DATINVEST INTERNATIONAL LTD.
MANAGEMENT DISCUSSIONS AND ANALYSIS
For the Three Months Ended March 31, 2014

General

This Management's Discussion and Analysis ("MD&A") provides relevant information on the operations and financial condition of Datinvest International Ltd. (the "Company") during the three months ended March 31, 2014. Management of the Company has prepared this MD&A as of May 30, 2014.

This MD&A is a complement and supplement to the unaudited condensed interim financial statements for the three months ended March 31, 2014 and the audited financial statements and notes for the year ended December 31, 2013. These financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board. Both can be found on SEDAR at www.sedar.com.

Forward-Looking Statements

Except for historical information, this MD&A includes forward-looking statements which are subject to risks and uncertainties that could cause actual results to differ materially from those in such forward-looking statements. The Company assumes no obligation to update its forward-looking statements to reflect results, changes in assumptions or changes in other factors affecting such statements.

The Company

The Company has no business or operations and continues to be designated as "Inactive" by the TSX Venture Exchange since September 28, 2001. The Company is currently reviewing new projects. The Company's shares are trading under the symbol DAI.H and are regulated by the NEX polices.

On June 26, 2013, the Company signed a letter of intent (the "LOI") with Cerro Mining Corp. ("Cerro") regarding their mutual intention to enter into a business combination. It is contemplated that the business combination will take place by way of a plan of arrangement under the British Columbia *Business Corporations Act* or other statutory procedure (the "Transaction") whereby the security holders of Cerro and the Company will each hold 50% equity ownership of the resulting issuer. The final structure of the Transaction is subject to the mutual agreement of the parties, acting reasonably, following their receipt of final tax, corporate, securities law and financial advice.

Key terms of the Transaction are summarized as follows:

- The board of directors of the Resulting Issuer is expected to consist of five individuals, the names of whom will be specified in the definitive agreement. Two of the directors will be nominated by the current board of directors of Cerro, two will be nominated by the Company, and the final director will be nominated jointly by Cerro and the Company. The officers of the Resulting Issuer will be agreed to in the definitive agreement.

- The Company advanced the sum of $25,000 to Cerro (the "Loan"). The Loan is secured by certain of Cerro's currently-held marketable securities.

- Concurrent with the closing of the Transaction, Cerro will be required to complete a financing raising gross proceeds of not less than $100,000 and at a price not less than $0.05 per unit. It is expected that such financing will be a private placement.

- Concurrent with the closing of the Transaction, Cerro will be required to enter into debt settlement agreements so that Cerro's debts are not more than $90,000 plus such amounts agreed to by Cerro and the Company to a maximum of $120,000 (the "Debt Cap"). Promissory notes that Cerro has entered into and announced via news release are not subject to the Debt Cap and, accordingly, will not be reduced.

The Transaction is subject to a number of conditions including, but not limited to, each party's completion of due diligence, the execution of a definitive agreement between Cerro and the Company, TSX Venture Exchange (TSX-V) approval and receipt of the requisite approvals of the shareholders of both parties.

The Transaction is a non-arm's length transaction for the purposes of the TSX-V as the parties have a common director, being Jason Birmingham. Mr. Birmingham holds 600,000 shares of Cerro, representing 3.50% of the issued and outstanding common shares of Cerro. Mr. Birmingham holds 818,000 shares of the Company, representing 4.13% of the issued and outstanding common shares.

The parties will use their best efforts to settle and execute the Definitive Agreement on or before July 26, 2013. On July 25, 2013, the Company and Cerro signed an amended and restated LOI extending the settlement and execution date to August 25, 2013. The Company and Cerro on August 26, 2013 agreed to extend this date to September 24, 2013.

On September 25, 2013, the Company and Cerro announced that the letter of intent has expired and have mutually decided not to move forward with the proposed business combination. The Company decided that it was uncollectible and wrote off the entire amount of $25,000 during the year ended December 31, 2013.

As at March 31, 2014, the Company has a working capital surplus of $493,213 (December 31, 2013: $503,501; March 31, 2013: $596,912). For the period ended March 31, 2014, the Company reported a deficit of $2,852,286 (December 31, 2013: ($2,841,998); March 31, 2013: ($2,748,587).

