CHILEAN METALS INC.

(FORMERLY INTERNATIONAL PBX VENTURES LTD.)

MANAGEMENT DISCUSSION AND ANALYSIS

YEAR ENDED DECEMBER 31, 2014

MANAGEMENT DISCUSSION AND ANALYSIS

The following Management's Discussion and Analysis ("MD&A") dated as of April 30, 2015, supplements the consolidated financial statements of Chilean Metals Inc. (formerly International PBX Ventures Ltd; the "Company") and the notes thereto for the year ended December 31, 2014. The MD&A has been prepared in compliance with the requirements of National Instrument 51-102 – Continuous Disclosure Obligations. This discussion should be read in conjunction with the audited annual consolidated financial statements of the Company for the years ended December 31, 2014 and 2013 together with the notes thereto. Results are reported in Canadian dollars, unless otherwise noted. The Company's consolidated financial statements and the financial information contained in this MD&A are prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the IFRS Interpretations Committee ("IFRIC"). Information contained herein is presented as of April 30, 2015, unless otherwise indicated.

For the purposes of preparing this MD&A, Management, in conjunction with the board of directors, considers the materiality of information. Information is considered material if: (i) such information results in, or would reasonably be expected to result in, a significant change in the market price or value of the Company's common shares; (ii) there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision; or (iii) it would significantly alter the total mix of information available to investors. Management, in conjunction with the board of directors, evaluates materiality with reference to all relevant circumstances, including potential market sensitivity.

The Company's shares are listed on the TSX Venture Exchange ("TSX-V"), OTCQX International and Santiago Stock Exchange, Venture Market. Further information about the Company and its operations can be obtained from the offices of the Company or from www.sedar.com and the Company's website www.chileanmetals.com.

CAUTION REGARDING FORWARD-LOOKING STATEMENTS

This MD&A contains certain forward-looking information and forward-looking statements, as defined in applicable securities laws (collectively referred to herein as "forward-looking statements"). These statements relate to future events or the Company's future performance. All statements other than statements of historical fact are forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "continues", "forecasts", "projects", "predicts", "intends", "anticipates" or "believes", or variations of, or the negatives of, such words and phrases, or statements that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in such forward-looking statements. The forward-looking statements in this MD&A speak only as of the date of this MD&A or as of the date specified in such statement. The following table outlines certain significant forward-looking statements contained in this MD&A and provides the material assumptions used to develop such forward-looking statements and material risk factors that could cause actual results to differ materially from the forward looking statements.

Forward-looking statements	Assumptions	Risk factors
Potential of the Company's properties to contain economic deposits of any precious and base metals discovered	Financing will be available for future exploration and development of the Company's properties; the actual results of the Company's exploration and development activities will be favourable; operating, exploration and development costs will not exceed the Company's expectations; the Company will be able to retain and attract skilled staff; all requisite regulatory and governmental approvals for exploration projects and other operations will be received on a timely basis upon terms acceptable to the Company, and applicable political and economic conditions are favourable to the Company; the price of precious and base metals and applicable interest and exchange rates will be favourable to the Company; no title disputes exist with respect to the Company's properties	Price volatility of precious and base metals; uncertainties involved in interpreting geological data and confirming title to acquired properties; the possibility that future exploration results will not be consistent with the Company's expectations; availability of financing for and actual results of the Company's exploration and development activities; increases in costs; environmental compliance and changes in environmental and other local legislation and regulation; interest rate and exchange rate fluctuations; changes in economic and political conditions; the Company's ability to retain and attract skilled staff; availability of permits
The Company has no source of revenue and it will require additional cash resources to meet its administrative overhead and maintain its mineral investments for the next twelve months, starting from December 31, 2014 The Company expects to incur further losses in the development of its business and will need to raise additional financing to meet its financial requirements	The operating and exploration activities of the Company for the next twelve months and beyond, starting from December 31, 2014, and the costs associated therewith, will be consistent with the Company's current expectations; debt and equity markets, exchange and interest rates and other applicable economic conditions are favourable to the Company	Changes in debt and equity markets; timing and availability of external financing on acceptable terms; changes in the operations currently planned; increases in costs; environmental compliance and changes in environmental and other local legislation and regulation; interest rate and exchange rate fluctuations; changes in economic conditions
The Company's ability to carry out anticipated exploration and maintenance on its property interests and its anticipated use of cash	The exploration and maintenance activities of the Company for the year ended December 31, 2015, and the costs associated therewith, will be consistent with the Company's current expectations; debt and equity markets, exchange and interest rates and other applicable economic conditions are favourable to the Company	Changes in debt and equity markets; timing and availability of external financing on acceptable terms; increases in costs; changes in the operations currently planned; environmental compliance and changes in environmental and other local legislation and regulation; interest rate and exchange rate fluctuations; changes in economic conditions; receipt of applicable permits

Plans, costs, timing and capital for future exploration and development of the Company's property interests, including the costs and potential impact of complying with existing and proposed laws and regulations	Financing will be available for the Company's exploration and development activities and the results thereof will be favourable; actual operating and exploration costs will be consistent with the Company's current expectations; the Company will be able to retain and attract skilled staff; all applicable regulatory and governmental approvals for exploration projects and other operations will be received on a timely basis upon terms acceptable to the Company; the Company will not be adversely affected by market competition; debt and equity markets, exchange and interest rates and other applicable economic and political conditions are favourable to the Company; the price of precious and base metals will be favourable to the Company; no title disputes exist with respect to the Company's properties	Price volatility of any mineral discovered, changes in debt and equity markets; timing and availability of external financing on acceptable terms; the uncertainties involved in interpreting geological data and confirming title to acquired properties; the possibility that future exploration results will not be consistent with the Company's expectations; increases in costs; environmental compliance and changes in environmental and other local legislation and regulation; interest rate and exchange rate fluctuations; changes in economic and political conditions; the Company's ability to retain and attract skilled staff; availability of permits; market competition
Management's outlook regarding future trends, including the future price of any precious and base metals discovered and availability of future financing	Financing will be available for the Company's exploration and operating activities; the price of applicable minerals will be favourable to the Company	Price volatility of any precious and base metals discovered; changes in debt and equity markets; interest rate and exchange rate fluctuations; changes in economic and political conditions; availability of financing
Sensitivity analysis of financial instruments	Foreign exchange rates will not be subject to change in excess of plus or minus 1%	Changes in exchange rate fluctuations
Prices and price volatility for precious and base metals	The price of precious and base metals will be favourable; debt and equity markets, interest and exchange rates and other economic factors which may impact the price of precious and base metals will be favourable	Changes in debt and equity markets and the spot price of precious and base metals, if available; interest rate and exchange rate fluctuations; changes in economic and political conditions

Inherent in forward-looking statements are risks, uncertainties and other factors beyond the Company's ability to predict or control. Please, in addition, also make reference to those risk factors referenced in the "Risk Factors" section below. Readers are cautioned that the above chart does not contain an exhaustive list of the factors or assumptions that may affect the forward-looking statements, and that the assumptions underlying such statements may prove to be incorrect. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this MD&A.

Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the Company's actual results, performance or achievements to be materially different from any of its future results, performance or achievements expressed or implied by forward-looking statements. All forward-looking statements herein are qualified by this cautionary statement. Accordingly, readers should not place undue reliance on forward-looking statements. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements whether as a result of new information or future events or otherwise, except as may be required by law. If the Company does update one or more forward-looking statements, no inference should be drawn that it will make additional updates with respect to those or other forward-looking statements, unless required by law.

CORPORATE GOVERNANCE

Management of the Company is responsible for the preparation and presentation of the quarterly financial statements and notes thereto. Additionally, it is Management's responsibility to ensure the Company complies with the laws and regulations applicable to its activities.

The Company's Management is held accountable to the Board of Directors ("Directors"), each member of which is elected annually by the shareholders of the Company. The Directors are responsible for reviewing and approving the financial statements and the MD&A. Responsibility for the review and approval of the Company's financial statements and MD&A is delegated by the Directors to the Audit Committee, which is composed of three directors. Additionally, the Audit Committee pre-approves audit and non-audit services provided by the Company's auditors.

The auditors are appointed annually by the shareholders to conduct an audit of the financial statements in accordance with generally accepted auditing standards. The external auditors have complete access to the Audit Committee to discuss audit, financial reporting and related matters resulting from the annual audit as well as assist the members of the Audit Committee in discharging their corporate governance responsibilities.

DESCRIPTION OF BUSINESS

Chilean Metals Inc. is a resource exploration company involved in exploring for gold, silver, copper and iron on its various properties located in Chile through its wholly owned subsidiaries in Chile, being Minera IPBX Limitada, Minera Tierra de Oro Limitada, Minera Palo Negro Limitada and Minera Sierra Pintada Limitada ("Chilean Subsidiaries").

During the 1st half of 2014, Management focused a significant amount of time, effort and resources along with the agents (Haywood Securities Inc. and Jones Gable Company) and legal counsel to complete and close the sale of the Company's 100% owned Copaquire project. On March 24, 2014 the Company announced that through its wholly owned Chilean subsidiary, Minera IPBX Ltda.("IPBX"), it closed the sale of its 100% interest in the Copaquire Property ("Copaquire" or "the Property"), located in the Andean Cordillera of Region I, northern Chile, to Teck Resources Chile Ltda. ("Teck"), a subsidiary of Teck Resources Limited for US$3,033,556 cash plus a 3% net smelter royalty ("NSR") payable to IPBX. Additionally, Teck will have the option to buy back 1% of the NSR for US$3 million at any time.

Throughout the year ended December 31, 2014 the Company also turned its focus to the Tierra De Oro ("TDO") property where it will be looking to complete some additional exploration activity. While the company has had several discussions with potentially interested parties on TDO it is not currently engaged in any discussions it feels could lead to further development of the property in the near future.

Subsequent to December 31, 2014, the Company completed the acquisition of twelve mining concessions totalling 1,324 hectares (3,272 acres) on its Zulema property. The Zulema property now consists of 4,300 hectares (10,626 acres) on its Zulema property in Chile's Third Region. All concessions are held 100% by IPBX, with no underlying third party royalty or net profits interest. The project is located 30 kilometres from the giant Cu-Au Candelaria mine of Lundin Mining Corporation and in a very similar geological environment.

OVERALL PERFORMANCE

As at December 31, 2014, the Company had assets of $4,704,460 and a net equity position of $4,226,839. This compares with assets of $8,413,977 and a net equity position of $4,826,108 at December 31, 2013. At December 31, 2014, the Company had $477,621 of liabilities (December 31, 2013 – $3,587,869 of liabilities).

At December 31, 2014, the Company had a working capital deficit of $357,034, compared to a working capital deficit of $765,056 at December 31, 2013, a decrease in deficit of $408,022, or approximately 53%. The Company had cash of $70,255 at December 31, 2014 compared to $62,902 at December 31, 2013, an increase of $7,353, or approximately 12%. The Company needs to secure additional financing to carry on business activities for the twelve months ending December 31, 2015.

On January 20, 2014 the Company announced it was extending the 238,100 warrants set to expire February 8, 2014 to a new expiry date of August 31, 2014, subject to TSX Venture Exchange Approval. The Company obtained TSX Venture Exchange approval for this extension on January 31, 2014.

On February 27, 2014 the Company announced that effective February 28, 2014 it changed its name to Chilean Metals Inc. and would consolidate its stock 10:1. Chilean Metals Inc. obtained shareholder approval for the name change and share consolidation at its Annual General and Special Meeting of the Shareholders on December 3, 2013. As a result of the consolidation Chilean Metals then had 16,081,375 shares outstanding and all outstanding warrants and stock options were also reduced by a factor of 10. Refer to the section "Outstanding Share Data" below for further clarification. Please note all shares outstanding and all per share amounts are post consolidation in the MD&A unless otherwise noted.

On March 24, 2014 the Company announced that it had closed the sale of its 100% owned Copaquire property through its wholly owned Chilean Subsidiary, Minera IPBX Ltda. to Teck as discussed above. In addition, the Company announced that it has extended and re-priced all outstanding warrants subject to TSX Venture Exchange approval. All 2,151,758 outstanding warrants had their expiry date extended to August 31, 2014 and had a post consolidation exercise price of $0.25.

On June 11, 2014, the Company completed a non-brokered private placement for 8,512,000 units, each unit consisting of one common share and one half of a common share purchase warrant at a price of $0.10 per unit for total gross proceeds of $851,200. Each whole common share purchase warrant shall entitle the holder to acquire one common share of the Company at a price of $0.15 per share for a period of 12 months until June 11, 2015.

On July 15, 2014, The Company's common shares commenced trading on OTCQX International, a segment of the OTCQX marketplace in the U.S. under the ticker CMETF.

In October 2014, the Company completed the acquisition of nine mining concessions from Compañia Minera Casale, a company jointly owned by Chilean subsidiaries of Barrick Gold Corp. and Kinross Gold Corporation, respectively, for the sum of US$50,000.

On March 30, 2015, the Company announced the acquisition of three mining concessions near the Candelaria mine in Chile’s Third Region from private Chilean owners. Under the terms of the agreement, CMX paid the vendors US$50,000 in cash and issued 600,000 shares.

FUTURE DEVELOPMENT AND DISCUSSION

With the Copaquire sale closed the Company is now focused on obtaining and creating value from its current mineral portfolio.

Throughout the year ended December 31, 2014 the Company also turned its focus on farming out its TDO property. Chris Hodgson, VP of Exploration has completed a new report on the project and this report has been shared under confidentiality agreements with five interested parties. While the company has had several discussions with potentially interested parties on TDO it is not currently engaged in any discussions it feels could lead to further development of the property in the near future.

