ANNUAL INFORMATION FORM

For the Year Ended December 31, 2013

March 28, 2014

TABLE OF CONTENTS

DEFINITIONS

In this Annual Information Form all units are SI metric unless otherwise noted. Abbreviations are as defined below unless the context otherwise indicates:

Ag means silver.

AIF means this Annual Information Form.

Au means gold.

CIM means the Canadian Institute of Mining, Metallurgy and Petroleum.

Cu means copper.

Deprominsa means Desarollo de Prospectos Mineros S.A., a 100% owned subsidiary of the Corporation.

g/t means grams per tonne.

ha means hectare.

JOGMEC means Japan Oil, Gas and Metals National Corporation.

km means kilometer.

NGEx or the **Corporation** means NGEx Resources Inc., including its subsidiaries.

m means metre.

MD&A means Management's Discussion and Analysis of results of operations and financial condition of the Corporation for the fiscal year ended December 31, 2013, dated March 28, 2014.

MFDO means Minera Frontera del Oro SPA, a 100% owned subsidiary of the Corporation.

National Instrument 43-101 or **NI 43-101** means National Instrument 43-101 "Standards of Disclosure for Mineral Projects" adopted by the Canadian Securities Administrators.

Oz means ounces.

Pan Pacific Copper or PPC means Pan Pacific Copper Co., Ltd.

PPC JEA means the joint exploration agreement made as of February 1, 2008 among JOGMEC, Suramina, Frontera Holdings (Bermuda) II Ltd., Deprominsa, and MFDO that covers the Los Helados Project (as defined herein) and the Filo del Sol Project (as defined herein) and consent, novation and agreement to be bound made as of September 7, 2012, among JOGMEC, Suramina, Frontera Holdings (Bermuda) II Ltd., Deprominsa, MFDO and Pan Pacific Copper, with effect as at September 7, 2012, pursuant to which Pan Pacific Copper assumed JOGMEC's rights and responsibilities under the joint exploration agreement as though it were a party to the joint exploration agreement in substitution for JOGMEC.

QA/QC means quality assurance / quality control.

Qualified Person means a qualified person within the meaning of National Instrument 43-101.

SEDAR means the System for Electronic Document Analysis and Retrieval.

SI means International System of Units.

Suramina means Suramina Resources Inc., a wholly-owned subsidiary of the Corporation.

Teck means Teck Resources Limited.

TSX means the Toronto Stock Exchange.

US$ means United States dollars.

CAUTIONARY NOTE TO U.S. READERS CONCERNING MINERAL RESERVE AND RESOURCE ESTIMATES

*Information concerning the properties and operations of NGEx Resources Inc. ("**NGEx**" or the "**Corporation**") has been prepared in accordance with Canadian standards under applicable Canadian securities laws, and may not be comparable to similar information for United States companies. The terms "Mineral Resource", "Measured Mineral Resource", "Indicated Mineral Resource" and "Inferred Mineral Resource" are Canadian mining terms as defined in accordance with National Instrument 43-101 Standards of Disclosure for Mineral Projects ("**NI 43-101**") and the Canadian Institute of Mining, Metallurgy and Petroleum ("**CIM**") as the CIM Definition Standards on Mineral Resources and Mineral Reserves adopted and updated by the CIM Council, on November 14, 2004 and November 27, 2010. While the terms "Mineral Resource", "Measured Mineral Resource", "Indicated Mineral Resource" and "Inferred Mineral Resource" are recognized and required by Canadian regulations, they are not defined terms under standards of the United States Securities and Exchange Commission. Under United States standards, mineralization may not be classified as a "reserve" unless the determination has been made that the mineralization could be economically and legally produced or extracted at the time the reserve calculation is made. As such, certain information contained in this AIF concerning descriptions of mineralization and resources under Canadian standards is not comparable to similar information made public by United States companies subject to the reporting and disclosure requirements of the United States Securities and Exchange Commission. An "Inferred Mineral Resource" has a great amount of uncertainty as to its existence and as to its economic and legal feasibility. It cannot be assumed that all or any part of an "Inferred Mineral Resource" will ever be upgraded to a higher category. Under Canadian rules, estimates of Inferred Mineral Resources may not form the basis of feasibility or pre-feasibility studies except in rare cases. Readers are cautioned not to assume that all or any part of Measured or Indicated Mineral Resources will ever be converted into Mineral Reserves. Readers are also cautioned not to assume that all or any part of an "Inferred Mineral Resource" exists, or is economically or legally mineable. In addition, the definitions of "Proven Mineral Reserves" and "Probable Mineral Reserves" under CIM standards differ in certain respects from the standards of the United States Securities and Exchange Commission. Accordingly, information concerning mineral deposits set forth herein may not be comparable with information made public by companies that report in accordance with United States standards.*

CAUTIONARY NOTE REGARDING FORWARD-LOOKING INFORMATION

*This Annual Information Form ("**AIF**") and documents incorporated by reference herein contain "forward-looking information" within the meaning of applicable Canadian securities legislation. All statements, other than statements of historical fact, are forward-looking information. Forward-looking information includes, but is not limited to, statements with respect to the estimation of commodity prices, Mineral Resources, potential development scenarios, potential production rates, costs and timing of the development of new deposits, the success of exploration activities, permitting time lines, currency exchange rate fluctuations, requirements for additional capital, government regulation of mining activities, environmental risks, unanticipated reclamation expenses, title disputes or claims and limitations on insurance coverage. Generally, forward-looking information can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "might" "potentially" or "will be taken", "occur" or "be achieved" or has the potential to. Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Corporation to be materially different from those expressed or implied by such forward-looking information including, but not limited to, risks and uncertainties relating to, among other things, changes in commodity prices, currency fluctuation, financing, unanticipated variations in resource grades or tonnages, infrastructure, results of exploration activities, cost overruns, availability of materials and equipment, timeliness of government approvals, taxation, political risk and related economic risk and unanticipated environmental impact on operations and other risks and uncertainties described under "Risks Factors" in this AIF and in the Management's Discussion and Analysis for the year ended December 31, 2013, available under the Corporation's profile at www.sedar.com. as well as the following: global financial conditions; the market price of the Corporation's securities; volatility in market prices for copper and gold; ability to access capital; changes in foreign currency exchange rates and interest rates; liabilities inherent in* *exploration and development operations; uncertainties associated with estimating Mineral Resources and production; uncertainty as to reclamation and decommissioning liabilities; failure to obtain industry partner and other third party consents and approvals when required; delays in obtaining permits and licenses for development properties; competition for, among other things, capital, acquisitions of mineral reserves, undeveloped lands and skilled personnel; public resistance to mining; mining industry competition and international trade restrictions; incorrect assessments of the value of acquisitions; property title risk; geological, technical and processing problems; the ability of the Corporation to meet its obligations to its creditors; actions taken by regulatory authorities with respect to mining activities; the potential influence of or reliance upon its business partners, and the adequacy of insurance coverage. Accordingly, readers should not place undue reliance on forward looking statements. These factors are not, and should not be construed as being, exhaustive. Statements relating to "mineral resources" are deemed to be forward looking information, as they involve the implied assessment, based on certain estimates and assumptions that the mineral resources described can be profitably produced in the future. Although the Corporation has attempted to identify important factors that would cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated, or intended. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. All of the forward-looking information contained in this document is qualified by these cautionary statements. Readers should not place undue reliance on forward-looking information. The Corporation expressly disclaims any intention or obligation to update or revise any forward-looking information whether as a result of new information, events or otherwise, except in accordance with applicable securities laws.*

The financial information in this AIF is taken from the Corporation's audited consolidated financial statements for the year ended December 31, 2013. Readers are cautioned to refer to such financial statements for complete information, as the information in this AIF has been selectively drawn from the financial statements and is not complete.

ITEM 1 INTRODUCTION

1.1. Date of Information

This AIF is dated March 28, 2014. Unless otherwise indicated, all information in this AIF is as of December 31, 2013. References herein to the "Corporation" may include, collectively or individually, one or more of the direct or indirect subsidiaries of NGEx and its predecessor companies.

1.2. Currency

The Corporation reports its financial results and prepares its financial statements in Canadian dollars. All currency amounts in this AIF are expressed in Canadian dollars, unless otherwise indicated. The closing exchange rates for one Canadian dollar in terms of the United States dollar, as quoted by the Bank of Canada, were:

	Year Ended December 31		
Bank of Canada Noon exchange rate for $/US$	**2011**	**2012**	**2013**
	US$0.9833	US$1.0051	US$0.9402

1.3. Accounting Policies and Financial Information

Financial information is presented in accordance with International Financial Reporting Standards ("**IFRS**") as issued by the International Accounting Standards Board. Unless otherwise indicated, financial information contained in this AIF is presented in accordance with IFRS.

1.4. Conversion Table

In this Annual Information Form, metric units may be used with respect to NGEx's various mineral properties. Conversion rates from imperial measures to metric units and from metric units to imperial measures are provided in the table set out below.

Imperial Measure	=	Metric Unit	Metric Unit	=	Imperial Measure
2.47 acres		1 hectare	0.4047 hectares		1 acre
3.28 feet		1 metre	0.3048 metres		1 foot
0.62 miles		1 kilometre	1.609 kilometres		1 mile
2.2 pounds		1 kilogram	0.454 kilograms		1 pound
0.032 ounces (troy)		1 gram	31.1 grams		1 ounce (troy)
2,204.60 pounds		1 tonne	1 tonne		2,204.60 pounds

1.5. Classification of Mineral Resources

In this AIF, the terms "Mineral Resource", "Indicated Mineral Resource" and "Inferred Mineral Resource" have the meanings ascribed to those terms by the CIM, as the CIM Definition Standards on Mineral Resources and Mineral Reserves adopted by CIM Council, as amended.

