

**SAMARANTA MINING CORPORATION**  
MANAGEMENT DISCUSSION AND ANALYSIS  
For the three and six months ended June 30, 2011  
Report dated August 24, 2011

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**GENERAL**

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The following information, prepared as of August 24, 2011, should be read in conjunction with the unaudited condensed interim consolidated financial statements of Samaranta Mining Corporation (the “Company”) for the six months ended June 30, 2011, and the unaudited condensed interim consolidated financial statements for the three months ended March 31, 2011. As the Company was privately held until May 20, 2011 no other financial statements were required to be publicly filed by regulatory authorities and accordingly this Management Discussion and Analysis is the first one to be prepared.

The unaudited condensed interim consolidated financial statements for the six months ended June 30, 2011 have been prepared using accounting policies consistent with International Financial Reporting Standards (“IFRS”) and in accordance with International Accounting Standard 34 “Interim Financial Reporting”, as issued by the International Accounting Standards Board and using the accounting policies the Company expects to adopt in its consolidated annual financial statements for the year ending December 31, 2011. The accounting policies and methods of computation followed in the preparation of these condensed interim consolidated financial statements are identical to those followed in the preparation of the condensed interim consolidated financial statements for the three months ended March 31, 2011.

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**CAUTIONARY NOTE REGARDING FORWARD LOOKING STATEMENTS**

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Forward-looking statements are subject to known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those implied by the forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date the statements were made, and readers are advised to consider such forward-looking statements in light of the risks as set forth in the following discussion.

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**AMALGAMATION WITH LEGION RESOURCES CORP.**

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Samaranta was incorporated pursuant to the Canada Business Corporations Act on February 5, 2008 and was continued into BC under the Business Corporations Act (British Columbia) on February 18, 2011. Effective May 20, 2011 the Company which had previously been privately held completed a reverse takeover transaction with Legion Resources Corp. (“Legion”), a publicly traded Canadian company, pursuant to which Legion and the Company agreed to merge the companies under the name “Samaranta Mining Corporation” or “Amalco”. At that date Legion’s shares ceased trading on the TSX Venture Exchange and trading in the shares of Amalco commenced under the symbol, “SAX”. Additional information related to Samaranta is available at [www.samaranta.ca](http://www.samaranta.ca) and on SEDAR at [www.sedar.com](http://www.sedar.com).

Management of both companies viewed the amalgamation as a positive arrangement as it appeared that Legion had better access to capital, and solid executive, financial, geological and operations management capabilities whereas Samaranta had better access to mineral properties of interest. The amalgamation featured a common share exchange through which the shareholders of Samaranta and Legion each exchanged their common shares on a 6.5:1 and 4:1 basis respectively for common shares in Amalco. After completion of the Amalgamation, an aggregate of 26,872,130 Amalco shares were outstanding with the existing common shareholders of Legion owning 8,983,236 shares (or 33%) of the issued and outstanding Amalco shares and the current common shareholders of Samaranta owning 17,888,894 (or 67%) of Amalco shares. As such the Amalgamation was accounted for as a reverse takeover with Samaranta considered to be the acquirer. The existing outstanding share options of Legion were exchanged for Amalco options on a 4:1 basis with terms identical to those of Legion existing options.

On the closing of the Amalgamation, Amalco undertook a private placement for 10,000,000 units issued at \$0.35 per unit resulting in gross proceeds of \$3,500,000, each unit comprised of one common share and one-half common share purchase warrant.

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## **MANAGEMENT AND DIRECTORS**

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Upon completion of the amalgamation Samaranta's President and Director Volkmar Hable together with one of Legion's directors and Legion's Chief Financial Officer agreed to assume these same positions on Amalco's behalf. In addition Samaranta's former Chief Financial Officer Robert G. McMorran was appointed as an Amalco director together with James Walchuck. A description of the background and experience of Amalco's management and directors can be found on the corporate website.

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## **DESCRIPTION OF BUSINESS**

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Samaranta is in the business of acquiring, exploring and developing mineral properties, primarily located in Colombia, South America. The Company hold its interests in its Colombian mineral interests through a wholly-owned Colombian subsidiary, Grupo Mineros del Caribe, S. A. S. ("Grupo") which was incorporated on April 19, 2010, under the laws of Colombia, The Company also owns the mineral rights for one small property located in Canada.