The Company identified its then existing Zulema claims as an area of specific interest in late 2012. It has taken two years since then to assemble additional concessions over an area of 4,300 hectares (10,600 acres) to extend and protect the main exploration target area. The Company is currently engaged in ongoing discussions with several mining companies and financial groups with a view to potential investment and / or joint venture. The Company is optimistic the project will see an initial drill program during the second half of 2015.

EXPLORATION

The Qualified Person for Chilean Metals Inc., as defined by National Instrument 43-101, is Dr. Christopher Hodgson, P. Eng., Vice President, Exploration. Dr. Hodgson has read and approved the technical and scientific information contained in this MD&A.

As of December 31, 2014, through its Chilean Subsidiaries, the Company holds title to 108 mineral claims totaling 19,722 hectares. These claims comprise five properties held at December 31, 2014 by the Company as follows: Tierra de Oro, Palo Negro, Hornitos, Tabaco and Zulema. During the year ended December 31, 2014, the Company abandoned the Sierra Pintada property which consisted of 21 mineral claims totaling 4,920 hectares.

Tierra de Oro (TDO), Chile

Tierra de Oro is an advanced stage exploration project located in Region III on the eastern flank of Chile's Coastal Iron Oxide Copper Gold belt. The property lies about 50 kilometres south of the large Candelaria copper-gold-silver-iron mine. It consists of 5,667 hectares covering the historic Chanchero gold camp and numerous areas of historic oxide copper workings.

The Company initially became involved in the property in 1996 as a joint venture with Princeton Mining to explore for acid-soluble copper deposits. During the course of this exploration the Chanchero gold camp was re-discovered and added to the property. In 1998 the Company bought out Princeton's interest. The property was dormant between 1999 and 2002 but reactivated in late 2003. To date the Company has conducted property-wide geological, geochemical, geophysical surveys and limited trenching and drilling. The surveys delineated five major gold bearing structure zones between 200 and 1000 metres in length. Within these zones a number of gold exploration targets were identified.

In November 2007, the Company commenced a 7,000 metre drill program to test the identified gold targets. Drill results failed to corroborate the positive gold values obtained by previous surface sampling. However, areas of significant silver-copper mineralization identified in shears and mantos within volcanic strata in the eastern sector of the property justified additional work. Highlights included drill hole RC56, which intersected 40 metres of 16 g/t silver including 13 metres of 40 g/t silver and RC58 which intersected 40 metres of 8.2 g/t silver.

On February 21, 2008, following completion of an induced polarization ('IP") survey, the Company announced the discovery of an IP anomaly in the Chanchero zone. The large near-surface anomaly is elongated northeast-southwest, the core of which measures 900 by 300 metres and is open at depth. The intensity and homogeneity of this chargeability response, coincident with a strong magnetic low anomaly and coupled with the presence of an altered porphyritic intrusion may indicate the presence of a large sulphide rich system at moderate depth.

In February 2011 the Company completed an Airborne ZTEM survey over the Tierra de Oro property in areas where potential iron oxide copper gold ("IOCG") targets and mineralized zones had been previously identified by geological, geochemical and ground geophysical programs. Two magnetic anomalies of significant size were identified: one north of the Chanchero zone and another located in the area known as Las Lomitas zone and associated with copper-silver manto prospects.

In the spring and summer of 2013 a complete review and analysis of TDO was completed by Chris Hodgson, VP of Exploration for the Company. As a result, the Company has identified two potential bulk copper-gold targets that the Company believes warrant a targeted exploratory drill program. While the company has had several discussions with potentially interested parties on TDO it is not currently engaged in any discussions it feels could lead to further development of the property in the near future.

During the year ended December 31, 2014, the Company incurred costs of $16,520 (2013 - $126,118) on the Tierra de Oro project, including geological remuneration included in administration fees in the consolidated financial statements.

Sierra Pintada, Chile

Sierra Pintada was an early-stage exploration project of 4,920 hectares extending 15 kilometres along the western flank of the Atacama Fault Zone and the coastal iron oxide copper gold (IOCG) belt of northern Chile. During the year ended December 31, 2014, the Company abandoned all exploitation and exploration concessions.

During the year ended December 31, 2014, the Company incurred $16,520 (2013 - $118,441) on the project, including geological remuneration included in administration fees in the consolidated financial statements.

Zulema

In 2013, the Company acquired 23 exploration concessions totalling approximately 2,105 hectares surrounding its five then existing Zulema mining concessions in Chile's Third Region. In 2014, the Company acquired nine additional mining concessions totaling 724 hectares from a third party. Subsequent to December 31, 2014, the Company completed the acquisition from another third party of three additional mining concessions totalling 600 hectares. The Zulema property now consists of 4,300 hectares (10,626 acres). All concessions are held 100% by IPBX, with no underlying third party royalty or net profits interest. The project is located 30 kilometres from the giant Cu Au Candelaria mine of Lundin Mining Corporation and in a very similar geological environment.

The Company is currently engaged in ongoing discussions with several mining companies and financial groups with a view to potential investment and / or joint venture. The Company is optimistic the project will see an initial drill program during the second half of 2015.

During the year ended December 31, 2014, the Company incurred $25,000 (2013 - $78,902) on the project, including geological remuneration included in administration fees in the consolidated financial statements.

Capitalized costs incurred on the Company's exploration and evaluation assets for the year ended December 31, 2013 and year ended December 31, 2014:

	Copaquire	Sierra Pintada	Tierra de Oro	Other	Total
Balance, December 31, 2012	**$ 19,513,679**	**$ 967,617**	**$ 4,364,680**	**$ -**	**$ 24,845,976**
Acquisition and staking	77,734	88,126	95,803	48,587	310,250
Exploration					
Drilling recover	(10,476)	-	-	-	(10,476)
Field costs	1,547	-	-	-	1,547
Exploration and acquisition costs 2013	68,805	88,126	95,803	48,587	301,321
Camp recovery cost	(11,064)	-	-	-	(11,064)
Impairment loss	(17,025,440)	-	-	-	(17,025,440)
Reclassified to assets held for sale	(2,545,980)	-	-	-	(2,545,980)
Balance, December 31, 2013	**-**	**1,055,743**	**4,460,483**	**48,587**	**5,564,813**
Acquisition and staking	-	-	-	56,569	56,569
Exploration					
Claim costs	-	-	-	735	735
Exploration and acquisition costs 2014	-	-	-	57,304	57,304
Impairment loss	-	(1,055,743)	-	-	(1,055,743)
Balance, December 31, 2014	**$ -**	**$ -**	**$ 4,460,483**	**$ 105,891**	**$ 4,566,374**

SELECTED ANNUAL FINANCIAL INFORMATION

The following is selected financial data derived from the audited consolidated financial statements of the Company at December 31, 2014, December 31, 2013 and December 31, 2012 and for the years ended December 31, 2014, December 31, 2013 and December 31, 2012.

