IRON CREEK

CAPITAL CORP.

CONSOLIDATED FINANCIAL STATEMENTS

JANUARY 31, 2014 AND 2013

(Expressed in Canadian dollars)

INDEPENDENT AUDITORS' REPORT

To the Shareholders of
Iron Creek Capital Corp.

We have audited the accompanying consolidated financial statements of Iron Creek Capital Corp., which comprise the consolidated statements of financial position as at January 31, 2014 and 2013, and the consolidated statements of comprehensive loss, changes in equity and cash flows for the years then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained in our audits is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of Iron Creek Capital Corp. as at January 31, 2014 and 2013, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

"DAVIDSON & COMPANY LLP"

Vancouver, Canada — Chartered Accountants

May 7, 2014

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IRON CREEK CAPITAL CORP.

(An Exploration Stage Company)
Consolidated Statements of Financial Position
(Expressed in Canadian dollars)

		January 31, 2014		January 31, 2013
ASSETS				
Current assets				
Cash	$	1,090	$	146,442
Receivables		3,765		10,107
Prepaid expenses and deposits		13,723		92,586
Total current assets		18,578		249,135
Non-current assets				
Exploration and evaluation assets (Note 3)		876,446		880,016
Investment in associated company (Note 5)		-		471,544
Property and equipment (Note 6)		90,360		125,749
Total non-current assets		966,806		1,477,309
TOTAL ASSETS	$	985,384	$	1,726,444
LIABILITIES				
Current liabilities				
Accounts payable and accrued liabilities	$	227,738	$	618,302
Due to related parties (Note 8)		656,316		12,000
TOTAL LIABILITIES		884,054		630,302
EQUITY				
Share capital (Note 7)		12,987,846		12,147,125
Share-based payment reserve		2,862,066		2,706,920
Deficit		(15,748,582)		(13,757,903)
TOTAL EQUITY		101,330		1,096,142
TOTAL LIABILITIES AND EQUITY	$	985,384	$	1,726,444

Nature of Operations and Ability to Continue as a Going Concern (Note 1)
Events after Reporting Date (Note 14)

These consolidated financial statements were authorized for issuance by the Board of Directors on May 7, 2014.

Approved by the Board of Directors

"Michael Winn" , Director   *"Timothy Beale"* , Director

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

IRON CREEK CAPITAL CORP.

(An Exploration Stage Company)
Consolidated Statements of Comprehensive Loss
(Expressed in Canadian dollars)

		Year ended January 31, 2014		Year ended January 31, 2013
EXPLORATION EXPENDITURES (Note 4)	$	1,239,891	$	3,372,885
GENERAL AND ADMINISTRATIVE EXPENSES				
Administration		46,859		124,855
Amortization		35,389		42,418
Consulting fees		89,713		85,068
Investor relations and shareholder information		6,490		74,289
Management fees		252,393		277,403
Professional fees		71,036		50,873
Salaries and benefits		188,190		97,906
Share-based payments		2,603		9,985
Transfer agent and regulatory fees		27,360		16,683
Travel		46,992		93,445
Total general and administrative expenses		767,025		872,925
		(2,006,916)		(4,245,810)
Foreign exchange loss		(13,812)		(33,752)
Gain on dilution of subsidiary (Note 5)		-		813,998
Gain on exchange of property interests (Note 5)		33,619		-
Write-off of exploration and evaluation assets (Note 3)		(3,570)		-
Write-off of leasehold improvements		-		(3,985)
Loss and comprehensive loss for the year	$	(1,990,679)	$	(3,469,549)
Loss per common share				
Basic and diluted loss per common share	$	(0.29)	$	(0.67)
Weighted average number of common shares outstanding		6,755,118		5,205,347

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

IRON CREEK CAPITAL CORP.

(An Exploration Stage Company)
Consolidated Statements of Cash Flows
(Expressed in Canadian dollars)

	Year ended January 31, 2014	Year ended January 31, 2013
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss for the year	$ (1,990,679)	$ (3,469,549)
Items not affecting cash:		
Amortization	35,389	42,418
Gain on dilution of subsidiary	-	(813,998)
Gain on exchange of property interests	(33,619)	-
Share-based payments	2,603	9,985
Write-off of exploration and evaluation assets	3,570	-
Write-off of leasehold improvements	-	3,985
Changes in non-cash working capital items:		
Receivables	6,342	(1,512)
Prepaid expenses and deposits	78,863	(40,786)
Accounts payable and accrued liabilities	114,599	1,394,538
Due to related parties	644,316	(53,771)
Net cash used in operating activities	(1,138,616)	(2,928,690)
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of exploration and evaluation assets	-	(34,336)
Purchase of equipment	-	(3,212)
Net cash used in investing activities	-	(37,548)
CASH FLOWS FROM FINANCING ACTVITIES		
Proceeds from issuance of common shares, net	993,264	10,800
Net cash provided by financing activities	993,264	10,800
Net change in cash during the year	(145,352)	(2,955,438)
Cash, beginning of year	146,442	3,101,880
Cash, end of year	$ 1,090	$ 146,442

Supplementary Cash Flow Information (Note 12)

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

IRON CREEK CAPITAL CORP.

