

(An Exploration Stage Company)
Condensed Interim Consolidated Financial Statements
June 30, 2014
(Expressed in U.S. dollars, except where indicated)

### NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3 (3)(a), if an auditor has not performed a review of the condensed interim consolidated financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim financial statements of the Company have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these financial statements in accordance with standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

Director

Consolidated Statement of Financial Position

# As at June 30, 2014 and December 31, 2013 (unaudited)

(Expressed in U.S. dollars, except where indicated)

	June 30 2014 \$000's	December 31 2013 \$000's
Assets		
Current assets		
Cash and cash equivalents (note 4)	657	1,543
Accounts receivable and prepaid expenses	37	40
Investments	6	5
	700	1,588
Property, plant and equipment	52	58
Mineral property interests (note 4)	15,540	15,249
Total assets	16,292	16,895
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities	188	305
Shareholders' equity		
Common shares (note 5)	53,172	52,480
Contributed surplus	6,244	5,907
Accumulated other comprehensive income ("AOCI")	485	506
Deficit	(43,926)	(42,432)
	15,975	16,461
Non-controlling interests ("NCI") (note 4)	129	129
Total equity	16,104	16,590
Total liabilities and equity	16,292	16,895
Nature of operations and going concern (note 1) Commitments (note 10)		
Approved by the Board of Directors		
"Alvin Jackson"	"Robert Watts"	

Director

Consolidated Statement of Loss and Comprehensive Loss

# For the three and six months ended June 30, 2014 and 2013 (unaudited)

(Expressed in U.S. dollars, except where indicated)

Expenditures	Three months ended June 30, 2014	Three months ended June 30, 2013	Six months ended June 30, 2014	Six months ended June 30, 2013
Exploration expenditures				
Expenditures (note 3)	244	153	946	1,008
Gain on disposal (note 3)	-	(2,000)	-	(2,000)
Corporate and Other Costs				
Depreciation and amortization	4	5	9	10
Finance income	(2)	-	(6)	(2)
Foreign exchange loss (gain)	(12)	(41)	(78)	(47)
Legal and filing fees	30	24	50	53
Other corporate costs	108	50	176	93
Realized (gain) on disposal of shares & warrants	-	-	-	-
Salaries and management fees	118	146	245	333
Share-based payments expense	24	61	150	310
Unrealized loss on held-for-trading investment	3	7	2	16
	273	252	548	766
Loss for the period	517	(1,595)	1,494	(226)
Attributable to:				
Owners of the parent	517	(1,595)	1,494	(226)
Non-controlling interests				
Other comprehensive income Items that may be reclassified subsequently to net Foreign currency translation adjustment	income (26)	24	21	43
Loss and comprehensive loss for the period Attributable to:	491	(1,571)	1,515	(183)
Owners of the parent Non-controlling interests	491	(1,571)	1,515	(183)
Basic diluted loss per share (\$ per share)	0.00	(\$0.01)	0.01	(\$0.00)
Diluted loss per share (\$ per share)	0.00	(\$0.01)	0.01	(\$0.00)
Weighted average shares outstanding (000's)	159,372	138,294	158,132	138,294

Consolidated Statements Shareholders' Equity

# For the three and six months ended June 30, 2014 and 2013 (unaudited)

(Expressed in U.S. dollars, except where indicated)

