



ATICO MINING CORPORATION

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
(Unaudited - Expressed in United States Dollars)

MARCH 31, 2015

NOTICE TO READER

The accompanying unaudited condensed consolidated interim financial statements of Atico Mining Corporation (the "Company") for the three months ended March 31, 2015 have been prepared by management and approved by the Audit Committee and the Board of Directors of the Company. These condensed consolidated interim financial statements have not been reviewed by the Company's external auditors.

ATICO MINING CORPORATION
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION
(Unaudited - Expressed in United States Dollars)

	March 31 2015	December 31 2014
ASSETS		
Current assets		
Cash and cash equivalents (Note 15)	\$ 2,918,512	\$ 5,102,634
Receivables (Note 3)	7,147,673	2,822,812
Inventories (Note 4)	2,493,657	5,937,506
Prepays and deposits	553,338	1,057,483
Total current assets	13,113,180	14,920,435
Non-current assets		
Advances to suppliers (Note 5)	306,133	26,792
Mineral property, plant and equipment (Note 5)	64,691,374	64,652,848
Total non-current assets	64,997,507	64,679,640
TOTAL ASSETS	\$78,110,687	\$79,600,075
LIABILITIES AND EQUITY		
LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities (Note 6)	\$ 4,182,556	\$ 4,253,439
Advance on concentrate inventories (Note 3)	-	4,677,487
Bank credit facilities (Note 7)	1,872,990	587,000
Taxes payable	1,551,120	252,523
Current portion of finance lease obligations (Note 8)	175,891	197,039
Current portion of long-term loans payable (Note 9)	5,320,287	6,244,228
Total current liabilities	13,102,844	16,211,716
Non-current liabilities		
Finance lease obligations (Note 8)	344,288	419,802
Long-term loans payable (Note 9)	4,884,663	5,155,519
Decommissioning and restoration provision (Note 11)	1,531,194	1,496,407
Deferred income tax liabilities	17,560,310	17,495,356
Total non-current liabilities	24,320,455	24,567,084
Total liabilities	37,423,299	40,778,800
EQUITY		
Share capital (Note 12)	37,751,114	37,751,114
Share-based payments reserve (Note 12)	2,286,583	2,179,219
Foreign currency translation reserve	(768,894)	(112,939)
Deficit	(2,362,021)	(4,490,982)
Total equity attributable to equity holders of the Company	36,906,782	35,326,412
Non-controlling interests	3,780,606	3,494,863
Total equity	40,687,388	38,821,275
TOTAL LIABILITIES AND EQUITY	\$78,110,687	\$79,600,075

These condensed consolidated interim financial statements were authorized for issuance by the Board of Directors on May 26, 2015.

Approved by the Board of Directors

_____ "Luis F. Sáenz" _____ Director

_____ "Jorge R. Ganoza" _____ Director

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

ATICO MINING CORPORATION
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF INCOME (LOSS)
(Unaudited - Expressed in United States Dollars)

	Three months ended March 31 2015	Three months ended March 31 2014
Sales	\$13,452,803	\$ 2,036,991
Cost of sales		
Direct mining and processing costs	(5,164,076)	(1,115,968)
Royalties	(317,976)	(30,398)
Depletion and amortization	(3,156,161)	(350,755)
Total cost of sales (Note 4)	(8,638,213)	(1,497,121)
Income from mining operations	4,814,590	539,870
Selling, general and administrative expenses	(1,185,698)	(708,216)
Exploration expenses	-	(45,327)
Share-based payments (Note 12)	(107,364)	(258,710)
Income (loss) from operations	3,521,528	(472,383)
Interest on long-term loans payable (Note 9)	(221,874)	(259,900)
Accretion of decommissioning and restoration provision (Note 11)	(34,787)	(23,522)
Interest and other income	48,867	11,288
Foreign exchange gain	156,695	31,531
Income (loss) before income taxes	3,470,429	(712,986)
Current income tax expense (Note 10)	(990,771)	-
Deferred income tax expense (Note 10)	(64,954)	(66,986)
Net income (loss)	\$ 2,414,704	\$ (779,972)
Net income (loss) attributable to:		
Equity holders of Atico Mining Corporation	\$ 2,128,961	\$ (790,064)
Non-controlling interests (Note 14)	285,743	10,092
	\$ 2,414,704	\$ (779,972)
Earnings (loss) per share - basic (Note 13)	\$ 0.02	\$ (0.01)
Earnings (loss) per share - diluted (Note 13)	\$ 0.02	\$ (0.01)
Weighted average number of shares outstanding - basic (Note 13)	97,591,571	96,848,683
Weighted average number of shares outstanding - diluted (Note 13)	97,661,552	96,848,683