(An Exploration Stage Company)
Consolidated Statements of Changes in Equity
(Expressed in Canadian dollars)

	Number of shares	Share capital	Share-based payments reserve	Deficit	Total Equity
Balance as at January 31, 2012	5,200,415	$ 12,133,920	$ 2,699,340	$ (10,288,354)	$ 4,544,906
Exercise of share purchase warrants	5,144	10,800	-	-	10,800
Reversal of reserve on exercise of share purchase warrants	-	2,405	(2,405)	-	-
Share-based payments	-	-	9,985	-	9,985
Loss for the year	-	-	-	(3,469,549)	(3,469,549)
Balance as at January 31, 2013	5,205,559	12,147,125	2,706,920	(13,757,903)	1,096,142
Private placement at $0.42 per share	2,381,905	852,422	147,978	-	1,000,400
Finders' fees in units	24,857	8,896	1,544	-	10,440
Share issuance costs in units	-	(10,440)	-	-	(10,440)
Share issuance costs in finders' warrants	-	(3,021)	3,021	-	-
Share issuance costs in cash	-	(7,136)	-	-	(7,136)
Share-based payments	-	-	2,603	-	2,603
Loss for the year	-	-	-	(1,990,679)	(1,990,679)
Balance as at January 31, 2014	7,612,321	$ 12,987,846	$ 2,862,066	$ (15,748,582)	$ 101,330

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

1. NATURE OF OPERATIONS AND ABILITY TO CONTINUE AS A GOING CONCERN

Iron Creek Capital Corp. (the "Company" or "Iron Creek") was incorporated on September 14, 2006, under the Business Corporations Act (Alberta) and continued into British Columbia on June 25, 2008. The Company's head office address is Suite 501 – 543 Granville Street, Vancouver, BC V6C 1X8, Canada. Iron Creek is a publicly traded company, listed on the TSX Venture Exchange under the trading symbol IRN. The Company's principal business activities are the acquisition and exploration of mineral properties in Chile.

In an effort to facilitate greater flexibility in pursuing its plans to advance its projects and to conclude any additional financings required by the Company, effective April 14, 2014, the Company completed a share consolidation on a basis of seven pre-consolidation shares for one post-consolidation share (Notes 7 and 14). On the share consolidation date, the number of pre-consolidation common shares was 53,286,239. The share consolidation resulted in the number of post-consolidation common shares of 7,612,321. As required by IAS 33, *Earnings per Share*, all references to share capital, common shares outstanding and per share amounts in these consolidated financial statements and the accompanying notes for time periods prior to the share consolidation have been restated to reflect the seven for one share consolidation.

These consolidated financial statements are prepared on a going concern basis, which assumes that the Company will be able to meet its obligations and continue its operations for its next fiscal year. Realization values may be substantially different from the carrying values shown and these consolidated financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. The Company's continuing operations and the ability of the Company to meet mineral property and other commitments are dependent upon the ability of the Company to continue to raise additional equity or debt financing and to find joint venture partners. At the date of these consolidated financial statements, the Company has not identified a known body of commercial grade mineral on any of its properties. At January 31, 2014, the Company has not achieved profitable operations and has accumulated losses since inception. Subsequent to the year-end in April 2014, the Company completed a financing for gross proceeds of $5,587,420 (Note 14). Management believes this is sufficient capital to fund its administrative and exploration expenditures for the next twelve months.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Statement of Compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

Basis of Measurement and Presentation

These consolidated financial statements have been prepared on a historical cost basis using the accrual basis of accounting except for cash flow information. These consolidated financial statements are presented in Canadian dollars ("CAD"), which is also the Company's functional currency.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Basis of Consolidation

These consolidated financial statements comprise the accounts of the parent company, and its subsidiaries, after the elimination of all material intercompany balances and transactions.

Subsidiaries

Subsidiaries are all entities over which the Company has exposure to variable returns from its involvement and has the ability to use power over the investee to affect its returns. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Company controls another entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Company until the date on which control ceases.

The accounts of subsidiaries are prepared for the same reporting period as the parent company, using consistent accounting policies. Inter-company transactions, balances and unrealized gains or losses on transactions are eliminated. The Company's principal operating subsidiaries are as follows:

Name	Principal Activity	Place of incorporation	Ownership %
Iron Creek Holdings (BVI) Ltd.	Holding company	British Virgin Islands	100%
Iron Creek Chile (BVI) Ltd.	Holding company	British Virgin Islands	100%
Iron Creek Mena (BVI) Ltd.	Holding company	British Virgin Islands	100%
Minera Mena Chile Limitada	Exploration company	Chile	100%
SCM Pampa Buenos Aires Ltda.	Exploration company	Chile	100%

Foreign Currency Translation

The functional currency is the currency of the primary economic environment in which the entity operates. The functional currency for the Company and its subsidiaries is the Canadian dollar. The functional currency determinations were conducted through an analysis of the consideration factors identified in IAS 21, The Effects of Changes in Foreign Exchange Rates.

Transactions in currencies other than the Canadian dollar are recorded at exchange rates prevailing on the dates of the transactions. At the end of each reporting period, the monetary assets and liabilities of the Company that are denominated in foreign currencies are translated at the rate of exchange at the reporting date while non-monetary assets and liabilities are translated at historical rates. Revenues and expenses are translated at the exchange rates approximating those in effect on the date of the transactions. Exchange gains and losses arising on translation are included in the statement of comprehensive loss.

Financial Instruments

Financial assets

The Company classifies its financial assets as loans and receivables. These assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are carried at cost less any provision for impairment. Individually significant receivables are considered for impairment when

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

they are past due or when other objective evidence is received that a specific counterparty will default. The Company has classified its cash and cash equivalents and receivables as loans and receivables.

Impairment of financial assets

All financial assets are subject to review for impairment at least at each reporting date. Financial assets are impaired when there is any objective evidence that a financial asset or a group of financial assets is impaired. For loans and receivables objective evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty;
- default or delinquency in interest or principal payments; or,
- it becoming probable that the borrower will enter bankruptcy or financial re-organization.

For certain categories of financial assets, such as receivables, assets that are assessed not to be impaired individually are subsequently assessed for impairment on a collective basis. The carrying amount of financial assets is reduced by the impairment loss directly for all financial assets with the exception of receivables, where the carrying amount is reduced through the use of an allowance account. When an amount receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognized in profit or loss.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

Financial liabilities

The Company classifies its financial liabilities as other financial liabilities. Other financial liabilities include accounts payable and accrued liabilities and due to related parties, all of which are recognized at amortized cost.

