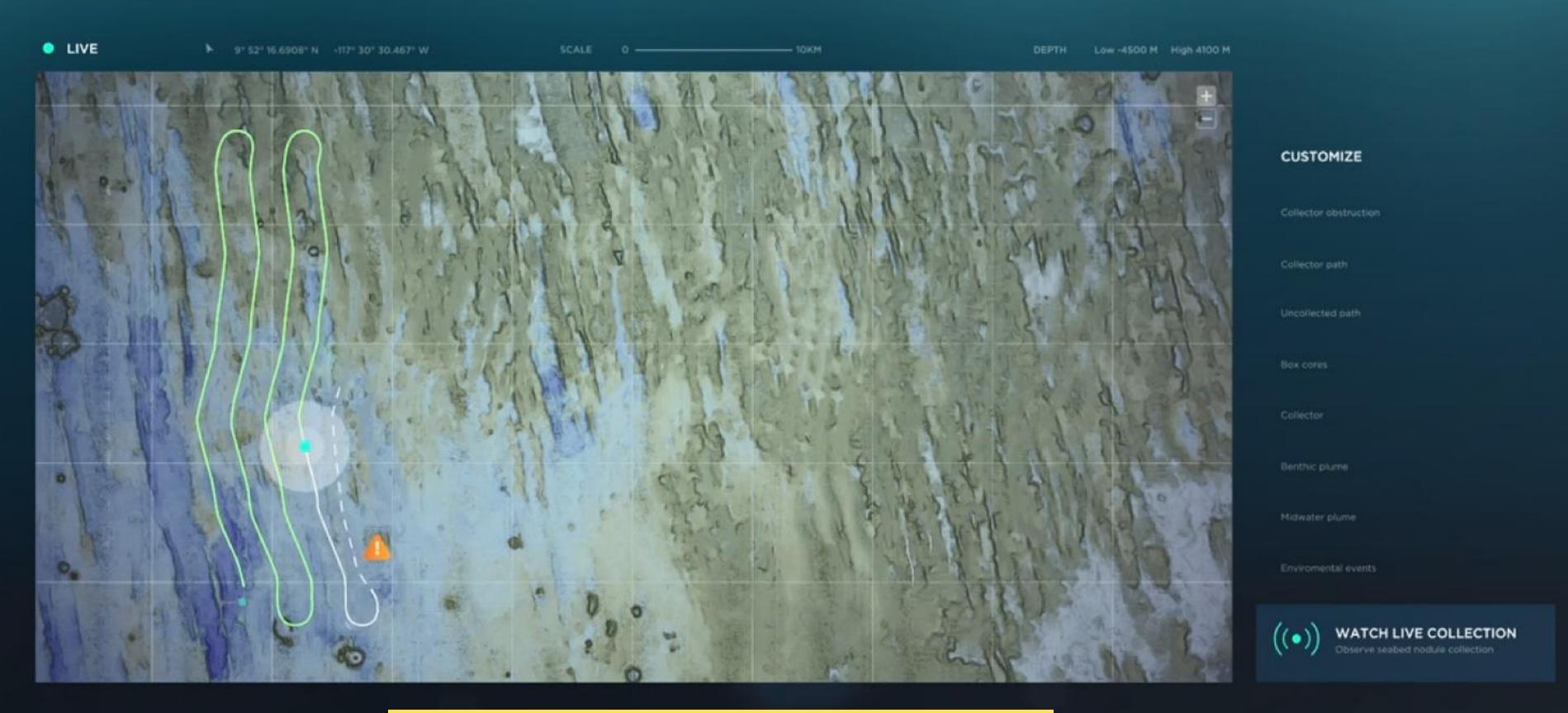
About NIWA:

- National Institute of Water and Atmospheric Research (NIWA) is New Zealand's leading offshore environmental management agency focused on climate, freshwater and oceans
- 12 NIWA scientists shared in the 2007 Nobel Peace Prize with other contributors to the Intergovernmental Panel on Climate Change

TMC partnership with CSIRO, NIWA and others in a scientific consortium:

- Consortium was retained in July 2022 to create a framework for the development of an Environmental Management & Monitoring Plan (EMMP)
- Will leverage TMC's baseline data to help develop appropriate indicators and tolerance limits to create safe parameters for collecting seafloor nodules
- The work will form the scientific foundation of TMC's future Adaptive Management System (AMS)

ADAPTIVE MANAGEMENT SYSTEM PROTOTYPE



Video available at: https://vimeo.com/645332455

UPCOMING COMPANY MILESTONES

Completion of major milestones in the first half of 2022 with more expected in the second half.