1.6. QUALIFIED PERSONS

The disclosure of scientific and technical information regarding the Corporation's properties in this AIF was prepared or reviewed by Bob Carmichael, P. Geo., the Corporation's Vice President, Exploration, and Anthony George P.Eng., a mining engineer and manager of the Corporation's conceptual engineering studies. Each of Mr. Carmichael and Mr. George are Qualified Persons in accordance with the requirements of NI 43-101.

ITEM 2 CORPORATE STRUCTURE

2.1. Name, Address and Incorporation

The Corporation was originally incorporated under the Company Act (British Columbia) on February 3, 1983 under the name Curator Resources Ltd. as having an authorized capital consisting of 300,000,000 shares divided into (a) 100,000,000 common shares without par value, (b) 100,000,000 Class "A" Preference shares with a par value of $10.00 each, and (c) 100,000,000 Class "B" Preference shares with a par value of $50.00 each.

Effective October 8, 1985, the issued and authorized common shares of the Corporation were consolidated on a three-for-one basis, the name was changed from Curator Resources Ltd. to International Curator Resources Ltd., and the authorized capital of the Corporation was increased from 33,333,333-1/3 post-consolidation common shares to 100,000,000 common shares. Effective May 2, 2000, the authorized capital of the Corporation was increased by the creation of 50,000,000 additional common shares without par value.

Effective December 23, 2003, the issued and authorized capital of the Corporation was increased to include 500,000,000 common shares and then altered by consolidating all of the 500,000,000 common shares on a five-for-one basis; the name of the Corporation was changed from International Curator Resources Ltd. to Canadian Gold Hunter Corp.

The Corporation was continued under the *Canada Business Corporations Act* ("**CBCA**") on August 20, 2004 with an authorized capital comprised of an unlimited number of common shares.

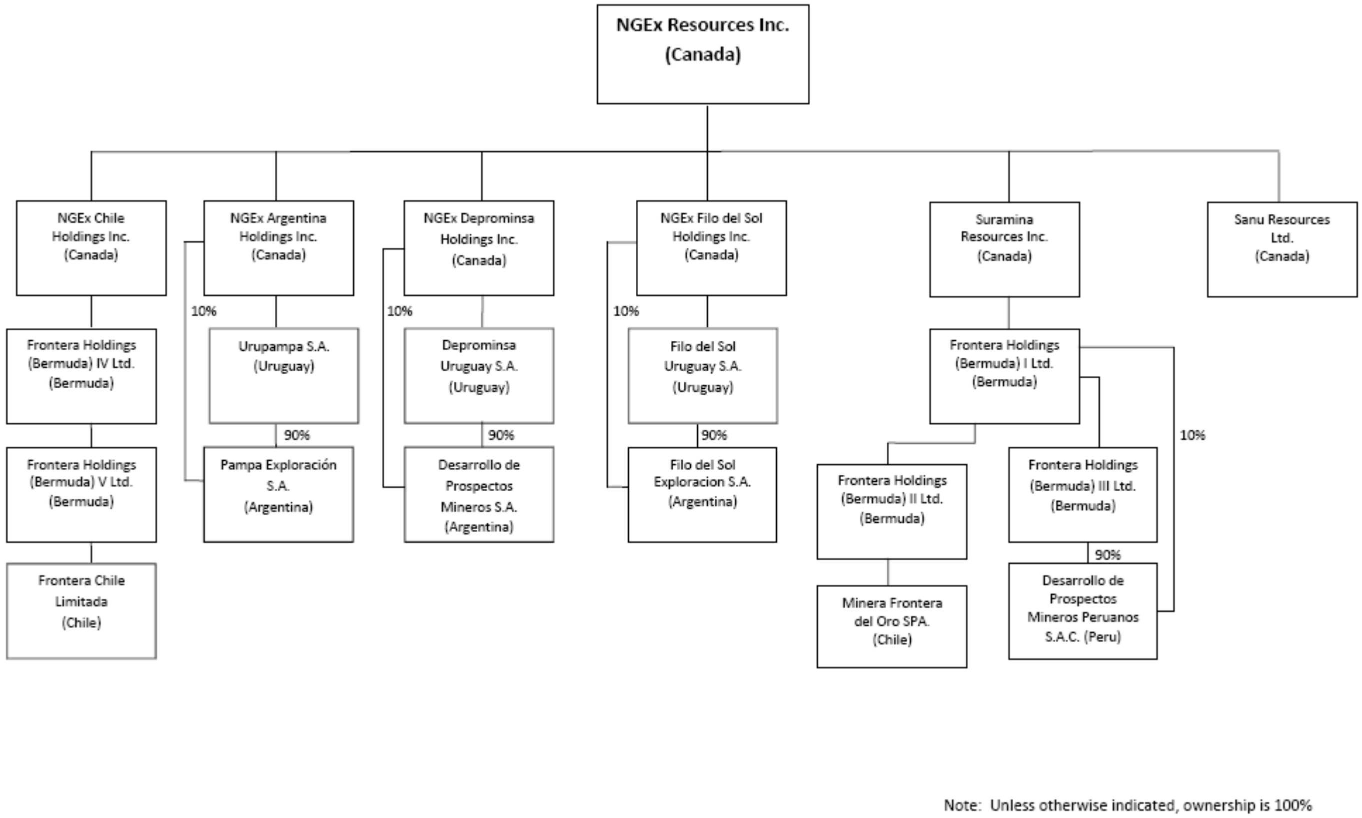
Effective April 17, 2009, the Corporation acquired all of the issued and outstanding common shares of Suramina Resources Inc. ("**Suramina**") by way of Plan of Arrangement under the CBCA, following which Suramina became a wholly-owned subsidiary of the Corporation. Effective August 20, 2009, the Corporation acquired all of the issued and outstanding common shares of Sanu Resources Ltd. ("**Sanu**") by way of Plan of Arrangement under the CBCA, following which Sanu became a wholly-owned subsidiary of the Corporation. On September 15, 2009, following completion of the arrangements with Suramina and Sanu, the Corporation changed its name to "NGEx Resources Inc."

On April 30, 2013, the board of directors approved certain amendments to the Corporation's By-Law No. 1 to add an advance notice requirement for nominations of directors by shareholders in certain circumstances. The amendment of the By-Law No. 1 was confirmed by the shareholders at the annual and special meeting of the shareholders held on June 19, 2013. Among other things, the advance notice provisions fixes a deadline by which holders of record of common shares of the Corporation must submit director nominations to the Corporation prior to any annual or special meeting of shareholders and sets forth the information that a shareholder must include in the notice to the Corporation for the nomination notice to be in proper written form. In the case of an annual meeting of shareholders, notice to the Corporation must be provided not less than 40 days nor more than 65 days prior to the date of the annual meeting. In the case of a special meeting of shareholders (which is not also an annual meeting) called for the purpose of electing directors (whether or not called for other purposes), notice to the Corporation must be provided not later than the close of business on the 15th day following the day on which the first public announcement of the date of the special meeting of shareholder was made.

The Corporation's registered and records office is located at Suite 2200, 885 West Georgia Street, Vancouver, British Columbia, V6C 3E8. The Corporation's head office is located at Suite 2000, 885 West Georgia Street, Vancouver, British Columbia, V6C 3E8.

2.2. Intercorporate Relationships

A significant portion of the Corporation's business is carried on through its various subsidiaries. The following chart illustrates, as at December 31, 2013, the Corporation's significant subsidiaries, including their respective jurisdiction of incorporation and the percentage of voting securities in each that are held by the Corporation either directly or indirectly:



ITEM 3 GENERAL DEVELOPMENT OF THE BUSINESS

The Corporation is principally engaged in the acquisition, exploration and development of precious and base metals properties located in South and North America.

3.1. Three Year History

2011

a) On March 25, 2011, the Corporation entered into an option agreement with Compania Minera Tamberias SCM whereby the Corporation can earn a 100% interest in the Tamberias property located adjacent to the Filo del Sol Project in Region 3, Chile (see "Item 4.4.4 - Other Chilean Properties" for further details).

b) Exploration drilling at the Corporation's Josemaría copper-gold porphyry project located in San Juan Province, Argentina (the "**Josemaria Project**") and Los Helados copper-gold porphyry project located in Region 3, Chile (the "**Los Helados Project**") continued during the first and second quarters of 2011 and the Corporation announced positive drill results from the Los Helados Project, confirming Los Helados as a significant new copper and gold discovery.

c) In July, 2011, the Corporation's subsidiary, Desarollo de Prospectos Mineros S.A. ("**Deprominsa**"), signed an addendum (the "**Papagallos Addendum**") with Minera Agaucu S.A. ("**Agaucu**") to an exploration agreement with a purchase option dated January 21, 2005 (the "**Papagallos Agreement**") in connection with the area called Papagallos, Province of Mendoza, Argentina, and pursuant to which, among other things, (i) certain additional properties were added to the Papagallos Agreement; (ii) Deprominsa agreed to pay to Agaucu a new total aggregate amount of US$2,000,000 in stages by January 5, 2016, (iii) upon the total payment by Deprominsa of US$2,000,000 to Agaucu and an investment of US$200,000, Deprominsa shall be deemed to have acquired 100% of the property, whereupon Deprominsa shall pay to Agaucu an additional amount of US$3,000,000; (iv) on the start of production, a net smelter return of 1.5% is payable to Agaucu; and (v) Deprominsa may sell, assign or transfer up to 40% of its rights to third parties.

d) On September 1, 2011, the Corporation appointed Mr. Robert Carmichael as Vice President, Exploration.

e) On September 29, 2011, the Corporation sold its wholly-owned subsidiary holding its Congo-Brazzaville projects to Africa Holdings (BVI) Ltd., a private company focused on African exploration projects, for $59,000 and the right to receive 40% of the proceeds of any subsequent direct or indirect sale of the Congo-Brazzaville projects if such sale occurs prior to the first anniversary of the sale to Africa Holdings (BVI) Ltd. (the "**Congo-Brazzaville Follow-on Rights**").

f) On October 28, 2011 the Corporation completed a non-brokered private placement of 9 million common shares of the Corporation at a price of $3.00 per common share for gross proceeds of $27 million. A 4% finder's fee was paid on a portion of the private placement.