Property and Equipment

Property and equipment is recorded at cost and amortized over its estimated useful life using the following methods:

Field equipment	20% declining balance method
Furniture and equipment	20% declining balance method
Computer equipment	30% declining balance method
Vehicles	5 year straight line method
Leasehold improvements	8 year straight line method

Cost comprises the fair value of consideration given to acquire or construct an asset and includes the direct charges associated with bringing the asset to the location and condition necessary for putting it into use, along with the future cost of dismantling and removing the asset.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

When parts of equipment have different useful lives, they are accounted for as separate items (major components) of equipment. The cost of major overhauls of parts of equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company, and its cost can be measured reliably. The carrying amount of the replaced part is derecognized. The costs of the day-today servicing of equipment are recognized in profit or loss as incurred.

Exploration and Evaluation Assets

Upon acquiring legal title to explore, the acquisition of mineral property interests are initially measured at cost. Mineral property acquisition costs include the cash consideration and the fair market value of shares issued for mineral property interests pursuant to the terms of the relevant agreements.

Mineral property acquisition costs and development expenditures incurred subsequent to the determination of the feasibility of mining operations and approval of development by the Company are capitalised until the property to which they relate is placed into production, sold or allowed to lapse. These costs will be amortized over the estimated life of the mineral property following commencement of commercial production, or written off if the property is sold, allowed to lapse, or when an impairment of value has been determined to have occurred.

Exploration and evaluation costs incurred prior to determination of the feasibility of mining operations are expensed as incurred. Re-imbursements of current period exploration and evaluation costs are recognized as a recovery. Re-imbursements of previously expensed exploration and evaluation costs are recognized in profit or loss.

When there is little prospect of further work on a property being carried out by the Company or its partners, when a property is abandoned, or when the capitalized costs are no longer considered recoverable, the related property costs are written down to management's estimate of their net recoverable amount. The costs related to a property from which there is production, together with the costs of production equipment, will be depleted and amortized using the units-of-production method.

Investments in Associates

The Company accounts for its long-term investments in affiliated companies over which it has significant influence using the equity basis of accounting, whereby the investment is initially recorded at cost, adjusted to recognize the Company's share of earnings or losses and reduced by dividends received.

The Company assesses its equity investments for impairment if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the equity investment and that the event or events has an impact on the estimated future cash flow of the investment that can be reliably estimated.

Impairment of Long-lived Assets

A long-lived asset is tested for recoverability whenever events or changes in circumstances indicate that its carrying amount may not be recoverable. An impairment loss is recognized when the carrying amount of a long-lived asset, or a cash-generating unit, exceeds its recoverable amount. A cash-generating unit is the smallest identifiable group of long-lived assets at the lowest level for which identifiable cash flows are largely

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

independent of the cash flows of other assets and liabilities. Estimates of future cash flows used to test recoverability of a long-lived asset include only the future cash flows that are directly associated with, and that are expected to arise as a direct result of, its use and eventual disposition. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of the time value of money and the risks specific to the asset or cash-generating unit.

An impairment loss is reversed if there is an indication that there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

Restoration, Rehabilitation and Environmental Obligations

Restoration, rehabilitation and environmental obligations are recognized for the expected obligations related to the retirement of long-lived tangible assets that arise from the acquisition, construction, development or normal operation of such assets. A restoration, rehabilitation or environmental obligation is recognized in the period in which it is incurred and when a reasonable estimate of the fair value of the liability can be made with a corresponding cost recognized by increasing the carrying amount of the related long-lived asset. The restoration, rehabilitation or environmental cost is subsequently allocated in a rational and systematic method over the underlying asset's useful life. The initial fair value of the liability is accreted, by charges to operations, to its estimated future value. As at January 31, 2014 and 2013, the Company has no known restoration, rehabilitation or environmental obligations.

Share Capital

Common shares issued for non-monetary consideration are recorded at their fair value on the measurement date and classified as equity. The measurement date is defined as the earliest of the date at which the commitment for performance by the counterparty to earn the common shares is reached or the date at which the counterparty's performance is complete.

Transaction costs directly attributable to the issuance of common shares and share purchase options are recognized as a deduction from equity, net of any tax effects.

The proceeds from the issue of the units is allocated between common shares and share purchase warrants on a pro-rata basis based on the relative fair values as follows: the fair value of the common share is based on the market closing price on the date the units are issued and fair value of the share purchase warrants is determined using the Black-Scholes Option Pricing Model.

Loss per Share

The Company presents basic and diluted loss per share data for its common shares, calculated by dividing the loss attributable to equity shareholders of the Company by the weighted average number of common shares issued and outstanding during the period. Diluted loss per share is calculated by adjusting the loss attributable to equity shareholders and the weighted average number of common shares outstanding for the

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

effects of all potentially dilutive common shares. The calculation of diluted loss per share assumes that the proceeds to be received on the exercise of dilutive share options and warrants are used to repurchase common shares at the average market price during the period. Diluted loss per share does not adjust the loss attributable to common shareholders or the weighted average number of common shares outstanding when the effect is anti-dilutive.

Share-based Payments

The share option plan allows the Company's employees and consultants to acquire shares of the Company. The fair value of options granted is recognized as a share-based payment expense with a corresponding increase in equity. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee.

The fair value is measured at the grant date and each tranche is recognized on a graded-vesting basis over the period during which the options vest. The fair value of the options granted is measured using the Black-Scholes option pricing model taking into account the terms and conditions upon which the options were granted. At each financial position reporting date, the amount recognized as an expense is adjusted to reflect the actual number of share options that have vested.

Income Taxes

Income tax expense consists of current and deferred tax expense. Income tax expense is recognized in the statement of comprehensive loss. Current tax expense is the expected tax payable on the taxable income for the period, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous periods.