Completed
Ongoing/upcoming

Project Zero offtakes & strategic partnerships

- Finalize agreement with Epsilon Carbon
- Finalize agreement with Allseas
- Secure offtake for NiCuCo matte and Mn silicate

Onshore processing

- Complete value-in-use studies for Mn silicate product
- Complete analysis of pyrometallurgical pilot results
- Complete hydrometallurgical bench-scale work

Offshore nodule collection system

- Deep-water test of pilot collector in the North Atlantic
- Pilot collection system test in the Pacific (NORI-D, CCZ)
- Digital twin implementation for pilot trial

Offshore environmental & social impact assessment (ESIA)

- Partner selected for Environmental Monitoring & Management Plan (EMMP)
- Pilot collection system test monitoring campaign contracts

Environmental, social and governance (ESG)

- Complete inaugural Impact Report
- Complete commercial life-cycle analysis (LCA) study for Project One

Income statement highlights: three months ended June 30, 2022.

(\$mm)	Q2 2021	Q2 2022	Change
Exploration expenses	18.2	10.0	(8.2)
Offshore technology development and campaigns	6.8	3.6	(3.2)
Environmental program	0.4	1.8	1.4
Onshore flowsheet development	0.5	0.1	(0.4)
Project development staff salaries	0.6	1.2	0.6
Project development share-based compensation ⁽¹⁾	9.4	2.9	(6.5)
Other (2)	0.5	0.4	(0.1)
General & administrative expenses	10.4	8.3	(2.1)
Corporate staff salaries	0.6	1.1	0.5
Corporate share-based compensation ⁽¹⁾	5.9	2.8	(3.1)
Professional fees	1.9	2.2	0.3
Other ⁽³⁾	2.0	2.2	0.2
Net operating loss	28.6	18.3	(10.3)

¹ The options granted in 2021 were awarded in lieu of cash bonuses to retain DeepGreen employees in furtherance of the September 2021 Business Combination. The DeepGreen Board had the sole discretion to award these options and exercised its discretion to do so, as it had not consistently awarded cash bonuses to its employees, despite multiple years of service. Some of the options were granted subject to the achievement of significant long-term performance goals of DeepGreen and remain unvested.

2021 Share-based	Units granted in	
compensation	2021	Total
·	(M)	expense (\$M)
Options by grant date		
17-Feb-21	0.6	0
04-Mar-21	15.5	14.9
Total share-based		
compensation	16.1	14.9
Expenses re options granted		
before 2021		0.4
Total share-based		
compensation expenses		15.3

² Exploration expenses – other includes regulatory approval fees and corporate costs associated with exploration activities.

³ General & administrative expenses – other includes investor relations expenses, corporate office expenses and director fees.

Cash flow highlights: three months ended June 30, 2022.

(\$mm)	Q2 2021	Q2 2022	Change
Cash used in operating activities	7.8	22.6	14.8
Capital expenditures	1.6	0.3	(1.3)
Settlement of deferred acquisition costs	1.2		(1.2)
Acquisition of equipment	0.4	0.3	(0.1)
Less non-recurring items	(2.8)	-	2.8
Settlement of deferred acquisition costs	(1.2)		1.2
Transaction costs related to the Business Combination	(1.6)		1.6
Free cash outflow excluding non-recurring items ¹	6.6	22.9	16.3

¹ Free cash outflow excluding non-recurring items is a non-GAAP measure. See Appendix for additional information about non-GAAP financial measures.

Balance sheet highlights: as at June 30, 2022.

(\$mm)	Dec 31, 2021	Jun 30, 2022	Change
Total Assets	133.2	96.2	(37.0)
Cash	84.9	46.3	(38.6)
Accounts receivable and prepaid expenses	3.7	4.7	1.0
Exploration and evaluation assets	43.2	43.2	-
Property and equipment	1.4	2.0	0.6
Total Liabilities	40.4	22.5	(17.9)
Accounts payable and accrued liabilities	26.6	9.2	(17.4)
Warrant liability	3.1	2.6	(0.5)
Deferred tax liability	10.7	10.7	-
Total Equity	92.8	73.7	(19.1)
Common shares	296.1	299.1	3.0
Class A – J Special Shares	-	-	-
Additional paid-in-capital	102.1	113.5	11.4
Accumulated other comprehensive income	(1.2)	(1.2)	-
Deficit	(304.2)	(337.7)	(33.5)

Income statement highlights: six months ended June 30, 2022.