2012

a) In January 2012, the Corporation and its wholly-owned subsidiary, Sanu, entered into a share purchase agreement (the "**Share Purchase Agreement**") with Namibian Copper NL ("**Namibian**"), pursuant to which Namibian would acquire certain exploration licenses in Eritrea including the Hambok deposit, a copper and zinc-bearing volcanic-associated massive sulfide (VMS) deposit held by the Corporation's indirect subsidiary, Sanu Resources, Inc. ("**Sanu Inc.**"). The Share Purchase Agreement was mutually terminated in July 2012 pursuant to the termination and mutual release agreement among the parties and whereby the Corporation paid Namibian $400,000 to cover the costs incurred by Namibian in connection with the Share Purchase Agreement.

b) On January 5, 2012, Deprominsa signed an addendum II (the "**Paramillos Addendum II**") with Minera del Oeste S.R.L. ("**MIDO**") to the amended earn-in agreement (the "**Paramillos Additional Agreement**") and exploration agreement with a purchase option dated March 17, 2005 (the "**Paramillos Agreement**") in connection with mining rights in the areas called Paramillos North and South, Province of Mendoza, Argentina, and pursuant to which, among other things, the payments, dates and amounts under the Paramillos Additional Agreement were amended as follows: Deprominsa shall pay to MIDO: US$180,000 by March 15, 2012 (paid); US$300,000 by June 28, 2012 (paid); US$300,000 by December 28, 2012 (paid); US$350,000 by June 28, 2013 (paid); and US$1,000,000 by December 28, 2013 to acquire 80% of the Paramillos North and South property; US$14,300,000 by March 17, 2015 to acquire the remaining 20% of the property. During 2013, Deprominsa suspended payments to MIDO until drilling permits are received for Paramillos North and South.

c) The Corporation entered into an agreement made effective April 3, 2012 whereby the Corporation and Candymin S.A. De C.V., a wholly owned indirect subsidiary of Goldgroup Mining Inc. ("**Goldgroup**"), agreed to terminate and extinguish the 1.5% net smelter return royalty in favour of the Corporation to be paid from the proceeds of commercial production, if any from Goldgroup's Caballo Blanco property located in State of Veracruz, Mexico, in the form of a net smelter return royalty agreement with the Corporation dated November 26, 2009, in consideration of $1,000,000 cash and 2,200,000 common shares of Goldgroup.

d) In October 2012, the Corporation completed the sale of its Hambok project located in Eritrea pursuant to an asset purchase agreement dated for reference July 31, 2012 with Bisha Mining Share Company ("**Bisha**"). Bisha agreed to purchase, and Sanu Inc. agreed to sell, all of Sanu Inc.'s right, title and interest in the Mogoraib River exploration license granted by the Ministry of Energy and Mines of Eritrea to Sanu Inc. including certain other assets related to the license. Pursuant to the asset purchase agreement, Bisha paid Sanu Inc. US$5,000,000 on closing and agreed to pay an additional cash consideration of US$7,500,000 within 10 business days of the commencement of commercial production from the Mogoraib exploration license.

e) On August 29, 2012 the Corporation relinquished and terminated the Congo-Brazzaville Follow-on Rights in exchange for 1,000,000 common shares of Corado Resources Corp., the parent of Africa Holding (BVI) Ltd. In September 2013, the shares were exchanged for 500,000 common shares of Legend Gold Corp. pursuant to a three-cornered amalgamation involving Legend Gold Corp., a wholly-owned subsidiary of Legend Gold Corp., and Corado Resources Corp.

f) During the third quarter of 2012, the Corporation (as to 60%) and JOGMEC (as to 40%) purchased from Guillermo Borchert Poblete and Judith Perla Billik Folatre, a group of internal claims called the "Odila and Los Helados claims" that lie within the Los Helados Project in consideration of the total aggregate payment of US$1,750,000 payable as to (i) US$100,000 on signing (paid) of the agreements, (ii) 9 payments of US$50,000 payable every six months for aggregate total of US$450,000 ($150,000 paid to the date hereof), and (iii) a final aggregate payment of US$1,200,000 payable 60 months after the signing of the agreements.

g) Effective September 7, 2012 the Corporation was advised by JOGMEC that JOGMEC had exercised its right under its joint exploration agreement, among the Corporation and certain of its subsidiaries and JOGMEC, to transfer its 40% interest to Pan Pacific Copper Co., Ltd. ("**Pan Pacific Copper**" or "**PPC**") which would assume JOGMEC's rights and responsibilities under the PPC JEA (as hereinafter defined). The Corporation remains as the operator of the project with a 60% interest.

h) On September 13, 2012, the Corporation fulfilled the last option payment and earned, subject to a 1% net smelter return, a 100% interest (the Corporation as to a 60% interest and Pan Pacific Copper as to a 40% interest) in the La Chola property.

i) On October 15, 2012 the Corporation announced both an initial Mineral Resource estimate and positive results from the initial metallurgical testwork program for its Los Helados Project. The Mineral Resource was estimated by Behre Dolbear International Ltd. and metallurgical testwork was completed by SGS Lakefield Research in Santiago, Chile.

2013

a) On January 4, 2013, the Corporation, through Deprominsa, entered into a purchase agreement (the "**Purchase Agreement**") among TNR Gold Corp. ("**TNR**"), Compania Minera Solitario Argentina S.A. ("**CMSA**"), and Compania Minera San Juan, S.A. ("**CMSJ**") (TNR, CMSA and CMSJ collectively, the "**Vendor**"), pursuant to which Deprominsa (as to 60%) and JOGMEC (as to 40%), purchased (subject to 7% of net profits) any and all of the Vendor's right, title and interest in and to the Arroyo Batidero property (the "**Batidero Property**") located in San Juan Province, Argentina and the Northern properties (the "**Northern Properties**") located in Argentina (the "**Purchased Assets**"). In consideration of the purchase, Deprominsa paid to the Vendor a cash payment of $300,000. Pursuant to the Purchase Agreement, Deprominsa entered into forms of royalty agreements respecting the Batidero Property and the Northern Properties (the "**Royalty Agreements**") with CMSA dated as of January 4, 2013 pursuant to which CMSA will be entitled to a cash royalty in respect of mineral products from the Batidero Property equal to 7% of net profits and a cash royalty in respect of mineral products from the Northern Properties equal to 7% of net profits (collectively, the "**Royalty**"). Pursuant to the Royalty Agreements, CMSA has agreed to grant to Deprominsa a right of first refusal in respect of CMSA's interest in and to the Royalty.

b) On January 10, 2013 the Corporation announced an increase in the Mineral Resource estimate and positive results from initial metallurgical test work for the Josemaría Project.

c) On January 29, 2013, the Corporation completed a non-brokered private placement of 10,000,000 common shares at a price of $3.40 per common share for gross proceeds of $34 million. A 4% finder's fee was paid on a portion of the private placement.

d) On April 30, 2013, the board of directors approved certain amendments to the Corporation's By-Law No. 1 to add an advance notice requirement for nominations of directors by shareholders in certain circumstances. The amendment of the By-Law No. 1 was confirmed by the shareholders at the annual and special meeting of the shareholders held on June 19, 2013.

e) On August 16, 2013 the Corporation appointed Mr. Chester See as Chief Financial Officer of the Corporation replacing Ms. Wanda Lee.

f) On September 19, 2013 the Corporation announced an updated Mineral Resource estimate for the Los Helados Project

g) On October 1, 2013 the Corporation announced an updated Mineral Resource estimate for the Josemaría Project.

h) On November 1, 2013 the Corporation announced new results from the phase two metallurgical test work program completed on the Los Helados Project. The results continued to indicate that the Los Helados Project mineralization is amenable to standard sulphide flotation concentration with the copper and gold recoveries and concentrate grades comparable with those at many operational mines.

Subsequent to December 31, 2013

a) On March 26, 2014, the Corporation filed an amended NI 43-101 technical report entitled "Second Updated Mineral Resource Estimate for the Josemaría Property San Juan Province Argentina" dated November 13, 2013, as amended March 24, 2014 (the "**Josemaria Report**") by G. Zandonai, B.Sc., M.Sc. Mining, SME, MAusIMM, CRIRSCO (CP). Mr. Zandonai is a qualified person under NI 43-101.

   In addition, on March 26, 2014, the Corporation filed an amended NI 43-101 technical report entitled "Updated Mineral Resource Estimate for the Los Helados Property Region III of Atacama Chile" dated October 31, 2013, as amended March 24, 2014 (the "**Los Helados Report**") by G. Zandonai, B.Sc., M.Sc., Mining, SME, MAusIMM, CRIRSCO (CP) and D. Frost, B. Met. Eng, FAusIMM. Each of Mr. Zandonai and Mr. Frost are a qualified person under NI 43-101.

   The Josemaria Report and the Los Helados Report were amended and refiled to clarify and state that each is 100% authored by independent qualified persons and clearly identify the appropriate designation and foreign association. There has been no material change to these reports since they were initially issued on their respective dates with all previous conclusions unchanged.

b) The Corporation has begun an assessment of possible development options for the Josemaria Project and the Los Helados Project. The scope of this ongoing option study includes an evaluation of potential mining methods and production rates, ongoing metallurgical test work, including comminution studies, and development of high level processing flow sheets and mass balances. This work will continue during the coming quarters and a variety of potential development scenarios continue to be considered. The Corporation is currently targeting completion of a preliminary economic assessment of the Los Helados Project for the second half of 2014. Similar studies are underway on the Josemaria Project however this work is at an earlier stage and the Corporation has not yet determined a target date for a preliminary economic assessment. Baseline environmental studies in both Chile and Argentina will also continue through the coming quarters.

The 2013/2014 exploration drill programs at the Josemaria Project and the Filo del Sol Project have been completed and remaining drill results are expected to be received over the next few months. Once complete drill results are received the Corporation plans to assess and interpret the drill results in order to determine whether it can commence work on an initial resource estimate for the Filo del Sol Project. This is expected to be completed in the third quarter of 2014. Until all drill results are received, the Corporation does not have sufficient data to commence this assessment.