Deferred tax assets and liabilities are recognized for deferred tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using the enacted or substantively enacted tax rates expected to apply when the asset is realized or the liability settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that substantive enactment occurs.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a deferred tax asset will be recovered, the deferred tax asset is reduced.

Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segment, has been identified as the Chief Executive Officer.

Significant Accounting Judgments and Estimates

The preparation of consolidated financial statements in conformance with IFRS requires management to make estimates, judgments and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Critical Accounting Estimates

Critical accounting estimates are estimates and assumptions made by management that may result in a material adjustment to the carrying amount of assets and liabilities within the next financial year and include, but are not limited to, the following:

<u>Estimated useful lives of equipment</u>

The estimated useful lives of equipment, which is included in the consolidated statements of financial position, will impact the amount and timing of the related amortization included in profit or loss.

<u>Share-based compensation</u>

The fair value of stock options issued are subject to the limitations of the Black-Scholes option pricing model that incorporates market data and involves uncertainty in estimates used by management in the assumptions. Because the Black-Scholes option pricing model requires the input of highly subjective assumptions, including the volatility of share prices, changes in subjective input assumptions can materially affect the fair value estimate.

<u>Recovery of deferred tax assets</u>

The Company estimates the expected manner and timing of the realization or settlement of the carrying value of its assets and liabilities and applies the tax rates that are enacted or substantively enacted on the estimated dates of realization or settlement.

Critical Accounting Judgments

Information about critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements include, but are not limited to, the following:

<u>Functional currency</u>

The Company applied judgment in determining its functional currency and the functional currency of its subsidiaries. The functional currency was determined based on the currency in which funds are sourced and the degree of dependence on the parent company for financial support.

<u>Exploration and evaluation assets</u>

Management is required to make judgments on the status of each mineral property and the future plans with respect to finding commercial reserves. The nature of exploration and evaluation activity is such that only a few projects are ultimately successful and some assets are likely to become impaired in future periods.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Effective February 1, 2013, the following pronouncements came in to effect:

IFRS 10, *Consolidated Financial Statements*, ("IFRS 10") replaces the guidance on control and consolidation in IAS 27, *Consolidated and Separate Financial Statements*, and SIC-12, *Consolidation - Special Purpose Entities*. IFRS 10 requires consolidation of an investee only if the investor possesses power over the investee, has exposure to variable returns from its involvement with the investee and has the ability to use its power over the investee to affect its returns. Detailed guidance is provided on applying the definition of control. The accounting requirements for consolidation have remained largely consistent with IAS 27. The Company assessed its consolidation conclusions on February 1, 2013 and determined that the adoption of IFRS 10 did not result in any change in the consolidation status of any of its subsidiaries and investees.

IFRS 11, *Joint Arrangements,* ("IFRS 11") supersedes IAS 31, *Interests in Joint Ventures*, and requires joint arrangements to be classified either as joint operations or joint ventures depending on the contractual rights and obligations of each investor that jointly controls the arrangement. For joint operations, a company recognizes its share of assets, liabilities, revenues and expenses of the joint operation. An investment in a joint venture is accounted for using the equity method as set out in IAS 28 Investments in Associates and Joint Ventures (amended in 2011) ("IAS 28"). The Company has concluded that the adoption of IFRS 11 did not result in any changes because the Company does not have any interest in joint arrangements.

IFRS 12, *Disclosure of Interests in Other Entities*, ("IFRS 12") contains the disclosure requirements for entities that have interests in subsidiaries, joint arrangements (i.e. joint operations or joint ventures), associates and/or unconsolidated structured entities. Interests are widely defined as contractual and non-contractual involvement that exposes an entity to the variability of returns from the performance of the other entity. The required disclosures aim to provide information in order to enable users to evaluate the nature and the risks associated with, an entity's interest in other entities, and the effects of those interests on the entity's financial position, financial performance and cash flows. Given the nature of the Company's interest in other entities, the amendments did not have an impact on the Company's financial position or performance.

IFRS 13, *Fair Value Measurement,* ("IFRS 13") provides a single framework for measuring fair value. The measurement of the fair value of an asset or liability is based on assumptions that market participants would use when pricing the asset or liability under current market conditions, including assumptions about risk. The Company adopted IFRS 13 on February 1, 2013 on a prospective basis. The adoption of IFRS 13 did not require any adjustments to the valuation techniques used by the Company to measure fair value and did not result in any measurement adjustments as at February 1, 2013.

The Company has adopted the amendments to IAS 1, *Presentation of Financial Statements,* ("IAS 1"). These amendments required the Company to group other comprehensive income items by those that will be reclassified subsequently to profit or loss and those that will not be reclassified. These amendments did not result in any changes with respect to the Company's presentation of other comprehensive income or comprehensive income.

(Expressed in Canadian dollars)

3. EXPLORATION AND EVALUATION ASSETS

	January 31, 2014	January 31, 2013
Exploradora, Chile	$ -	$ 3,570
Las Pampas, Chile	851,722	851,722
Magallanes, Chile	12,888	12,888
T4, Chile	11,836	11,836
	$ 876,446	$ 880,016

Exploradora

The Company signed an option agreement with Anglo American Plc ("Anglo") in September 2011 to acquire a 100% interest in the Exploradora Property. Iron Creek met the first year expenditure commitment but could not meet the expenditure commitment for the second year due to financial constraints. The Company could not renegotiate the terms of the agreement with Anglo and wrote off the capitalized costs of $3,570 in the year ended January 31, 2014.

Las Pampas

As at January 31, 2014, the Company owns 100% of the Las Pampas Property, comprising the consolidated properties previously named Pampa Buenos Aires and Pampa Sur properties. Hochschild Mining PLC ("Hochschild") retains a 2% net smelter return ("NSR") on any and all future production from the Pampa Buenos Aires portion of the property (Note 5).