(\$mm)	YTD 2021	YTD 2022	Change
Exploration expenses	56.3	17.3	(39.0)
Offshore technology development and campaigns	23.5	5.4	(18.1)
Environmental program	1.9	2.9	1.0
Onshore flowsheet development	0.9	0.2	(0.7)
Project development staff salaries	1.4	2.3	0.9
Project development share-based compensation ⁽¹⁾	27.5	5.8	(21.7)
Other (2)	1.1	0.7	(0.4)
General & administrative expenses	27.8	16.9	(10.9)
Corporate staff salaries	1.0	2.1	1.1
Corporate share-based compensation ⁽¹⁾	18.2	5.6	(12.6)
Professional fees	5.4	4.4	(1.0)
Other ⁽³⁾	3.2	4.8	1.6
Net operating loss	84.1	34.2	(49.9)

¹ The options granted in 2021 were awarded in lieu of cash bonuses to retain DeepGreen employees in furtherance of the September 2021 Business Combination. The DeepGreen Board had the sole discretion to award these options and exercised its discretion to do so, as it had not consistently awarded cash bonuses to its employees, despite multiple years of service. Some of the options were granted subject to the achievement of significant long-term performance goals of DeepGreen and remain unvested.

2021 Share-based	Units granted in			
compensation	2021	Total		
	(M)	expense (\$M)		
Options by grant date				
17-Feb-21	0.6	3.5		
04-Mar-21	15.5	41.4		
Subtotal	16.1	44.9		
Expenses re options granted				
before 2021		0.8		
Total share-based				
compensation expenses		45.7		

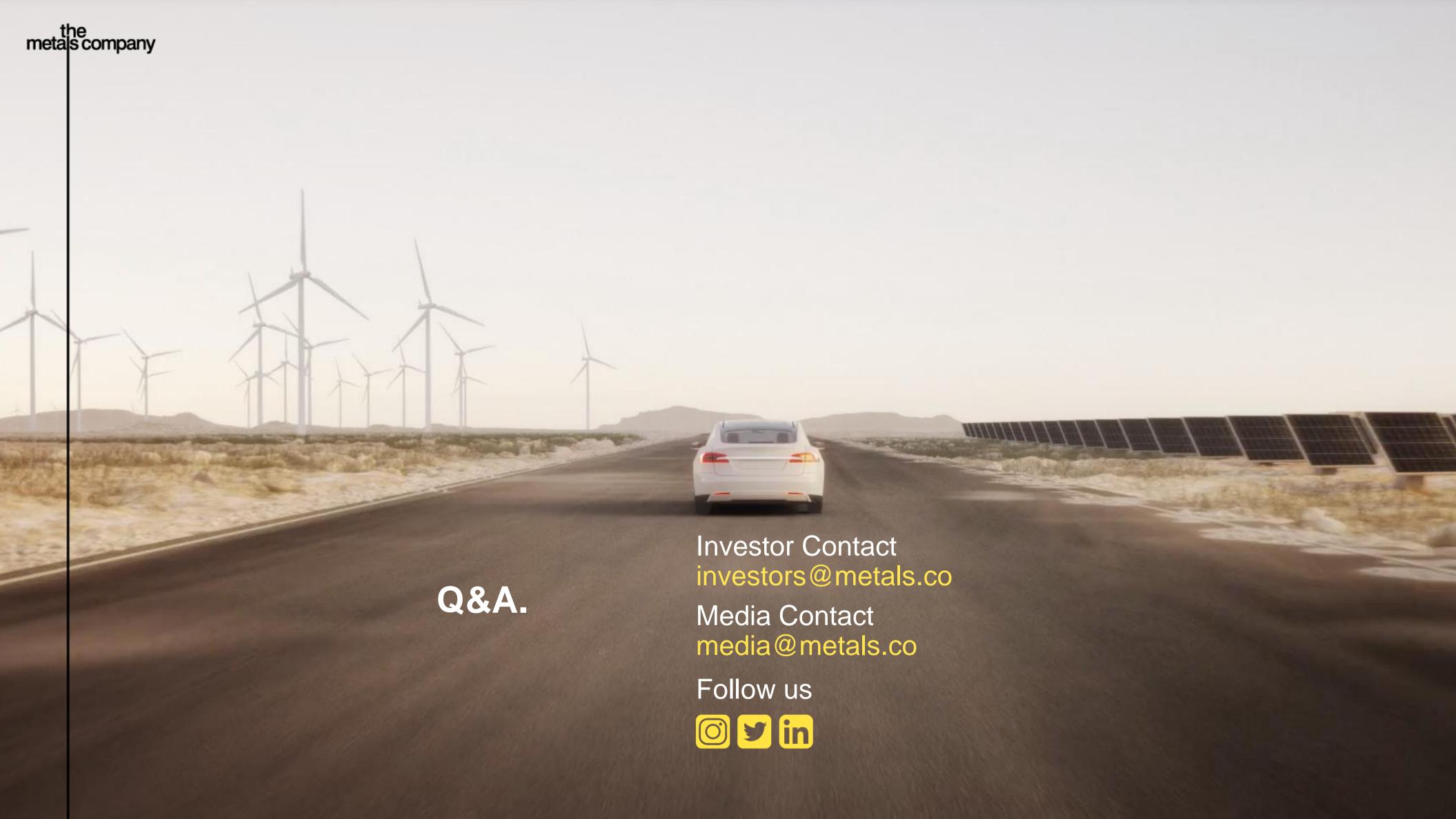
² Exploration expenses – other includes regulatory approval fees and corporate costs associated with exploration activities.