	Year ended December 31, 2014 ($)	Year ended December 31, 2013 ($)	Year ended December 31, 2012 ($)
Total revenues	Nil	Nil	Nil
Total loss	1,642,717	19,533,599	2,491,841
Net loss per share - basic and diluted	0.08	1.23	0.18

	As at December 31, 2014 ($)	As at December 31, 2013 ($)	As at December 31, 2012 ($)
Total assets	4,704,460	8,413,977	25,444,635
Total non-current financial liabilities	Nil	Nil	Nil
Distribution or cash dividends	Nil	Nil	Nil

RESULTS OF OPERATIONS

Year ended December 31, 2014, compared with year ended December 31, 2013

The Company's loss for the year ended December 31, 2014 was $1,642,717 ($0.08 per share), compared to a loss of $19,533,599 ($1.23 per share) for 2013. Total operating expenses for the 2014 fiscal period were $1,007,622 compared to $1,431,808 for 2013. Significant variations are described below.

There was realized gain on disposal of camp of $318,901 (2013 - $Nil) when the Company closed the sale of the Copaquire property on March 24, 2014. As at December 31, 2013 the Company treated the Copaquire Mineral Property and the corresponding Exploration Camp as Assets held for Sale under IFRS (refer to Note 6 of the consolidated financial statements). IFRS requires non-current assets held for sale to be measured at the lower of their previous carrying amount and fair value less costs to sell. As such the Copaquire Mineral Property was measured at its fair value less costs to sell. However, the Exploration Camp's lower of the two aforementioned amounts was its carrying amount. The proceeds attributed to the Exploration Camp per the Sale Agreement was $519,628. As such upon closing of the sale of the Mineral Property and the Exploration Camp on March 24, 2014 a gain was recognized on the disposition of the Exploration Camp for the difference between its disposal value and carrying amount. Since the Mineral Property was measured at fair value less costs to sell at December 31, 2013 there was no additional gain/loss to recognize on the closing of the sale for the Copaquire Mineral Property.

Share-based payment expenses included in loss are a non-cash accounting entry and include all share-based awards such as stock options granted to directors, officers, employees and consultants. The awards are measured and recognized using a fair value based method in accordance with the IFRS 2. The value of share-based payments totaled $202,000 (2013 - $Nil). These compensation expenses were calculated using a fair-value model based on the Black-Scholes fair value option pricing model.

Professional fees consist of legal and accounting fees. Professional fees amounted to $183,480 (2013 - $387,883), a decrease of $204,403 from the comparative period due to reduced legal costs as a result of additional one time fees associated with the proxy battle in 2012, billed in 2013 and the reversal of legal costs forgiven during the current period. Additionally, accounting expenses have been reduced significantly from the prior year as part of management's objective to minimize overhead in the current market conditions.

Administration fees were $384,409 (2013 - $252,163), an increase of $132,246 due to an increase in consulting services related to the Copaquire sale provided by certain officers and directors of the Company and consulting services in connection with the Company becoming listed on the OTCQX International, a segment of the OTCQX marketplace in the U.S.

Generative exploration recovery amounted to $15,701 (2013 - expense of $225,932), a decrease of $241,633 due to the Company spending significantly less money on additional exploration work during the period as Management continued to evaluate the properties and focus on expanding the Company's land package. In addition a recovery of drilling chemical expenses was received during the period.

Amortization amounted to $8,852 (2013 - $93,493), a decrease of $84,641, due to the disposition of the Camp.

Office and miscellaneous expenses are costs related to operating and administering the Company offices and corporate finance activities. Office and miscellaneous expenses were $134,823 (2013 - $220,052), a decrease of $85,229 from the comparative period due to cost savings measures.

Transfer agent and regulatory fees consist of fees paid to government, transfer agent, TSX Venture exchange and other regulators. Transfer agent and regulatory fees amounted to $59,475 (2013 - $23,540), an increase of $35,935 related to costs associated with the name change, the share consolidation, the stock option grant and becoming listed on the OTCQX International.

Foreign exchange gain amounted to $50,818 (2013 - $5,804), an increase of $45,014 from the comparative period due to fluctuations of the US dollar and Chilean peso in the period against the Canadian dollar.

Bank and interest charges amounted to $56,568 (2013 - $155,215), a decrease of $98,647 from the comparative period due to interest in the prior period on bridge loans and the convertible debentures.

Impairment loss on mineral property amounted to $1,055,743 (2013 - $17,025,440), a decrease of $15,969,697 from the comparative period. During the current period, the Company made the decision to abandon and abandoned the Sierra Pintada claims. In the prior period, the Copaquire Property was measured at fair market value less costs to sell at December 31, 2013 resulting in the impairment loss.

Financing costs for convertible debentures amounted to $Nil (2013 - $1,045,044), a decrease of $1,045,044 from the comparative period due to the issuance of convertible debentures in the prior period.

Other income amounted to $101,747 (2013 - $Nil), an increase of $101,747 from the comparative period due to the write-off of management fees payable as a result of the claim against the Company by a former officer and director of the Company being denied by a Court decision. See "Related Party Transactions" below.

<u>Three months ended December 31, 2014, compared with three months ended December 31, 2013</u>

The Company's income for the three months ended December 31, 2014 was $33,901 ($0.00 per share), compared to a loss of $17,556,816 ($1.09 per share) for 2013. Total operating expenses for the 2014 fiscal period were $67,846 compared to $443,937 for 2013. Significant variations are described below.

Generative exploration expense amounted to $1 (2013 - $192,740), a decrease of $192,739 due the Company spending significantly less money on additional exploration work during the period as Management focused on expanding the Company's land package.

Amortization amounted to $1,913 (2013 - $14,301), a decrease of $12,388, due to the disposition of the Camp.

Professional fees consist of legal and accounting fees. Professional fees amounted to $(12,779) (2013 - $100,446), a decrease of $113,225 from the comparative period due to the reversal of legal costs forgiven during the current period.

Office and miscellaneous expenses are costs related to operating and administering the Company offices and corporate finance activities. Office and miscellaneous expenses were $13,456 (2013 - $46,235), a decrease of $32,779 from the comparative period due to cost savings measures.

Foreign exchange gain amounted to $682 (2013 - $23,807), a decrease of $23,125 from the comparative period due to fluctuations of the US dollar and Chilean peso in the period against the Canadian dollar.

Bank and interest charges amounted to $3,376 (2013 - $51,976), a decrease of $48,600 from the comparative period due to interest in the prior period on bridge loans and the convertible debentures.

Impairment loss on mineral property amounted to $Nil (2013 - $17,025,440), a decrease of $17,025,440 from the comparative period due to the Copaquire Property being measured at fair market value less costs to sell at December 31, 2013 resulting in the impairment loss.

Financing costs for convertible debentures amounted to $Nil (2013 - $87,439), a decrease of $87,439 from the comparative period due to the issuance of convertible debentures in the prior period.

Other income amounted to $101,747 (2013 - $Nil), an increase of $101,747 from the comparative period due to the write-off of management fees payable as a result of the claim against the Company by a former officer and director of the Company being denied by a Court decision. See "Related Party Transactions" below.