Significant Acquisitions

There were no significant acquisitions during the Corporation's most recently completed financial year ended December 31, 2013 for which disclosure is required under Part 8 of National Instrument 51-102 *Continuous Disclosure Obligations*.

ITEM 4 DESCRIPTION OF THE BUSINESS

The principal business of the Corporation is mineral exploration, including the identification, acquisition, and evaluation of projects that have the potential to host mineralization that may warrant development into mines. The Corporation is currently focused on its portfolio of precious and base metals properties located in South and North America.

4.1. General

Specialized Skills and Knowledge
The Corporation's business requires specialized skills and knowledge in the areas of geology, drilling, logistical planning, geophysics, metallurgy and mineral processing, implementation of exploration programs, mining engineering, accounting, and compliance. To date the Corporation has been able to locate and retain such professionals, employees and consultants and believes it will continue to be able to do so.

Competitive Conditions
The Corporation operates in a very competitive industry and competes with other companies, many of which have greater financial resources and technical facilities for the acquisition and development of mineral properties, as well as for the recruitment and retention of qualified employees and consultants.

Business Cycles
The mining business is subject to mineral price cycles. The marketability of minerals and mineral concentrates is also affected by worldwide economic cycles. If the global economy stalls and commodity prices decline as a consequence, a continuing period of lower prices could significantly affect the economic potential of many of the Corporation's current properties and result in the Corporation determining to cease work on, or drop its interest in, some or all of such properties.

In additional to commodity price cycles, and recessionary periods, exploration activity may also be affected by seasonal and irregular weather conditions in the areas where the Corporation operates.

Economic Dependence
The Corporation is heavily dependent upon the results obtained under agreements, including joint exploration agreements that it has entered into for the exploration and extraction of minerals.

Change to Contracts
In September 2012, JOGMEC exercised its right under the PPC JEA and assigned and transferred all of its rights, title and interests under the PPC JEA to a nominated Japanese company, Pan Pacific Copper. Pursuant to a consent, novation and agreement to be bound amongst the parties of the PPC JEA, JOGMEC, Suramina, Frontera Holdings (Bermuda) II Ltd., Deprominsa, Minera Frontera Del Oro SPA and Pan Pacific Copper, with effect as at September 7, 2012, Pan Pacific Copper assumed JOGMEC's rights and responsibilities under the PPC JEA as though it were a party to the PPC JEA in substitution for JOGMEC.

Employees
As of December 31, 2013, the Corporation has 4 employees in Canada, approximately 21 full time employees in Argentina, and 5 full time employees in Chile. At the date of this AIF the Corporation has 6 employees in Canada, approximately 21 full time employees in Argentina, and 5 full time employees in Chile. The Corporation relies on and engages consultants on a contract basis to assist the Corporation to carry on its administrative and exploration activities.

Bankruptcy and Similar Procedures
There are no bankruptcy, receivership or similar proceedings against the Corporation, nor is the Corporation aware of any such pending or threatened proceedings. There have not been any voluntary bankruptcy, receivership or similar proceedings by the Corporation within the three most recently completed financial years or completed or currently proposed for the current financial year.

Reorganizations
There have been no reorganizations of or involving the Corporation within the three most recently completed financial years or completed or currently proposed for the current financial year.

Environmental Protection
All phases of the Corporation's operations are subject to environmental regulation in the jurisdictions in which it operates. Environmental legislation is evolving in a manner which requires stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and a heightened degree of responsibility for companies and their officers, directors and employees. Regulation governing development of mining operations with the potential to affect glaciers continues to evolve in both Chile and Argentina. The Argentine Congress has passed legislation designed to protect the country's glaciers. This law would restrict development on and around glaciers. The detailed regulations that will govern implementation of the law have not yet been written but this legislation could affect the Corporation's ability to develop parts of the Corporation's properties in Argentina including the Josemaría Project and Filo del Sol Project. A proposal that would oblige all future mining operations to use seawater or desalinated seawater has been presented to the Chilean Congress. If passed into law this legislation would affect the Corporation's Chilean projects including the Los Helados Project. There is no assurance that future changes in environmental regulation, if any, will not adversely affect the Corporation's operations. There is no assurance that regulatory and environmental approvals will be obtained on a timely basis or at all. The cost of compliance with changes in governmental regulations has the potential to reduce the profitability of operations or to preclude entirely the economic development of a property. Environmental hazards may exist on the properties which are unknown to the Corporation at present which have been caused by previous or existing owners or operators of the properties. The Corporation is currently engaged in exploration with limited environmental impact. The cost of compliance with changes in governmental regulations has a potential to reduce the viability or profitability of operations.

4.2. Risk Factors

The Corporation's projects are subject to various risks and uncertainties, including but not limited to, those listed below. Unless the context indicates or implies otherwise, references in this section to the "Corporation" include the Corporation and its subsidiaries:

Exploration and Development Risk

The Corporation's properties are in early exploration stages and are without a known body of commercial ore. Exploration for Mineral Resources involves a high degree of risk and few properties that are explored are ultimately developed into producing mines. The risks and uncertainties inherent in exploration activities include but are not limited to: legal and political risk arising from operating in certain developing countries, civil unrest, general economic, market and business conditions, the regulatory process and actions, failure to obtain necessary permits and approvals, technical issues, new legislation, competitive and general economic factors and conditions, the uncertainties resulting from potential delays or changes in plans, the occurrence of unexpected events and management's capacity to execute and implement its future plans. Discovery of mineral deposits is dependent upon a number of factors, not the least of which are the technical skills of the exploration personnel involved and the capital required for the programs. The cost of conducting programs may be substantial and the likelihood of success is difficult to assess. There is no assurance that the Corporation's mineral exploration activities will result in any discoveries of new bodies of commercial ore. There is also no assurance that even if commercial quantities of ore are discovered that a new ore body would be developed and brought into commercial production. The commercial viability of a mineral deposit once discovered is also dependent upon a number of factors, some of which are the particular attributes of the deposit (such as size, grade, metallurgy and proximity to infrastructure and labour), the interpretation of geological data obtained from drilling and sampling, feasibility studies, the cost of water and power; anticipated climatic conditions; cyclical metal prices; fluctuations in inflation and currency exchange rates; higher input commodity and labour costs, commodity prices, government regulations, including regulations relating to prices, taxes, royalties, land tenure and use, allowable production, importing and exporting of minerals, and environmental protection. Most of the above factors are beyond the control of the Corporation. Development projects will also be subject to the successful completion of final feasibility studies, issuance of necessary permits and other governmental approvals and receipt of adequate financing. The exact effect of these factors cannot be accurately predicted, but the combination of any of these factors may adversely affect the Corporation's business. The Corporation attempts to mitigate its exploration risk by maintaining a diversified portfolio that includes several metal commodity targets in a number of geologic and political environments. Management also balances the exploration risks through joint ventures and option agreements with other companies.

Metal Price Risk

The Corporation's portfolios of properties and investments have exposure to predominantly copper, gold, and silver. Commodity prices fluctuate widely and are affected by numerous factors beyond the Corporation's control, such as the sale or purchase of metals by various central banks and financial institutions, interest rates, exchange rates, inflation or deflation, fluctuation in the value of the United States dollar and foreign currencies, global and regional supply and demand, and the political and economic conditions of major metals-producing and metals-consuming countries throughout the world. The prices of these metals greatly affect the value of the Corporation, the price of the common shares of the Corporation and the potential value of its properties and investments. This, in turn, greatly affects its ability to form joint ventures, option agreements and the structure of any joint ventures formed. This is due, at least in part, to the underlying value of the Corporation's assets at different metals prices.

Current Global Financial Condition

Market events and conditions have caused significant volatility to commodity prices. Notwithstanding various actions by governments, concerns about the general condition of the capital markets, financial instruments, banks, investment banks, insurers and other financial institutions caused the broader credit markets to further deteriorate and stock markets to decline substantially. The Corporation is dependent on the equity markets as its main source of operating working capital and the Corporation's capital resources are largely determined by the strength of the resource markets and by the status of the Corporation's projects in relation to these markets, and its ability to compete for the investor support of its projects. Consequently, there can be no assurance that equity financing will be available to the Corporation in the amount required at any time or for any period or, if available, that it can be obtained on terms satisfactory to the Corporation.

Market Price of Shares

Securities of mining companies have experienced substantial volatility in the past, often based on factors unrelated to the financial performance or prospects of the companies involved. These factors include macroeconomic conditions in North America and globally, and market perceptions of the attractiveness of particular industries. The price of the Corporation's securities is also likely to be significantly affected by short-term changes in commodity prices, other mineral prices, currency exchange fluctuation, or in its financial condition or results of exploration on its projects. Other factors unrelated to the performance of the Corporation that may have an effect on the price of the securities of the Corporation include the following: the extent of analytical coverage available to investors concerning the business of the Corporation may be limited if investment banks with research capabilities do not follow the Corporation's securities; lessening in trading volume and general market interest in the Corporation's securities may affect an investor's ability to trade significant numbers of securities of the Corporation; the size of the Corporation's public float and its inclusion in market indices may limit the ability of some institutions to invest in the Corporation's securities; and a substantial decline in the price of the securities of the Corporation that persists for a significant period of time could cause the Corporation's securities to be delisted from an exchange, further reducing market liquidity. If an active market for the securities of the Corporation does not continue, the liquidity of an investor's investment may be limited and the price of the securities of the Corporation may decline. If an active market does not exist, investors may lose their entire investment in the Corporation. As a result of any of these factors, the market price of the securities of the Corporation at any given point in time may not accurately reflect the long-term value of the Corporation. Securities class-action litigation often has been brought against companies following periods of volatility in the market price of their securities. The Corporation may in the future be the target of similar litigation. Securities litigation could result in substantial costs and damages and divert management's attention and resources.