³ General & administrative expenses – other includes investor relations expenses, corporate office expenses and director fees.

Cash flow highlights: six months ended June 30, 2022.

(\$mm)	YTD 2021	YTD 2022	Change
Cash used in operating activities	17.9	38.1	20.2
Capital expenditures	3.8	0.5	(3.3)
Settlement of deferred acquisition costs	3.4		(3.4)
Acquisition of equipment	0.4	0.5	0.1
Less non-recurring items	(7.7)	-	7.7
Settlement of deferred acquisition costs	(3.4)	-	3.4
Transaction costs related to the Business Combination	(4.3)	-	4.3
Free cash outflow excluding non-recurring items ¹	14.0	38.6	24.6

¹ Free cash outflow excluding non-recurring items is a non-GAAP measure. See Appendix for additional information about non-GAAP financial measures.





Appendix: non-GAAP reconciliation.

Non-GAAP Financial Measures – Free Cash Outflow Excluding Non-Recurring Items

Free cash outflow excluding non-recurring items is a non-GAAP financial measure. Free cash outflow excluding non-recurring items is used in addition to and in conjunction with results presented in accordance with United States Generally Accepted Accounting Principles ("U.S. GAAP"), and free cash outflow excluding non-recurring items should not be relied upon to the exclusion of U.S. GAAP financial measures. TMC's management strongly encourages investors to review TMC's financial statements and publicly-filed reports in their entirety and to not rely on any single financial measure. Free cash outflow excluding non-recurring items, which is reconciled to "net cash used in operating activities", is cash flow from operations reduced by capital expenditures excluding certain other one-time expenditures. TMC believes that free cash outflow excluding non-recurring items is a useful additional measure to "net cash used in operations" since the excluded expenditures are not a recurring expenditure of operations moving forward and free cash outflow excluding non-recurring items is useful as a measure of TMC's ability to meet its planned operating obligations moving forward. Free cash outflow excluding non-recurring items, however, has limitations due to the fact that it does not represent the residual cash flow available for discretionary expenditures and different companies define free cash outflow excluding non-recurring items and other measures of free cash flow in different manners and, therefore, TMC's free cash outflow excluding non-recurring items can not be compared to another company's use of free cash outflow excluding non-recurring items or any other measure of free cash flow. TMC therefore believes it is important to view free cash outflows excluding non-recurring items as a complement to its entire condensed consolidated statements of cash flows.

A reconciliation of "net cash used in operating activities" to free cash outflow excluding non-recurring items for the three months ended June 30, 2022 and 2021 is as follows:

(\$mm)	Three months ended June 30, 2022	
	2022	2021
Cash used in operating activities	22.6	7.8
Capital expenditures	0.3	1.6
Settlement of deferred acquisition costs		1.2
Acquisition of equipment	0.3	0.4
Free cash outflow	22.9	9.4
Less: non-recurring items	-	(2.8)
Settlement of deferred acquisition costs		(1.2)
Transaction costs related to the Business Combination		(1.6)
Free cash outflow excluding non-recurring items	22.9	6.6

Appendix: non-GAAP reconciliation.