SUMMARY OF QUARTERLY RESULTS

Quarter Ended	Revenues	Loss (Income) for the Period	Loss (Income) Per Share - Basic and Diluted
December 31, 2014	Nil	$ (33,901)	$ (0.00)
September 30, 2014	Nil	$ 1,148,561	$ 0.05
June 30, 2014	Nil	$ 566,298	$ 0.03
March 31, 2014	Nil	$ (38,241)	$ (0.00)
December 31, 2013	Nil	$ 17,556,816	$ 1.09
September 30, 2013	Nil	$ 1,189,073	$ 0.07
June 30, 2013	Nil	$ 373,269	$ 0.02
March 31, 2013	Nil	$ 414,441	$ 0.03

Liquidity and Capital Resources

The Company finances its operations through the sale of its equity securities, bridge loans and other financing activities. The Company has no producing mineral properties. The Company expects to obtain financing in the future primarily through equity financing, loans, convertible debt instruments. There can be no assurance that the Company will succeed in obtaining additional financing, now and in the future. Failure to raise additional financing on a timely basis could cause the Company to suspend its operations and/or sell its interests in its properties.

The continuing operations of the Company are dependent on its ability to generate future cash flows or obtain additional financing. Management believes it will be able to raise funds as required in the long term, but recognizes the risks attached thereto.

As at December 31, 2014, the Company had cash of $70,255 (December 31, 2013 - $62,902) and liabilities of $477,621 (December 31, 2013 – $3,587,869).

As of December 31, 2014, the Company has a working capital deficit of $357,034 (December 31, 2013 - $765,056). The Company intends to raise additional debt or equity funds to meet its short-term commitments and its ongoing exploration activities (see "Subsequent Events" below).

During the year ended December 31, 2014, the Company used cash of $1,444,119 (2013 – $1,208,392) on operating activities. Cash used in operations consist of cash used to fund the loss for the period less the impact of non cash items, and the cash used for working capital purposes.

During the year ended December 31, 2014, the Company used $1,351,227 (2013 - received $1,046,721) in financing activities. The Company made loan repayments of $249,310 (2013 - $273,000) and convertible debenture repayments of $1,943,365 (2013 - convertible debenture issuances of $934,380). The Company completed a non-brokered private placement for 8,512,000 units for total gross proceeds of $851,200. In connection with the private placement, the Company paid $9,752 in share issuance costs.

The Company received $2,802,699 (year ended December 31, 2013 – $102,181) from investing activities. Cash provided from investing activities consists of cash received in the current year from the sale of the Copaquire Mineral Property.

Financial Instruments

The Company's financial instruments consist of cash, amounts receivable, accounts payable and accrued liabilities, convertible debentures and loans payable. The carrying amounts of these financial instruments are a reasonable estimate of their fair values because of their current nature and current market rates for similar financial instruments. As at December 31, 2014, the fair value of these financial instruments approximates their carrying values due to their short-term maturity.

Financial Risk Management

a) Credit risk

Financial instruments that potentially subject the Company to concentrations of credit risks consist principally of cash. To minimize the credit risk the Company places cash with financial institutions. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by reputable financial institutions with which it keeps its bank accounts.

b) Liquidity risk

Liquidity risk is the risk that the Company will not have sufficient cash resources to meet its financial obligations as they come due. The Company's liquidity and operating results may be adversely affected if its access to the capital market is hindered, whether as a result of a downturn in stock market conditions generally or matters specific to the Company. The Company generates cash flow primarily from its financing activities. As at December 31, 2014, the Company had cash of $70,255 (December 31, 2013 - $62,902) to settle current liabilities of $477,621 (December 31, 2013 - $3,587,869). All of the Company's financial liabilities have contractual maturities of 30 days or are due on demand and are subject to normal trade terms, except for the remaining loan payable which is due on May 31, 2015. The Company regularly evaluates its cash position to ensure preservation and security of capital as well as liquidity and the Company's ability to continue as a going concern.

c) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company is not exposed to interest rate risk because it does not have loans that have a floating interest rate.

d) Foreign currency risk

The Company's functional currency is the Canadian dollar. However, the Company is exposed to the currency risk related to the fluctuation of foreign exchange rates as some of the Company's operations are located in Chile. A significant change in the currency exchange rates between the Canadian dollar relative to the Chilean peso could have an effect on the Company's results of operations, financial position and/or cash flows. The Company has not hedged its exposure to currency fluctuations. The sensitivity of the Company's net earnings and other comprehensive income to changes in the exchange rate between the Canadian dollar and the Chilean peso resulting from a 1% change in the Chilean peso exchange rate relative to the Canadian dollar would change the Company's net loss by approximately $8,600.

The Company is also exposed to the currency risk related to the fluctuation of US Dollar as some of the Company's expenses are denominated in US Dollars. As at December 31, 2014, currency risk for the US Dollar is not significant.

e) Commodity price risk

The Company's ability to raise capital to fund exploration or development activities is subject to risks associated with fluctuations in the market price of gold and copper. The Company closely monitors commodity prices to determine the appropriate course of actions to be taken.

CAPITAL RISK MANAGEMENT

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the development of its mineral properties and to maintain a flexible capital structure for its projects for the benefit of its stakeholders, to maintain creditworthiness and to maximize returns for shareholders over the long term. As the Company is in the exploration stage, its principal source of funds is from the issuance of common shares and alternative financing activities dependent on market conditions.

The Company's capital management objectives, policies and processes have remained unchanged during the year ended December 31, 2014. The Company is not subject to any capital requirements imposed by a lending institution or regulatory body, other than Policy 2.5 of the TSX-V which requires adequate working capital or financial resources of the greater of (i) $50,000 and (ii) an amount required in order to maintain operations and cover general and administrative expenses for a period of 6 months. As of December 31, 2014, the Company is not compliant with Policy 2.5. The impact of this violation is not known and is ultimately dependent on the discretion of the TSX-V.

The Company includes the components of shareholders' equity in its management of capital.

As at December 31, 2014, the Company had capital resources consisting of cash. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, obtain loans or issue convertible debenture securities to raise cash.

The Company's investment policy is to invest its cash (when available) in investment instruments in high credit quality financial institutions with terms to maturity selected with regards to the expected time of expenditures from continuing operations.

ENVIRONMENTAL LIABILITIES

The Company is not aware of any environmental liabilities or obligations associated with its mineral properties. The Company is conducting its operations in a manner consistent with governing environmental legislation.

OFF-BALANCE SHEET ARRANGEMENTS

The Company does not have any off-balance sheet arrangements.

DISCLOSURE OF INTERNAL CONTROLS

Management has established processes to provide them sufficient knowledge to support representations that they have exercised reasonable diligence that (i) the consolidated financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the consolidated financial statements; and (ii) the consolidated financial statements fairly present in all material respects the financial condition, financial performance and cash flows of the Company, as of the date of and for the periods presented.