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## **MINERAL PROPERTY INTERESTS**

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### ***Guadalupe Mineral Property***

#### Description

At present Samaranta's only material property is the Guadalupe Property in Colombia.

The Guadalupe property comprises two thirty-year mineral exploration concession contracts granted on April 20, 2005. The property consists of approximately 786 hectares located in the Municipality of Segovia, Colombia adjacent to the northern boundary of the Frontino Gold Mines in Antioquia, Colombia. On June 8, 2010, the Company entered into an assignment of mining rights agreement to acquire an undivided interest in the rights to these contracts in exchange for cash of US\$700,000 (US\$360,000 paid at June 30, 2011) and agreeing to be responsible for surface rental and environmental insurance policy payments.

Pursuant to a participation in production agreement dated June 4, 2010, the Company has committed to pay a 15% net production royalty to a third party in exchange for finder's fees related to the property acquisition. The Company can reduce this royalty to nil in exchange for a cash payment of US\$5,000,000 to be paid before June 4, 2015. The agreement also contains a US\$500,000 penalty provision for any default therein, subject to a force majeure exception.

An alluvial minerals and NSR participation agreement dated April 23, 2010 continues to be in effect for this property whereby all of the alluvial minerals extraction rights are owned by the vendor, subject to a 15% net production royalty in favour of the Company.

Also pursuant to this agreement, the vendor has been granted a variable 1% to 4% net smelter royalty ("NSR") on all non-alluvial production, with actual NSR rates dependent upon the US\$ price of gold. The agreement contains a US\$10,000,000 penalty provision for any default therein.

Concession contracts related to exploration and mining in Colombia are governed by Colombian mining laws and have three phases which commence upon its inscription in the National Mining Registry (Registro Minero Nacional): exploration, construction and exploitation. The contracts are currently in the exploration phase which is expected to terminate on April 25, 2016. Concessions ground fees (also known as "canons" in Colombia) are payable during the exploration and construction phases.

#### Exploration

As at June 30, 2011 the Company has incurred \$582,494 in exploration expenditures with respect to this property including \$384,195 for option payments. Exploration in 2010 included rock and soil sampling. In August, 2011 the Company completed a 501 line-kilometer Helicopter Magnetometer and Gamma Spectrometer (Radiometrics) survey on four separate Samaranta properties, including the Guadalupe property. A preliminary surface investigation of select areas of interest and other targets is underway and the data from the complete survey is now being processed in an effort to identify anomalies which may represent massive sulphide mineralization. Upon the completion of a detailed interpretation and a surface exploration program, Samaranta intends to undertake an aggressive diamond drill program of the most prospective targets. In anticipation of drilling the Company has issued tender for drilling and is currently reviewing bids. Mr. Derrick Strickland, P. Geo., was retained by Samaranta to prepare a NI 43-101 independent technical evaluation report on the Guadalupe Property. This report has been filed on Sedar.

### ***Manila 2 Mineral Property***

#### Description

Pursuant to a mining concessions assignment agreement dated May 31, 2010, the Company has the right to acquire a 98% interest in an area comprising of approximately 5,749 hectares located in Segovia and Remedios, Colombia commonly referred to as the Manila 2 property in exchange for a cash payment of US\$104,500 due on future as yet unspecified Colombian regulatory approval dates. The Manila 2 property is subject to a variable 1% to 4% NSR on all non-alluvial production, with actual NSR rates dependent upon the US\$ price of gold. The alluvial mining extraction rights relating to the Manila 2 property remain with the vendor, subject to a variable 1% to 4% NSR in favour of the Company with actual NSR rates dependent upon the US\$ price of gold.

As at June 30, 2011 \$15,930 of exploration expenditure has been incurred with respect to this property.

### ***Small Frontino Mineral Property***

#### Description

Pursuant to a dispute settlement agreement dated December 3, 2010 and subsequently renegotiated in January, 2011, the Company agreed to acquire two mineral concessions located in Colombia known as part of the Small Frontino properties in exchange for cash. As at June 30, 2011 \$108,522 has been incurred in exploration expenditures on this property primarily for option payments.

#### Frontino operations contract

The Company has entered into a four-year exclusive management contract pursuant to which it was granted the right to develop and implement a sustainable management plan and to manage the Small Frontino mineral properties in exchange for a variable 5% to 10% production fee. This contract will commence only if and when the legal ownership of the property has been established to the benefit of the contractor.