Attributable to owners of the parent								
	Common	shares	=					
	No. of shares #000's	Amount \$000's	Contributed Surplus \$000's	AOCI \$000's	Deficit \$000's	Total \$000's	NCI \$000's	Total Equity \$000's
Balance – January 1, 2013	138,294	51,656	5,317	534	(25,206)	32,301	-	32,301
NCI financing (note 4)	-	-	-	-	420	420	80	500
Warrants exercised	-	-	-	-	-	-	-	-
Options exercised	-	-	-	-	-	-	-	-
Share-based payments	-	-	348	-		348	-	348
Comprehensive income (loss)	_	_	-	(43)	226	183	-	183
Balance- June 30, 2013	138,294	51,656	5,665	491	(24,560)	33,252	80	33,332
Balance – January 1, 2014	149,167	52,480	5,907	506	(42,432)	16,461	129	16,590
NCI financing	-	-	-	-	-	-	-	-
Share issuance (note 5)	10,205	692	176	-	-	868	-	868
Share-based payments	-	-	161	-	-	161	-	161
Comprehensive (loss) income	-	-	-	(21)	(1,494)	(1,515)		(1,515)
Balance- June 30, 2014	159,372	53,172	6,244	485	(43,926)	15,975	129	16,104

Consolidated Statement of Cash Flow

# For the three and six months ended June 30, 2014 and 2013 (unaudited)

(Expressed in U.S. dollars, except where indicated)

	Three months ended June 30, 2014 \$000's	Three months ended June 30, 2013 \$000's	Six months ended June 30, 2014 \$000's	Six months ended June 30, 2013 \$000's
Cash flows from operating activities				
(Loss) for the period	(517)	1,595	(1,494)	226
Items not affecting cash				
Depreciation and amortization	4	5	9	10
Gain on disposal of shares and warrants	-	-	-	-
Share-based payment expense	24	61	150	310
Unrealized loss on held-for-trading investments	3	5	(1)	14
	(486)	1,666	(1,336)	560
Change in non-cash operating working capital				
Decrease (increase) in receivables & prepaids	6	23	8	14
(Decrease) increase in accounts payable & accruals	(58)	27	(77)	(44)
	(538)	1,716	(1,404)	530
Cash flows from financing activities				
Non-controlling interest (note 4)	-	500	-	500
Issuance of common shares (net of issue costs)		-	869	_
	_	500	869	500
Cash flows from investing activities				
Property, plant and equipment (net)	-	-	(8)	-
Mineral property interests	(147)	(1,157)	(322)	(1,523)
	(147)	(1,157)	(330)	(1,523)
Effect of exchange rate changes on cash	23	(22)	(21)	(39)
(Decrease) increase in cash and cash equivalents	(662)	1,037	(886)	532
Cash and cash equivalents - beginning of period	1,319	517	1,543	2,086
Cash and cash equivalents - end of period	657	1,554	657	1,554

Notes to Consolidated Financial Statements

## For the three and six months ended June 30, 2014 and 2013

(Expressed in U.S. dollars, except where indicated)

### 1 Nature of operations and Going Concern

Coro Mining Corp. (the "Company" or "Coro") and its subsidiaries are engaged in the exploration and development of base and precious metal projects in Chile and Argentina. The Company was incorporated on September 22, 2004 and commenced activities in 2005. The Company's registered office is Suite 2610, Oceanic Plaza, 1066 West Hastings Street, Vancouver, British Columbia, Canada.

#### Going concern

These consolidated financial statements have been prepared using International Financial Reporting Standards ("IFRS") applicable to a going concern, which contemplates the realization of assets and settlement of liabilities in the normal course of business. For the six months ended June 30, 2014, the Company reported a loss of \$1.5 million and as at that date had a net working capital balance of \$0.5 million and an accumulated deficit of \$43.9 million.

The Company's ability to continue as a going concern is dependent upon its ability to obtain additional funding from loans, equity financings or through other arrangements. The success of such initiatives cannot be assured. These conditions and events cast significant doubt on the validity of the going concern assumption.

These consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and balance sheet classifications that would be necessary were the going concern assumption deemed to be inappropriate. These adjustments could be material.

### 2 Significant accounting policies

These condensed interim consolidated financial statements have been prepared in accordance with IFRS as issued by the IASB ("International Accounting Standards Board") applicable to the preparation of interim financial statements, including International Accounting Standard ("IAS") 34- Interim Financial Reporting. The accounting policies applied in these condensed interim consolidated financial statements are consistent with those applied in the preparation of, and disclosed in, the consolidated annual financial statements for the year ended December 31, 2013, except as discussed in the condensed interim consolidated financial statements for the three months ended March 31, 2014 under "Changes in accounting standards".