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

ATICO MINING CORPORATION
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF COMPREHENSIVE INCOME (LOSS)
(Unaudited - Expressed in United States Dollars)

	Three months ended March 31 2015	Three months ended March 31 2014
Net income (loss)	\$ 2,414,704	\$ (779,972)
Other comprehensive income (loss)		
Items that may be reclassified subsequently to profit or loss:		
Foreign currency translation adjustment	(655,955)	(227,504)
Total other comprehensive income (loss)	(655,955)	(227,504)
Total comprehensive income (loss)	\$ 1,758,749	\$ (1,007,476)
Total comprehensive income (loss) attributable to:		
Equity holders of Atico Mining Corporation	\$ 1,473,006	\$ (1,017,568)
Non-controlling interests	285,743	10,092
	\$ 1,758,749	\$ (1,007,476)

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

ATICO MINING CORPORATION
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS
(Unaudited - Expressed in United States Dollars)

	Three months ended March 31 2015	Three months ended March 31 2014
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income (loss)	\$ 2,414,704	\$ (779,972)
Items not affecting cash and cash equivalents:		
Depletion and amortization	3,212,813	367,937
Share-based payments	107,364	258,710
Accretion of decommissioning and restoration provision	34,787	23,522
Interest on finance lease obligations	14,009	-
Interest income	(1,219)	(4,192)
Interest expense	272,690	262,352
Deferred income tax expense	64,954	66,986
Unrealized foreign exchange effect	(795,490)	(68,920)
	5,324,612	126,423
Changes in non-cash operating working capital items (Note 15)	(803,595)	(1,950,756)
Net cash provided by (used in) operating activities	4,521,017	(1,824,333)
CASH FLOWS FROM INVESTING ACTIVITIES		
Interest received	1,219	4,192
Expenditures on mineral property, plant and equipment	(2,100,878)	(3,869,176)
Net cash used in investing activities	(2,099,659)	(3,864,984)
CASH FLOWS FROM FINANCING ACTIVITIES		
Advance on concentrate inventories received (paid), net	(4,671,221)	2,797,890
Bank credit facilities withdrawn, net	1,285,990	-
Proceeds from long-term loans payable	-	1,974,040
Repayments of long-term loans payable	(1,105,699)	(80,538)
Payments on finance lease obligations	(43,973)	-
Interest paid	(56,844)	(16,707)
Shares issued	-	810,283
Net cash (used in) provided by financing activities	(4,591,747)	5,484,968
Effect of exchange rate changes on cash and cash equivalents	(13,733)	(30,719)
Change in cash and cash equivalents	(2,184,122)	(235,068)
Cash and cash equivalents, beginning of period	5,102,634	6,083,871
Cash and cash equivalents, end of period	\$ 2,918,512	\$ 5,848,803

Supplemental disclosure with respect to cash flows (Note 15)

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

ATICO MINING CORPORATION
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN EQUITY
(Unaudited - Expressed in United States Dollars)

	Number of shares	Share capital	Share-based payments reserve	Foreign currency translation reserve	Non- controlling interests	Deficit	Total equity
Balance as at December 31, 2014	97,591,571	\$37,751,114	\$ 2,179,219	\$ (112,939)	\$ 3,494,863	\$ (4,490,982)	\$ 38,821,275
Share-based payments	-	-	107,364	-	-	-	107,364
Foreign currency translation adjustment	-	-	-	(655,955)	-	-	(655,955)
Net income (loss)	-	-	-	-	285,743	2,128,961	2,414,704
Balance as at March 31, 2015	97,591,571	\$37,751,114	\$ 2,286,583	\$ (768,894)	\$ 3,780,606	\$ (2,362,021)	\$ 40,687,388
Balance as at December 31, 2013	95,706,849	\$36,455,001	\$ 1,926,950	\$ (56,210)	\$ 3,468,987	\$ (1,234,044)	\$ 40,560,684
Exercise of options	5,000	2,825	(547)	-	-	-	2,278
Exercise of finder's warrants	1,771,500	1,229,460	(421,455)	-	-	-	808,005
Share-based payments	-	-	258,710	-	-	-	258,710
Foreign currency translation adjustment	-	-	-	(228,177)	-	-	(228,177)
Net income (loss)	-	-	-	-	10,092	(790,064)	(779,972)
Balance as at March 31, 2014	97,483,349	\$37,687,286	\$ 1,763,658	\$ (284,387)	\$ 3,479,079	\$ (2,024,108)	\$ 40,621,528

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

ATICO MINING CORPORATION
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
(Unaudited - Expressed in United States Dollars)
FOR THE THREE MONTHS ENDED MARCH 31, 2015

1. NATURE OF OPERATIONS

Atico Mining Corporation (the "Company") was incorporated in the Yukon Territories on April 15, 2010 and continued to British Columbia on October 4, 2011. The Company is engaged in copper-gold mining and related activities including exploration, development, extraction, and processing in Colombia and the acquisition, exploration and development of copper and gold projects in Latin America. The Company's common shares are listed on the TSX Venture Exchange ("TSX-V") under the symbol "ATY". The address of its head office is Suite 501 - 543 Granville Street, Vancouver, British Columbia, Canada.