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## **RESULTS OF OPERATIONS**

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During the six months ended June 30, 2011, the Company reported a net loss of \$4,568,704 (\$0.25 loss per share) compared to a net loss of \$868,005 (\$0.16 loss per share) reported for the comparative six months ended June 30, 2010.

The loss for the six months ended June 30, 2011 included \$3,118,604 relating to the share-based payment on reorganization arising from the accounting treatment applied to the amalgamation, \$160,000 in professional fees associated with the reorganization and \$656,110 relating to share-based payments for compensation during the period. Other than these items the loss reported for this period was \$633,990 rising from general and administrative expenses as the Company focused its efforts on the Amalgamation.

Other than minimal interest income the Company did not record any revenues during either of the fiscal periods under review. The Company's cash position at June 30, 2011 was \$2,429,092 contributing to working capital of \$2,290,243.

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## **QUARTERLY FINANCIAL REVIEW**

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The following table is a summary of selected financial data from the Company's unaudited quarterly financial statements for the two most recently completed quarters. Quarterly financial results prior to this period are not considered to be comparative due to the amalgamation. There were no significant revenues, long term liabilities or cash dividends declared in either of the reported periods. The amounts do not include results from Legion's operations.

	Q2	Q1
	June 30, 2011	March 31, 2011
Net Loss for the period	(4,181,459)	(387,245)
Basic loss per share (note 1)	(\$0.21)	(\$0.01)
Total assets	3,437,462	1,469,268
Working Capital	2,290,243	(384,738)

### Net loss

The following table reflects the amount of normalized loss after excluding expenses arising from the amalgamation and share-based payments.

	Q2	Q1
	June 30, 2011	March 31, 2011
General and administrative expenses before the following	(336,745)	(297,245)
Share-based payment on reorganization	(3,118,604)	-
Share-based payments for compensation	( 656,110)	-
Fees associated with amalgamation	(70,000)	(90,000)
Net Loss for the period	(4,181,459)	(387,245)

Note 1 – Fully diluted calculations have not been provided due to the anti-dilutive effect of outstanding warrants and options.

As per above the amount of normalized loss was consistent between the two quarters. The more significant expenses included:

	June 30, 2011	March 31, 2011
Legal	132,337	35,783
Project Generation (deferral)	(42,786)	50,001
Transfer and filing fees	24,494	-

Legal expenses were incurred as the Company pursued additional mineral property prospects in Colombia and Guinea. Pursuing these prospects also gave rise to project generation costs in the three months ended March 31, 2011 although some of these costs were later deferred to mineral properties in the three months ended June 30, 2011.

#### Total assets

Total assets increased commensurate with the May 20, 2011 financing.

#### Working Capital

Working Capital also improved with the May financing as cash was received and some of these funds were used to reduce accounts payable.

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## **FINANCING ACTIVITIES**

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On July 1, 2010, the Company agreed to a marketing and communications agreement in which it committed to issue a total of 508,750 pre-consolidation common shares valued at \$0.05 per share in exchange for certain services rendered in connection with marketing and communication. These shares were issued on February 11, 2011 in exchange for consulting services provided and recorded in the 2011 fiscal year.

On February 11, 2011, the Company issued 1,400,000 pre-consolidation common shares at \$0.05 per share in a private placement for which funds had been received in 2010 and the Company entered into a shares-for-debt agreement in which 300,000 pre-consolidation common shares valued at \$0.05 per share were issued to a related party in exchange for legal services of \$15,000.

On February 17, 2011, the Company completed a private placement of 16,235,319 pre-consolidation common shares at \$0.047 per share for gross proceeds of \$763,060. In connection with the private placement, finder's fees were paid consisting of cash of \$61,045 and 1,298,825 pre-consolidation share purchase warrants. Each warrant prior to amalgamation was exercisable at a price of \$0.05 per common share with an expiry of February 17, 2012.

On May 20, 2011 the common shares were exchanged on a 6.5:1 basis for common shares of Amalco and 8,983,223 shares were issued as part of the Legion reverse takeover.

Also on May 20, 2011 after completion of the merger with Legion, Amalco undertook a brokered private placement of 10,000,000 units issued at \$0.35 per unit for gross proceeds of \$3,500,000, each unit comprised of one common share and one-half common share purchase warrant. Each whole warrant entitles the holder thereof to purchase one common share at \$0.50 per share until expiry on May 20, 2013. In connection with the private placement, finder's fees were paid consisting of cash of \$340,000 and 800,000 share purchase warrants.

