DURAN VENTURES INC.

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

FOR THE THREE-MONTH PERIOD ENDED

MARCH 31, 2015

(Unaudited)

(Expressed in Canadian dollars)

NOTICE TO READER

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim 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 consolidated interim financial statements have been prepared by and are the responsibility of management.

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

DURAN VENTURES INC.

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

MARCH 31, 2015

(Unaudited)

(Expressed in Canadian dollars)

CONDENSED CONSOLIDATED INTERIM BALANCE SHEETS
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)

	March 31, 2015 $	December 31, 2014 $
ASSETS		
CURRENT		
Cash	**4,442,661**	4,950,363
Marketable securities (Note 6)	**5,000**	5,000
Prepaid expenses and advances	**34,303**	36,767
Amounts receivable	**84,145**	86,819
Derivative instruments (Note 7)	**307,600**	62,200
TOTAL CURRENT ASSETS	**4,873,709**	5,141,149
PROPERTY, PLANT AND EQUIPMENT (Note 8)	**9,500**	11,024
EXPLORATION AND EVALUATION ASSETS (Notes 9 and 12)	**1,470,906**	1,470,906
TOTAL ASSETS	**6,354,115**	6,623,079
LIABILITIES		
CURRENT		
Accounts payable and accrued liabilities	**126,233**	188,376
DEFERRED TAX LIABILITY	**111,000**	111,000
TOTAL LIABILITIES	**237,233**	299,376
SHAREHOLDERS' EQUITY		
CAPITAL STOCK (Note 10)	**49,805,521**	49,805,521
WARRANT RESERVE (Note 10)	**53,828**	140,664
SHARE-BASED PAYMENT RESERVE (Note 11)	**1,529,845**	1,790,337
ACCUMULATED OTHER COMPREHENSIVE (LOSS) INCOME	**(162,000)**	(162,000)
DEFICIT	**(45,110,312)**	(45,250,819)
TOTAL SHAREHOLDERS' EQUITY	**6,116,882**	6,323,703
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES	**6,354,115**	6,623,079

ONGOING OPERATIONS (Note 2)

COMMITMENTS AND CONTINGENCIES (Note 16)

APPROVED ON BEHALF OF THE BOARD:

Signed "Joseph Del Campo" , Director

Signed "Jeffrey Reeder" , Director

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
FOR THE THREE-MONTH PERIODS ENDED MARCH 31, 2015 AND MARCH 31, 2014
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)

	2015 **$**	2014 $
EXPENSES		
Exploration and evaluation expenditures (Note 12)	**265,311**	59,024
General and administration (Note 14)	**255,912**	301,195
Loss before the following:	**521,223**	360,219
Interest (income) expense	**(11,952)**	798
Realized gain on derivative instruments (Note 7)	**(57,050)**	-
Change in unrealized gain on derivative instruments (Note 7)	**(245,400)**	-
COMPREHENSIVE LOSS	**206,821**	361,017
Loss per share – basic and diluted	**0.001**	0.002
Weighted average number of common shares outstanding	**234,149,870**	234,331,435

See accompanying notes to the unaudited condensed consolidated interim financial statements.

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF ACCUMULATED OTHER COMPREHENSIVE (LOSS) INCOME ("AOCI")

FOR THE THREE-MONTH PERIODS ENDED MARCH 31, 2015 AND MARCH 31, 2014
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)

	2015 **$**	2014 $
Accumulated other comprehensive (loss) income at beginning of period	**(162,000)**	(157,000)
Unrealized gain (loss) on marketable securities	**-**	-
Accumulated other comprehensive (loss) income at end of period	**(162,000)**	(157,000)

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

FOR THE THREE-MONTH PERIODS ENDED MARCH 31, 2015 AND 2014 AND THE YEAR ENDED DECEMBER 31, 2014

(Unaudited – Prepared by Management)

(Expressed in Canadian dollars)