Non-GAAP Financial Measures – Free Cash Outflow Excluding Non-Recurring Items

Free cash outflow excluding non-recurring items is a non-GAAP financial measure. Free cash outflow excluding non-recurring items is used in addition to and in conjunction with results presented in accordance with United States Generally Accepted Accounting Principles ("U.S. GAAP"), and free cash outflow excluding non-recurring items should not be relied upon to the exclusion of U.S. GAAP financial measures. TMC's management strongly encourages investors to review TMC's financial statements and publicly-filed reports in their entirety and to not rely on any single financial measure. Free cash outflow excluding non-recurring items, which is reconciled to "net cash used in operating activities", is cash flow from operations reduced by capital expenditures excluding certain other one-time expenditures. TMC believes that free cash outflow excluding non-recurring items is a useful additional measure to "net cash used in operations" since the excluded expenditures are not a recurring expenditure of operations moving forward and free cash outflow excluding non-recurring items is useful as a measure of TMC's ability to meet its planned operating obligations moving forward. Free cash outflow excluding non-recurring items, however, has limitations due to the fact that it does not represent the residual cash flow available for discretionary expenditures and different companies define free cash outflow excluding non-recurring items and other measures of free cash flow in different manners and, therefore, TMC's free cash outflow excluding non-recurring items can not be compared to another company's use of free cash outflow excluding non-recurring items or any other measure of free cash flow. TMC therefore believes it is important to view free cash outflows excluding non-recurring items as a complement to its entire condensed consolidated statements of cash flows.

A reconciliation of "net cash used in operating activities" to free cash outflow excluding non-recurring items for the six months ended June 30, 2022 and 2021 is as follows:

(\$mm)	Six months ended June 30, 2022	
	2022	2021
Cash used in operating activities	38.1	17.9
Capital expenditures	0.5	3.8
Settlement of deferred acquisition costs	-	3.4
Acquisition of equipment	0.5	0.4
Free cash outflow	38.6	21.7
Less: non-recurring items	-	(7.7)
Settlement of deferred acquisition costs		(3.4)
Transaction costs related to the Business Combination		(4.3)
Free cash outflow excluding non-recurring items	38.6	14.0

Date: 30/05/2020 Easting : 482149.97m HDG: 56.92 Time: 18:20:36 UTC Northing: 1147003.90m Depth: 4294.20m Dive No: 144 Alt: 1.17m Here is what a polymetallic nodule field looks like.

Resource definition: 2D resource allows effective definition through sampling and imagery.

BOX CORE SAMPLING¹

250 box cores collected²

82,000 kg (wet) nodules collected²

13,950

biological samples collected²

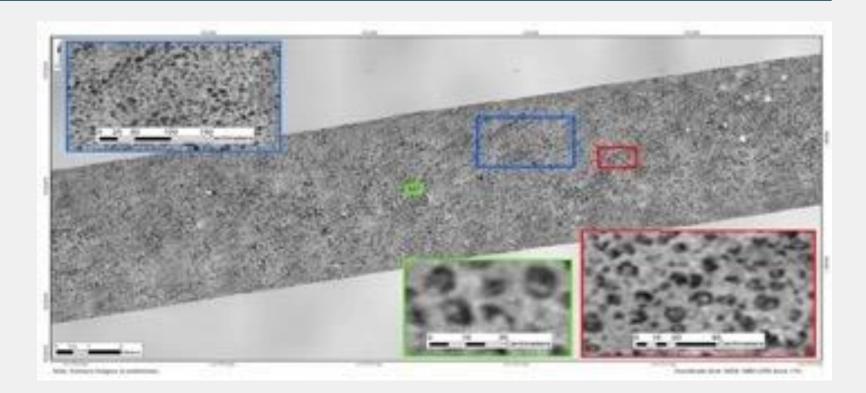




AUV CAMERA IMAGERY¹

178,591 km² of high-res bathymetric survey² 5,439 km² detailed seafloor imagery²





¹ Images from DeepGreen's resource survey offshore campaigns in NORI contract area.

² Boxcores, nodules collected, high-res bathymetry, detailed bathymetr financial model, AMC, March 2021. Canadian NI 43-101 Compliant TOML Clarion Clipperton-Zone Project Mineral Resource Estimate, AMC, July 2016 and DeepOcean NORI – D Bulk Sampling Report, 2020. Erias Cruise 6a Biological and Physiochemical Co-Sampling Report NORI area D post cruise, 2019; Erias Cruise 6b Biological and Physiochemical Co-Sampling Report NORI area D post cruise report, 2019.

Nodule collection technology demonstrated in the 1970s.

1970's pilot testing in CCZ









Kennecott Copper Corp
British Petroleum, Rio Tinto-Zinc Corp
Consolidated Gold Fields
Noranda Mines, Mitsubishi Corp

Deepsea Ventures Inc.
US Steel, Sun Oil, Union Miniere

Ocean Management Inc.
International Nickel Company
Metallgesellschaft AG
Sumitomo, Sedco

