

Condensed Consolidated Interim Financial Statements (unaudited) For the Three Months Ended March 31, 2015

## Notice to Reader

These unaudited condensed consolidated interim financial statements have been prepared by management and have not been reviewed by the Company's auditor.

Condensed Consolidated Interim Statements of Financial Position (unaudited) (Expressed in Canadian Dollars)

		March 31, 2015		December 31, 2014
Assets:				
Current assets:	•		•	
Cash and cash equivalents	\$	75,324	\$	220,202
Amounts receivable (notes 4 and 8)		978,971		1,088,442
Prepaid expenses (note 7)		70,643		110,406
		1,124,938		1,419,050
Exploration and evaluation expenditures (note 5)		7,915,359		7,382,978
Property, plant and equipment		32,877		34,480
Other assets (note 7 and 8)		130,963		129,402
Total assets	\$	9,204,137	\$	8,965,910
	<u> </u>	0,201,101	<u> </u>	
Shareholders' equity:	<b>^</b>	44.070.000	<b>^</b>	44.070.000
Common shares (note 6)	\$	11,072,622	\$	11,072,622
Reserves (note 6)		1,971,018		1,596,044
Deficit		(5,063,716)		(4,873,002)
		7,979,924		7,795,664
Liabilities:				
Deferred tax liability		855,438		808,753
Deferred rent (note 8)		107,839		135,629
Current liabilities:				
Accounts payable and accrued liabilities (note 7)		99,177		77,905
Deferred rent – current portion (note 8)		161,759		147,959
Income tax payable		-		-
		260,936		225,864
Total shareholders' equity and liabilities	\$	9,204,137	\$	8,965,910
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Commitments (note 8) Subsequent Events (note 10)

These condensed consolidated interim financial statements have been authorized for issue by the Board of Directors on May 25, 2015.

APPROVED BY THE DIRECTORS

/signed/ Michael Clarke Michael Clarke, President and Chief Executive Officer /signed/ Gilmour Clausen Gilmour Clausen, Chairman

Plata Latina Minerals Corporation Condensed Consolidated Interim Statements of Loss and Comprehensive Loss (unaudited) (Expressed in Canadian Dollars)

	Three months 2015	s endeo	d March 31, 2014
Expenses:			
Salaries and benefits	\$ 118,901	\$	75,548
Office and administration	10,862		26,193
Rent	7,517		19,805
Exploration (note 5)	9,840		15,580
Professional services	19,819		11,773
Share-based payments (note 6)	5,770		9,252
Investor relations	9,886		7,361
Travel	5,251		2,334
Fiscal and advisory services	1,368		1,122
Filing and regulatory	1,173		917
Depreciation	 2,338		377
Loss from operations	(192,725)		(170,262)
Interest income	834		1,498
Foreign exchange loss	1,558		(790)
Finance costs	 (381)		(813)
Net loss before tax	(190,714)		(170,367)
Income tax expense	-		(1,162)
Net loss for the period	 (190,714)		(171,529)
Other comprehensive income: Items that may be reclassified to profit or loss: Foreign currency translation differences	 369,204		256,126
Comprehensive income for the period	\$ 178,490	\$	84,597
Basic and diluted net loss per share	\$ (0.003)	\$	(0.003)
Weighted average number of shares outstanding	 67,432,826		56,202,826

# Plata Latina Minerals Corporation Condensed Consolidated Interim Statements of Changes in Equity (unaudited) (Expressed in Canadian Dollars)

	Share ca	pital (note 6)			Reserves			
	Number of Shares	Amount	_	Accumulated other comprehensive income	Options and warrants	Reserves Total	Deficit	Total Equity
Balance, January 1, 2015	67,432,826	\$ 11,072,622	\$	(3,661)	\$ 1,599,705	\$ 1,596,044	(4,873,002)	\$ 7,795,664
Share-based payments expense	-	-		-	5,770	5,770	-	5,770
Comprehensive income (loss)				369,204	-	369,204	(190,714)	178,490
Balance, March 31, 2015	67,432,826	\$ 11,072,622	\$	365,543	\$ 1,605,475	\$ 1,971,018	(5,063,716)	\$ 7,979,924