On November 22 2013, the Company acquired 90% of the issued and outstanding common shares of Minera El Roble S.A. ("MINER"), the owner of the El Roble mining property ("El Roble"), an operating copper-gold mine in Colombia.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of preparation and measurement

These condensed consolidated interim financial statements have been prepared using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"), including International Accounting Standard 34, Interim Financial Reporting ("IAS 34"). These condensed consolidated interim financial statements have been prepared on a historical cost basis. In addition, these condensed consolidated interim financial statements have been prepared using the accrual basis of accounting except for cash flow information.

These condensed interim consolidated financial statements follow the same accounting policies and methods of application as our most recent annual financial statements, except as described below, and should be read in conjunction with the annual audited financial statements of the Company for the year ended December 31, 2014.

Accounting pronouncements not yet effective

In May 2014, the IASB issued IFRS 15 Revenue from Contracts with Customers ("IFRS 15"), which supersedes IAS 11 Construction Contracts, IAS 18 Revenue, IFRIC 13 Customer Loyalty Programmes, IFRIC 15 Agreements for the Construction of Real Estate, IFRIC 18 Transfers of Assets from Customers, and SIC 31 Revenue - Barter Transactions involving Advertising Services. IFRS 15 establishes a single five-step model framework for determining the nature, amount, timing and uncertainty of revenue and cash flows arising from a contract with a customer. The standard is effective for annual periods beginning on or after January 1, 2017, with early adoption permitted. The Company is currently evaluating the impact the final standard is expected to have on its consolidated financial statements.

The IASB intends to replace IAS 39 Financial Instruments: Recognition and Measurement in its entirety with IFRS 9 Financial Instruments ("IFRS 9") which is intended to reduce the complexity in the classification and measurement of financial instruments. In February 2014, the IASB tentatively determined that the revised effective date for IFRS 9 would be January 1, 2018. The Company is currently evaluating the impact the final standard is expected to have on its consolidated financial statements.

ATICO MINING CORPORATION
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
(Unaudited - Expressed in United States Dollars)
FOR THE THREE MONTHS ENDED MARCH 31, 2015

3. RECEIVABLES

	March 31 2015	December 31 2014
Trade receivables	\$ 4,124,759	\$ 246,568
GST/VAT and other taxes recoverable	2,911,889	2,481,782
Other receivables	111,025	94,462
	\$ 7,147,673	\$ 2,822,812

As at March 31, 2015 and December 31, 2014, the Company did not have any trade receivables that were past due. The Company's allowance for doubtful accounts at March 31, 2015 is \$Nil (December 31, 2014 - \$Nil).

The Company has a concentrate off-take agreement where the customer will purchase 100% of the metals concentrate produced at the El Roble mine. As part of the agreement, the customer has provided the Company with an inventory credit facility. As at March 31, 2015, related to this credit facility, the Company did not have any outstanding balance (December 31, 2014 - \$4,677,487 which included accrued interest expense \$6,266).

The Company's current concentrate off-take agreement has an expected settlement period of four months. The aging analysis of the Company's trade receivables from sales of metals concentrate is as follows:

	March 31 2015	December 31 2014
0 to 30 days	\$ 3,056,538	\$ -
31 to 60 days	-	246,568
61 to 90 days	941,050	-
Over 90 days	127,171	-
	\$ 4,124,759	\$ 207,144

4. INVENTORIES

	March 31 2015	December 31 2014
Consumable parts and supplies	\$ 1,499,698	\$ 1,340,660
Ore stockpiles	178,608	242,692
Metals concentrate	815,351	4,354,154
	\$ 2,493,657	\$ 5,937,506

For the three months ended March 31, 2015, the Company recorded a cost of sales of \$8,638,213 (2014 - \$1,497,121), where direct mining and processing costs include salaries and other short-term benefits, contractor charges, energy, consumables, and other production-related costs.