Uncertainty of Funding

The exploration and development of mineral properties requires a substantial amount of capital and may depend on the Corporation’s ability to obtain financing through joint ventures, debt financing, equity financing or other means. General market conditions, volatile metals prices, a claim against the Corporation, a significant disruption to the Corporation’s business, or other factors may make it difficult to secure the necessary financing. There is no assurance that the Corporation will be successful in obtaining required financing as and when needed on acceptable terms. Failure to obtain any necessary additional financing may result in delaying or indefinite postponement of exploration or development or even a loss of property interest. If the Corporation needs to raise additional funds, such financing may substantially dilute the interests of shareholders of NGEx and reduce the value of their investment.

Foreign Operations Risk

The Corporation conducts exploration activities in foreign countries, including Argentina and Chile. Each of these countries exposes the Corporation to risks that may not otherwise be experienced if all operations were located in Canada. The risks vary from country to country and can include, but are not limited to, civil unrest or war, terrorism, illegal mining, changing political conditions, fluctuations in currency exchange rates, expropriation or nationalization without adequate compensation, changes to royalty and tax regimes, high rates of inflation, labour unrest and difficulty in understanding and complying with the regulatory and legal framework respecting ownership and maintenance of mineral properties. Changes in mining or investment policies or shifts in political attitudes may also adversely affect Corporation’s existing assets and operations. Real and perceived political risk may also affect Corporation’s ability to finance exploration programs and attract joint venture or option partners, and future mine development opportunities.

Numerous countries have introduced changes to mining regimes that reflect increased government control or participation in the mining sector, including, but not limited to, changes of law affecting foreign ownership, mandatory government participation, taxation and royalties, exploration licensing, export duties, and repatriation of income or return of capital. There can be no assurance that industries which are deemed of national or strategic importance in countries in which the Corporation has assets, including mineral exploration, will not be nationalized. The risk exists that further government limitations, restrictions or requirements, not presently foreseen, will be implemented. Changes in policy that alter laws regulating the mining industry could have a material adverse effect on the Corporation. There can be no assurance that the Corporation’s assets in these countries will not be subject to nationalization, requisition or confiscation, whether legitimate or not, by an authority or body.

In addition, in the event of a dispute arising from foreign operations, the Corporation may be subject to the exclusive jurisdiction of foreign courts or may not be successful in subjecting foreign persons to the jurisdiction of courts in Canada. The Corporation also may be hindered or prevented from enforcing its rights with respect to a governmental instrumentality because of the doctrine of sovereign immunity. It is not possible for the Corporation to accurately predict such developments or changes in laws or policy or to what extent any such developments or changes may have a material adverse effect on the Corporation.

Economic and Political Instability in Argentina

The Josemaria Project and the Filo del Sol Project are located in San Juan Province, Argentina. There are risks relating to an uncertain or unpredictable political and economic environment in Argentina, especially as social opposition to mining operations in certain parts of the country and increasingly protectionist economic measures are implemented by the National Government. During an economic crisis in 2001 to 2003, Argentina defaulted on foreign debt repayments and on the repayment on a number of official loans to multinational organizations. In addition, the government has renegotiated or defaulted on contractual arrangements. More recently, the Argentinean government placed currency controls on the ability of companies and its citizens to obtain United States dollars, in each case requiring Central Bank approval (resulting in, at times, a limitation on the ability of multi-national companies to distribute dividends abroad in United States dollars) and revoked exemptions previously granted to companies in the oil and gas and mining sectors from the obligation to repatriate 100% of their export revenues to Argentina for conversion in the local foreign exchange markets, prior to transferring funds locally or overseas. Similarly, the government adopted a requirement that importers provide notice to the government and obtain approval for importation before placing orders for certain goods. These actions indicate that the Argentinean government may alter or impose additional requirements or policies that may adversely affect the Corporation's activities in Argentina or in its ability to attract joint venture partners or obtain financing for its projects in the future.

Corruption and Bribery

The Corporation is required to comply with anti-corruption and anti-bribery laws, including the Canadian *Corruption of Foreign Public Officials Act* and the U.S. *Foreign Corrupt Practices Act*, as well as similar laws in the countries in which the Corporation conducts its business. If the Corporation finds itself subject to an enforcement action or is found to be in violation of such laws, this may result in significant penalties, fines and/or sanctions imposed on the Corporation resulting in a material adverse effect on the Corporation.

Competition

There is aggressive competition within the mining industry for the discovery and acquisition of properties considered to have commercial potential, as well as the necessary labour and supplies required to develop such properties. The Corporation competes with other exploration and mining companies, many of which have greater financial resources, operational experience and technical capabilities than the Corporation, for the acquisition of mineral claims, leases and other mineral interests as well as for the recruitment and retention of qualified employees and other personnel. The Corporation may not be able to maintain or acquire attractive mining properties on terms it considers acceptable, or at all. Consequently, its financial condition could be materially adversely affected.

Environmental and Socio-Political Risks

The Corporation seeks to operate within environmental protection standards that meet or exceed existing requirements in the countries in which the Corporation conducts activities and the Corporation will conduct its activities in accordance with high corporate social responsibility principles. Present or future laws and regulations, however, may affect the Corporation's operations. Future environmental costs may increase due to changing requirements or costs associated with exploration and the developing, operating and closing of mines. The Corporation is subject to environmental regulation in the various jurisdictions in which it operates. Failure to comply with these laws, regulations and permitting requirements may result in enforcement actions, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Parties engaged in mining operations or in the exploration or development of mineral properties may also be required to compensate those suffering loss or damage by reason of the mining activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations. Furthermore, environmental hazards may exist on the properties on which the Corporation holds interests which are unknown to the Corporation at present and which have been caused by previous or existing owners or operators of the properties.

Programs may also be delayed or prohibited in some areas due to technical factors, new legislative constraints, social opposition or local government capacity or willingness to issue permits to explore in a timely manner.

In parts of Argentina, there is significant environmental opposition to both mineral exploration and mining. This has affected properties in some of the provinces where the Corporation works, in particular in Mendoza where the Corporation has two drill ready projects, Paramillos and Papagallos. In certain other Argentine provinces including La Rioja there is a significant degree of anti-mining sentiment which affects the risk of successfully exploring and developing the Corporation's assets in those provinces.

The Argentine Congress has passed legislation designed to protect the country's glaciers. This law would restrict development on and around glaciers. The detailed regulations that will govern implementation of the law have not yet been written but this legislation could affect the Corporation's ability to develop parts of the Corporation's properties in Argentina including the Josemaría Project and the Filo del Sol Project.

***Indigenous* Peoples**

The Corporation operates in some areas including parts of the Los Helados and Tamberias areas presently or previously inhabited or used by indigenous peoples. Various international and national laws, codes, resolutions, conventions, guidelines, and other material relate to the rights of indigenous peoples. Many of these materials impose obligations on government to respect the rights of indigenous people. Some mandate that government consult with indigenous people regarding government actions which may affect indigenous people, including actions to approve or grant mining rights or permits. ILO Convention 169, which has been ratified by Argentina and Chile, is an example of such an international convention. The obligations of government and private parties under the various international and national materials pertaining to indigenous people continue to evolve and be defined. Examples of recent developments in this area include the United Nations Declaration of the Rights of Indigenous People and the International Finance Corporation's revised Performance Standard 7 which requires governments to obtain the free, prior, and informed consent of indigenous peoples who may be affected by government action, such as the granting of mining concessions or approval of mine permits. The Corporation's current and future operations are subject to a risk that one or more groups of indigenous people may oppose continued operation, further development, or new development of the Corporation's projects or operations. Such opposition may be directed through legal or administrative proceedings or expressed in manifestations such as protests, roadblocks or other forms of public expression against the Corporation's activities. Opposition by indigenous people to the Corporation's operations may require modification of or preclude operation or development of the Corporation's projects or may require the Corporation to enter into agreements with indigenous people with respect to the Corporation's projects.

Title Risk

The Corporation has investigated its right to explore and exploit its properties and, to the best of its knowledge, those rights are in good standing except for the imposed provincial park boundary expansion over the Papagallos project, and anti-mining legislation affecting all mineral exploration in Mendoza and La Rioja provinces in Argentina. The results of the Corporation's investigations should not be construed as a guarantee of title. Other parties may dispute the title to a property or the property may be subject to prior unregistered agreements or liens and transfers or land claims by aboriginal, native, or indigenous peoples. The title may be affected by undetected encumbrances or defects or governmental actions. The Corporation has not conducted surveys of all of its properties, and the precise area and location of claims or the properties may be challenged and no assurances can be given that there are no title defects affecting such properties. Any defects in the title to the Corporation's properties could have a material and adverse effect on the Corporation.

No assurance can be given that applicable governments will not revoke or significantly alter the conditions of the applicable exploration and mining authorizations nor that such exploration and mining authorizations will not be challenged or impugned by third parties. Although the Corporation has not had any problem renewing its licenses in the past there is no guarantee that it will always be able to do so. Inability to renew a license could result in the loss of any project located within that license.

The Corporation is earning an interest in certain of its properties through option agreements and acquisition of title to the properties is completed only when the option conditions have been met. These conditions include making property payments, incurring exploration expenditures on the properties and satisfactory completion of certain pre-feasibility studies and third party agreements.

If the Corporation does not satisfactorily complete these option conditions in the time frame laid out in the option agreements, the Corporation's title to the related property will not vest and the Corporation will have to write down its previously capitalized costs related to that property.

Dependence on Key Personnel
The Corporation's success will largely depend on the efforts and abilities of certain senior officers and key employees. Certain of these individuals have significant experience in the mining industry and, in particular the mining industry in South America. While the Corporation does not foresee any reason why such officers and key employees will not remain with the Corporation, if for any reason they do not, the Corporation could be adversely affected. The Corporation has not purchased key man life insurance for any of these individuals.