	Common Shares	Warrants				
	Amount $	Reserve Amount $	Share-based Payment Reserve $	Accumulated Other Comp. Income $	Deficit $	Total Shareholders' Equity $
Balance, December 31, 2013	49,844,141	220,269	2,264,550	(157,000)	(50,973,646)	1,198,314
Value of warrants and options expired	-	-	(7,324)	-	7,324	-
Net loss	-	-	-	-	(361,017)	(361,017)
Balance, March 31, 2014	49,844,141	220,269	2,257,226	(157,000)	(51,327,339)	837,297
Value of warrants and options expired	-	(79,605)	(466,889)	-	546,494	-
Tax effect of warrants expired					(10,500)	(10,500)
Share cancellation	(38,620)	-	-	-	38,620	-
Unrealized loss on marketable securities	-	-	-	(5,000)	-	(5,000)
Net income (loss)	-	-	-	-	5,501,906	5,501,906
Balance, December 31, 2014	49,805,521	140,664	1,790,337	(162,000)	(45,250,819)	6,323,703
Value of warrants and options expired	-	(86,836)	(260,492)	-	347,328	-
Net loss	-	-	-	-	(206,821)	(206,821)
Balance, March 31, 2015	49,805,521	53,828	1,529,845	(162,000)	(45,110,312)	6,116,882

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS
FOR THE THREE-MONTH PERIODS ENDED MARCH 31, 2015 AND MARCH 31, 2014
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)

	2015 **$**	2014 $
CASH FLOWS USED IN OPERATING ACTIVITIES		
Loss for the period	**(206,821)**	(361,017)
Add items not requiring cash:		
Amortization	**1,524**	7,255
Change in non-cash operating working capital:		
Decrease (increase) in prepaids and advances	**2,464**	(1,686)
Decrease in amounts receivable	**2,674**	21,717
Increase in derivative instrument	**(245,400)**	-
Increase (decrease) in accounts payable and accrued liabilities	**(62,143)**	344,915
Cash flows (used) in operating activities	**(507,702)**	11,184
CASH FLOWS GENERATED BY FINANCING ACTIVITIES		
Promissory notes	**-**	58,798
Cash flows from financing activities	**-**	58,798
Increase (decrease) in cash	**(507,702)**	69,982
Cash, beginning of period	**4,950,363**	68,857
Cash, end of period	**4,442,661**	138,839

1. GENERAL INFORMATION

Duran Ventures Inc. ("Duran" or "the Company") is a publicly listed company originally incorporated in British Columbia and subsequently continued to Ontario under the Canada Business Corporations Act. The Company's common shares have been listed on the TSX Venture Exchange since July 4, 2007, and on the Risk Capital Segment of the Lima Stock Exchange (Segmento de Capital de Riesgo de la Bolsa de Valores de Lima) in Peru, since September 21, 2012, and trade under the symbol "DRV" on both Exchanges. The Company, directly and with exploration partners, is engaged in the exploration of mineral properties in Peru. The Company's principal office is located at 40 University Avenue, Suite 606, Toronto, Ontario, Canada M5J 1T1 and substantially all of the Company's administrative expenses are incurred in Canada.

2. GOING CONCERN

The business of mining and exploring for minerals involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable mining operations. The recoverability of the carrying value of exploration and evaluation assets and the Company's continued existence is dependent upon the preservation of its interest in the underlying properties, the discovery of economically recoverable reserves, the achievement of profitable operations, or the ability of the Company to raise alternative financing, if necessary, or alternatively upon the Company's ability to dispose of its interests on an advantageous basis. Changes in future conditions could require material write-downs of the carrying values. The Company's assets are subject to increases in taxes and royalties, renegotiation of contracts, expropriation, currency exchange fluctuations and political uncertainty.

Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to government licensing registration or regulations, unregistered prior agreements, unregistered claims, aboriginal claims and non-compliance with regulatory and environmental requirements.

These unaudited condensed consolidated interim financial statements have been prepared on a going concern basis. The going concern basis of presentation assumes that the Company will continue in operation for the foreseeable future and be able to realize its assets and discharge its liabilities and commitments in the normal course of business. Because of limited working capital and continuing operating losses, the Company's continuance as a going concern is dependent upon its ability to obtain adequate financing or to reach profitable levels of operation. It is not possible to predict whether financing efforts will be successful or if the Company will attain profitable levels of operation. These consolidated financial statements do not include any adjustments to the carrying values of assets and liabilities and the reported expenses and balance sheet classification that would be necessary should the Company be unable to continue as a going concern. These adjustments could be material.

3. BASIS OF CONSOLIDATION

These unaudited condensed consolidated interim financial statements include the accounts of the Company, which is incorporated in Canada under the Canada Business Corporations Act, and its wholly owned subsidiaries, Minera Aguila de Oro SAC, Empresa Querco SAC, Hatum Minas SAC, all of which are incorporated in Peru. All inter-company balances and transactions have been eliminated. The unaudited condensed consolidated interim financial statements include all the assets, liabilities, revenues, expenses and cash flows of the Company and its subsidiaries after eliminating inter-entity balances and transactions.