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NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
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5. MINERAL PROPERTY, PLANT AND EQUIPMENT

	Mineral property	Land	Plant, building, machinery, and equipment	Capital work in progress	Total
As at December 31, 2014, net	\$54,456,366	\$ 275,834	\$ 9,753,704	\$ 166,944	\$64,652,848
Changes for the year:					
Additions	1,064,921	-	1,035,957	-	2,100,878
Depletion and amortization	(1,063,973)	-	(770,139)	-	(1,834,112)
Currency translation adjustments	(228,240)	-	-	-	(228,240)
As at March 31, 2015, net	\$54,229,074	\$ 275,834	\$10,019,522	\$ 166,944	\$64,691,374
As at December 31, 2014					
Historical cost	\$59,565,251	\$ 275,834	\$11,294,395	\$ 166,944	\$71,302,424
Accumulated amortization	(5,108,885)	-	(1,540,691)	-	(6,649,576)
Net carrying amount	\$54,456,366	\$ 275,834	\$ 9,753,704	\$ 166,944	\$64,652,848
As at March 31, 2015					
Historical cost	\$60,401,932	\$ 275,834	\$12,330,352	\$ 166,944	\$73,175,062
Accumulated amortization	(6,172,858)	-	(2,310,830)	-	(8,483,688)
Net carrying amount	\$54,229,074	\$ 275,834	\$10,019,522	\$ 166,944	\$64,691,374

Capital work in progress relates to capital costs incurred in connection with sustaining capital at the El Roble mining property. During the three months ended March 31, 2015, certain equipment had been acquired (totaling approximately \$544,000), but was not yet available for use; therefore, no related amortization has been recognized.

As at March 31, 2015, the Company held leased assets with net carrying amount of \$591,799 (December 31, 2014 - \$653,019) financed by finance leases (Note 8) and carried \$306,133 (December 31, 2014 - \$26,792) of advances to suppliers related to the sustaining capital at the El Roble mining property.

6. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	March 31 2015	December 31 2014
Trade and other payables	\$ 2,877,897	\$ 2,942,964
Payables to non-controlling interest of MINER	97,885	105,480
Payroll and related liabilities	328,132	307,826
Accrued liabilities	878,642	897,169
	\$ 4,182,556	\$ 4,253,439

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7. BANK CREDIT FACILITIES

The Company has arrangements for unsecured credit facilities with a number of Colombian banks, including Banco Davivienda S.A., Banco de Occidente, and Bancolombia, of up to Colombian pesos ("COP") \$7,957,000,000 (approximately \$3,100,000), where each draw carries interest based on the London Inter-bank Offered Rates ("LIBOR") plus 1.4% to 6.65% payable monthly and the principal portion is repayable in six months from the date of drawn down. As at March 31, 2015, the Company owed \$1,872,990 on these facilities, which included accrued interest expense of \$Nil (December 31, 2014 - \$587,000 and \$Nil, respectively).

8. FINANCE LEASE OBLIGATIONS

During the year ended December 31, 2014, the Company acquired certain mining equipment that are classified as finance leases, with the applicable costs included in mineral property, plant and equipment (Note 6). Future minimum lease payments as at March 31, 2015 and December 31, 2014 are as follows:

	March 31 2015	December 31 2014
2015	\$ 147,786	\$ 197,039
2016	197,039	197,039
2017	334,732	334,732
Total minimum lease payments	679,557	728,810
Future finance charges at implicit rate	(86,523)	(116,936)
Currency translation adjustments	(72,855)	4,967
Balance of unpaid obligations	520,179	616,841
Less: current portion	175,891	197,039
Long term portion	\$ 344,288	\$ 419,802

9. LONG-TERM LOANS PAYABLE

	Trafigura	NCI of MINER	Nordea	Total
As at December 31, 2014	\$ 8,768,833	\$ 1,675,871	\$ 955,043	\$11,399,747
Repayments	(970,268)	-	(135,431)	(1,105,699)
Interest expense	138,916	47,894	35,064	221,874
Currency translation adjustments	-	(137,767)	(173,205)	(310,972)
As at March 31, 2015	7,937,481	1,585,998	681,471	10,204,950
Less: current portion	3,270,814	1,585,998	463,475	5,320,287
Long term portion	\$ 4,666,667	\$ -	\$ 217,996	\$ 4,884,663

ATICO MINING CORPORATION
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
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9. LONG-TERM LOANS PAYABLE (cont'd...)

	Trafigura	NCI of MINER	Nordea	Total
As at December 31, 2013	\$ 7,958,950	\$ -	\$ 1,586,936	\$ 9,545,886
Principal received	-	1,974,040	-	1,974,040
Repayments	-	(179,267)	(577,085)	(756,352)
Interest expense	809,883	202,468	135,283	1,147,634
Currency translation adjustments	-	(321,370)	(190,091)	(511,461)
As at December 31, 2014	8,768,833	1,675,871	955,043	11,399,747
Less: current portion	4,059,974	1,675,871	508,383	6,244,228
Long term portion	\$ 4,708,859	\$ -	\$ 446,660	\$ 5,155,519

Trafigura Pte. Ltd.