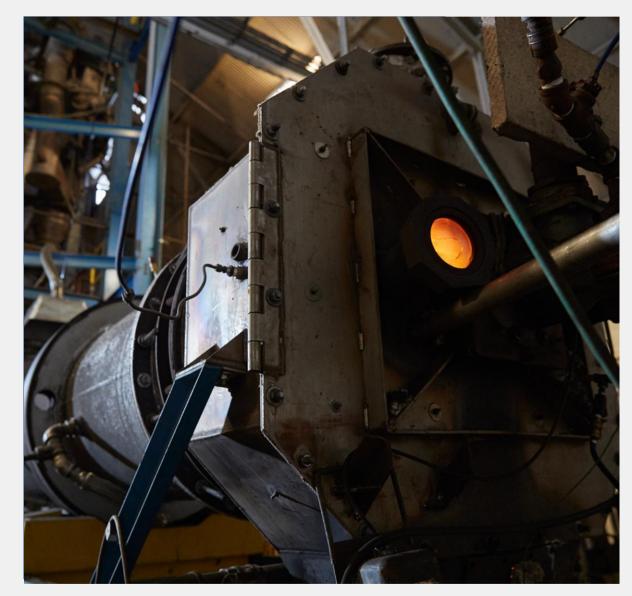
LockheedAmoco Minerals, Shell Petroleum

Present Day



Offshore Diamond Mining
De Beers, NAMCO, Samicor

Onshore, we have demonstrated we can turn nodules into manganese silicate and NiCuCo alloy & matte.



Calcining nodules at FLSmidth's facilities in Whitehall, Pennsylvania.



Smelting nodules in an Electric Arc Furnace at XPS facility in Canada. Electrode temperature 1450 degrees C. Smelting results in two products:

- Manganese silicate product
- NiCuCo alloy (intermediate)