4. BASIS OF PRESENTATION

(a) Statement of Compliance

These unaudited condensed consolidated interim financial statements of the Company and its subsidiaries were prepared in accordance with International Accounting Standard 34, Interim Financial Reporting ("IAS 34"). They do not include all disclosures that would otherwise be required in a complete set of financial statements and should be read in conjunction with the Company's 2014 annual financial statements which have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

The accounting policies and the application are consistent with those disclosed in Note 4 to the Company's consolidated Financial Statements for the year ended December 31, 2014.

The policies applied in these unaudited condensed consolidated interim financial statements are based on the IFRS issued and effective as of March 31, 2015. Any subsequent changes to IFRS that are given effect in the Company's annual consolidated financial statements for the year ending December 31, 2014 could result in restatement of these interim consolidated financial statements. These condensed consolidated interim financial statements were approved and authorized for issue by the Board of Directors on May 26, 2015.

(b) Basis of preparation

The unaudited condensed consolidated interim financial statements are presented in Canadian dollars. The financial statements are prepared on the historical cost basis except for marketable securities and derivative instruments, which are measured at fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting except for cash flow information,

(c) Standards, Amendments and Interpretations Not Yet Effective

Certain pronouncements were issued by the IASB or the IRFS Interpretations Committee that are not mandatory for accounting periods beginning on or after January 1, 2015 or later periods. They have not been early adopted in these interim financial statements, and they are expected to affect the Company in the period of initial application. In all cases the Company intends to apply these standards from application date as indicated below:

- IFRS 9 Financial Instruments

  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 IAS39. 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 IAS39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS9, 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 IAS39. IFRS 9 is effective for annual periods beginning on or after January 1, 2018. Earlier adoption is permitted.

There are no other IFRSs or IFRIC Interpretations that are not yet effective that would be expected to have a material impact on the Company.

(Expressed in Canadian dollars)

5. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

Areas of critical accounting estimates and judgements that have the most significant effect on the amounts recognized in the condensed interim consolidated financial statements are disclosed in Note 5 of the Company's consolidated financial statement as at and for the year ended December 31, 2014.

6. MARKETABLE SECURITIES

The Company's marketable securities, classified as available-for-sale investment, consist of common shares of Viper Gold Ltd. ("Viper"), and therefore have no fixed maturity date or coupon rate. The fair value of the listed available-for-sale investment has been determined directly by reference to published price quotations in an active market.

7. DERIVATIVE INSTRUMENTS

Foreign exchange forward contracts
As of March 31, 2015, the Company was party to foreign exchange forward contracts to purchase US$2,500,000 for Cdn$2,857,700 as follows:

Foreign exchange forward contracts	Buy Amount	Sell Currency	Sell Amount	Maturity Date	Estimated Market Value
USD	$500,000	CAD	$568,200	29-May-15	$65,100
USD	$1,000,000	CAD	$1,136,000	29-May-15	$130,000
USD	$1,000,000	CAD	$1,153,500	29-May-15	$112,500
	$2,500,000		$2,857,700		$307,600

The Company does not apply hedge accounting to accounts for its foreign exchange forward contracts. As at March 31, 2015 the Company had notional amounts of US$2,500,000 of forward contracts outstanding (Dec 2014 – US$3,000,000) with the fair value of the Company's unrealized net gain from all foreign exchange forward contract totaling $307,600 (2014 - $Nil).

During the three months ended March 31, 2015 the Company realized a gain of $57,050 (2014-$Nil) on the settlement of US$500,000 of forward contracts. During the three months ended March 31, 2015 the Company recorded an unrealized net gain of $245,400 (2014 - $Nil) on its outstanding foreign exchange forward contracts.