In November 2013, the Company entered into a senior secured repayable debt facility for \$8,000,000 with Trafigura Pte. Ltd. ("Trafigura"). The funds drawn have a repayment term of 48 months, with stated annual interest of LIBOR plus 9%, payable quarterly, subject to a 12 month grace period with the first repayment date being February 22, 2015. There was a financing fee paid to Trafigura when the funds were drawn. The facility is secured by the Company's shareholding in MINER. Under the effective interest method, this loan has an effective annual interest rate of 9.53%. In February 2015, the repayment schedule was amended where the Company has the option to postpone each of the first four principal repayments for twelve months; at which, the Company has elected to postpone its first principal repayment to February 2016. As at March 31, 2015, the Company was in compliance with all qualitative and quantitative covenants.

Nordea Bank Finland plc

On the acquisition of MINER, the Company assumed two loans for an aggregate amount of €1,254,600 in connection with purchase financings of equipment from Sandvik AB ("Sandvik"). Under the terms of these arrangements, the Company makes quarterly installments totaling €104,550, along with applicable interest at a stated annual interest rate of 8.5% over three years. The facility is secured by the equipment financed. Sandvik subsequently assigned the loans to Nordea Bank Finland plc ("Nordea"), where the terms remained unchanged.

Non-controlling interest of MINER

In January 2014, the Company entered into a loan agreement with certain non-controlling interest ("NCI") shareholders of MINER to borrow up to COP\$3,900,000,000 (approximately \$1,980,000), where each tranche of principal drawn has a repayment term of 12 months with a 12% annual implicit interest rate payable monthly. In February 2014, the full balance was drawn. In October 2014, the repayment date was extended to October 30, 2015 without any changes to other terms or any additional consideration.

The schedule of maturities on outstanding loan obligations is as follows:

	March 31 2015
2015	\$ 3,533,129
2016	3,673,702
2017	2,998,119
Total	\$10,204,950

ATICO MINING CORPORATION
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
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10. INCOME TAXES

Income tax expense differs from the amount that would result from applying Canadian income tax rates to earnings before income taxes. These differences result from the following items:

For the three months ended	March 31 2015	March 31 2014
Income (loss) before income taxes	\$ 3,470,429	\$ (712,986)
Canadian federal and provincial income tax rates	26.00%	25.75%
Expected income tax expense (recovery) at statutory income tax rate	902,329	(183,594)
Difference between Canadian and foreign tax rates	545,631	51,851
Change in effective tax rate	(265,186)	-
Items not deductible for income tax purposes	37,646	(4,175)
Changes in recognized deferred tax assets and liabilities	86,514	-
Changes in unrecognized deferred tax assets	50,428	69,661
Impact of foreign exchange on deferred tax assets and liabilities	(301,637)	133,243
Total income tax expense	\$ 1,055,725	\$ 66,986
Current income tax expense	\$ 990,771	\$ -
Deferred income tax expense	64,954	66,986

11. DECOMMISSIONING AND RESTORATION PROVISION

	Three months ended March 31 2015	Year ended December 31 2014
Opening balance	\$ 1,496,407	\$ 1,012,003
Change in estimates	-	385,762
Accretion expense	34,787	98,642
Ending balance	\$ 1,531,194	\$ 1,496,407

In view of the uncertainties concerning environmental reclamation, the ultimate cost of reclamation activities could differ materially from the estimated amount recorded. The estimate of the Company's decommissioning and restoration liability relating to the El Roble mining property is subject to change based on amendments to laws and regulations and as new information regarding the Company's operations becomes available. Future changes, if any, to the estimated liability as a result of amended requirements, laws, regulations, operating assumptions, estimated timing and amount of obligations may be significant and would be recognized prospectively as a change in accounting estimate. Any such change would result in an increase or decrease to the liability and a corresponding increase or decrease to the mineral property, plant and equipment balance.

ATICO MINING CORPORATION
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
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12. SHARE CAPITAL

Authorized share capital consists of an unlimited number of common shares without par value. As at March 31, 2015, the Company did not have any common shares held in escrow (December 31, 2014 - 1,922,910).

Issued share capital

During the three months ended March 31, 2015, the Company issued Nil (2014 - 5,000) and Nil (2014 - 1,771,500) common shares for the exercise of stock options and finder's warrants respectively, for aggregate proceeds of \$Nil (2014 - \$810,283).