These interim consolidated financial statements were approved for issue on August 5, 2014 by the Audit Committee on behalf of the Board of Directors.

The condensed interim consolidated financial statements do not contain all disclosures required under IFRS and should be read in conjunction with the Company's audited annual consolidated financial statements and the notes thereto for the year ended December 31, 2013.

The preparation of financial statements in conformity with IFRS requires management to make judgments, estimates, and assumptions that affect the application of policies and reported amounts of assets and liabilities and disclosures of contingent assets and contingent liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period.

Actual results could differ from those estimates. Significant accounts that require estimates as the basis for determining the stated amounts include exploration and evaluation assets, share-based payments, allocation of financing proceeds, and income and mining taxes. Differences may be material.

Notes to the Consolidated Financial Statements

# For the three and six months ended June 30, 2014 and 2013

(Expressed in U.S. dollars, except where indicated)

# 3 Exploration expenditures

Exploration expenditures	For the three v	mantha an	dad Iuna	20. 2014	
\$000's	El Des	ree months ended June 30, es Payen General			
Consulting, labour & professional fees	9	1 ayen v	60	<b>Total</b> 69	
Drilling & trenching	3	_	-	3	
General & admin	1	_	119	120	
Property investigation	2	2	40	44	
Property acquisition	_ -	_	-	_	
Travel & accommodation	6		2	8	
Total exploration expenditure	21	2	221	244	
•	For the three months ended June 3				
\$000's	El Des	Payen (		Total	
Consulting, labour & professional fees	33	37	(4)	66	
Drilling & trenching	-	-	-	-	
General & admin	4	8	35	47	
Property investigation	12	6	8	26	
Property acquisition	-	-	-	-	
Travel & accommodation	2	4	8	14	
Total exploration expenditure	51	55	42	153	
	For the six r				
\$000's	El Des	Payen (		Total	
	0.7				
Consulting, labour & professional fees	97	-	77	174	
Drilling & trenching	332	-	-	332	
Drilling & trenching General & admin		- - -	243	332 246	
Drilling & trenching General & admin Property investigation	332 3 56	- - - 2	-	332 246 137	
Drilling & trenching General & admin Property investigation Property acquisition	332 3 56 40	- - 2 -	- 243 79 -	332 246 137 40	
Drilling & trenching General & admin Property investigation Property acquisition Travel & accommodation	332 3 56 40 15	- - 2 -	243 79 - 2	332 246 137 40 17	
Drilling & trenching General & admin Property investigation Property acquisition	332 3 56 40 15 543	2	243 79 - 2 401	332 246 137 40 17 <b>946</b>	
Drilling & trenching General & admin Property investigation Property acquisition Travel & accommodation Total exploration expenditure	332 3 56 40 15 543 For the six r	2 nonths en	243 79 - 2 401 ded June 3	332 246 137 40 17 <b>946</b> 30, 2013	
Drilling & trenching General & admin Property investigation Property acquisition Travel & accommodation  Total exploration expenditure  \$000's	332 3 56 40 15 543 For the six 1	2 nonths en	243 79 - 2 401 ded June 3	332 246 137 40 17 <b>946</b> 30, 2013	
Drilling & trenching General & admin Property investigation Property acquisition Travel & accommodation  Total exploration expenditure  \$000's Consulting, labour & professional fees	332 3 56 40 15 543 For the six r	2 nonths en	243 79 - 2 401 ded June 3	332 246 137 40 17 <b>946</b> 30, 2013	
Drilling & trenching General & admin Property investigation Property acquisition Travel & accommodation  Total exploration expenditure  \$000's Consulting, labour & professional fees Drilling & trenching	332 3 56 40 15 543 For the six 1	2 nonths en	243 79 - 2 401 ded June 3 General 23	332 246 137 40 17 <b>946</b> 30, 2013	
Drilling & trenching General & admin Property investigation Property acquisition Travel & accommodation  Total exploration expenditure  \$000's Consulting, labour & professional fees	332 3 56 40 15 543 For the six 1	2 nonths en	243 79 - 2 401 ded June 3	332 246 137 40 17 <b>946</b> 30, 2013	
Drilling & trenching General & admin Property investigation Property acquisition Travel & accommodation  Total exploration expenditure  \$000's Consulting, labour & professional fees Drilling & trenching General & admin Property investigation	332 3 56 40 15 543 For the six 1 El Des 84 - 5 5	2 months end Payen (	243 79 - 2 401 ded June 3 General 23	332 246 137 40 17 <b>946</b> 30, 2013 Total 179 - 95 206	
Drilling & trenching General & admin Property investigation Property acquisition Travel & accommodation  Total exploration expenditure  \$000's  Consulting, labour & professional fees Drilling & trenching General & admin Property investigation Property acquisition	332 3 56 40 15 543 For the six r El Des 84 - 5 50 500	- 2 months en Payen 6 72 - 16 48	243 79 - 2 401 ded June 3 General 23 - 74 108	332 246 137 40 17 <b>946</b> 30, 2013 Total 179 - 95 206 500	
Drilling & trenching General & admin Property investigation Property acquisition Travel & accommodation  Total exploration expenditure  \$000's Consulting, labour & professional fees Drilling & trenching General & admin Property investigation	332 3 56 40 15 543 For the six 1 El Des 84 - 5 5	- 2 months en Payen 6 72 - 16	243 79 - 2 401 ded June 3 General 23 - 74	332 246 137 40 17 <b>946</b> 30, 2013 Total 179 - 95 206	