Selected Annual Information

	Years ended December 31		
	2013	**2012**	**2011**
Revenues	$-	$-	$-
Loss of the year before extraordinary items	$108,046	$87,229	$53,939
Basic and Diluted Loss per Share	$0.01	$0.01	$0.01
Loss for the Year	$108,046	$87,229	$53,939
Total Assets	$572,234	$712,202	$801,948
Liabilities (L.T.)	-	-	-
Cash dividends	-	-	-

Summary of Quarterly Results

Results of Operations for the three months ended March 31, 2014 and 2013

For the three months ended March 31, 2014, the Company incurred a loss of $10,288 (2013: $14,635) and has accumulated losses of 2,852,286 (2013: $2,748,587).

The net loss for the three months ended March 31, 2014 was $10,288 compared to $14,635 the same period prior year, representing a decrease of $4,347 or 30%. This is largely driven by prior period's recognition of unrealized loss on marketable securities in the sum of $1,875. Accounting for the decrease in general and administrative costs include professional fees (2014: $1,350; 2013: $2,350) and listing and filing fees (2014: $3,173; 2013: $1,711).

Summary of Quarterly Results

	2014	2013				2012		
	Q1	**Q4**	**Q3**	**Q2**	**Q1**	**Q4**	**Q3**	**Q2**
	IFRS	IFRS	IFRS	IFRS	IFRS	IFRS	IFRS	IFRS
Total revenue	$-	$-	$-	$-	$-	$-	$-	$-
Loss (gain) for the Period before extraordinary items	$10,288	$56,168	$24,096	$15,023	$12,759	$30,652	$11,810	$23,101
Basic Loss per Share	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
Diluted Loss per Share	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
Loss (gain) for the Period	$10,288	$56,168	$24,096	$15,023	$12,759	$30,652	$11,810	$23,101
Basic Loss per Share	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
Diluted Loss per Share	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00

Liquidity and Capital Resources

Working Capital

As at March 31, 2014, the Company has a working capital surplus $493,213 (December 31, 2013 - $503,501) and a deficit of $2,852,286 (December 31, 2013- $2,841,998).

The Company has no commitment for capital expenditures as of May 30, 2014.

Cash and Cash Equivalents

On March 31, 2014, the Company had cash of $542,260 (December 31, 2013 - $546,345).

Cash Used in Operating Activities

Cash used by operating activities during the period ended March 31, 2014 was $4,085 (2013: $8,233) due to the operating expenditures. Cash was mostly spent on management fees, professional fees, and transfer and filing fees.

Cash Used in Investing Activities

There were no cash provided by or used in investing activities for the periods ended March 31, 2014 and 2013.

Cash Generated by Financing Activities

There were no cash provided by or used in financing activities for the periods ended March 31, 2014 and 2013.

Going Concern

The recoverability of carrying amounts for resource property interests and related deferred exploration and development costs is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying resource properties, the ability of the Company to obtain necessary financing to complete exploration and development, and achievement of future profitable production or proceeds from disposition.

The Company's 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 as they come due. Certain conditions and events cast significant doubt on the validity of this assumption. For the period ended March 31, 2014, the Company reported a net loss of $10,288 (2013: $14,635) and as at that date had an accumulated deficit of $2,852,286 (2013: $2,748,587). As of March 31, 2014, the Company has a working capital of $493,213 (2013: $596,912). While in the past, the Company has been successful in obtaining funding from equity financings, option agreements, loans or through other arrangements, there is no assurance that these initiatives will be successful in the future.

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

Off-Balance Sheet Arrangements

The Company is not committed to any off-balance sheet arrangements.

Financing Activities

The Company did not carry out any financing activities during the periods ended March 31, 2014 and 2013.

Share Capital

The following information is provided as at March 31 and May 30, 2014:

	Number of Shares	Amount	Contributed Surplus
Balance at December 31, 2012	19,793,100	$ 3,221,875	$ 123,624
	-	-	-
Balance at December 31, 2013 & May 30, 2014	19,793,100	$ 3,221,875	$ 123,624

Warrants

As at May 30 and March 31, 2014 and December 31, 2013, the following warrants are outstanding:

December 31, 2012	Issued in the year	Exercised in the year	Expired in the year	**December 31, 2013 and March 31 and May 30, 2014**	Price	Expiry Date
-	-	-	-	**-**	-	**-**

As at May 30 and March 31, 2014 and December 31, 2013, there were no warrants outstanding and unexercised.