Stock options

The continuity of stock options for the three months ended March 31, 2015 is as follows:

Expiry Date	Exercise Price (CAD)	Balance December 31 2014	Granted	Exercised	Expired/ Cancelled	Balance March 31 2015		
June 30, 2016	\$ 0.50	1,710,000	-	-	-	1,710,000		
July 11, 2016	0.50	140,000	-	-	-	140,000		
April 24, 2017	0.55	250,000	-	-	-	250,000		
May 16, 2017	0.51	130,000	-	-	-	130,000		
February 4, 2018	0.98	1,815,000	-	-	(5,000)	1,810,000		
March 1, 2018	0.98	340,000	-	-	-	340,000		
July 11, 2019	0.79	2,870,671	-	-	-	2,870,671		
Outstanding		7,255,671	-	-	(5,000)	7,250,671		
Weighted average exercise price	\$	0.76	\$	-	\$	0.98	\$	0.76
Exercisable		4,385,000				4,380,000		

As at March 31, 2015, the weighted average remaining life of the stock options outstanding is 2.97 (December 31, 2014 - 3.22) years with vesting period ranging from 0 to 36 months.

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NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
(Unaudited - Expressed in United States Dollars)
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12. SHARE CAPITAL (cont'd...)

Warrants

The continuity of share purchase warrants and finder's warrants for the three months ended March 31, 2015, all of which are exercisable, is as follows:

Expiry Date	Exercise Price (CAD)	Balance December 31 2014	Issued	Exercised	Expired/Cancelled	Balance March 31 2015
September 19, 2015	0.65	21,676,650	-	-	-	21,676,650
Total		21,676,650	-	-	-	21,676,650
Weighted average exercise price		\$ 0.65	\$ -	\$ -	\$ -	\$ 0.65

As at March 31, 2015, the weighted average remaining life of the share purchase warrants and finder's warrants outstanding is 0.47 (December 31, 2014 - 0.72) years.

Share-based payments and share-based payment reserve

During the three months ended March 31, 2015 and 2014, no stock options were granted. However, in accordance with the vesting terms, the Company recorded a charge to share-based payments expense with the offsetting credit to share-based payments reserve of \$107,364 (2014 - \$258,170) during the three months ended March 31, 2015.

13. EARNINGS (LOSS) PER SHARE

Earnings (loss) per share, calculated on a basic and diluted basis, is as follows:

For the three months ended	March 31 2015	March 31 2014
Net income (loss) ⁽¹⁾	\$ 2,128,961	\$ (790,064)
Weighted average number of common shares outstanding - basic	97,591,571	96,848,683
Dilutive effect of stock options outstanding ⁽²⁾	69,981	-
Dilutive effect of share purchase warrants outstanding ⁽²⁾	-	-
Weighted average number of common shares outstanding - diluted	97,661,552	96,848,683
Basic earnings (loss) per share⁽¹⁾	\$ 0.02	\$ (0.01)
Diluted earnings (loss) per share⁽¹⁾	\$ 0.02	\$ (0.01)

⁽¹⁾ Attributable to equity holders of the Company

⁽²⁾ Amounts are Nil for periods with basic loss per share, as the effects would be anti-dilutive

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14. RELATED PARTY BALANCES AND TRANSACTIONS

MINER non-controlling interests

MINER is a 90%-owned subsidiary of the Company and is 10% owned by a minority shareholders group. On the acquisition date, the Company allocated \$3,508,384 to the non-controlling interests based on the fair value of assets acquired and liabilities assumed on the acquisition of MINER. For the three months ended March 31, 2015, income of \$285,743 (2014 - \$10,092) has been allocated to the non-controlling interests of MINER. Summarized financial information about MINER is as follows:

For the three months ended	March 31 2015	March 31 2014
Current assets	\$12,407,035	\$10,244,957
Non-current assets	61,391,155	56,153,827
Current liabilities	9,352,035	7,179,349
Non-current liabilities	19,653,788	19,701,785
Net income and total comprehensive income	\$ 2,857,430	\$ 100,920

Compensation of key management personnel

The aggregate value of transactions and outstanding balances relating to key management personnel were as follows:

Three months ended March 31, 2015	Salary or fees	Share-based payments	Total
Management	\$ 203,100	\$ 56,640	\$ 259,740
Outside directors	-	42,310	42,310
Seabord Services Corp.	46,986	-	46,986
	\$ 250,086	\$ 98,950	\$ 349,036

Three months ended March 31, 2014	Salary or fees	Share-based payments	Total
Management	\$ 244,968	\$ 477,994	\$ 722,962
Outside directors	-	327,561	327,561
Seabord Services Corp.	44,493	-	44,493
	\$ 289,461	\$ 805,555	\$ 1,095,016

As at March 31, 2015, the Company had \$329,474 (December 31, 2014 - \$315,000) due to management related to performance-based remuneration and expense reimbursements, which have been included in accounts payable and accrued liabilities.