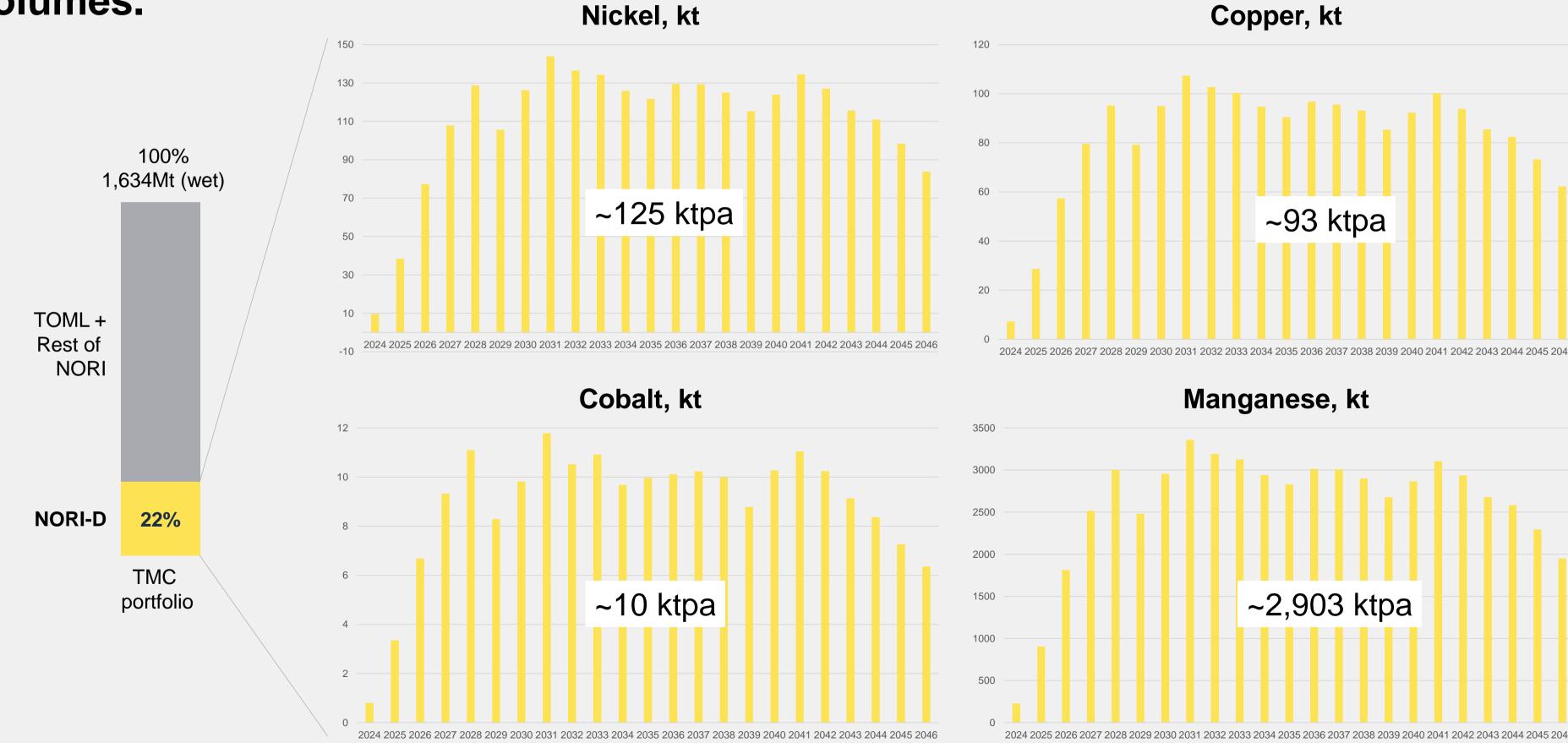


Converting NiCuCo alloy into NiCuCo matte (intermediate) at the same XPS facility.

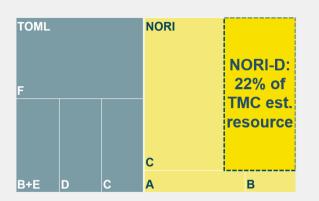


Matte pour post converting. Endproduct is NiCuCo matte.

NORI-D project: expected production volumes.

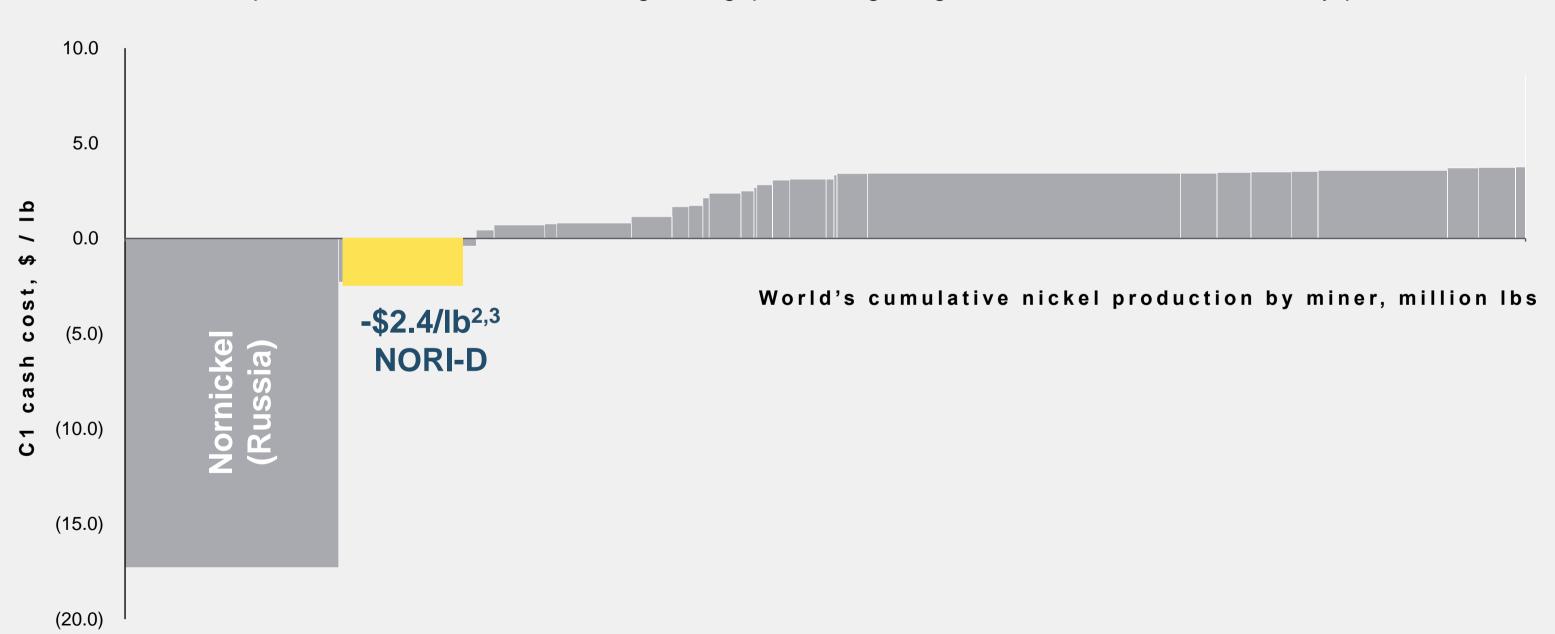


We expect to become the second lowest-cost nickel producer in the world.



Nickel C1 cost curve on a by-products' basis¹

C1 Cash Cost represents all direct costs, including mining, processing, freight, SG&A minus revenue from by-products



¹ Nickel C1 Cost Curve, Wood Mackenzie, August 2020.