	Share ca	pital	(note 6)			Reserves				
	Number of Shares		Amount	_	Accumulated other comprehensive income	Options and warrants	Reserves Total	_	Deficit	Total Equity
Balance, January 1, 2014	56,202,826	\$	10,063,184	\$	257,665	\$ 1,472,018	\$ 1,729,683	\$	(3,952,925)	\$ 7,839,942
Share-based payments expense	-		-		-	9,252	9,252		-	9,252
Share-based payments applied to exploration and evaluation expenditures	-		-		-	2.942	2.942		-	2,942
Comprehensive income (loss)	-		-		256,126	_,0 12	256,126		(171,529)	84,597
Balance, March 31, 2014	56,202,826	\$	10,063,184	\$	513,791	\$ 1,484,212	\$ 1,998,003	\$	(4,124,454)	\$ 7,936,733

# Plata Latina Minerals Corporation Condensed Consolidated Interim Statements of Cash Flows (unaudited) (Expressed in Conadian Dellars)

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	Three months ended March 31, 2015	Three months ended March 31, 2014
Cash provided by (used in):		· · · · ·
<b>Operating activities:</b> Net loss before tax Adjustments to reconcile loss before tax to net cash	\$ (190,714)	\$ (170,367)
flows:		
Share-based payments	5,770	9,252 923
Unrealized foreign exchange loss Depreciation	(36,354) 2,338	923 377
Income taxes paid	2,000	(3,721)
	 (218,960)	(163,536)
Net changes in non-cash working capital items:	( -,,	(
Amounts receivable	163,648	(3,404)
Prepaid expenses	39,764	22,294
Accounts payable and accrued liabilities	39,900	14,753
Deferred rent – current portion	 (13,990)	-
Cash used in operating activities	 10,362	(129,893)
Cash provided by (used in) financing activities	 -	 -
Investing activities:		
Exploration and evaluation expenditures	 (179,877)	(146,699)
Cash used in investing activities	 (179,877)	(146,699)
Effect of exchange rate changes on cash and cash		
equivalents	 24,637	1,603
Decrease in cash and cash equivalents	(144,878)	(274,989)
Cash and cash equivalents, beginning of year	 220,202	921,943
Cash and cash equivalents, end of year	\$ 75,324	\$ 646,954
Cash and cash equivalent balances, end of year comprise:		
Ċash	\$ 63,732	\$ 184,882
Guaranteed Investment Certificates	 11,592	462,072
Total cash and cash equivalents	\$ 75,324	\$ 646,954

Notes to the Condensed Consolidated Interim Financial Statements (unaudited) For the Three Months Ended March 31, 2015 (Expressed in Canadian Dollars, unless otherwise stated)

#### 1. Nature of operations and going concern

Plata Latina Minerals Corporation ("Plata") was incorporated on April 1, 2010 and is organized under the laws of British Columbia, Canada. Plata's registered and records office is located at Suite 2600 – 595 Burrard Street, Vancouver, British Columbia, Canada, V7X 1L3. The condensed consolidated interim financial statements (unaudited) as at March 31, 2015 consist of Plata and its five whollyowned subsidiaries: Plaminco S.A. de C.V. ("Plaminco"), Minera Central Vaquerias S.A. de C.V. ("MCV"), Minera Exploradora del Centro S.A. de C.V. ("MEC"), Servicio PLMC ("Servicio") and Plata Latina US Ltd. ("Plata US", collectively referred to as the "Company"). Plaminco, MCV, MEC and Servicio are organized under the laws of Mexico and Plata US is organized under the laws of Colorado. On April 11, 2012, Plata began trading on the TSX Venture Exchange ("TSX-V") under the symbol "PLA".

The Company is in the process of acquiring and exploring mineral property interests and has not yet determined whether the properties contain mineral reserves that are economically recoverable. The amounts shown as exploration and evaluation expenditures represent acquisition and exploration costs and do not necessarily represent present or future values. Recoverability of the amounts shown for exploration and evaluation expenditures is dependent upon: the discovery of economically recoverable mineral reserves, securing and maintaining title and beneficial interest in the properties, the ability of the Company to obtain financing necessary to complete the exploration and development of its mineral properties, and future profitable production or proceeds from the disposition of the mineral properties.

Although the Company has taken steps to verify title to mineral properties 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.