Notes to the Consolidated Financial Statements

## For the three and six months ended June 30, 2014 and 2013

(Expressed in U.S. dollars, except where indicated)

### 3 Exploration expenditures (continued)

**El Desergerado:** ("**El Des**"), **Chile**; -In April 2014, the Company terminated its option agreement to acquire 100% of the El Des property, for total cash consideration of \$13.0 million (\$0.7 million (paid)) and a 1.9% sales royalty. Prior to terminating the agreement, the Company had deferred the February 2014, payment, at a cost of \$20,000 per month for two months.

**Payen, Chile:** -In October 2012, the Company entered into an option agreement to acquire the Payen property in Chile for total cash consideration of \$17.0 million with \$0.5 million paid upon signing. A 2.5% Net Smelter Royalty ("NSR") was retained by the owner and Coro may acquire half of the NSR (1.25%NSR) for \$10.0 million.

In October 2013, the Company entered into an option agreement with Minera Freeport-McMoRan South America Limitada (formerly Minera Aurex (Chile) Limitada) ("Freeport SA"), a subsidiary of Freeport-McMoRan Copper & Gold Inc., for Freeport SA to acquire a 70% interest in the property by meeting the obligations set forth in the following table:

	<b>Underlying Option</b>		Payment to
\$000's	Payment	Work Commitment	Coro
On October 10, 2013	\$500 (paid)	-	-
By October 10, 2014	\$1,000	\$1,500	-
By October 10, 2015	\$2,000	\$3,500	\$500
By October 10, 2016	\$13,000	\$8,000	\$500
On Formation of Operating Company	-	-	\$21,500
Total	\$16,500	\$13,000	\$22,500

After earn-in, Freeport SA may elect to fund and complete a Feasibility Study to NI43-101 standards on a best efforts basis by October 10, 2019 to earn an additional 10% at which point Coro can maintain its remaining interest of 20% by refunding 20% of the costs of the Feasibility Study ("FS") or it will be diluted to a 2% NSR. If Coro elects to fund its 20% share of the FS, future costs on a pro-rata basis, or be subject to dilution.