Seabord Services Corp., ("Seabord") is a management services company controlled by a director. Seabord provides a chief financial officer, a corporate secretary, accounting staff, administration staff and office space to the Company. The Chief Financial Officer and Corporate Secretary are employees of Seabord and are not paid directly by the Company. In addition to the agreement with Seabord, the Company entered into rental agreements with companies with common directors for office space for \$2,200 and \$800 per month, respectively.

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15. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

Components of cash and cash equivalents

	March 31 2015	December 31 2014
Cash	\$ 2,832,262	\$ 5,016,384
Short-term deposits	86,250	86,250
	\$ 2,918,512	\$ 5,102,634

The short-term deposits are used as collateral for the Company's credit cards.

Changes in non-cash working capital

The changes in non-cash working capital items are comprised as follows:

	March 31 2015	March 31 2014
For the three months ended		
Receivables	\$ (4,324,861)	\$ (293,532)
Inventories	2,068,748	(1,600,973)
Prepays and deposits	504,145	121,194
Accounts payable and accrued liabilities	(350,224)	(39,320)
Taxes payable	1,298,597	(138,125)
Net change in non-cash working capital	\$ (803,595)	\$ (1,950,756)

Significant non-cash investing and financing activities

During the three months ended March 31, 2015, the Company:

- a) reallocated mineral property depletion of \$387,982 to the carrying amount of ore stockpile and metals concentrate inventories produced but not yet sold at the reporting date;
- b) reallocated mineral property depletion of \$1,763,083 previously recognized in carrying amounts of metals concentrate inventories sold to cost of sales; and
- c) recorded advances to suppliers of \$279,341 in accounts payable and accrued liabilities.

During the three months ended March 31, 2014, the Company:

- a) reallocated mineral property depletion of \$565,636 to the carrying amount of ore stockpile and metals concentrate inventories produced but not yet sold at the reporting date;
- b) reallocated mineral property depletion of \$141,439 previously recognized in carrying amounts of metals concentrate inventories sold to cost of sales;
- c) reallocated share-based payment reserve of \$422,002 to share capital for stock options and finder's warrants exercised; and
- d) recorded mineral property, plant and equipment additions and advances to suppliers of \$1,086,022 in accounts payable and accrued liabilities.

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16. CAPITAL MANAGEMENT

The Company's objectives when managing capital are to provide shareholder returns through maximization of the profitable growth of the business and to maintain a degree of financial flexibility relevant to the underlying operating and metal price risks while safeguarding the Company's ability to continue as a going concern.

The capital of the Company consists of share capital and available credit facilities. The Board of Directors does not establish a quantitative return on capital criteria for management. 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. The Company may issue new shares in order to meet its financial obligations. The management of the Company believes that the capital resources of the Company as at March 31, 2015 are sufficient for its present needs for at least the next twelve months. The Company is not subject to externally imposed capital requirements.

17. FINANCIAL INSTRUMENTS

The Company classified its financial instruments as follows:

	Loans and receivables	Fair value through profit or loss	Other financial liabilities
As at March 31, 2015			
Cash and cash equivalents	\$ 2,918,512	\$ -	\$ -
Receivables	111,025	4,124,759	-
Accounts payable and accrued liabilities	-	-	4,182,556
Bank credit facilities	-	-	1,872,990
Long-term loans payable	-	-	10,204,950
Finance lease obligations	-	-	520,179
	\$ 3,029,537	\$ 4,124,759	\$16,780,675

	Loans and receivables	Fair value through profit or loss	Other financial liabilities
As at December 31, 2014			
Cash and cash equivalents	\$ 5,102,634	\$ -	\$ -
Receivables	94,462	246,568	-
Accounts payable and accrued liabilities	-	-	4,253,439
Advance on concentrate inventories	-	-	4,677,487
Bank credit facilities	-	-	587,000
Long-term loans payable	-	-	11,399,747
Finance lease obligations	-	-	616,841
	\$ 5,197,096	\$ 246,568	\$21,534,514

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17. FINANCIAL INSTRUMENTS (cont'd...)

Fair value

Financial instruments recorded at fair value on the consolidated statement of financial position are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

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

The fair value hierarchy requires the use of observable market inputs whenever such inputs exist. A financial instrument is classified to the lowest level of the hierarchy for which a significant input has been considered in measuring fair value.

As at March 31, 2015, the Company's financial instruments measured at fair value are as follows:

Financial assets and liabilities		Level 1	Level 2	Level 3	Total
Trade receivable from provisional sales	\$	-	\$ 4,124,759	\$ -	\$ 4,124,759

The carrying value of cash and cash equivalents, receivables (excluding trade receivable from provisional sales of metals concentrate), accounts payable and accrued liabilities, advance on concentrate inventories, and bank credit facilities approximated their fair value because of the short-term nature of these instruments. The fair values of the Company's long-term loans payable and finance lease obligations are approximated by their carrying values as their interest rates are comparable to current interest rates.