In July 2013, the Company signed a letter of intent (the "Letter") with a Chilean subsidiary of Kinross Gold Corporation ("Kinross") allowing Kinross to acquire up to a 75% interest in the Las Pampas property by completing certain exploration expenditures and/or project milestones, over a period of up to 9 years. Extensions to the Letter were signed between the Company and Kinross to allow time for appropriate due diligence and the completion of definitive agreements for registration in Chile. The definitive agreements were signed in April 2014.

Kinross will have the exclusive initial option, exercisable at its sole discretion, to earn an undivided 60% interest in the concessions by funding and incurring an aggregate of US$5 million in exploration expenditures over 4 years, including a minimum of US$500,000 in the first year.

After the exercise of the initial option, Kinross will have the exclusive additional option, exercisable at its sole discretion, to acquire an additional undivided 15% interest in the concessions (to 75% interest in total) by Funding and incurring an additional US$20 million in exploration expenditures over the 5 year period after the exercise of the initial option, or by completing a Canadian National Instrument 43-101 compliant bankable feasibility study with respect to the Concessions over the same time period.

3. EXPLORATION AND EVALUATION ASSETS (continued)

Kinross will be operator of the concessions during the option periods. Kinross may extend the additional option period by intervals of one year up to a maximum of 4 years by incurring a minimum of US$1 million in expenditures during each additional year. Kinross may also pay Iron Creek cash in lieu of expenditures during the Initial and additional option periods.

Magallanes

The Company owns 100% of the Magallanes Project which consists of certain exploration and exploitation concessions located in the Antofagasta region of northern Chile.

T4

The Company owns 100% of the T4 Property which consists of certain exploration concessions located in the Antofagasta region of northern Chile.

Victoria

The Company retains an uncapped 2% NSR royalty on the exploration property in northern Chile known as Victoria, currently owned and operated by a subsidiary of Hochschild. Victoria is a large property that was previously subject to a Joint Venture agreement between the Company and Hochschild (Note 5).

(Expressed in Canadian dollars)

4. EXPLORATION EXPENDITURES

During the year ended January 31, 2014, the Company incurred the following exploration expenditures, which were expensed as incurred:

	Exploradora	Magallanes	Las Pampas	T4	Regional	Total
Assays	$ -	$ -	$ 10,371	$ -	$ 5,674	$ 16,045
Geological fees	-	-	11,311	6,958	51,133	69,402
Legal and accounting	1,304	372	43,652	4,558	106,536	156,422
Office and administration	1,460	417	41,140	5,102	88,434	136,553
Property maintenance	1,208	1,208	220,529	9,668	73,272	305,885
Salaries and benefits	6,715	1,053	211,471	11,065	315,696	546,000
Travel	-	-	2,975	-	6,609	9,584
Total	$ 10,687	$ 3,050	$ 541,449	$ 37,351	$ 647,354	$ 1,239,891

During the year ended January 31, 2013, the Company incurred the following exploration expenditures, which were expensed as incurred:

	Victoria	Exploradora	Magallanes	Las Pampas	T4	Regional	Total
Assays	$ 78,241	$ 107,071	$ 10,699	$ 154,390	$ 20,362	$ 26,808	$ 397,571
Drilling	529,799	-	-	1,599	-	-	531,398
Field expense	301,554	-	-	245	-	-	301,799
Geological fees	412,708	72,298	78,602	106,736	18,660	146,899	835,903
Legal and accounting	31	-	-	-	-	67,707	67,738
Office and administration	10,225	38,506	20,727	47,434	13,446	30,541	160,879
Property maintenance	124,594	44,679	2,019	96,461	21,985	2,422	292,160
Salaries and benefits	-	125,598	92,619	216,021	60,452	177,144	671,834
Travel	78,236	5,899	8,029	8,549	2,231	10,659	113,603
Total	$ 1,535,388	$ 394,051	$ 212,695	$ 631,435	$ 137,136	$ 462,180	$ 3,372,885

5. HOCHSCHILD PROPERTY EXCHANGE

Pursuant to an agreement signed in September 2008 and amended in December 2009, the Company granted an option to Hochschild Mining PLC ("Hochschild") to acquire a 60% interest in the Company's Victoria Project in Chile. As of October 30, 2010, Hochschild had completed the required exploration expenditures and consequently had exercised the option. In February 2011, SCM Victoria Ltda. ("SCM Victoria") was formed to transfer the ownership of the Victoria Property into a separate entity. In December 2012, the Company declined to pay its share of a cash call for its portion of the expenses incurred between February 2011 and September 2012. As a result, the Company's interest in SCM Victoria was diluted by 6.12% to 33.88% and Hochschild's interest increased to 66.12%. As a result of the dilution of the Company's interest, the carrying cost for the Victoria Property was reduced by $1,400,789, $1,743,243 in debt to Hochschild was settled and an investment in associated company of $471,544 was recognized which resulted in a gain on dilution of subsidiary of $813,998 being credited to operations during the year ended January 31, 2013.

At January 31, 2013, the Company's 33.88% equity investment in SCM Victoria was $471,544. Iron Creek also held a 50% interest in SCM Pampa Buenos Aires Ltda. ("Pampa BA") whose main asset is the Pampas Buenos Aires Property (now forms part of the Las Pampas Property). Hochschild held the other 50% of Pampa BA. Effective April 8, 2013 (the "Effective Date"), the Company completed an exchange of property interests with Hochschild by acquiring the remaining 50% interest in Pampa BA in exchange for its 33.88% equity investment in SCM Victoria. In addition, both parties agreed to mutually exchange a 2% NSR royalty on the properties, so that Iron Creek retains a 2% NSR royalty on any and all future production from the Victoria Property, and Hochschild retains a 2% NSR royalty on any and all future production from the Pampa Buenos Aires Property. As at the Effective Date and January 31, 2014, the Company owns 100% of Pampa BA and holds a 2% NSR interest on the Victoria property.