The Company has not generated revenue from operations. At March 31, 2015, the Company had cash and cash equivalents of \$75,324, working capital of \$864,002, a net loss for the three months ended March 31, 2015 of \$190,714, and a deficit of \$5,063,716. On May 5, 2015 Plata received a loan from a Director of the Company for \$250,000 with terms described in note 10 (the "Loan"). On August 27, 2014, Plata closed a non-brokered private placement for \$1,123,000 (the "August Offering"). Notwithstanding the Loan and the August Offering, the Company does not have sufficient working capital to fund operations for the next 12 months. This indicates the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern and the Company is dependent on raising additional financing. Plata has historically raised funds principally through the sale of securities. The Company expects that it will obtain funding through equity financing, debt financing or some other means depending on market conditions and other relevant factors at the time. However, there can be no assurance that the Company will be able to obtain such additional funding or obtain it on acceptable terms. These condensed consolidated interim financial statements do not give effect to any adjustment which would be necessary should the Company be unable to continue as a going concern and, therefore, be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in the condensed consolidated interim financial statements.

## 2. Basis of Presentation

#### Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard 34, *Interim Financial Reporting* ("IAS 34") 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

Notes to the Condensed Consolidated Interim Financial Statements (unaudited) For the Three Months Ended March 31, 2015 (Expressed in Canadian Dollars, unless otherwise stated)

Interpretations Committee ("IFRIC"). Accordingly, they do not include all of the information and notes to the consolidated financial statements required by IFRS for complete financial statements and should be read in conjunction with the Company's most recent audited consolidated financial statements. These unaudited condensed consolidated interim financial statements follow the same accounting policies and methods of application used in the Company's audited consolidated financial statements as at and for the year ended December 31, 2014. The Board of Directors authorized these financial statements for issuance on May 25, 2014.

#### 3. Changes in Accounting Policies

a) New accounting policies adopted during the quarter

There were no new accounting policies adopted during the quarter.

b) New accounting standards, amendments and interpretations

Certain new standards, interpretations and amendments to existing standards have been issued by the International Accounting Standards Board (IASB) or IFRS Interpretations Committee (IFRIC). Some updates that are not applicable or are not consequential to the Company may have been excluded.

IFRS 9, *Financial Instruments: Classification and Measurement* is a new standard on classification and measurement of financial assets that will replace IAS 39; *Financial Instruments: Recognition and Measurement.* IFRS 9 has two measurement categories: amortized cost and fair value. All equity instruments are measured at fair value. A debt instrument is measured at amortized cost only if the entity is holding it to collect contractual cash flows and the cash flows represent principal and interest. Otherwise it is measured at fair value through profit or loss. The IASB has deferred the mandatory effective date for annual periods beginning on or after January 1, 2018 and has left it open pending the finalization of the impairment and classification and measurement requirements. The Company has not yet assessed the impact of this standard on its financial reporting.

#### 4. Amounts receivable

	March 31, 2015	December 31, 2014
Mexican value added tax ("IVA") recoverable	\$ 943,678	\$ 934,437
Other receivables (note 7)	33,495	151,576
Income tax receivable	789	722
Sales tax receivable	1,009	1,707
	\$ 978,971	\$ 1,088,442

The Company anticipates full recovery of the amounts within the next 12 months, and therefore no impairment has been recorded against these receivables. The Company holds no collateral for any receivable amounts outstanding as at March 31, 2015.

At March 31, 2015, 96% of the receivables that were outstanding over one month are comprised of IVA recoverable in Mexico.

Notes to the Condensed Consolidated Interim Financial Statements (unaudited) For the Three Months Ended March 31, 2015 (Expressed in Canadian Dollars, unless otherwise stated)

## 5. Exploration and evaluation expenditures

The Company holds interest in its mineral properties through its wholly-owned subsidiary, Plaminco.

#### Capitalized

The following is a summary of movements in exploration and evaluation expenditures during the three months ended March 31, 2015:

	Naranjillo Project	Vaquerias Project	Palo Alto Project	Total
Balance, January 1, 2015	\$ 6,386,460	\$ 878,835	\$ 117,683	\$ 7,382,978
Field work phase:				
Contractor and general labour	-	-	-	-
Travel, food and accommodations	-	-	-	-
Camp costs, supplies and other	-	-	-	-
Vehicles and related costs	-	-	94	94
Drilling phase:				
Assaying	-	-	-	-
Contract drilling	-	-	-	-
Contractor and general labour	26,869	5,269	-	32,138
Travel, food and accommodations	4,270	592	-	4,862
Camp costs, supplies and other	4,305	2,337	-	6,642
Vehicles and related costs	2,213	664	-	2,877
Equipment rentals	-	-	-	-
Other				
Claims, taxes and acquisitions				
costs	36,427	15,183	8,419	60,029
Salaries, benefits and share-based				
payments	43,664	3,359	3,359	50,382
Legal	682	796	3,366	4,844
Depreciation	1,953	-	-	1,953
Environmental	-	-	-	-
Foreign exchange movements	 319,504	43,832	5,228	368,564
Subtotal additions	 439,887	72,032	20,466	532,385
Balance, March 31, 2015	\$ 6,826,347	\$ 950,867	\$ 138,149	\$ 7,915,363