Trade receivable from provisional sales of metals concentrate includes provisional pricing, and final price and assay adjustments. The trade receivable from sales of metals concentrate is valued using observable market commodity prices and thereby classified within Level 2 of the fair value hierarchy.

The Company's activities expose it to financial risks of varying degrees of significance which could affect its ability to achieve its strategic objectives for growth and shareholder returns. The principal financial risks to which the Company is exposed are metal price risk, credit risk, liquidity risk, currency risk, and interest rate risk. The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework and reviews the Company's policies on an ongoing basis. There have been no significant changes in the Company's exposure to these financial risks since December 31, 2014.

Metal price risk

The Company is exposed to metal price risk and does not hedge its metals production. A 1% change in copper and gold prices would result in an increase/decrease of approximately \$102,000 and \$55,000 in the Company's pre-tax income or loss on an annualized basis, respectively.

Credit risk

The carrying amount of financial assets recorded in the financial statements represents the Company's maximum exposure to credit risk. The Company believes it is not exposed to significant credit risk and overall, the Company's credit risk has not declined significantly from the prior year.

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17. FINANCIAL INSTRUMENTS (cont'd...)

Liquidity risk

The Company strives to maintain sufficient liquidity to meet its short term business requirements, taking into account its anticipated cash flows from operations, its holdings of cash, and its committed liabilities. The maturities of the Company's non-current liabilities are disclosed in Notes 8 and 9. All current liabilities are settled within one year.

Interest rate risk

As at March 31, 2015, a 10% change in LIBOR rates would result in an increase/decrease of approximately \$21,000 in the Company's pre-tax income or loss on an annualized basis based on the debt facilities used.

Currency risk

As at March 31, 2015, the Company is exposed to currency risk through the following monetary assets and liabilities:

	Canadian dollars	Peruvian nuevo soles	Euros	Colombian pesos (000's)
Cash and cash equivalents	\$ 185,933	\$ 75,263	\$ -	\$ 1,560,126
Receivables	4,981	46,411	-	7,607,613
Accounts payable and accrued liabilities	(99,692)	(149,222)	-	(9,382,031)
Taxes payable	-	-	-	(3,928,661)
Finance lease obligations	-	-	(479,345)	-
Loans payable	-	-	(627,975)	(4,017,000)
Net exposure	91,222	(27,548)	(1,107,320)	(8,159,953)
US dollar equivalent	\$ 72,158	\$ (9,097)	\$ (1,201,649)	\$ (3,221,725)

Based on the above net exposure, as at March 31, 2015, and assuming that all other variables remain constant, a 1% depreciation or appreciation of the US dollar against the Canadian dollar, Peruvian nuevo sol, Euro, and Colombian peso would result in an increase/decrease of approximately \$44,000 in the Company's pre-tax income or loss.

18. CONTINGENCY

During the year ended December 31, 2013, the Company was advised that a notice of civil claim was filed with the British Columbia Supreme Court by Carl Nelson and Recursos del Caribe S.A., the company through which Carl Nelson conducts his geological consulting business (collectively, "Mr. Nelson"). The allegations of Mr. Nelson have not been proven. The Company disputes Mr. Nelson's claims and is defending itself in this matter. The action was filed on October 8, 2013 and a Response to Civil Claim was filed on November 26, 2013. The trial of this matter is scheduled to commence in December 2015. As at March 31, 2015, the Company believes it is too early to make a formal determination as to the claim.

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19. SEGMENTED INFORMATION

The Company is engaged in mining, exploration, and development of mineral properties, and has an operating mine in Colombia. The Company operates in one industry and has one reportable segment, which is reviewed by the chief operating decision maker and identified based on quantitative factors whereby its revenues or assets comprise 10% or more of the total revenues or assets of the Company.

As at March 31, 2015, the Company only has a single off-take agreement for metals concentrate produced at the El Roble mining property.

Geographic segment details

As at March 31, 2015	Canada	Colombia	Other	Total
Cash and other current assets	\$ 801,675	\$12,254,806	\$ 56,699	\$13,113,180
Advances to suppliers	-	306,133	-	306,133
Mineral property, plant and equipment	-	64,684,764	6,610	64,691,374
Total assets	\$ 801,675	\$77,245,703	\$ 63,309	\$78,110,687

As at December 31, 2014	Canada	Colombia	Other	Total
Cash and other current assets	\$ 1,149,698	\$13,726,193	\$ 44,544	\$14,920,435
Advances to suppliers	-	26,792	-	26,792
Mineral property, plant and equipment	-	64,645,196	7,652	64,652,848
Total assets	\$ 1,149,698	\$78,398,181	\$ 52,196	\$79,600,075