On May 20, 2011 all of the Class C Super Voting shares were redeemed for cash of \$50.

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## **CAPITAL EXPENDITURES**

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Other than expending funds on mineral properties the Company did not incur any significant capital expenditures during the six months ended June 30, 2011.

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## **LIQUIDITY AND CAPITAL RESOURCES**

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The Company's aggregate operating, investing and financing activities for the six months ended June 30, 2011, resulted in a cash increase of \$2,163,293. As at June 30, 2011 the Company reported a cash balance of \$2,429,092 and working capital of \$2,290,243.

Notwithstanding that the Amalgamation has occurred and working capital has been raised, Amalco will require timely and additional financing in order to continue acquiring, exploring and developing mineral properties, and to meet its ongoing levels of corporate overhead and discharge its liabilities as they come due. While the Company has been successful in securing financings in the past, there is no assurance that Amalco will be able to do so in the future.

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## **FUTURE OUTLOOK**

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The Company has now completed the amalgamation with Legion, completed a significant financing, and restored the Company to a positive working capital position. With these immediate objectives having now been achieved the Company has increased its focus on exploring and further analyzing the mineral prospects of the Guadalupe mineral property.

One of the risks factors faced by the Company, future financings, has assumed an even greater importance to the Company in view of the current stock market volatility. Management has assessed and will continue to address the implications of recent events in order to ensure that the Company can continue to achieve its long term objectives.

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**RELATED PARTY TRANSACTIONS**

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The Company incurred charges to directors and officers, a former director and to a legal firm of which an officer is an associate or to companies controlled by these individuals as follows:

	Three months ended June 30,		Six months ended June 30,	
	2011	2010	2011	2010
	\$	\$	\$	\$
Accounting	17,091	949	48,030	949
Consulting	-	9,805	23,000	20,610
Management fees to key management	24,000	24,000	48,000	48,000
Office rent	-	22,500	-	45,000
Fees associated with reorganization	82,050	-	92,050	-
	123,141	57,254	211,080	114,559

These expenditures were measured by the exchange amount, which is the amount agreed upon by the transacting parties. Other than these fees there were no other transactions with related parties or compensation paid or payable to key management for employee services.

As at June 30, 2011 accounts payable includes \$8,953 due to an officer for management fees, \$26,909 due to a company of which an officer is associated and \$22,265 to a former director for consulting fees.

Key management includes the President. The compensation paid or payable to key management for services consists of management fees of \$8,000 per month for all periods reflected and the issue of 1,000,000 stock options for which share-based compensation of \$245,735 was recorded as an expense for the three months ended June 30, 2011.

All of the balances outstanding are non interest bearing and payable on demand.

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**OFF-BALANCE SHEET ARRANGEMENTS**

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The Company has not entered into any off-balance sheet arrangements.

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**CAPITALIZATION**

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As at August 24, 2011, the Company's share capital was as follows:

Authorized:        Unlimited common shares without par value  
                         Unlimited Class B non-voting preference shares without par value  
                         Unlimited Class C Super Voting shares without par value

Issued and Outstanding:        36,872,147 common shares

Stock options outstanding:

Number of shares	Exercise Price	Expiry Date
362,500	\$0.60	May 13, 2015
2,570,000	\$0.35	May 20, 2016
185,000	\$0.35	June 7, 2016
3,117,500		

During the three months ended June 30, 2011, 2,755,000 options were issued to officers, directors and consultants, exercisable at \$0.35 per share with a five year expiry.

Also pursuant to the amalgamation, Legion's options were exchanged for options in Amalco after having been adjusted for 4:1 consolidation. These options maintain their original five year expiry and are exercisable at \$0.60 per share.

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**CRITICAL ACCOUNTING POLICIES AND ESTIMATES**

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The Company's financial statements are impacted by the accounting policies used, and the estimates and assumptions made, by Management during their preparation.

Management considers the areas currently requiring a significant degree of estimation and assumption to be the carrying value of and title to exploration and evaluation assets, fair value measurements for financial instruments and share-based compensation and the value attributed to Legion's net identifiable assets and liabilities acquired on amalgamation.

Management's determination of the Company's key management personnel is considered to be a critical accounting judgment for the current period.