#### Naranjillo Project

The mineral exploration concessions were issued by the Mexican General Directorate of Mines ("GDM") as follows:

Licence	Hectares	Date received	Licence valid until
La Sibila	4,749	April 20, 2011	April 19, 2061
La Sibila I	2,957	September 23, 2011	September 22, 2061
La Sibila II	3,776	August 26, 2011	August 25, 2061
La Sibila III	18,059	April 10, 2013	April 9, 2063

#### Vaquerias Project

The Company has the right to purchase the core Vaquerias license, consisting of 100 hectares, through a purchase option agreement dated June 30, 2011 and extended on June 15, 2014. The option agreement gives the Company the right to purchase the Vaquerias license for US\$530,000

Notes to the Condensed Consolidated Interim Financial Statements (unaudited) For the Three Months Ended March 31, 2015 (Expressed in Canadian Dollars, unless otherwise stated)

over 78 months from June 30, 2011, with the vendors retaining a 2% net smelter return ("Vaquerias Option"). In addition, the Company has the option of purchasing the net smelter return for US\$500,000 within 18 months of exercising the Vaquerias Option. During the three months to ended March 31, 2015, the Company paid the vendors US\$nil in accordance the terms of the option agreement (cumulative to March 31, 2015 – US\$100,000), and payments totalling US\$430,000 remain outstanding to purchase the Vaquerias license.

In addition to the Vaquerias Option, during the year the Company held three titled adjacent concessions, known as Sol, Luna and Tierra. The Sol and Luna licenses were issued by the GDM to Plaminco on December 13, 2011 and December 8, 2011, respectively. Together, these two licenses cover 8,400 hectares and are valid for fifty years following issuance of title. The Tierra licence was issued on April 13, 2012 and was withdrawn by the Company in December 2014.

#### Palo Alto Project

The Palo Alto project consists of the Catalina, Catalina II, Catalina III and Catalina IV licenses. The Catalina, Catalina II, Catalina III, and Catalina IV licenses were issued by the GDM to Plaminco on November 22, 2012, November 4, 2011, November 30, 2011, and October 10, 2014 respectively. Together, all four licenses cover 7,890 hectares and are valid for fifty years following issuance of title.

#### Expensed

The following is a summary of exploration and evaluation expenditures expensed by category:

	March 31,	March 31,
	2015	2014
Contractor and general labour	\$ 386	372
Vehicles and related costs	-	57
Claims and taxes	 9,454	15,151
Total	\$ 9,840 \$	15,580

#### La Joya Project

The GDM issued title to the La Carmen license for the La Joya Project on December 21, 2010. The La Carmen concession covers 5,635 hectares, and is valid until December 20, 2060.

#### Los Agustinos Project

The Los Agustinos project included the titled Felipe Mateo license issued by the GDM to Plaminco on December 13, 2011 for 6,966 hectares. This license was withdrawn in December 2014.

Notes to the Condensed Consolidated Interim Financial Statements (unaudited) For the Three Months Ended March 31, 2015 (Expressed in Canadian Dollars, unless otherwise stated)

#### 6. Capital and reserves

#### a) Authorized share capital

At March 31, 2015, the authorized share capital comprised of an unlimited number of common shares. The common shares do not have a par value and all issued common shares are fully paid.

#### b) Reconciliation of changes in share capital

	March	n 31,	2015	Decemb	ber 3	1, 2014
	Number of			Number of		
	Shares		Amount	Shares		Amount
Balance, beginning of period	67,432,826	\$	11,072,622	56,202,826	\$	10,063,184
Shares issued for cash	-		-	11,230,000		1,123,000
Fair value allocated to warrants issued	-		-	-		(107,197)
Share issue costs	-		-	-		(6,365)
Balance, end of period	67,432,826	\$	11,072,622	67,432,826	\$	11,072,622

#### c) Foreign currency translation reserve

The translation reserve comprises all foreign currency differences arising from the translation of the financial statements of the foreign operations, as well as from the translation of inter-group loans that form the Company's net investment in a foreign subsidiary.