### General, Chile

General exploration activity in Chile includes property evaluation and other exploration costs. It also includes costs associated with the Celeste, Chacay, Gloria, El Inca, Llancahue and Talca properties. The Celeste, Gloria, Llancahue and Talca properties remain wholly owned. In March 2013, the Company agreed to sell the core mining claims covering the Chacay property to Compania Minera Relincho SA ("Relincho"), a subsidiary of Teck Resources Limited, for consideration of \$2.0 million and a 1.5% NSR. Under the terms of the agreement, Coro also agreed to enter into a sale promise agreement to sell the remainder of their Chacay exploration claims to Relincho for \$0.5 million and a 1.5% NSR. The purchase agreement for the remaining claims will be executed upon Coro converting the exploration claims to mining claims. The Company expects that a majority of the claims will be converted in Q3 2014.

Notes to the Consolidated Financial Statements

## For the three and six months ended June 30, 2014 and 2013

(Expressed in U.S. dollars, except where indicated)

## 4 Mineral property interests

\$000's	Berta	San Jorge	Total
Balance – January 1, 2013	-	30,361	30,361
Environmental	425	200	625
Geology	382	73	455
Misc. development costs	419	229	648
Property acquisition costs	500	1,072	1,572
Partner funding	-	(1,026)	(1,026)
Share-based compensation	23	29	52
Write-down of mineral property interests	-	(17,438)	(17,438)
Balance – December 31, 2013	1,749	13,500	15,249
Environmental	74	74	148
Geology	32	22	54
Misc. development costs	157	130	287
Property acquisition costs	-	625	625
Partner funding	-	(834)	(834)
Share-based compensation	11	-	11
<b>Balance – June 30, 2014</b>	2,023	13,517	15,540

#### Berta, Chile

From January 1, 2013 the Company has capitalized the costs associated with Berta after the preparation of the initial NI 43-101 compliant resource statement.

Under the June 2014 Amended Berta option agreement Coro may acquire 100% of the Berta property for total cash consideration of \$4 million (\$1.5 million (paid); \$0.25 million in August 2014 and \$2.25 million in August 2015). The August 2015 payment may be divided into eight quarterly payments of \$281,250 plus interest accruing at LIBOR. In addition, a 1.5% NSR is payable on all copper production together with any by-product metals. The Company has also staked a land position around the optioned property.

In May 2013, the Company entered into the ProPipe S.A. ("ProPipe") Binding Letter of Intent whereby ProPipe may earn up to a 50% interest in Berta by completing various milestones. At each milestone, ProPipe will be issued shares in SCM Berta to give effect to the new ownership interest. As of June 30, 2014, ProPipe had earned a 13% interest in the previously 100% owned SCM Berta, in Chile which holds the Berta Property.

ProPipe may earn an additional 5% by completing a Preliminary Economic Assessment by September 30, 2013 (deferred by mutual consent); and up to an additional 32% by arranging project financing for up to 100% of the total project costs (including an overrun facility).

As of the date of these financial statements the final definitive agreement has not yet been signed and therefore this accounting treatment is subject to final review and may change.

Notes to the Consolidated Financial Statements

## For the three and six months ended June 30, 2014 and 2013

(Expressed in U.S. dollars, except where indicated)

## 4 Mineral property interests (continued)

### San Jorge, Argentina:

The San Jorge Purchase Agreement, amended October 2012, requires annual payments of \$1.25 million (payable in quarterly installments), for 10 years, commencing on March 31, 2012 (\$3.1 million paid). In addition a 7.5% NSR is payable on all gold produced from the property. The annual payments are not payable when that payment is exceeded by the gold NSR payment. No other consideration, obligations, payments, or royalties are due, and Coro may withdraw from the agreement at any time with no further obligation.