In contrast to the certificate required for non-venture issuers under National Instrument 52-109 Certification of Disclosure in Issuers' Annual and Interim Filings ("NI 52-109"), the Venture Issuer Basic Certificate filed by the Company does not include representations relating to the establishment and maintenance of disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR"), as defined in NI 52-109. In particular, the certifying officers filing such certificate are not making any representations relating to the establishment and maintenance of:

i) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and

ii) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's generally accepted accounting principles (IFRS).

The Company's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in such certificate. Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

RELATED PARTY TRANSACTIONS

Related parties include the Board of Directors, officers, close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions.

As at December 31, 2014, the directors and/or officers of the Company collectively control 3,024,533 common shares of the Company or approximately 12% of the total common shares outstanding. To the knowledge of directors and officers of the Company, the remainder of the outstanding common shares are held by diverse shareholders. These holdings can change at any time at the discretion of the owner.

(a) The Company entered into the following transactions with related parties:

		Year ended December 31,	
	Notes	**2014**	**2013**
Administration expense	(i)	**$ 184,000**	$ 144,000
Accounting expense	(ii)	**$ 64,925**	$ 148,115
Geological consulting expense	(iii)	**$ 58,040**	$ 89,360
Consulting expense	(iv)	**$ 65,000**	$ -

(i) For the year ended December 31, 2014, the Company incurred administration expenses from companies controlled by an officer of $184,000 (year ended December 31, 2013 - $144,000).

(ii) For the year ended December 31, 2014, the Company incurred accounting expenses from officers or former officers or companies related to officers or former officers of $64,925 (year ended December 31, 2013 - $148,115).

(iii) For the year ended December 31, 2014, the Company incurred geological consulting expenses from a company controlled by an officer of $58,040 (year ended December 31, 2013 - $89,360).

(iv) For the year ended December 31, 2014, the Company incurred consulting expenses from directors of $65,000 (year ended December 31, 2013 - $Nil).

(v) On February 27, 2013, a company controlled by a former officer and director of the Company, commenced action and filed a claim against the Company in the Supreme Court of British Columbia, Canada. The claim was for $101,747 with respect to alleged past services provided. The claim also included interest and other related costs.

On March 20, 2013, the Company filed a counterclaim regarding alleged management fees payable of $101,747. The counterclaim is in the amount of $181,600.

Subsequent to December 31, 2014, the claim against the Company was dismissed and the Company's counterclaim was allowed in the amount of $81,600 plus interest and other related costs. As a result the management fees payable of $101,747 were written off. Due to the uncertainty surrounding the collection of the counterclaim, the $81,600 has not been setup in amounts receivable at December 31, 2014.

(vi) Ian Pirie, Chris Hodgson and James Albrecht, either directly or through a company they control, subscribed to an aggregate of 75,000 convertible debentures. Included in finance charges in the year ended December 31, 2013 is $37,500 relating to these debentures for the 100% bonus.

(vii) Terry Lynch, Ian Pirie, Dan Gosselin, Chris Hodgson and James Albrecht either directly or through a company they control, purchased an aggregate of 1,610,000 units in the June 11, 2014 private placement.

(vii) As at December 31, 2014, included in accounts payable and accrued liabilities is $8,312 (December 31, 2013 - $25,755) due to related parties.

(b) Remuneration of directors and key management personnel of the Company was as follows:

Salaries and benefits	**Year ended December 31, 2014**	**2013**
Terry Lynch - CEO	**$ 184,000**	$ 144,000
Daniel Crandall - CFO	**31,425**	-
James Albrecht - CFO (Former)	**33,500**	58,839
Peter Kohl - CFO (Former)	**-**	89,276
Chris Hodgson - VP Exploration	**58,040**	89,360
Peter Kent - Director	**35,000**	-
Ian Pirie - Director	**20,000**	-
Dan Gosselin - Director	**10,000**	-
Total remuneration	**$ 371,965**	$ 381,475

Share-based payments	**Year ended December 31, 2014**	**2013**
Terry Lynch - CEO	**$ 80,800**	$ -
Daniel Crandall - CFO	**12,120**	-
James Albrecht - CFO (Former)	**12,120**	-
Chris Hodgson - VP Exploration	**24,240**	-
Peter Kent - Director	**24,240**	-
Ian Pirie - Director	**24,240**	-
Dan Gosselin - Director	**12,120**	-
Zhangliang Lou - Director	**12,120**	-
Total share-based payments	**$ 202,000**	$ -

Payments to directors and key management personnel of the Company include certain transactions with related parties in (a) above, and (b) remuneration to Directors and key management personnel of the Company.

The above noted transactions are in the normal course of business and approved by the Board of Directors.

OUTSTANDING SHARE DATA

The Company's authorized capital is unlimited common shares without par value. At the date of this MD&A, the Company had 25,193,375 common shares issued and outstanding.

Stock options outstanding for the Company at the date of this MD&A were as follows:

Options	Exercise Price	Expiry Date
170,000	$ 1.20	June 25, 2015
2,000,000	$ 0.25	June 11, 2019
2,170,000		

Warrants outstanding for the Company at the date of this MD&A were as follows:

Warrants	Exercise Price	Expiry Date
4,256,000	$ 0.15	June 11, 2015
4,256,000		

COMMITMENTS

Pursuant to a consulting agreement with the CEO, in the event of termination or a Change of Control of the Company, the CEO is entitled to receive compensation equal to 12 months of pay of $144,000.

The Company has unpaid property tax for various mineral exploration property claims totalling approximately 120,764,272 Chilean Pesos ($230,900) which has been included in accounts payable and accrued liabilities as at December 31, 2014. In the event that the claims are put up for tax auction, the Company will have a notice period to make the payment for the portion of this amount required. The Company will also be required to pay property taxes for fiscal 2015 on its mineral exploration property claims of approximately 56,856,376 Chilean Pesos ($108,700).

CHANGE IN ACCOUNTING POLICIES

The Company adopted the following accounting pronouncements during the period.

(i) IAS 32, Financial Instruments: Presentation ("IAS 32") was amended by the IASB in December 2011 to clarify certain aspects of the requirements on offsetting. The amendments focus on the criterion that an entity currently has a legally enforceable right to set off the recognized amounts and the criterion that an entity intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. At January 1, 2014, the Company adopted these amendments and there was no material impact on the Company's consolidated financial statements.

(ii) IAS 36, Impairment of Assets ("IAS 36") was amended in May 2013 to provide guidance on recoverable amount disclosures for non-financial assets. At January 1, 2014, the Company adopted these amendments and there was no material impact on the Company's consolidated financial statements.

(iii) IFRIC 21, Levies ("IFRIC 21") addresses when an entity should recognize a liability to pay a government levy (other than income taxes). IFRIC 21 is an interpretation of IAS 37, Provisions, Contingent Liabilities and Contingent Assets ("IAS 37"). IAS 37 sets out criteria for the recognition of a liability, one of which is the requirement for the entity to have a present obligation as a result of a past event (known as an obligating event). IFRIC 21 clarifies that the obligating event that gives rise to a liability to pay a levy is the activity described in the relevant legislation that triggers the payment of the levy. At January 1, 2014, the Company adopted this pronouncement and there was no material impact on the Company's consolidated financial statements.