#### d) Options and warrants reserve

#### Stock options

On March 1, 2012, the Company's stock option plan was approved by the Board of Directors of the Company which provides eligible directors, officers, employees and consultants with the opportunity to acquire an ownership interest in the Company and is the basis for the Company's long-term incentive scheme.

The following table shows the change in the Company's stock options during the year ended March 31, 2015:

	Three months en 201	,	Year ended De 2014	,
		Weighted Average Exercise		Weighted Average Exercise
	Number of Options	Price (in CAD)	Number of Options	Price (in CAD)
Balance, start of period	1,055,000	\$0.50	1,065,000	\$0.50
Granted	225,000	\$0.06	-	\$0.50
Forfeited	(25,000)	\$0.50	(10,000)	\$0.50
Expired	-	\$0.50	-	\$0.50
Balance, end of period	1,255,000	\$0.42	1,055,000	\$0.50

Notes to the Condensed Consolidated Interim Financial Statements (unaudited) For the Three Months Ended March 31, 2015 (Expressed in Canadian Dollars, unless otherwise stated)

The following table provides information on stock options outstanding and exercisable at March 31, 2015:

		Options Outstanding		Options E	xercisable
			Weighted		Weighted
			average		average
			remaining		remaining
	Exercise	Number of	contractual	Number of	contractual
Grant Date	Price	Options	life (years)	Options	life (years)
April 11, 2012	\$0.50	1,030,000	2.03	996,666	2.03
March 2, 2015	\$0.06	225,000	4.93	112,500	4.93
		1,055,000	2.55	1,109,166	2.33

For the three months ended March 31, 2015, the Company recognized a share-based payments charge against income of \$5,770 (three months to March 31, 2014 - \$9,252). A further \$nil (three months to March 31, 2014 - \$2,942) was capitalized to exploration and evaluation expenditures during the three months ended March 31, 2015 based on the proportion of geologist and management time incurred on the capitalized exploration properties. The fair value of the options was estimated using the Black-Scholes option-pricing model. Comparative companies in the process of exploring mineral resource properties were used to assess the historical volatility of the Company.

#### Stock options – March 2, 2015

On March 2, 2015 the directors of the Company issued options to non-executive directors (3) all of which will be exercisable at \$0.06 per share for 5 years from the date of grant of such options, pursuant to the terms of the stock option plan.

The fair value of stock options is determined on the grant date. In order to compute this fair value, the Company uses the Black-Scholes option pricing model which requires management to make certain estimates, judgements, and assumptions in relation to the expected life of options, expected volatility, expected dividend yield and the risk-free interest rate, as well as the number of options expected to be exercised. Comparative companies in the process of exploring mineral resource properties were used to determine the historical volatility of Plata. The fair value of the 225,000 options granted was estimated at \$10,692. The assumptions used in the pricing model were: an expected life of 5 years; annualized volatility of 112%; a risk free interest rate of 0.79%; and zero expected dividend yield.

The fair value of the options was estimated using the Black-Scholes option-pricing model. Comparative companies in the process of exploring mineral resource properties were used to assess the historical volatility of the Company.

Option-pricing models require the input of highly subjective assumptions including the expected share price volatility. Changes in the subjective input assumptions can materially affect the fair value estimate, and therefore the existing models do not necessarily provide a reliable measure of the fair value of the Company's incentive stock options.

Notes to the Condensed Consolidated Interim Financial Statements (unaudited) For the Three Months Ended March 31, 2015 (Expressed in Canadian Dollars, unless otherwise stated)

#### Warrants

The following summarizes the Company's warrants at March 31, 2015:

Date of Issue	Exercise Price	Expiry Date	December 31, 2014	Issued	Exercised	Expired	March 31, 2015
February 12, 2013 August 27,	\$0.65	February 12, 2015 August	4,369,850	-	-	(4,369,850)	-
2014	\$0.25	27, 2016	5,615,000	-	-	-	5,615,000
			9,984,850	-	-	-	5,615,000