In December 2013, the Company entered into a binding Heads of Agreement ("HOA") with Aterra Investments Ltd. and Solway Industries Ltd., (collectively, "A&S"). A&S has the right to acquire a 70% interest in San Jorge by paying a total of \$1.5 million (\$0.2 million paid, and \$0.3 million after 6 months; \$0.5 million after 12 months; and \$0.5 million after 24 months, of signing the Definitive Agreement ("DA")).

Under the terms of the HOA, A&S is required to fund all of the costs required to advance the project through to the Exercise Date (earning of the 70% interest), including those costs to complete an independent, bankable Definitive Feasibility Study, completed to NI43-101 standards ("the BFS"); maintain San Jorge in good standing; and, prior to the Exercise Date, paying all of the underlying quarterly payments. The Exercise Date is the date that A&S informs Coro of its decision to place San Jorge into commercial production or the completion of the BFS.

If A&S total expenditures reach \$10.0 million they will retain a 50% interest in the project, regardless of whether A&S elects to proceed to the Exercise Date at its sole cost. After formation of a joint venture (either 70/30 or 50/50), the parties shall finance the future development on a pro-rata basis. If either Party's interest is diluted to 10%, its interest shall immediately be converted to a 2% NSR on the production of all metals, except gold.

A&S may acquire the remaining 30% of San Jorge by paying an additional \$3.0 million within 6 months from signing of the DA or \$5.0 million within 18 months from signing of the DA. If A&S acquires 100% of San Jorge, Coro will retain a 2.5% NSR on the production of all metals, except gold.

A&S is the operator of the project. As at June 30, 2014, A&S have contributed \$1.86 million funding the project including \$1.58 million in quarterly option payments and providing \$0.28 million to fund Minera San Jorge. Coro continues to consolidate Minera San Jorge and as a result \$0.1 million in cash and cash equivalents for June 30, 2014 relates to advances from A&S for San Jorge and are otherwise not available to the Company for other purposes.

As of December 31, 2013, the Company completed an assessment as to whether any impairment indicators existed in accordance with of IFRS 6, Exploration for and Evaluation of Mineral Resources. As a result of this assessment, including but not limited to the current market conditions facing exploration and development companies, certain provisions contained in the HOA, and lack of any substantive progress on approval of the Updated EIS, the Company concluded that an impairment indicator did exist. In conjunction with its accounting policy on Impairment of non-financial assets the Company recognized an impairment of \$17.4 million in respect of the San Jorge project, reducing the carrying value of the property to \$13.5 million.

In determining the fair value of San Jorge as of December 31, 2013, the Company considered the current political environment, expected timeline to development, the potential discounted cash flows from the project considering both the required rate of return and time value of money, future commodity prices and expectations surrounding the overall development of the project. All of these assumptions are highly subjective and subject to change over time all of which could have a significant bearing on the carrying value of San Jorge.

Notes to the Consolidated Financial Statements

## For the three and six months ended June 30, 2014 and 2013

(Expressed in U.S. dollars, except where indicated)

#### 5 Common shares

#### Authorized

The Company has an unlimited number of authorized common shares without par value.

#### **Issued**

On December 20, 2013, the Company closed the first tranche of a non-brokered private placement of up to 22,500,000 units ("Units") at a price of CA\$0.10 per Unit. In the first tranche 10,873,246 Units were issued for gross proceeds of CA\$1,087,325. Each Unit is comprised of one common share of the Company and one half of a common share purchase warrant. The warrants are exercisable at a price of \$0.15 until December 20, 2016.

On January 22, 2014, the Company closed the second tranche of the non-brokered private placement and issued 10,250,000 Units at a price of CA\$0.10 per Unit for gross proceeds of CA\$1,025,000. Each Unit is comprised of one common share of the Company and one half of a common share purchase warrant. The warrants are exercisable at a price of CA\$0.15 until January 22, 2017. The warrants for both tranches will be subject to a forced exercise provision after one year in the event the volume weighted average trading price of the Company's common shares is greater than or equal to CA\$0.30 for 20 consecutive trading days.