From February 1, 2013 to April 8, 2013 the Company's portion of the loss in SCM Victoria was $nil, which maintained the Company's equity investment in SCM Victoria at $471,544. Also, at the Effective Date, the Company had an outstanding accounts payable balance to Hochschild of $505,163. As part of the exchange of property interests, no debts or obligations remain between the Company, Hochschild, SCM Victoria and SCM Pampa BA and as a result, the accounts payable balance to Hochschild was eliminated. As a result, the Company recognized a gain on exchange of property interests in the amount of $33,619 during the current year.

(Expressed in Canadian dollars)

6. PROPERTY AND EQUIPMENT

	Field equipment	Furniture and equipment	Computer equipment	Vehicles	Leasehold improvements	Total
Cost						
As at January 31, 2012	$ 102,905	$ 24,514	$ 18,626	$ 25,958	$ 44,899	$ 216,902
Additions	-	-	3,212	-	-	3,212
Reductions	-	-	-	-	(15,282)	(15,282)
As at January 31, 2013	102,905	24,514	21,838	25,958	29,617	204,832
Additions	-	-	-	-	-	-
Reductions	-	-	-	-	-	-
As at January 31, 2014	102,905	24,514	21,838	25,958	29,617	204,832
Accumulated Amortization						
As at January 31, 2012	23,164	2,451	3,317	3,894	6,077	38,903
Additions	15,948	4,413	5,074	5,192	11,791	42,418
Reductions	-	-	-	-	(2,238)	(2,238)
As at January 31, 2013	39,112	6,864	8,391	9,086	15,630	79,083
Additions	12,760	3,532	4,033	5,192	9,872	35,389
Reductions	-	-	-	-	-	-
As at January 31, 2014	51,872	10,396	12,424	14,278	25,502	114,472
Net Book Value						
As at January 31, 2013	$ 63,793	$ 17,650	$ 13,447	$ 16,872	$ 13,987	$ 125,749
As at January 31, 2014	$ 51,033	$ 14,118	$ 9,414	$ 11,680	$ 4,115	$ 90,360

7. EQUITY

Authorized

As at January 31, 2014, the authorized share capital of the Company was an unlimited number of common shares and preferred shares without par value.

Share Capital

Effective April 14, 2014, the Company completed the consolidation of its issued and outstanding common shares on the basis of seven pre-consolidation common shares for one post-consolidation common share. As required by IAS 33, *Earnings per Share*, all information with respect to the number of common shares and issuance prices is presented on a post-consolidation basis.

For the year ended January 31, 2014

- The Company completed a non-brokered private placement with the issuance of 2,381,905 units, on a post-consolidation basis, at $0.42 per unit for gross proceeds of $1,000,400. Each unit was composed of one common share and one-half of one common share purchase warrant or 1,190,953 warrants in total. Each warrant entitles the holder to purchase an additional share at $0.70 per share until June 10, 2015.

7. EQUITY (continued)

The Company issued 24,857 units and 12,428 share purchase warrants as finders' fees. The finders' units consisted of one common share and one-half of one common share purchase warrant. Each share purchase warrant entitles the finder to purchase an additional share at $0.70 per share until June 10, 2015. The Company also incurred $7,136 of share issuance costs paid in cash. The Company valued the finders' units at $0.42 per unit for total value of $10,440. The Company valued the finders' warrants at $3,120 using the Black-Scholes pricing model.

The gross proceeds of the private placement was allocated using the relative fair value method resulting in $852,422 recorded as share capital and $147,978 recorded as share-based payments reserve. The finders' units also have been allocated using the relative fair value method resulting in $8,896 recorded as share capital and $1,544 recorded as share-based payments reserve. The fair values of each warrant issued in the private placement, the warrants issued as part of finders' units and the finders' warrants issued were estimated as of the date of the issuance using the Black-Scholes pricing model with the following assumptions: risk-free interest rate of 1.2%, dividend yield of 0%, volatility of 98% and an expected life of two years.

For the year ended January 31, 2013

- The Company issued 5,144 common shares on the exercise of 5,144 share purchase warrants for aggregate proceeds of $10,800. The Company reallocated the fair value of these share purchase warrants previously recorded in the amount of $2,405 from share-based payments reserve to share capital.

Stock Options

The Company has a formal stock option plan that was ratified and approved by the shareholders of the Company and accepted by the TSX Venture ("TSX-V") in fiscal 2014 (the "Plan"). The Plan allows the Board of Directors to grant incentive stock options of up to 10% of its outstanding shares to officers, directors, employees and consultants. The exercise price of each option is to be not less than the closing market price of the Company's stock on the trading day prior to the date of grant. The vesting terms are determined at the time of the option grant. Options granted to investor relations personnel vest in accordance with TSX-V regulations. The options are granted for a maximum term of five years.

(Expressed in Canadian dollars)

7. EQUITY (continued)

The changes in stock options outstanding are as follows:

	Number of Options	Weighted Average Exercise Price
Balance as at January 31, 2012 (pre-consolidation)	1,885,000	$ 0.42
Balance as at January 31, 2012 (post-consolidation)	269,286	$ 2.94
Cancelled	(10,714)	(2.47)
Balance as at January 31, 2013	258,572	2.94
Expired	(159,286)	(3.03)
Balance as at January 31, 2014	99,286	$ 2.76
Exercisable as at January 31, 2014	99,286	$ 2.76

The following table summarizes the stock options outstanding and exercisable at January 31, 2014:

Date Granted	Expiry Date	Exercise Price	Number Outstanding	Number Exercisable
July 5, 2010	July 4, 2015	$ 2.31	71,429	71,429
September 24, 2010	September 23, 2015	3.92	27,857	27,857
Total			99,286	99,286

The weighted average remaining life of the stock options exercisable is 1.48 years.