Internal Controls
Internal controls over financial reporting are procedures designed to provide reasonable assurance that transactions are properly authorized, assets are safeguarded against unauthorized or improper use, and transactions are properly recorded and reported. A control system, no matter how well designed and operated, can provide only reasonable, not absolute, assurance with respect to the reliability of financial reporting and financial statement preparation.

Conflicts of Interest
Some of the directors of the Corporation are also directors of other companies that are similarly engaged in the business of acquiring, exploring and developing natural resource properties. Such associations may give rise to conflicts of interest from time to time. In particular, one of the consequences will be that corporate opportunities presented to a director of the Corporation may be offered to another corporation or companies with which the director is associated, and may not be presented or made available to the Corporation. The directors of the Corporation are required by law to act honestly and in good faith with a view to the best interests of the Corporation, to disclose any interest which they may have in any project or opportunity of the Corporation, and to abstain from voting on such matter. Conflicts of interest that arise will be subject to and governed by the procedures prescribed by the Corporation's Code of Business Conduct and Ethics and the CBCA.

Currency Risk
The Corporation will transact business in a number of currencies including but not limited to the US Dollar, the Argentine Peso and the Chilean Peso. The Argentine Peso in particular has had significant fluctuations in value relative to the US and Canadian dollars. Ongoing economic uncertainty in Argentina as well as unpredictable changes to foreign exchange rules may result in fluctuations in the value of the Argentine Peso that are greater than those experienced in the recent past. Fluctuations in exchange rates may have a significant effect on the cash flows of the Corporation. Future changes in exchange rates could materially affect the Corporation's results in either a positive or negative direction. The Corporation does not currently engage in foreign currency hedging activities.

Derivative Instruments
The Corporation may, from time to time, manage exposure to foreign exchange rates by entering into derivative instruments approved by the Corporation's board of directors. The Corporation does not hold or issue derivative instruments for speculation or trading purposes. These derivative instruments are marked-to-market at the end of each period and may not necessarily be indicative of the amounts the Corporation might pay or receive as the contracts are settled.

Mineral Resource Estimates

The Corporation's reported Mineral Resources are only estimates. No assurance can be given that the estimated Mineral Resources will be recovered. By their nature Mineral Resource estimates are imprecise and depend, to a certain extent, upon statistical inferences which may ultimately prove unreliable because among other factors they are based on limited sampling, and, consequently, are uncertain because the samples may not be representative. Mineral Resource estimates may require revision (either up or down). Market fluctuations in the price of metals, as well as increases in estimated production costs or reductions in estimated recovery rates, may render certain Mineral Resources uneconomic and may ultimately result in a restatement of estimated resources.

Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability and there is no assurance that they will ever be mined or processed profitably. Due to the uncertainty which may attach to Mineral Resources, there is no assurance that Inferred Mineral Resources will be upgraded to Proven and Probable Mineral Reserves as a result of continued exploration.

Uninsurable Risks

Exploration, development and production operations on mineral properties involve numerous risks, including unexpected or unusual geological operating conditions, rock bursts, cave-ins, fires, floods, earthquakes and other environmental occurrences, as well as political and social instability. It is not always possible to obtain insurance against all such risks and the Corporation may decide not to insure against certain risks because of high premiums or other reasons. Should such liabilities arise, they could reduce or eliminate any further profitability and result in increasing costs and a decline in the value of the securities of the Corporation. The Corporation does not maintain insurance against political risks.

Tax

The Corporation runs its business in different countries and strives to run its business in as tax efficient a manner as possible. The tax systems in certain of these countries are complicated and subject to changes. For this reason, future negative effects on the result of the Corporation due to changes in tax regulations cannot be excluded. Repatriation of earnings to Canada from other countries may be subject to withholding taxes. The Corporation has no control over withholding tax rates.

Infrastructure

Development and exploration activities depend, to one degree or another, on adequate infrastructure. Reliable roads, bridges, power and water supplies are important determinants which affect costs. The Corporation's ability to obtain a secure supply of power and water at a reasonable cost depends on many factors, including: global and regional supply and demand; political and economic conditions; problems that can affect local supplies; delivery; and relevant regulatory regimes. Power and water are currently in short supply throughout Northern Chile and this may adversely affect the ability of the Corporation to explore and develop its Chilean projects. Unusual or infrequent weather phenomena, sabotage or government, and other interference in the maintenance or provision of such infrastructure could adversely affect the activities and profitability of the Corporation.

Establishing such infrastructure will require significant resources, identification of adequate sources of raw materials and supplies and necessary cooperation from national and regional governments, none of which can be assured. There is no guarantee that the Corporation will secure these power, water and access rights going forward or on reasonable terms.

Joint Exploration Properties

Certain of the Corporation's properties including the Los Helados Project, the Josemaria Project, and the Filo del Sol Project are subject to joint exploration agreements. The Corporation is the operator of the these joint projects but they are nonetheless subject to the risks normally associated with the conduct of joint exploration partners, such as (i) disagreement with joint exploration partners regarding how to explore, develop, and operate the projects efficiently; (ii) inability to exert influence over certain strategic decisions made; and (iii) inability of joint exploration partners to meet their obligations (iv) litigation between joint exploration partners regarding joint exploration matters. Teck Resources Limited is the operator under the GJ option agreement. To the extent that the Corporation is not the operator of its joint exploration properties, the success of any such operations will be dependent on such operators for the timing of activities related to such properties. There can be no assurance that all decisions of the operators will achieve expected goals. The existence of any of these circumstances may have a material adverse impact on the Corporation.

Surface Access

Surface rights in the area of the Los Helados are held by a local community "Comunidad Civil Ex Estancia Pulido". The Corporation has signed a four year access agreement with the community dated September 26, 2011. The agreement allows for the construction and operation of camps and roads and the development of exploration activities on the Properties, including drilling. This agreement must be renewed on or before the anniversary date in 2015 and although there are no indications that the agreement will not be renewed there can be no assurance that the Corporation will be able renew the agreement. The Corporation does not own any surface rights at the Los Helados Project.

The Corporation has surface access rights but does not own any surface rights at the Josemaría Project. The owners of the surface rights are in agreement with Deprominsa conducting exploration activities on their ground.

From time to time, a land possessor may dispute the Corporation's surface access rights, and as a result the Corporation may be barred from its legal temporary occupation rights. Surface access issues have the potential to result in the delay of planned exploration programs, and these delays may be significant. Such delays may have a material adverse effect on the Corporation.

The Corporation may require additional surface rights and property interests to further develop or exploit the resources on its properties, which will require negotiations with private landowners for the additional ownership and/or surface rights in order for the Corporation to fully operate. Surface rights may also be regulated and restricted by applicable law. There is no assurance that the Corporation will be able to obtain the required surface rights or negotiate successfully with private landowners to allow it to develop its properties and establish commercial mining operations on a timely basis. To the extent additional surface rights are available, they may only be acquired at significantly increased prices, potentially adversely impacting financial performance of the Corporation.

4.4. Mineral Projects

4.4.1. Josemaría Project, Argentina

Exploration on the Josemaría Project described below is conducted under the JOGMEC Josemaría joint exploration agreement (the "**JOGMEC Josemaría JEA**"), pursuant to which JOGMEC earned a 40% interest in the Josemaría Project by having made a cash payment of US$1 million and funded total work expenditures of US$6.13 million. JOGMEC earned its 40% interest during the fourth quarter of 2011. The Corporation is the operator of exploration programs conducted under the JOGMEC Josemaría JEA.

The JOGMEC Josemaría JEA is subject to two underlying agreements: one covering the Lirio Property and a separate agreement covering the adjacent Batidero Property. The Lirio Property (other than a portion that is governed by the PPC JEA) and Batidero Property are collectively referred to herein as the "**Josemaría Project**" or the "**Josemaría Property**".

- **Lirio Property:** The Corporation (60%) and JOGMEC (40%) jointly hold a 100% interest in the Lirio Property subject to a 0.5% net smelter return royalty and an additional US$2 million payment within 6 months following the second complete year of mine operations due to the underlying owner of the Lirio Property. The portion of the Lirio Property governed by the JOGMEC Josemaría JEA contains the Josemaría Mineral Resource. A 1-3% net smelter return royalty will be due to the province of San Juan.

- **Batidero Property:** The Corporation (60%) and JOGMEC (40%) jointly hold a 100% participating interest in the Batidero Property and the Northern Properties, (subject to cash royalty of 7% of net profits).

Information detailed below of a scientific or technical nature regarding the Josemaría Project is derived from the Josemaría Report. The Josemaría Report is available under the Corporation's profile on SEDAR www.sedar.com. The reader is cautioned that the information described below is an abridged summary only and the detailed disclosure in the Josemaria Report is incorporated by reference into this AIF. To put the contents hereof in context the reader should review the entire Josemaria Report, together with its illustrations, figures, footnotes, bibliography, etc.

Project Description and Location

The Josemaría Project is located near the northern limits of Iglesia Department, in northern San Juan province, northwest Argentina, at elevations ranging from 4,000 to 4,900 m above sea level. Gauss Krüger Campo Inchauspe (GKCI) coordinates for the approximate centre of the main prospect are 2,446,350E and 6,855,300N equivalent to -069.548560° W, -28.435916° S (decimal degrees, WGS84 datum).

The Corporation holds a 60% interest in the Josemaría Project and JOGMEC holds a 40% interest subject to the underlying agreements described above. The area of the Josemaría Property is 15,100 ha.

The properties are in good standing with respect to work permits, exploration fees and taxes. The surface rights in the Josemaría Project are held by third parties. The Corporation has surface access rights but does not own any surface rights. The owners of the surface rights (Messrs. William Lancaster, Rogelio Bisset, Carlos Bisset and Miguel Bisset from Córdoba Province) are in agreement with Deprominsa conducting exploration activities on their ground.

There are no known environmental liabilities associated with the Josemaría Property.