(Expressed in Canadian dollars)

8. PROPERTY, PLANT AND EQUIPMENT

Cost	Office furniture and equipment	Computer equipment	Field equipment	Camp and buildings	Total
	$	$	$	$	$
Balance at December 31, 2014	29,582	27,297	15,148	-	72,027
Additions	-	-	-	-	-
Balance at March 31, 2015	29,582	27,297	15,148	-	72,027

Amortization and impairment	Office furniture and equipment	Computer equipment	Field equipment	Camp and buildings	Total
	$	$	$	$	$
Balance at December 31, 2014	28,291	24,462	8,250	-	61,003
Additions	451	996	77	-	1,524
Balance at March 31, 2015	28,742	25,458	8,327	-	62,527

Carrying amounts	Office furniture and equipment	Computer equipment	Field equipment	Camp and buildings	Total
	$	$	$	$	$
At December 31, 2014	1,291	2,835	6,898	-	11,024
At March 31, 2015	840	1,839	6,821	-	9,500

9. EXPLORATION AND EVALUATION ASSETS

	December 31, 2013	Additions (Recoveries)	December 31, 2014	Additions (Recoveries)	March 31, 2015
	$	$	$	$	$
Peru					
Double Jack Properties	1,470,906	-	1,470,906	-	1,470,906
Total Exploration Properties	1,470,906	-	1,470,906	-	1,470,906

Hatum Minas Properties

In July 2010, the Company acquired certain mineral properties in Peru (the “Hatum Minas Properties”) from Double Jack Mines Limited (“Double Jack”). The Company issued 9,393,346 common shares (valued at $1,268,102) to the Double Jack shareholders as consideration.

The Hatum Minas Properties include the Ichuña copper-silver project, the Panteria porphyry copper project, and the Santa Rita/Coricancha and Don Pancho silver-lead-zinc polymetallic projects. Title to the Hatum Minas Properties is held by the Company’s wholly-owned Peruvian subsidiary, Hatum Minas SAC.

See Exploration and Evaluation Expenditures (Note 12).

(Expressed in Canadian dollars)

10. CAPITAL STOCK AND OTHER EQUITY

a) Authorized, Issued and Outstanding shares

Authorized - unlimited number of common shares with no par value,
- 100,000,000 preferred shares with no par value

A summary of common shares outstanding as at March 31, 2015 and December 31, 2014 and changes during the periods then ended are presented below:

	Shares #	Amount $
Balance, December 31, 2013	234,331,435	49,844,141
Share cancellation (i)	(181,565)	(38,620)
Balance, December 31, 2014 and March 31, 2015	234,149,870	49,805,521

(i) During the year ended December 31, 2014, the Company cancelled 181,565 shares relating to entitlement to unexchanged predecessor shares following the expiry of the period of surrender related to the acquisition of MacMillian Gold Corp. in October 2008.

b) Share Purchase Warrants

A summary of warrants outstanding as at March 31, 2015 and December 31, 2014 and changes during the periods then ended are presented below:

	Warrants #	Amount $	Weighted average exercise price $
Balance, December 31, 2013	11,051,667	220,269	0.17
Expired	(2,500,000)	(79,605)	0.25
Balance, December 31, 2014	8,551,667	140,664	0.21
Expired	(2,500,000)	(86,836)	0.35
Balance, March 31, 2015	6,051,667	53,828	0.10

The following common share purchase warrants are outstanding at March 31, 2015:

Date Issued	Warrants Outstanding #	Exercise Price $	Expiry Date
August 16, 2013	2,000,000	0.10	August 16, 2015
September 12, 2013	3,668,333	0.10	September 12, 2015
September 26, 2013	383,334	0.10	September 26, 2015
	6,051,667		

As at March 31, 2015, the weighted average remaining contractual life of warrants outstanding was .43 years. (December 2014 - .55 years)

(Expressed in Canadian dollars)

11. SHARE-BASED PAYMENTS – EMPLOYEE SHARE OPTION PLAN

The Company has adopted a share option plan (the "Plan") for its directors, officers, employees and consultants to acquire common shares of the Company at a price determined by the fair market value of the shares at the date immediately preceding the date on which the option is granted. The terms and conditions of the options are determined by the Board of Directors.

The aggregate number of share options shall not exceed 10% of the issued and outstanding common shares of the Company, and if any option granted under the plan expires or terminates for any reason in accordance with the terms of the plan without being exercised, that option shall again be available for the purpose of the plan. In addition, the exercise price of options granted under the plan shall not be lower than the exercise price permitted by the TSX Venture Exchange, and all options granted under the plan will have a term not to exceed five years after issuance. All options issued since May 2010 have vested 100% on the date of grant.