Management reviews the carrying values of its mineral properties on an annual periodic basis to determine whether an impairment of carrying value should be recognized. In addition, capitalized costs related to abandoned properties are written off as soon as the abandonment decision is made.

The Company uses the fair-value method of accounting for share-based compensation related to incentive stock options granted, modified or settled. Under this method, compensation cost attributable to all incentive stock options granted is measured at fair value at the grant date and expensed over the vesting period with a corresponding increase to contributed surplus. In determining the fair value, the Company makes estimates of the expected volatility of the stock as well as estimated forfeiture rate and an estimated discount rate. Changes to these estimates could result in the fair value of the share-based compensation being different than the amount recorded.

The Company's accounted for the reverse takeover of Legion as per note 5 included in its June 30, 2011 financial statements. The Company's other accounting policies are described in Note 2 to its financial statements for the three months ended March 31, 2011.

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## **CHANGES IN ACCOUNTING POLICIES INCLUDING FIRST TIME ADOPTION OF IFRS**

The Company has now completed three phases of IFRS conversion: scoping and planning, detailed assessment, and implementation and has correspondingly implemented the necessary changes to its accounting systems and reporting processes to support preparation of the IFRS compliant financial statements and disclosure notes. Notes 2, 4 and 5 of the unaudited condensed interim financial statements for the three months ended March 31, 2011 provide details of the pre-conversion Canadian GAAP to IFRS differences, accounting policy decisions and first-time adoption exemptions applied.

Under pre-conversion Canadian GAAP, the Company considered its Colombian subsidiary to be an integrated foreign operation and as such the financial statements of the subsidiary were translated using the temporal method. Under this method, monetary items of the Colombian subsidiary were translated into Canadian dollars at exchange rates prevailing at the balance sheet date, non-monetary items were translated at exchange rates prevailing when the assets were acquired or obligations incurred, and revenue and expense items were translated at exchange rates prevailing at the transaction date. Gains or losses arising from the translation were included in operations.

Under IFRS the translation of foreign operation financial statements at each balance sheet date for consolidation purposes is translated as follows: assets and liabilities are translated at the closing rate at the date of that balance sheet; income and expenses are translated at exchange rates at the dates of the transactions; and all resulting exchange differences are recognized as other comprehensive income. These non-cash accounting IFRS transition adjustments recorded

at December 31, 2010 were identified in the March 31, 2011 interim statements. As at June 30, 2010 the Colombian subsidiary had not yet commenced operations. Accordingly there was no IFRS adjustment to net loss, comprehensive loss, shareholders equity, assets or liabilities to amounts as previously reported at June 30, 2010.

The conversion to IFRS has had a low impact on the financial record keeping, internal controls and financial disclosures of the Company due to the exploration stage of its business. However in preparing the Company's opening IFRS financial statements, the Company has adjusted amounts reported previously in the financial statements prepared in accordance with pre-changeover Canadian GAAP as follows:

	December 31 2010
	\$
Total mining claims and deferred exploration costs under Canadian GAAP	574,147
Adjustment – foreign currency arising from translation	(8,048)
Total mining claims and deferred exploration costs under IFRS	566,099

	December 31 2010
	\$
Total accumulated OCI under Canadian GAAP	-
Adjustment – foreign currency arising from translation	(8,048)
Total accumulated OCI under IFRS	(8,048)

	Pre-Conversion Canadian GAAP amount at December 31, 2010	Foreign Currency adjustment arising from translation	Restated IFRS amount at December 31, 2010
	\$	\$	\$
Total assets	1,009,550	(8,048)	1,001,502
Total equity	37,870	(8,048)	29,822
Total liabilities and equity	1,009,550	(8,048)	1,001,502

The post-implementation phase will involve continuous monitoring of changes in IFRS in future periods. In particular the International Accounting Standards Board is currently working on an extractive industries project, which could significantly impact the Company's financial statements primarily in the areas of capitalization of exploration costs and disclosures.

## **ACCOUNTING STANDARDS ISSUED BUT NOT YET EFFECTIVE**

The following new standard and amendments have not been early adopted in the interim financial statements. The Company is currently assessing the impact that these amendments and standard will have on the Company's future results and financial position:

### **Amendments to IFRS 7 "Financial Instruments: Disclosures"**

This amendment increases the disclosure required regarding the transfer of financial assets that result in de-recognition. This amendment is effective for annual periods beginning on or after July 1, 2011.