### Capital risk management

The Company considers its components of shareholders' equity as capital. As the Company is in the exploration stage, its principal source of funds is from the issuance of common shares. It is the Company's objective to safeguard its ability to continue as a going concern, so that it can continue to explore and develop its projects for the benefit of its stakeholders.

### 6 Share stock options and warrants

#### **Options**

The Company has a stock option plan that permits the granting of stock options to directors, officers, key employees and consultants. Terms and pricing of options are determined in accordance with the plan. A total of 10% of the issued and outstanding common shares of the Company may be allotted and reserved for issuance under the stock option plan.

	201	4	2013		
	Number of shares	Weighted average exercise price CA\$	Number of shares	Weighted average exercise price CA\$	
Outstanding – January 1	8,666,666	0.31	11,793,333	0.60	
Cancelled	-	-	(2,910,000)	1.45	
Exercised	-	-	-	-	
Expired	(3,621,666)	0.16	(108,333)	1.07	
Forfeited	(150,000)	0.41	(108,334)	0.34	
Granted	3,800,000	0.10	-	-	
Outstanding	8,695,000	0.28	8,666,666	0.31	

Notes to the Consolidated Financial Statements

## For the three and six months ended June 30, 2014 and 2013

(Expressed in U.S. dollars, except where indicated)

# 6 Share stock options and warrants (continued)

At June 30, 2014, the following stock options were outstanding:

	Number of options	Number of options vested	Exercise price	
	Outstanding	and exercisable	CA\$	Expiry Date
	455,000	455,000	0.52	2015
	550,000	550,000	0.39	2016
	3,740,000	3,590,000	0.41	2017
	150,000	-	0.25	2017
	3,800,000	1,266,664	0.10	2019
Total	8,695,000	5,861,664		

In January 2014, the Company granted 3,800,000 options at CA\$0.10. The majority of stock options vest over a two or three year period.

Option and warrant valuation models require the input of highly subjective assumptions including the expected volatility. Changes in the assumptions can materially affect the fair value estimate. The following assumptions were used in the Black-Scholes option pricing model to calculate the compensation expense for options and the fair value of warrants:

	Warrants	Options
Risk-free interest rate	0.98%	0.98% to 1.47%
Expected life	1.25 years	2.5 to 3.5 years
Expected volatility	108%	108% to 115%
Expected dividend	0%	0%

For the three months ended June 30, 2014 total share-based compensation expense was \$25,783 (2013: \$57,436) of which \$1,313 (2013: (\$3,940)) was capitalized. For the six months ended June 30, 2014 total share-based compensation expense was \$161,241 (2013: \$347,835) of which \$11,179 (2013: \$38,284) was capitalized.

### Warrants

At June 30, 2014, warrants outstanding were as follows:

	2014			2013	
	Number of shares	Weighted average exercise price CA\$	Number of shares	Weighted average exercise price CA\$	
Outstanding – beginning of year	5,436,623	0.15	-	-	
Issued (note 5)	5,102,500	0.15	5,436,623	0.15	
Exercised	-	-	-	-	
Expired	-	-	-	-	
Outstanding	10,539,123	0.15	5,436,623	0.15	

Notes to the Consolidated Financial Statements

## For the three and six months ended June 30, 2014 and 2013

(Expressed in U.S. dollars, except where indicated)

# 7 Related party transactions

The Company considers the Executive Directors and Officers of the Company to be key management personnel.

	Three months	Three months	Six months ended	Six months ended
	ended June 30,	ended June 30,	June 30,	June 30,
\$000's	2014	2013	2014	2013
Short-term employee benefits	218	268	433	519
Share-based payments	23	131	95	179
<b>Total key management personnel</b>	241	399	528	698

## 8 Geographic segmented information

The Company operates in a single operating segment, mineral exploration and development. The following table provides geographic information about the Company's assets and operations.