A summary of the status of the Plan as at March 31, 2015 and December 31, 2014, and changes during the periods ended on those dates are presented below:

	Number of options #	Weighted average exercise price $
Balance, December 31, 2013	17,995,000	0.19
Expired	(3,995,000)	0.18
Balance, December 31, 2014	14,000,000	
Expired	(2,200,000)	0.12
Balance, March 31, 2015	11,800,000	0.14

As at March 31, 2015, the Company had outstanding share options issued to directors, officers and employees of the Company as follows:

Date of Grant	Options Outstanding #	Options Vested #	Exercise Price $	Expiry Date
July 9, 2010	1,000,000	1,000,000	0.15	July 9, 2015
March 14, 2011	4,050,000	4,050,000	0.29	March 14, 2016
June 29, 2011	1,400,000	1,400,000	0.215	June 29, 2016
January 11, 2012	600,000	600,000	0.24	January 10, 2017
April 18, 2012	500,000	500,000	0.15	April 18, 2017
June 28, 2012	2,750,000	2,750,000	0.10	June 28, 2017
August 20, 2012	950,000	950,000	0.10	August 20, 2017
October 1, 2012	200,000	200,000	0.15	October 1, 2017
February 19, 2013	350,000	350,000	0.10	February 18, 2018
	11,800,000	11,800,000		

The weighted average remaining contractual life of options issued and outstanding as at March 31, 2015 was 1.59 years (December 31, 2014 1.80 years).

(Expressed in Canadian dollars)

12. EXPLORATION AND EVALUATION EXPENDITURES

Total exploration and evaluation expenditures are as follows:

	Peru $
Balance, December 31, 2013	19,900,566
Additions	1,500,919
Recovery	(7,163,619)
Balance, December 31, 2014	13,609,068
Additions	265,311
Balance, March 31, 2015	13,874,379

During the three months ended March 31, 2015, the Company incurred net exploration and evaluation expenditures of $265,311 (March 31, 2014 - $59,024). During the year ended December 31, 2014, the Company had a net recovery of exploration and evaluation expenditures of $5,662,700 due to the sale of the Aguila and Corongo projects on May 8, 2014.

Mamaniña Project
The Company holds a 100% interest in the Mamaniña copper/gold project located in north central Peru. Title to the concessions comprising this project is held by the Company's wholly owned subsidiary, Minera Aguila de Oro SAC.

Panteria Project
The Company holds a 100% interest in the Panteria phorphyry copper project located in south central Peru. Title to the concessions comprising this project is held by the Company's wholly owned subsidiary, Minera Aguila de Oro SAC.

Don Pancho Project
The Company holds a 100% interest in the Don Pancho silver lead zinc project located in central Peru. Title to the Don Pancho Project is held by Hatum Minas SAC, the Company's wholly-owned Peruvian subsidiary.

In December 2012, the Company entered into a Definitive Agreement (the "Option Agreement") with a private Peruvian mining company (the "Optionee") whereby the Optionee could earn a 70% interest in the Company's Don Pancho Project for total cash consideration of US$2,030,000, payable as follows:

- USD$30,000 upon signing the letter of intent (received - $29,700);
- USD$250,000 upon signing the definitive agreement (received - $248,200 on December 4, 2012);
- USD$750,000 on the 18 month anniversary date of the definitive agreement; and
- USD$1,000,000 on the 42 month anniversary date of the definitive agreement.

The Optionee was also required to
- Perform at least 3,000 metres of diamond drilling within 18 months of signing the definitive agreement;
- Incur USD$3,500,000 in exploration expenditures during the first 24 months after signing the definitive agreement; and
- Prepare an economic study within 6 months following the completion of the exploration program.

In August 2014 the Company was advised by the Optionee that it was terminating the Option Agreement on the Don Pancho property.

Ichuña Project
The Company holds a 100% interest in the Ichuña copper/silver project, located in southern Peru. Title to the Ichuña Project is held by Hatum Minas SAC, the Company's wholly-owned Peruvian subsidiary.

(Expressed in Canadian dollars)

12. EXPLORATION AND EVALUATION EXPENDITURES (Continued)

Minasnioc Project
The Minasnioc Gold Project concession is located in the Department of Huancavelica, approximately 300 kilometres southeast of Lima. Title to the Minasnioc Gold Project property is held by the Company's wholly-owned Peruvian subsidiary, Empresa Querco SAC.