### **New standard IFRS 9 "Financial Instruments"**

This new standard is a partial replacement of International Accounting Standards ("IAS") 39 "Financial Instruments: Recognition and Measurement". IFRS 9 retains but simplifies the mixed measurement model and establishes two primary measurement categories for financial assets: amortized cost and fair value. This new standard is effective for annual periods beginning on or after January 1, 2013.

### **New standard IFRS 10 "Consolidated Financial Statements"**

This standard supercedes IAS 27, "Consolidated and Separate Financial Statements", and establishes principles for the presentation and preparation of consolidated financial statements when an entity controls one or more other entities. This standard is effective for annual periods beginning on or after January 1, 2013 with earlier adoption permitted.

### **New standard IFRS 11 "Joint Arrangements"**

This standard supercedes IAS 31 "Interests in Joint Ventures" and SIC-13 "Jointly Controlled Entities-Non-monetary Contributions by Venturers", and establishes principles for financial reporting by parties to a joint arrangement. This standard is effective for annual periods beginning on or after January 1, 2013 with earlier adoption permitted.

### **New standard IFRS 12 "Disclosure of Interest in Other Entities"**

This is a new standard which applies to entities that have an interest in a subsidiary, a joint arrangement, an associate or an unconsolidated structured entity. This standard is effective for annual periods beginning on or after January 1, 2013 with earlier adoption permitted.

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## **FINANCIAL INSTRUMENTS**

The Company's financial instruments consist of cash, a deposit on office premises and accounts payable and accrued liabilities. Management believes that as at June 30, 2011 it is not exposed to significant interest, currency or credit risks arising from these financial instruments. Liquidity risk is the risk that the Company will incur difficulties meeting its financial obligations as they come due. The Company's approach to managing liquidity is to ensure, as far as possible, that it

will have sufficient cash to meet its liabilities when due, under both normal and stressed conditions. As at June 30, 2011 the Company had working capital of \$2,290,243.

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## **DISCLOSURE CONTROLS AND PROCEDURES**

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In connection with National Instrument 52-109 (Certificate of Disclosure in Issuer's Annual and Interim Filings) ("NI 52-109"), the Chief Executive Officer and Chief Financial Officer of the Company have filed a Venture Issuer Basic Certificate with respect to the financial information contained in the condensed interim consolidated unaudited financial statements and this accompanying MD&A as at June 30, 2011 (together the "Interim Filings").

In contrast to the full certificate under NI 52-109, the Venture Issuer Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in NI 52-109. For further information the reader should refer to the Venture Issuer Basic Certificates filed by the Company with the Interim Filings on SEDAR at [www.sedar.com](http://www.sedar.com).

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## **RISKS AND UNCERTAINTIES**

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Natural resources exploration, development, production and processing involve a number of business risks, some of which are beyond the Company's control. These can be categorized as operational, financial and regulatory risks.

Operational risks include: the Company may not be able to find and develop reserves economically, the Company cannot guarantee title to its properties, the Company may have difficulty in marketing production and services, the Company must manage changing governmental law and regulations, the Company may have difficulty in hiring and retaining skilled employees and contractors, there are significant risks and hazards related to mining that are beyond the Company's control, there is no assurance that the Company will acquire additional mineral properties and any acquisitions may expose the Company to new risks, and the mining industry is intensely competitive for the acquisition of new properties, access to capital and hiring of skilled personnel. The Company continuously monitors and responds to changes in these factors and adheres to all regulations governing its operations.

Financial risks include commodity prices, interest rates and fluctuating foreign exchange rates, all of which are beyond the Company's control. Additional financial risks are the Company's ability to raise capital to continue funding its operations.

Regulatory risks include the possible delays in getting regulatory approval to, and permits for, the transactions that the Board of Directors believe to be in the best interest of the Company, and include increased fees for filings, the introduction of ever more complex reporting requirements the cost of which the Company must meet in order to maintain its exchange listing.

**ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE**

As the Company has not had significant revenue from operations in either of its last two financial periods, the following is a breakdown of the material costs incurred:

	Six Months Ended June 30	
	2011	2010
Deferred exploration expenditures	199,975	69,557
Administrative expense	1,294,835	920,731

Administrative expenses are provided by category of major expense items in the Condensed Interim Consolidated Statements of Comprehensive Loss included in the condensed financial statements for the six months ended June 30, 2011.