(Expressed in Canadian dollars)

7. EQUITY (continued)

Share Purchase Warrants

The changes in share purchase warrants outstanding are as follows:

	Number of Warrants	Weighted Average Exercise Price
Balance as at January 31, 2012 (pre-consolidation)	12,822,590	$ 0.67
Balance as at January 31, 2012 (post-consolidation)	1,831,799	$ 4.69
Exercised	(5,144)	(2.10)
Expired	(1,152,934)	(5.46)
Balance as at January 31, 2013	673,721	3.85
Issued	1,228,238	0.70
Expired	(673,721)	(3.85)
Balance as at January 31, 2014	1,228,238	$ 0.70

The following table summarizes the share purchase warrants outstanding and exercisable at January 31, 2014:

Date Issued	Expiry Date	Exercise Price	Number Outstanding
June 10, 2013	June 10, 2015	$ 0.70	1,228,238
Total		$ 0.70	1,228,238

The weighted average remaining life of the share purchase warrants outstanding and exercisable is 1.36 years.

Share-based Payments

During the year ended January 31, 2014, the Company recorded share-based payments of $2,603 (2013 - $9,985), which represents the fair value of options previously granted and accrued during the year with the offsetting amount credited to share-based payments reserve. During the years ended January 31, 2014 and 2013, the Company did not grant any stock options.

(Expressed in Canadian dollars)

8. RELATED PARTY TRANSACTIONS AND BALANCES

The Company entered into a number of transactions with key management personnel. The aggregate value of these transactions and outstanding balances are as follows:

	Year ended January 31, 2014	Year ended January 31, 2013
Management		
Management fees	$ 252,393	$ 71,821
Salaries and benefits	182,375	253,000
Share-based payments	2,603	9,985
Directors		
Consulting fees	74,579	71,921
	$ 511,950	$ 406,727

Amounts due to related parties as of January 31, 2014 and January 31, 2013 are as follows:

Related party liabilities	Items or services	January 31, 2014	January 31, 2013
Seabord Services Corp.	Management fees and advances	$ 229,811	$ -
Various directors	Consulting fees and advances	336,505	12,000
President	Salaries and benefits	90,000	-
		$ 656,316	$ 12,000

Seabord Services Corp. ("Seabord") is a management services company controlled by the Chief Executive Officer ("CEO") of the Company. Seabord provides a Chief Financial Officer ("CFO"), a Corporate Secretary, accounting and administration staff, and office space to the Company. The CFO and Corporate Secretary are employees of Seabord and are not paid directly by the Company. A company controlled by the CEO charges Iron Creek management fees for his services.

During the year ended January 31, 2014, Seabord advanced $131,045 and directors advanced $229,205 to the Company in order to provide additional cash resources. These advances are included in the table above regarding related party liabilities. The advances were non-interest bearing and had no fixed terms of repayment.

9. SEGMENTED INFORMATION

The Company operates in a single reportable operating segment, being the acquisition and exploration of mineral properties. Exploration and evaluation assets, exploration expenditures and property and equipment are located in Chile and substantially all of the Company's other assets and expenditures are located and incurred in Canada.

10. FINANCIAL AND CAPITAL RISK MANAGEMENT

Financial Risk Management

The Company's financial instruments are exposed to certain financial risks, which include currency risk, credit risk, liquidity risk and interest rate risk.

Credit Risk

Credit risk arises from cash as well as credit exposures to counterparties of outstanding receivables and committed transactions. There is no significant concentration of credit risk other than cash deposits. The Company's cash deposits are primarily held with a Canadian chartered bank.

Liquidity Risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities and the ability to pay obligations as they fall due. Financial liabilities, at January 31, 2014, included $227,738 of accounts payable and accrued liabilities, and $656,316 of amounts due to related parties. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Currency Risk

The Company is exposed to the financial risk related to the fluctuation of foreign exchange rates. The Company operates in Canada and Chile and a portion of the Company's expenses are incurred in U.S. dollars and Chilean pesos. A significant change in the currency exchange rates between the Canadian dollar relative to the U.S. dollar and Chilean peso could have an effect on the Company's results of operations, financial position or cash flows. The Company has not hedged its exposure to currency fluctuations. As at January 31, 2014, the Company is exposed to currency risk through the following assets and liabilities denominated in U.S. dollars and Chilean pesos:

	U.S. Dollars	Chilean Pesos	**Total**
Cash	$ 125	$ 464,666	
Accounts payable and accrued liabilities	(96,000)	(84,744,891)	
Net exposure	(95,875)	(84,280,225)	
Canadian dollar equivalent	$ (107,159)	$ (172,092)	$ (279,251)

(Expressed in Canadian dollars)

10. FINANCIAL AND CAPITAL RISK MANAGEMENT (continued)

Based on the above net exposures and assuming that all other variables remain constant, a 10% depreciation or appreciation of the Canadian dollar against the U.S. dollar and Chilean peso would result in an increase/decrease of approximately $28,000 in the Company's pre-tax earnings (loss).

Interest Rate Risk

When the Company has sufficient cash it is invested in term deposits which can be reinvested without penalty after thirty days should interest rates rise. As at January 31, 2014 and 2013, the Company did not have any interest-bearing loans. Accordingly, the Company does not have significant interest rate risk.

Management of Capital

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the exploration of its mineral properties. Iron Creek relies mainly on equity issuances to raise new capital and on entering into joint venture agreements on certain properties which enables it to conserve capital and to reduce risk. In the management of capital, the Company includes the components of shareholders' equity as well as cash. The Company prepares annual estimates of exploration and administrative expenditures and monitors actual expenditures compared to the estimates to ensure that there is sufficient capital on hand to meet ongoing obligations. The Company's investment policy is to invest its cash in savings accounts or highly liquid short-term deposits with terms of one year or less and which can be liquidated after thirty days without interest penalty.