In April 2012, the Company acquired from Barrick Gold Corp. ("Barrick") the historical geological and drill data for Minasnioc. The Company acquired three additional concessions (Aura Azul 6, 7 and 8) from Barrick totaling an additional 2,000 hectares. The Company issued 1,000,000 common shares (valued at $115,000 based on the quoted market price of the shares on the date of issuance) to Barrick as consideration paid for the data acquired and transfer of concessions. These concessions are subject to a 2% Net Smelter Return. The existing concession held by the Company is not subject to any royalty.

In January 2013, the Company signed a Definitive Agreement with Rio Alto Mining Limited ("Rio Alto"), whereby Rio Alto had the option to acquire a 51% interest in the Minasnioc property within a three (3) year period by:

- Performing all necessary exploration work in order to define a mineral resources and commission a technical report;
- Making a cash payment to Duran of $500,000; and
- Exercising all of the Series A Warrants (2,500,000 warrants at an exercise price of $0.25 per share); expiring on December 31, 2014 and Series B Warrants (2,500,000 warrants at an exercise price of $0.35 per share; expiring on March 28, 2015) issued on September 28, 2012.

Rio Alto could earn an additional 19% interest in the Minasnioc property within the subsequent two (2) year period by undertaking all necessary actions required to prepare the Minasnioc property for a production decisions, and making a payment to Duran of $500,000.

In November 2014 Rio Alto advised the Company that it would not exercise its option on the Minasnioc Gold Project.

Aguila and Corongo Projects
On May 8, 2014, the Company sold its 100% interest in the Aguila mining concessions and related assets, exploration camp and storage facilities, and its 50% interest in the Corongo project for gross proceeds to the Company of US$7,000,000 (Cdn$7,163,619).

13. LOSS PER SHARE

a) Basic
Basic loss per share is calculated by dividing the comprehensive loss by the weighted average number of common shares in issue during the period.

	Three-Months Ended March 31,	
	201	2014
Comprehensive loss for the period	206,821	361,017
Weighted average number of common shares outstanding	234,149,870	234,331,435
Loss per share	0.001	0.002

b) Diluted
Diluted loss per common share is equal to the basic loss per common share as the stock options and warrants outstanding for the three month periods are anti-dilutive.

(Expressed in Canadian dollars)

14. GENERAL AND ADMINISTRATIVE

	2015	2014
	$	**$**
Management and consulting fees	**75,625**	73,126
Director fees	**7,000**	-
Professional fees	**11,156**	149,005
Accounting and administration	**18,263**	18,290
Shareholder relations and filing fees	**14,557**	34,078
Office and general	**6,039**	4,116
Insurance	**8,529**	5,558
Telephone and communication	**2,941**	1,548
Travel and promotion	**9,193**	1,347
Rent	**6,292**	5,920
Foreign exchange loss	**94,793**	952
Amortization	**1,524**	7,255
	255,912	301,195

15. RELATED PARTY TRANSACTIONS

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

The remuneration of key management personnel and directors of the Company for the three months ended March 31, 2015 and 2014 were as follows.

	2015	2014
	$	$
Aggregate cash compensation	131,950	125,253
Director's fees	7,000	-
	138,950	125,253

No stock options were granted to related parties during the three months ended March 31, 2015 and March 31, 2014.

16. COMMITMENTS AND CONTINGENCIES

Lease agreement

The Company signed a lease agreement for office space expiring on May 31, 2016. The annual lease payments, before sub-lease revenue, are approximately $136,000. Effective December 1, 2013, the Company entered into an agreement to sub-lease this office space for annual lease payments receivable of approximately $125,200, expiring on May 31, 2016.

Effective December 1, 2013 the Company entered into an agreement to sub-lease additional office space expiring on July 30, 2016. The annual lease payments, before sublease income is approximately $48,800.

Management contracts

Effective January 1, 2015, the Company entered into certain management and consulting contracts. Minimum annual payments are approximately $415,000. These contracts also require that additional payments of up to $1,055,000 be made upon the occurrence of certain events such as a change of control. As a triggering event has not taken place, the contingent payments have not been reflected in these consolidated financial statements.

16. COMMITMENTS AND CONTINGENCIES (Continued)

Environmental matters

The Company's exploration activities are subject to various laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

Legal proceeding

The Company is, from time to time, involved in various claims and legal proceedings. The Company cannot reasonably predict the likelihood or outcome of these activities. The Company does not believe that adverse decisions in any pending or threatened proceedings related to any matter, or any amount which may be required to be paid by reasons thereof, will have a material effect on the financial condition or future results of operations. As at March 31, 2015 and December 2014, no amounts have been accrued related to such matters.