² Average for the steady state years 2030-45.

³ Canadian NI 43-101 Compliant Preliminary Economic Assessment (PEA) for NORI-D Area, AMC, February 2021.

Near term focus on Project Zero, with plan to scale quickly.

Products	Production ¹
NiCuCo alloy	25Kt
Mn in silicate	303Kt

Products Production³ Nickel 125 Kt 2,903 Kt Manganese Copper 93 Kt Cobalt 10 Kt 254 Kt

Fertilizer



PROJECT ZERO

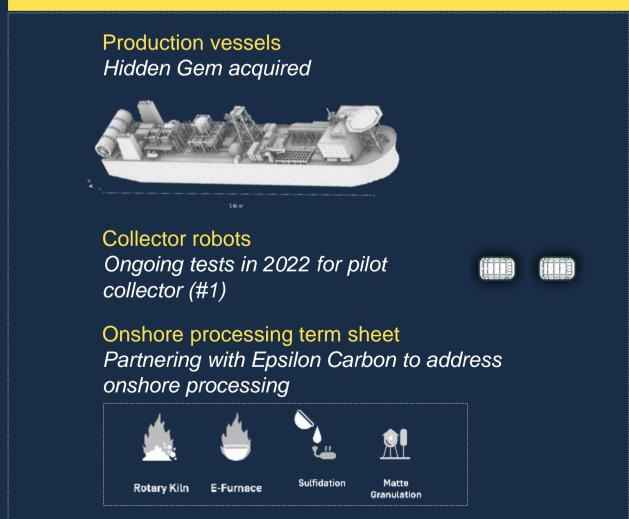
1.3Mt (wet) 1.0Mt (dry)

~\$55M

Project Zero construction and engineering costs borne by TMC prior to production²

PROJECT ONE

12.5Mt (wet) 9.5Mt (dry)





Source: Canadian NI 43-101 and SEC Regulation S-K (Subpart 1300) Compliant NORI Area D Clarion Clipperton Zone Mineral Resource Estimate and associated financial model, AMC, March 2021.

¹ Production based on 1.3Mpta (wet) with a single subsea collector.

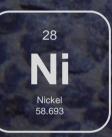
² Assuming definitive agreement reached with Allseas based on the non-binding term sheet signed March 17, 2022.

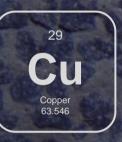
³ Total NORI-D stable state production including both Project Zero and Project One, 2030-2045 average.

Marine minerals: why we only focus on nodules.

Polymetallic nodules









3,800-5,500m depth

The Abyssal Plains

2-30 cm diameter discrete rocks formed by dissolved metal compounds precipitating around a nucleus Growth: 10-100mm per million years

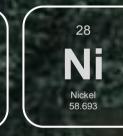
Unattached to the seafloor
Can be collected using gentle water jets directed at nodules in parallel with the seafloor

Low-food, low-energy environment

13 grams of biomass / m²

Cobalt crusts









800-2,500m depth

Seamounts

2-26 cm thick, rock-hard, metallic layers that precipitate on the flanks of submarine volcanoes Growth: 1-5mm per million years

Integral part of the seafloor that requires hard-rock cutting to break the ore from the substrate

Abundant food supply due to nutrient-rich water upwelling from near-bottom currents

High frequency destination for tuna and sharks

10-100x biomass vs. Abyssal Plain

Seafloor massive sulfides (SMS)









1,000-4,000m depth

Hydrothermal vents

Tall chimney-like structures that form at hot vents where sulfide-enriched water flows out of the seabed, causing dissolved metals to bind into minute sulfide particles and sink as fine precipitants to the bottom

Integral part of the seafloor that requires hardrock cutting to break the ore from the substrate

Abundant food supplied by chemoautotrophic bacteria which exploit energy-rich chemical compounds from the vents

100x biomass vs. Abyssal Plain

Remoteness & depth of the site has several advantages.

Biomass on Earth

Contained carbon kg/m²

15-30

Deforestation
Child labour
Social displacement
Destruction of carbon sinks

3.6

0.01

Abyssal seabed

Land biome average

Rainforests (e.g., Indonesia)

Note: The seafloor-biomass value incorporates an estimate of seamounts and hydrothermal vents attributed to Wei, et al., 2010. It is also an overestimate because it includes all fish in the water column, rather than focusing only on the seafloor and mid-water column. The overall biomass of earth's ice-free terrestrial area was 472.7 gigatonnes of carbon, compared to 2.49 gigatonnes of carbon for the global abyssal seabed. **Source:** Bar-On, Phillips, & Milo, 2018; Wei, et al., 2010.