Accessibility, Climate, Local Resource, Infrastructure and Physiography

Exploration work at Josemaría is based out of the city of San Juan which is approximately a 10 hour drive from the Batidero Camp by four wheel drive pick-up. The city of San Juan is the capital of its provincial namesake and has a domestic airport with scheduled flights to Buenos Aires and other Argentine cities. The Josemaría area is accessed from San Juan by major provincial highways north through San Jose de Jachal to the town of Guandacol (in La Rioja province) and from there by approximately 150 km of regional unpaved roads and trails.

Alternate access to the Josemaría Project from Chile is provided through the Mining Integration and Complementation Treaty between Chile and Argentina. This treaty allows personnel and equipment to access the Josemaría Project site from Chile, providing that they also return to Chile and do not cross out of the Treaty area into Argentina. The Josemaría Project is approximately a 5 hour drive from the city of Copiapo via this route.

Exploration field personnel and support for the Josemaría and Batidero claims are hosted in a permanent camp located near the southern edge of the Batidero claims slightly above 4,000 m in elevation. The Batidero camp currently comfortably hosts about 40 personnel.

The climate is dry to arid and temperature is moderate to cold, with sparse rain during the summer and snowfall during the winter (May through August). There is little or no vegetative cover. Despite the barren landscape there is a substantial supply of water in multiple drainages and there is no difficulty in locating sufficient water to support drilling. Quebradas (valleys) contain ephemeral creeks which converge into two more permanent, easterly-draining arroyos. The northern border of the property is Rio Blanco which is also the border between San Juan and La Rioja provinces. Fieldwork activities are generally confined to the spring and summer months between mid-October and early May.

Elevations at Josemaría vary from below 4,000 m to approximately 4,900 m. Terrain varies from broad flat alluvial plains 1 km or more wide, to rounded ridges and peaks with varying steepness.

History

Prior to the 1990's there is no known history of mineral exploration fieldwork or mining on the Josemaría Property other than regional prospecting programs conducted during the 1990's that probably collected talus or drainage samples. The Corporation became interested in the Josemaría area around 2001 due to alteration and colour anomalies in the Josemaría area which were initially identified from ASTER imagery and confirmed by later ground follow-up. In 2002 the Corporation entered into an option agreement with TNR to acquire a 75% interest in the Batidero Property. In 2003 the Corporation entered into an option agreement with Mr. Juan Lirio to earn a 100% interest in the Lirio Property. The Corporation has actively explored the Lirio and Batidero Properties collectively known as the Josemaría Project since that time.

Geological Setting

The simplified geological model for the Josemaría deposit consists of a multiphase porphyry intrusion of probable Miocene age emplaced along the north-south trending contact between felsic volcanic rocks and equigranular tonalite, both tentatively assigned to the Permo-Triassic Choiyoi group. A considerable fault roughly follows this contact, and may be a control on the emplacement of the porphyry intrusives. All of these units are unconformably covered by younger Tertiary flows. All units, including the Tertiary volcanics, are cut by small, siliceous hydrothermal breccias. Basement rocks in the deposit area are Paleozoic granites assigned to the Carnerito Formation.

Alteration associated with the porphyry system includes potassic and chlorite-sericite-clay alteration zones containing pyrite-chalcopyrite and chalcopyrite ± bornite mineralization, respectively, as well as advanced argillic and minor associated sericitic zones accompanied by a high-sulphidation assemblage, rich in hypogene chalcocite.

Drilling in the northern part of the deposit in the 2011/2012 season encountered a previously unknown supergene enrichment zone. Minor oxide copper mineralization and mixed chalcocite-oxide copper mineralization occur at shallower levels than the main enrichment zone. Significant gold occurs within a part of the oxide cap covering the deposit.

Exploration

Prior to 2001 there is no known history of mineral exploration fieldwork or mining on the Josemaría property other than several regional prospecting programs conducted during the 1990s. A predecessor company to the Corporation acquired the ground which now covers the Josemaria Project deposit through an option agreement in 2003.

Based on analysis of LANDSAT imagery, a large area with spectral response characteristics of hydrothermal alteration was identified in what is now the Batidero Minas. These claims were acquired by a predecessor company to NGEx through an option agreement in 2002.

Surface work over the next several seasons identified significant copper-gold mineralization over what is now the Josemaría Deposit. The initial drill program in the 2003/2004 season resulted in the discovery of the deposit, with the first hole returning 280m grading 0.61% Cu and 0.51 g/t Au.

Following completion of the 2004/2005 drilling, an initial Mineral Resource estimate was completed. This resource was updated following the 2006/2007 drill program and again following the 2011/2012 drill program. Diamond drilling was again undertaken during the 2013 / 2014 field season, with a total of 7,310 m drilled between late November and the end of the program on February 4, 2014.

Mineralization

The Josemaria Project is a copper-gold porphyry deposit. The copper-gold mineralization at Josemaría is mostly hosted by a Miocene porphyry system and forms an elongated zone with approximate dimensions of 1100 m north-south, 500 to 600 m east-west and 700 to 800 m vertically.

The upper section of the system is characterized by oxide assemblages. The oxidized package is relatively thin (compared to the sulphide units below) and locally includes copper oxides as well as gold. Sulphides form the largest portion of the copper mineralization. Chalcopyrite, chalcocite and to a lesser extent bornite are the most common ore minerals. Pyrite and specularite are generally associated with the mineralization. Most of the ore minerals are disseminated in the porphyritic rocks or confined within narrow veinlets.

Gold mineralization generally correlates well with copper. The style of mineralization seen at Josemaría tends to be continuous, forming a roughly uniform body.

Drilling

Drilling at the Josemaría project to March 7th, 2014 totals 61,100 m in 142 holes combining reverse circulation ("**RC**") and diamond drilling ("**DH**"). Of this total, 94 holes totalling 43,565 m are DH and 48 holes totalling 17,535 m are RC.

Sampling and Analysis

Preparation of surface and drill samples prior to and including the 2006/2007 campaign is detailed on Nilsson and Rossi (2007). These authors conclude that sample preparation and protocols used for the pre-2006/2007 drilling are within industry standards.

Sample preparation and security protocols since 2007 are considered to be adequate. The reported results from blanks, standards and laboratory duplicates indicate that none of the samples were lost or misplaced, that the dataset is consistent and of high quality and that sample preparation and analyses are reproducible.

Mineral Resource Estimates

The Mineral Resource estimate is based on data from 103 drill holes totalling 46,097 m of drilling, of which 34 holes (13,164 m) are RC and 69 holes (32,931 m) are DH.

Three separate geological models were constructed to guide the resource estimation: lithology; alteration and mineral zones. These models consisted of 3 dimensional solids generated from the geological interpretation.

These models were used with the assay data to develop an understanding of the main controls on mineralization, to provide input into the block model and to control the interpolation. The primary control on mineralization at Josemaría is the mineral zones, and these wireframes were used to control the interpolation.

The drill hole assays were composited to 2 m to maintain the majority sampling interval (91% of assayed intervals at 2m) and to avoid spreading composites across geological domains in case of bigger composite size.

Experimental variogram analysis for Cu, Au, Ag, As, Fe and S was performed using the composites based on the mineral zone domains. Directional variograms were explored within each domain. The best geospatial correlation of samples was described by omnidirectional variograms as compared to any specific preferential orientation, demonstrating the widespread disseminated nature of the mineralization in the deposit.

A 3-D block model of the deposit was built with 25x25x15 m-size blocks for Mineral Resource calculations. The block model covered an area of 1.5 km by 2.1 km on plan, and 1.5 km vertically.

All elements were interpolated using Ordinary Kriging. Interpolation was done in a single pass. A minimum of 2 and a maximum of 50 composites, with maximum 15 composites from the same hole, were used for the interpolation. For estimation of the kriging and block variance, a 3x3x3 discretization of the block was selected.

Model validation was carried out by three exercises: visual comparison of blocks and sample grades in plan and section views; statistical comparison of the block and composite grade distributions and swath plots to compare OK, ID2 and NN estimates.

The Mineral Resource was classified to conform with the CIM Definition Standards.

According to the classification scheme, a block was considered Indicated if: the distance to the nearest drill hole from the center of the block was less than or equal to 75 m and there were at least three drill holes used for the grade interpolation and the kriging efficiency estimation was more than 0.5. If the number of drill holes or the kriging variance requirement was not satisfied within this distance range (0-75 m), then the block was placed into Inferred category.

Similarly, a block was considered to be Inferred if the distance to the nearest drill hole from the block was 75 to 150 m and there were at least two drill holes used for the grade interpolation and the kriging efficiency estimation was less than 0.5.

A final step was taken in order to avoid having isolated areas of one classification encapsulated within the other ('spotted dog' effect). Two smoothed buffer wireframes were created in Leapfrog, one at 75 m and one at 150 m. Inferred blocks inside the 75m wireframe were re-classified as Indicated, while any Indicated blocks outside of the 75 m buffer but within the 150 m buffer were re-classified as Inferred Mineral Resources. A final phase of visual inspection of the resulting classification was performed for validation purposes.

In order to evaluate the potential for reasonable prospects of economic extraction, a Whittle pit shell was generated and only Indicated and Inferred blocks falling within the Whittle pit shell were included in the reported resource estimate. This does not constitute an economic analysis of the deposit, but is done to define the resource volume by determining which portion of the block model may reasonably be expected to be economically extracted under the chosen set of parameters.

The analysis was done based on the copper equivalent (CuEq) grades in the block model. CuEq is calculated using US$3.00/lb copper, US$ 1,400/oz gold and US$23/oz Ag, with no provision for metallurgical recoveries. The analysis assumed a copper price of US$ 3.00/lb, mining cost of US$ 2.20 / tonne, processing and G&A cost of US$ 7.40 / tonne, copper selling cost of US$ 0.35/lb and an overall pit slope angle of 42^{o}.

The Josemaría Project Mineral Resource is summarized as:

Sulphide Resource (0.3% CuEq* cutoff):

- 789 million tonnes at a grade of 0.35% copper and 0.24 g/t gold for a copper equivalent grade of 0.53% (6.1 billion pounds of copper and 6.1 million ounces of gold) in the Indicated Resource category; and,
- 315 million tonnes at a grade of 0.28% copper and 0.17 g/t gold for a copper equivalent grade of 0.41% (1.9 billion pounds of copper and 1.7 million ounces of gold) in the Inferred Resource category.