11. FINANCIAL INSTRUMENTS BY CATEGORY

Fair Values

The Company's financial instruments consist of cash, receivables, accounts payable and accrued liabilities and due to related parties. The Company recognizes cash at fair value with subsequent measurement depending on classification as described below. Classification of financial instruments depends on the purpose for which the financial instruments were acquired or issued, their characteristics, and the Company's designation of such instruments. As at January 31, 2014 and 2013, the Company has made the following classifications for its financial instruments:

As at January 31, 2014	Loans and receivables	Other financial liabilities	**Total**
Cash	$ 1,090	$ -	$ 1,090
Receivables	3,765	-	3,765
Accounts payable and accrued liabilities	-	(227,738)	(227,738)
Due to related parties	-	(656,316)	(656,316)
	$ 4,855	$ (884,054)	$ (879,199)

(Expressed in Canadian dollars)

11. FINANCIAL INSTRUMENTS BY CATEGORY (continued)

As at January 31, 2013	Loans and Receivables	Other financial liabilities	Total
Cash	$ 146,442	$ -	$ 146,442
Receivables	10,107	-	10,107
Accounts payable and accrued liabilities	-	(618,302)	(618,302)
Due to related parties	-	(12,000)	(12,000)
	$ 156,549	$ (630,302)	$ (473,753)

Financial instruments measured at fair value on the statement of financial position are summarized into the following fair value hierarchy levels:

a) Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
b) Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
c) Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Financial instruments which are measured using the fair value hierarchy are as follows:

Financial assets	Level 1	Level 2	Level 3	Total
Cash	$ 1,090	$ -	$ -	$ 1,090

The carrying values of receivables, accounts payable and accrued liabilities, and due to related parties approximate their fair value because of the short-term nature of these instruments.

12. SUPPLEMENTARY CASH FLOW INFORMATION

During the year ended January 31, 2014, the Company issued 12,428 share purchase warrants valued at $1,544 and 24,857 share purchase warrants valued at $3,021 as part of private placement finders' fees. Both values are recorded as share-based payments reserve.

During the year ended January 31, 2013, the Company reallocated $2,405 from share-based payments reserve to share capital for the fair value of share purchase warrants exercised.

(Expressed in Canadian dollars)

13. INCOME TAXES

A reconciliation of income taxes at statutory rates is as follows:

	2014	2013
Loss for the year before income taxes	$ (1,990,679)	$ (3,469,549)
Expected income tax expense (recovery)	(514,000)	(872,000)
Permanent difference and other	(136,000)	471,000
Effect of lower tax rates in foreign jurisdictions	43,000	275,000
Changes in unrecognized deductible temporary difference	607,000	126,000
	$ -	$ -

Significant components of the Company's unrecorded deferred tax assets are as follows:

	2014	2013
Deferred tax assets:		
Exploration and evaluation assets	$ 1,656,000	$ 1,100,000
Share issue costs and other	48,000	81,000
Non-capital losses available for future periods	1,525,000	1,441,000
Unused deferred tax assets	$ 3,229,000	$ 2,622,000

The significant components of the Company's unrecognized temporary differences are as follows:

	2014	Expiry date
Temporary differences:		
Exploration and evaluation assets	$ 8,282,000	No expiry
Share issue costs	178,000	2034 to 2038
Non-capital losses available for future periods in Canada	4,253,000	2027 to 2034
Non-capital losses available for future periods in Chile	2,096,000	No expiry

	2013	Expiry date
Temporary differences:		
Exploration and evaluation assets	$ 5,500,000	No expiry
Share issue costs	308,000	2034 to 2036
Non-capital losses available for future periods in Canada	3,368,000	2027 to 2033
Non-capital losses available for future periods in Chile	2,995,000	No expiry

Tax attributes are subject to review and potential adjustments by tax authorities.

14. EVENTS AFTER THE REPORTING DATE

Share consolidation

Effective April 14, 2014 (the "Effective Date"), the Company completed a share consolidation on a basis of seven pre-consolidation shares for one post-consolidation share. On the Effective Date, the number of pre-consolidation common shares was 53,286,239. The share consolidation resulted in the number of post-consolidation common shares of 7,612,321. All outstanding stock options and share purchase warrants are adjusted retrospectively to reflect the share consolidation.

Non-brokered private placement

On April 17, 2014, the Company completed a non-brokered private placement with the issuance of 26,606,762 units at $0.21 per unit for gross proceeds of $5,587,420. Each unit consists of one post-consolidation common share and one non-transferable share purchase warrant. Each warrant will entitle the holder to purchase one additional share for a period of five years at $0.31 in the first three years and $0.42 in the last two years. Finders' fees were paid on a portion of the private placement. The finders' fees include 927,014 units and non-transferable broker warrants to purchase 927,014 shares. The broker warrants have the same terms as the warrants above.

Purchase of exploration properties

In May 2014 the Company signed a binding Letter of Intent (the "Agreement") with Minera Fuego Limitada, ("Fuego"), a privately owned Chilean exploration company, whereby Iron Creek will acquire a 100% interest in five properties (the "Concessions") prospective for gold, silver and copper, located in northern Chile. The purchase is subject to the completion of a satisfactory due diligence review by the Company, and is intended to be completed within 60 days from the signing of the Agreement. In consideration for the Concessions, the Company will grant to Fuego a 2% net smelter royalty on precious metals and a 1% net smelter royalty on base metals mined from the Concessions (the "NSR Royalties") and, subject to regulatory approval, issue to Fuego and its nominees or assigns, 3,479,464 common shares, which shall represent 9.9% of the issued and outstanding share capital of the Company. The Company shall issue, subject to regulatory approval, a further one million common shares to Fuego upon completion by the Company of its first feasibility study regarding a project to be developed on any of the Concessions. The Company shall have the right to acquire 50% of each of the NSR Royalties on each property in consideration of a cash payment to Fuego of US$5.0 million, on a property by property basis.