NEW STANDARDS AND INTERPRETATIONS NOT YET ADOPTED

(i) IFRS 9 - Financial Instruments ("IFRS 9") was issued by the IASB in November 2009 with additions in October 2010 and will replace IAS 39 - Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9, except that an entity choosing to measure a financial liability at fair value will present the portion of any change in its fair value due to changes in the entity's own credit risk in other comprehensive income, rather than within profit or loss. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2018. Earlier adoption is permitted. The Company is currently assessing the impact of this pronouncement.

(ii) IAS 24 – Related Party Disclosures ("IAS 24") was amended to clarify that an entity providing key management services to the reporting entity or the parent of the reporting entity is a related party of the reporting entity. The amendments also require an entity to disclose amounts incurred for key management personnel services provided by a separate management entity. The amendments to IAS 24 are effective for annual periods beginning on or after July 1, 2014.

(iii) IAS 1 – Presentation of Financial Statements ("IAS 1") was amended in December 2014 in order to clarify, among other things, that information should not be obscured by aggregating or by providing immaterial information, that materiality consideration apply to all parts of the financial statements and that even when a standard requires a specific disclosure, materiality considerations do apply. The amendments are effective for annual periods beginning on or after January 1, 2016. Earlier adoption permitted.

PROPOSED TRANSACTIONS

The Company routinely evaluates various business development opportunities which could entail farm-ins, farm-outs, acquisitions and/or divestitures. In this regard, the Company is currently in discussions with various parties, but no definitive agreements respecting any proposed transactions have been entered into as of the date of this MD&A. There can be no assurances that any such transactions will be concluded in the future.

SUBSEQUENT EVENTS

On February 3, 2015, the Company announced the acquisition of nine mining concessions from Compañia Minera Casale, a company jointly owned by Chilean subsidiaries of Barrick Gold Corp. and Kinross Gold Corporation, respectively, for the sum of US$50,000.

On March 26, 2015, the Company issued $190,000 of debentures bearing interest at a rate of 14% per annum and maturing on the earliest of the sale of the Copaquire royalty and October 31, 2016. As part of issuance, the Company paid an origination fee of $26,600. The debentures may be repaid prior to July 1, 2015 by paying a bonus of 20% of the principal. In the event the debentures are not repaid as of July 1, 2015, the Company will be required to issue 1,900,000 warrants, exercisable at a price of $0.05 per share until October 31, 2016. On November 1, 2016, if the debentures are not repaid in full plus a bonus of 100% of the principal, the holders shall have the right to acquire $190,000/US$1,000,000 percent of the Copaquire royalty.

On March 30, 2015, the Company announced the acquisition of three mining concessions near the Candelaria mine in Chile's Third Region from private Chilean owners. Under the terms of the agreement, the Company paid the vendors US$50,000 in cash and issued 600,000 shares.

RISK FACTORS

The information provided in this document is not intended to be a comprehensive review of all matters concerning the Company. The users of this information, including but not limited to investors and prospective investors, should read it in conjunction with all other disclosure documents provided including but not limited to all documents filed on SEDAR (www.sedar.com).

An investment in the securities of the Company is highly speculative and involves numerous and significant risks. Such investment should be undertaken only by investors whose financial resources are sufficient to enable them to assume these risks and who have no need for immediate liquidity in their investment. Prospective investors should carefully consider the risk factors that have affected, and which in the future are reasonably expected to affect, the Company and its financial position.

Nature of Mineral Exploration and Mining

The Company's future is dependent on the Company's exploration and evaluation programs. The exploration and evaluation of mineral deposits involves significant financial risks over a prolonged period of time, which a combination of careful evaluation, experience and knowledge may not eliminate. Few properties that are explored are ultimately developed into economically viable operating mines. Major expenditures on the Company's exploration properties may be required in constructing mining and processing facilities at a site, and it is possible that even preliminary due diligence will show adverse results, leading to the abandonment of projects. It is impossible to ensure that preliminary feasibility studies or final feasibility studies on the Company's projects or the current or proposed exploration programs on any of the properties in which the Company has exploration rights will result in any profitable commercial mining operation. The Company cannot give any assurance that its current and future exploration activities will result in a discovery of mineral deposits containing Mineral Reserves. The Company's exploration and evaluation may be hampered by mining, heritage and environmental legislation, industrial accidents, industrial disputes, cost overruns, land claims and compensation and other unforeseen contingencies.

The Company does not currently operate a mine on any of its properties. There is no certainty that the expenditures made by the Company towards the search for and evaluation of mineral deposits will result in discoveries that are commercially viable. Whether a deposit will be commercially viable depends on a number of factors, some of which are the particular attributes of the deposit, such as its size and grade, proximity to infrastructure, financing costs and governmental regulations, including regulations relating to prices, taxes, royalties, infrastructure, land use, importing and exporting of metal concentrates, exchange controls and environmental protection. The effect of these factors cannot be accurately predicted, but the combination of any or all of these factors may result in the Company not receiving an adequate return on invested capital or have a material adverse effect on the Company's business and financial condition. In addition, assuming discovery of a commercial ore-body, depending on the type of mining operation involved, several years can elapse from the initial phase of drilling until commercial operations are commenced. Most of the above factors are beyond the Company's control.

Limited Operating History

The Company's properties are in the exploration stage and are not commercially viable at this time. The Company has not recorded any revenues from mining operations and there is no certainty that the exploration expenditures towards the search and evaluation of mineral deposits will result in discoveries of commercial quantities of ore or that the Company will generate revenue, operate profitably or provide a return on investment in the future. There can be no assurance that significant additional losses will not occur in the future. The operating expenses and capital expenditures may increase in subsequent years with advancing exploration, evaluation, development of properties if proven successful and/or production of the properties. The Company does not expect to receive revenues from operations in the foreseeable future. The Company expects to incur losses until such time as its properties enter into commercial production and generate sufficient revenue to fund its continuing operations. The development of the Company's properties will require the commitment of substantial resources and there can be no assurance that the Company will be able to finance its operations externally.

There can be no assurance that the Company's exploration programs will result in locating commercially exploitable mineral ores or that its properties will be successfully developed. There can be no assurance that the underlying assumed levels of expenses will prove to be accurate.

Ability to Continue as a Going Concern

The Company's ability to continue as a going concern is dependent upon its ability to continue to raise adequate financing to fund its continuing exploration, evaluation activities and development of properties if they are proven successful. There is no assurance that the Company will either achieve or maintain profitability in the future.