\$000's	Argentina	Canada	Chile	Total	
June 30, 2014					
Loss for the period	-	615	879	1,494	
Non-current assets	13,534	5	2,053	15,592	
Total assets	13,643	554	2,095	16,292	
Total liabilities	48	81	59	188	
December 31, 2013					
Loss for the year	17,438	1,199	(768)	17,869	
Non-current assets	13,519	2	1,787	15,307	
Total assets	13,628	1,429	1,838	16,895	
Total liabilities	76	106	122	305	

#### 9 Financial instruments

Financial instruments include cash and any contracts that give rise to a financial asset to one party and a financial liability or equity instrument to another party. As at June 30, 2014, the Company's carrying values of cash and cash equivalents and accounts receivable approximate their fair values due to their short term to maturity.

The fair value of the Company's accounts payable and accrued liabilities may be significantly lower than the carrying value given the Company's going concern uncertainty and the fair value is not readily determinable.

The three levels of the fair value hierarchy are:

- Level 1 Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 Inputs that are not based on observable market data.

At June 30, 2014, the Company's financial instruments measured at fair value on a recurring basis were the held-for-trading investment in Bearing Resources Ltd. shares (classified as "Level 1").

Notes to the Consolidated Financial Statements

## For the three and six months ended June 30, 2014 and 2013

(Expressed in U.S. dollars, except where indicated)

### 9 Financial instruments (continued)

#### **Credit Risk**

Financial instruments that potentially subject the Company to credit risk consist of cash and cash equivalents and accounts receivable. The Company deposits cash and cash equivalents with high credit quality financial institutions as determined by rating agencies.

### **Currency Risk**

The Company's significant subsidiaries are located in Chile and Argentina and the parent company is in Canada. As a result a portion of the Company's accounts receivable, accounts payable and accruals are denominated in the Chilean Peso, Argentine Peso and Canadian Dollars and are therefore subject to fluctuation in exchange rates.

As the Company's parent company functional currency is the Canadian dollar, a 100 basis point (one per cent) increase/ strengthening (decrease/ weakening) in the U.S. dollar at period end would have resulted in the net loss being \$2,734 lower (\$2,734 higher).

#### **Interest Rate Risk**

The Company was exposed to interest rate risk on cash and cash equivalents held as at June 30, 2014. A 100 basis point (1%) increase or decrease in the interest rate would have resulted in approximately a \$812 change in the Company's reported loss for the period ended June 30, 2014 based on average cash holdings during the period.

#### **Liquidity Risk**

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with its financial liabilities. The Company is reliant upon equity issuances as its sole source of cash. The Company manages liquidity risk by maintaining an adequate level of cash and cash equivalents to meet its ongoing obligations.

The Company continuously reviews its actual expenditures and forecast cash flows and matches the maturity dates of its cash equivalents to capital and operating needs. For further information related to liquidity refer to note 1.

#### 10 Commitments

The following table sets out the commitments of the Company as of June 30, 2014 and does not consider any subsequent events.

\$000's	2014 (6 months)	2015	2016	2017	2018	Thereafter	Total
Operating leases	72	65	-	-	-	-	137
Property option payments <sup>1</sup>	250	2,250	-	-	-	-	2,500
Berta <sup>2</sup>	250	2,250	-	-	-	_	2,500
Total	322	2,315	-	-	-	-	2,637

<sup>&</sup>lt;sup>1</sup> Excludes any royalties (note 3 and 4) and excludes San Jorge payments which are being borne by Aterra and Solway (note 4) and the Payen payments which are being borne by Freeport S.A (note 3)

<sup>&</sup>lt;sup>2</sup>Represents 100% of the payments due, a portion of which will be assumed by ProPipe (note 4). The above table also assumes that the 2015 will not be financed (note 4)