## 7. Related parties

#### Related party transactions

The Company shares office space, equipment, personnel and various administrative services with other companies related by virtue of certain common directors and management. These services have been mainly provided through a management company equally owned by the related companies. Costs incurred by the management company are allocated between the related companies based on the time incurred and use of services and are charged at cost. In addition, certain other professional administrative services have been provided by other related companies and charged at cost. The Company was charged for the following with respect to these arrangements:

	Three months ended March 31,				
	2015		2014		
Salaries and benefits	\$ 86,668	\$	55,389		
Office and administrative	24,079		15,383		
Other assets	-		27,181		
	\$ 110,747	\$	97,953		

In addition to the above, Plata charged \$2,282 to a related party for their share of an office lease (three months to March 31, 2014 - \$nil) and was charged \$7,686 for administrative services (three months to March 31, 2014 - \$nil). At March 31, 2015, there is an amount due to related companies of \$5,287 (December 31, 2014 - \$nil) included in accounts payable and accrued liabilities with respect to these arrangements. Amounts are due on demand, unsecured, and have no terms of repayment. Other assets of \$112,661 (December 31, 2014 - \$112,661) relate to the Company's share of jointly owned assets (primarily security deposits, leasehold improvements, and furniture and equipment) held by the management company. At March 31, 2015, there was a balance of \$3,960 (December 31, 2014 - \$39,841) of prepaid expenses paid to the management company.

#### 8. Commitments

The Company is committed to payments under operating leases for building and other commitments through 2018 in the total amount of approximately \$394,700. Annual payments are:

2015	\$142,700
2016	173,600
2017	49,500
2018 and thereafter	28,900

On December 1, 2014 Plata assumed the lease of office space held by a former related party. As part of the assumption of the lease agreement, Plata is to be paid \$145,996 which represents 80% of the remaining lease payments (\$295,917) less the amounts in respect of rent owing from Plata (\$14,740)

Notes to the Condensed Consolidated Interim Financial Statements (unaudited) For the Three Months Ended March 31, 2015 (Expressed in Canadian Dollars, unless otherwise stated)

and a related party (\$90,598 – received in December 2014), the purchase of office equipment (\$27,842) and the security deposit (\$16,741) associated with the lease which Plata assumed. The amount representing the remaining lease payments is recognized as deferred rent and amortized over the life of the lease. Effective December 10, 2014 a portion of this office space was rented to two other companies, one being a related party, who are reimbursing Plata for their share of the rent and associated office costs. The amount of Plata's commitment above reflects the total lease amounts payable less the amount received from the two companies renting office space. In January 2015 the amount of \$145,996 was received.

#### 9. Segment information

The Company operates in one industry segment, being mining. Geographic information is as follows:

	Canada			Mexico	United States			Total	
Long-term assets as at: March 31, 2015 December 31, 2014	\$ \$	1,165,028 1,115,025	\$ \$	6,867,434 6,387,252	\$ \$	46,737 44,583	\$ \$	8,079,199 7,546,860	
Net income (loss) before tax for the year ended: March 31, 2015 March 31, 2014	\$ \$	(224,285) (197,313)	\$ \$	(25,640) (25,118)	\$ \$	59,211 52,064	\$ \$	(190,714) (170,367)	

#### **10. Subsequent Events**

#### a) Loan

On May 5, 2015, the Company received the Loan from a Director of the Company in the amount of \$250,000 bearing interest at 10% per annum, subject to any prepayment by the Company, payable on the earlier of December 31, 2015; the date the Company completes a financing by way of sale of securities greater than \$2 million or the issuance of any debt instrument by the Company, unless consented by the Director.

#### b) Issuance of stock options

On May 25, 2015 the directors of the Company issued options to an officer which will be exercisable at \$0.06 per share for 5 years from the date of grant of such options, pursuant to the terms of the stock option plan.

The fair value of stock options is determined on the grant date. In order to compute this fair value, the Company uses the Black-Scholes option pricing model which requires management to make certain estimates, judgements, and assumptions in relation to the expected life of options, expected volatility, expected dividend yield and the risk-free interest rate, as well as the number of options expected to be exercised. Comparative companies in the process of exploring mineral resource properties were used to determine the historical volatility of Plata. The fair value of the 75,000 options granted was estimated at \$3,500. The assumptions used in the pricing model were: an expected life of 5 years; annualized volatility of 112%; a risk free interest rate of 0.79%; and zero expected dividend yield.