Requirement for Further Financing

The further exploration of the various mineral properties in which the Company holds interests and the acquisition of additional properties depends upon the Company's ability to obtain financing through joint ventures of projects, debt financing, equity financing or other means. There can be no assurance that the Company will able to raise the balance of the financing required or that such financing can be obtained without substantial dilution to shareholders. Failure to obtain additional financing on a timely basis could cause the Company to reduce or terminate its operations or lose its interest in one or more of its properties.

In order to continue exploring the Company's mineral properties and acquiring additional properties, management will be required to pursue additional sources of financing. While management has been successful in obtaining such financing in the past, there is no assurance that it will be successful in the future. Failure to obtain sufficient financing may result in delaying or indefinitely postponing exploration, evaluation, development of or production on any or all of the Company's properties if they are proven successful, or even loss of property interest. It may also prevent the Company from meeting its obligations under agreements to which it is a party as a result of which, its interest in the properties may be reduced. There can be no assurance that additional capital or other types of financing, if needed, will be available or, if available, the terms of such financing will be favourable to the Company.

The amount of administrative expenditures is related to the level of financing and exploration activities that are being conducted, which in turn may depend on our recent exploration experience and prospects, as well as general market conditions relating to the availability of funding for exploration-stage resource companies. As a result, there may not be predictable or observable trends in our business activities and comparison of financial operating results with prior years may not be meaningful.

Title Matters

The Company has taken reasonable measures, in accordance with industry standards for properties at the same stage of exploration as those of the Company to ensure proper title to its properties. However, there is no guarantee that title to any of its properties will not be challenged or impugned. Title insurance generally is not available for mining claims in Canada and the Company's ability to ensure that it has obtained secure claim to individual mineral properties or mining concessions may be limited. The Company's properties may be subject to prior unregistered liens, agreements, transfers or claims, including native land claims and title may be affected by, among other things, undetected defects. In addition, the Company may be unable to operate the properties as permitted or to enforce its rights with respect to its properties. The failure to comply with all applicable laws and regulations, including a failure to pay taxes, carry out and file assessment work, may invalidate title to portions of the properties where the mineral rights are not held by the Company.

Market Factors and Volatility of Ore Prices

There is no assurance that a profitable market will exist for the sale of mineralized material which may be acquired or discovered by the Company. There can be no assurance that ore prices received will be such that the Company's properties can be mined at a profit. Prices of minerals have fluctuated widely, particularly in recent years, and are affected by numerous factors beyond the Company's control. Commodity prices are subject to volatile price changes from a variety of factors including international economic and political trends, expectations of inflation, global and regional demand, currency exchange fluctuations, interest rates and global or regional consumption patterns, speculative activities and increased production due to improved mining and production methods.

Future mineral prices cannot be accurately predicted. A severe decline in the price of a mineral being produced or expected to be produced by the Company would have a material adverse effect on the Company, and could result in the suspension of mining operations by the Company if such mining operations have commenced. Factors impacting the price of ore include political and economic conditions in mineral producing and consuming countries and production levels and costs of production in other jurisdictions.

Environmental Regulations and other Regulatory Requirements

The Company is subject to substantial environmental and other regulatory requirements and such regulations are becoming more stringent. All phases of exploration and development operations are subject to environmental regulations. Environmental legislation is evolving in a manner which will require stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and a heightened degree of responsibility for companies and their officers, directors and employees. There is no assurance that future changes in environmental regulation, if any, will not adversely affect the Company's operations. Environmental hazards may exist on the properties in which the Company holds interests which are presently unknown to the Company and which have been caused by previous or existing owners or operators of the properties.

Although the Company intends to comply fully with all environmental regulations, failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Parties engaged in mining operations or in the exploration or development of mineral properties may be required to compensate those suffering loss or damage by reason of the mining activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations.

Conflicts of Interest

Certain directors and officers of the Company may become or are also directors, officers or shareholders of other companies that are similarly engaged in the business of acquiring and exploiting natural resource properties. Such associations may give rise to conflicts of interest from time to time. The directors of the Company will be required by law to act honestly and in good faith with a view to the best interests of the Company and to disclose any interest which they may have in any project or opportunity of the Company. If a conflict of interest arises at a meeting of the board of directors, any director in a conflict is required under the British Colombia Business Corporations Act to disclose his interest and to abstain from voting on such matter.

Market Price of Common Shares

Securities of micro-cap and small-cap companies have experienced substantial volatility in the past, often based on factors unrelated to the financial performance or prospects of the companies involved. These factors include macroeconomic developments in North America and globally, and market perceptions of the attractiveness of particular industries. The price of the Common Shares is also likely to be significantly affected by short-term changes in precious and base metal mineral prices or in its financial condition or results of operations as reflected in its quarterly earnings reports. Other factors unrelated to the Company's performance that may have an effect on the price of the Common Shares include the following: the extent of analytical coverage available to investors concerning the Company's business may be limited if investment banks with research capabilities do not follow the Company's securities; lessening in trading volume and general market interest in the Company's securities may affect an investor's ability to trade significant numbers of Common Shares; the size of the Company's public float may limit the ability of some institutions to invest in the Company's securities; and a substantial decline in the price of the Common Shares that persists for a significant period of time could cause the Company's securities, if listed on an exchange, to be delisted from such exchange, further reducing market liquidity. As a result of any of these factors, the price of the Common Shares at any given point in time may not accurately reflect the Company's long-term value.

Foreign Jurisdictions

The Company's projects are located in foreign jurisdictions and are subject to risks relating to political stability and changes in laws relating to foreign ownership, government participation, taxation, royalties, duties, rates of exchange, exchange controls, export controls, land use and operational safety, and the potential for terrorism or military repression. Because a significant percentage of its operating costs, exploration expenditures and lease maintenance and acquisition costs are denominated in Chilean Pesos, the Company's results of operations are subject to the effects of fluctuations in exchange rates and inflation. The Company does not engage in any hedging activities to minimize such risks.

ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

	Year ended December 31,	
Administrative expenses	**2014**	**2013**
Administration fees	$ 384,409	$ 252,163
Amortization	8,852	93,493
Bank and interest charges	56,568	155,215
Foreign exchange loss (gain)	(50,818)	(5,804)
Generative exploration expense (recovery)	(15,701)	225,932
Investor relations	13,698	21,859
Office and miscellaneous	134,823	220,052
Professional fees	183,480	387,883
Share-based payments	202,000	-
Transfer agent, and regulatory	59,475	23,540
Travel, promotion and mining shows	30,836	57,475
Total	**$ 1,007,622**	**$ 1,431,808**

Other material expenses (income)	Year ended December 31, 2014	2013
Financing costs for convertible debts	-	$ 1,045,044
Other income	(101,747)	-
Realized gain on disposal of camp	(318,901)	-
Impairment loss on mineral property	1,055,743	17,025,440
Total	**635,095**	**$ 18,070,484**

Additional disclosure concerning the Company's resource property costs are broken down in the "Exploration" section above and in the Company's consolidated financial statements for the year ended December 31, 2014. The Company's financial statements are available on SEDAR at www.sedar.com.