Options

Options	March 31, 2014		March 31, 2013	
	Number Of Options	Weighted Average Exercise Price	Number Of Options	Weighted Average Exercise Price
Outstanding, beginning of the period	-	$ -	300,000	$ 0.200
Granted	-	-	-	-
Expired/cancelled	-	-	-	-
Exercised	-	-	-	-
Outstanding, end of the period	-	$ -	300,000	$ 0.200

Proposed Transactions

There are no proposed transactions that the Company has not previously disclosed.

Critical Accounting Estimates, Judgments and Uncertainties

The Company makes estimates about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

Critical Accounting Estimates and Assumptions

Critical accounting estimates are estimates and assumptions made by management that may result in material adjustments to the carrying amount of assets and liabilities within the next financial year.

Critical Accounting Judgments

Critical accounting judgments are accounting policies that have been identified as being complex or involving subjective judgments or assessments.

Recovery of deferred tax assets

Judgment is required in determining whether deferred tax assets are recognized in the statement of financial position. Deferred tax assets, including those arising from unutilized tax losses, require management to assess the likelihood that the Company will generate taxable earnings in future periods, in order to utilize recognized deferred tax assets. Estimates of future taxable income are based on forecast cash flows from operations and the application of existing tax laws in each jurisdiction. To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the Company to realize the net deferred tax assets recorded at the date of the statement of financial position could be impacted.

Additionally, future changes in tax laws in the jurisdictions in which the Company operates could limit the ability of the Company to obtain tax deductions in future periods.

The Company has not recorded any deferred tax assets.

Transactions with Related Parties

During the period ended March 31, 2014, the Company was charged $7,200 (2013: $7,200) for management fees by its directors. At March 31, 2014, the Company owed $21,960 (2013: - $nil).

During the period ended March 31, 2014 the Company was charged $nil (2013 - $nil) for legal services to a company related to a director. At March 31, 2014, the Company owed $24,566 (2013 - $14,021).

Accounting Standards, Amendments and Interpretation Issued But Not Yet Applied

(i) Effective for annual periods beginning on or after January 1, 2014

- Amendments to IAS 32, *Financial Instruments: Presentation*

IAS 32 clarifies the application of the offsetting rules and requires additional disclosure on financial instruments subject to netting arrangements.

The Company does not expect the above stated standard to have any significant effect on these financial statements.

(iii) Effective tentatively for annual periods beginning on or before January 1, 2018

- IFRS 9 *Financial Instruments*

IFRS 9 *Financial Instruments* replaces the current standard IAS 39 Financial Instruments: Recognition and Measurement, replacing the current classification and measurement criteria for financial assets and liabilities with only two classification categories: amortized cost and fair value.

The Company has not early adopted the above standard and is currently assessing the impact that this standard could have on future financial statements.

The Company determined the above stated standards had no significant effect on these financial statements.

Disclosure Controls and Procedures

The Company's management, with the participation of its Chief Executive Officer and Chief Financial Officer, have evaluated or caused to be evaluated the design and operating effectiveness of the Company's disclosure controls and procedures as defined by National Instrument 52-109. Based upon the result of that evaluation, the Company's management, Chief Executive Officer and Chief Financial Officer have concluded that the design and operation of the Company's disclosure controls and procedures were effective as of May 30, 2014 to provide reasonable assurance that the information required to be disclosed by the Company in reports its files is recorded, processed, summarized and reported, with the appropriate time periods and forms.

Management's Responsibility for the Financial Statements

Information provided in this MD&A, including financial information extracted from the Financial Statements, is the responsibility of management. In the preparation of the Financial Statements, estimates are sometimes necessary to make a determination of future value for certain assets or liabilities. Management believes such estimates have been based on careful judgments and have been properly reflected in the accompanying Financial Statements.

Additional Information

Additional information about the Company can be found on www.sedar.com.

List of Directors and Officers

Jason Birmingham	Director, President, CEO and Secretary
Balraj Mann	Director, Chief Financial Officer
David Toyoda	Director
Wayne Yuen	Director