Plus: Oxide Resource (0.2 g/t Au cutoff):

- 45 million tonnes at a grade of 0.14% copper and 0.32 g/t gold (463 thousand ounces of gold) in the Indicated Resource category; and,
- 3 million tonnes at a grade of 0.05% copper and 0.33 g/t gold (30 thousand ounces of gold) in the Inferred Resource category.

The Mineral Resources are reported in accordance with National Instrument 43-101 and have been estimated in conformity with generally accepted CIM "Estimation of Mineral Resource and Mineral Reserves Best Practices" guidelines. It should be noted that the Mineral Resource estimate presented here is not a Mineral Reserve, and does not have demonstrated economic viability. While the Corporation strongly believes that the Mineral Resource warrants additional study to determine the development potential, there can be no guarantee that any or all of the Mineral Resource will ultimately be determined to be economically viable.

As the Josemaría Project is an early-stage project, no engineering or infrastructure data or studies are available to evaluate economic development parameters for the Mineral Resource. The base-case cutoff grade of 0.30% CuEq was chosen based on comparison with other similar nearby deposits. The Josemaría Project is located in an area of the Andes which currently has several copper-gold porphyry deposits in similar geologic and geographic settings which are in advanced exploration or development. These other projects provide useful benchmarks and have been used to select the base-case cutoff grade for Josemaría.

For more details on the Mineral Resource estimate please see the Josemaría Report, which is incorporated by reference herein. The Mineral Resource estimate as of the effective date of September 27, 2013 is shown in the tables below.

JOSEMARIA INDICATED MINERAL RESOURCE (SULPHIDE)

		Resource Grade				Contained Metal		
Cutoff (CuEq*)	**Million Tonnes**	**Cu (%)**	**Au (g/t)**	**Ag (g/t)**	**CuEq* (%)**	**Cu (billion lbs)**	**Au (million oz)**	**Ag (million oz)**
0.50	355	0.44	0.33	1.27	0.68	3.44	3.77	14.50
0.45	456	0.41	0.30	1.22	0.63	4.12	4.40	17.89
0.40	571	0.39	0.28	1.17	0.59	4.91	5.14	21.48
0.35	679	0.37	0.26	1.12	0.56	5.54	5.68	24.45
0.30	**789**	**0.35**	**0.24**	**1.08**	**0.53**	**6.09**	**6.09**	**27.40**
0.25	894	0.33	0.23	1.04	0.50	6.50	6.61	29.89
0.20	986	0.31	0.22	1.01	0.47	6.74	6.97	32.02

JOSEMARIA INFERRED MINERAL RESOURCE (SULPHIDE)

		Resource Grade				Contained Metal		
Cutoff (CuEq*)	**Million Tonnes**	**Cu (%)**	**Au (g/t)**	**Ag (g/t)**	**CuEq* (%)**	**Cu (billion lbs)**	**Au (million oz)**	**Ag (million oz)**
0.50	46	0.37	0.25	1.16	0.55	0.38	0.37	1.72
0.45	87	0.35	0.24	1.07	0.52	0.67	0.67	2.99
0.40	151	0.32	0.21	1.02	0.48	1.07	1.02	4.95
0.35	229	0.30	0.19	0.96	0.45	1.51	1.40	7.07
0.30	**315**	**0.28**	**0.17**	**0.92**	**0.41**	**1.94**	**1.72**	**9.32**
0.25	430	0.26	0.15	0.88	0.38	2.46	2.07	12.17
0.20	554	0.24	0.14	0.82	0.34	2.93	2.49	14.61

JOSEMARIA INDICATED MINERAL RESOURCE (OXIDE)

		Resource Grade			Contained Metal	
Cutoff (Au g/t)	**Million Tonnes**	**Cu (%)**	**Au (g/t)**	**Ag (g/t)**	**Au (thousand oz)**	**Ag (thousand oz)**
0.40	10	0.18	0.47	1.39	150	450
0.35	16	0.17	0.44	1.38	230	710
0.30	23	0.16	0.40	1.34	300	990
0.25	31	0.15	0.37	1.28	370	1,280
0.20	**45**	**0.14**	**0.32**	**1.19**	**460**	**1,720**
0.15	69	0.13	0.27	1.10	600	2,440
0.10	97	0.12	0.23	1.01	720	3,150

JOSEMARIA INFERRED MINERAL RESOURCE (OXIDE)

		Resource Grade			Contained Metal	
Cutoff (Au g/t)	**Million Tonnes**	**Cu (%)**	**Au (g/t)**	**Ag (g/t)**	**Au (thousand oz)**	**Ag (thousand oz)**
0.40	0.4	0.11	0.44	1.15	6	15
0.35	1	0.05	0.39	1.01	13	32
0.30	2	0.04	0.37	0.99	24	64
0.25	3	0.04	0.35	0.98	34	95

0.20	**3**	**0.05**	**0.33**	**0.97**	**32**	**94**
0.15	5	0.05	0.28	0.87	45	140
0.10	11	0.09	0.19	0.79	67	280

- *CuEq - Copper Equivalent is calculated using US$3.00/lb copper, US$ 1,400/oz gold and US$23/oz Ag, with no provision for metallurgical recoveries. The formula used is CuEq% = Cu% + 0.6806*Au (g/t) + 0.011*Ag (g/t);
- Mineral Resources are reported within a Whittle pit shell based on: 42 degree pit slope; $2.20/tonne mine cost; $7.40/tonne process cost;
- Mineral Resources are not Mineral Reserves and do not have demonstrated economic viability;
- Small discrepancies may exist due to rounding errors.

4.4.2. Los Helados Project, Chile

Los Helados Project is a large copper-gold porphyry deposit located in Region III of Chile. Nearby deposits held by other companies include Caserones-Regalito (Pan Pacific Copper) and El Morro-La Fortuna (Goldcorp/New Gold). The Los Helados Project is subject to the PPC JEA in which the Corporation holds a 60% interest and Pan Pacific Copper holds a 40% interest. Each party funds its pro-rata share of exploration expenditures. Pan Pacific Copper is a Japanese mining and smelting company that is owned by JX Nippon Mining and Metals (66%) and Mitsui Mining and Smelting (34%).

The owner of the Los Helados Property, and also operator of the exploration project from a base in the city of Copiapó, is Minera Frontera del Oro SPA (“**MFDO**”), a 100%-owned subsidiary of the Corporation. Other than noted below, the Los Helados Property was acquired by staking, and is 100% owned by MFDO.

The Los Helados Property includes two separate Option Agreements for small claim groups within the overall property perimeter as described below.

By public deed dated August 14, 2012 before the Copiapo notary public of Mr. Luis Contreras, Mr. Guillenno Borchert Poblete and Mrs. Judith Perla Bilik Folatre granted to MFDO, two separate unilateral and irrevocable options to purchase the exploitation concessions "Los Helados 1 al 5" and “Odilia 1 al 20” respectively (the “**Borchert Option Agreements**”). MFDO may exercise the Borchert Option Agreements within the period of 5 years from the date of the Borchert Option Agreements. There are no work commitments.

By public deed dated February 28, 2013, before the Santiago notary public Mrs. Antonieta Mendoza Escalas, Sociedad Contractual Minera Borchert Billik granted to MFDO, an unilateral and irrevocable option to purchase the exploitation mining concessions “El Rancho 1 al 60”, “El Rancho III 1 al 60” and “Napoleón II 1 al 10”, and to purchase the exploitation mining concessions in process of being granted “Evelyn 1 al 10” and “Andrea 1 al 10” (the “**Billik Option Agreements**”). MFDO may exercise the Billik Option Agreement within a period of 4 years from the date of the Billik Option Agreement. There are no work commitments.

Information detailed below of a scientific or technical nature regarding the Los Helados Project is derived from the Los Helados Report. The Los Helados Report is available under the Corporation’s profile on SEDAR www.sedar.com. The reader is cautioned that the information is an abridged summary only and the detailed disclosure in the Los Helados Report is incorporated by reference into this AIF. To put the contents hereof in context, the reader should review the entire Los Helados Report, together with its illustrations, figures, footnotes, bibliography, etc.

Project Description and Location

The Los Helados Property lies about 125 km in a direct line south east from the city of Copiapó (population approximately 130,000). Copiapó is the mining centre and capital of the Atacama Region of Chile. The Latitude and Longitude of the Los Helados Property is 28.3408° S, 69.5857° W (decimal degrees, WGS84 datum). The Los Helados Project is located immediately west of the Chile-Argentina border and approximately 20 km south of the Regalito/Caserones copper project which is currently in commissioning by its owners, PPC and Mitsui & Co., Ltd.

The owner of the Los Helados Property, and also operator of the exploration project from a base in the city of Copiapó, is MFDO, a 100%-owned subsidiary of the Corporation. The Corporation holds a 60% interest in the Los Helados Project and PPC holds a 40% interest.

Accessibility, Climate, Local Resource, Infrastructure and Physiography

Access to the Los Helados Property is by road about 170 km SE from Copiapó, a drive of about 3 hours. Access is generally possible from September to May. The Corporation maintains an all-weather exploration camp at WGS84 (Z19J) 435500E 6873412N, elevation ~3,370m.

Surface rights in the Los Helados area are held by the local community or “comuna”. The Corporation has an agreement in place with the community that provides for access for exploration but does not own any surface rights for mining purposes. The Corporation has agreements in place to provide access to sufficient water for exploration purposes.

The area is mountainous, although the main mineralized area lies in a basin at the head of a valley. Elevations range from about 3,000 m to 5,800 m and average about 4,500 m over the deposit itself. There is no vegetation at the Los Helados site.

The climate is dry to arid, temperatures moderate to cold, annual precipitation is about 250 mm, with snow at higher altitudes in the winter. Fieldwork is generally only possible from mid-October to early May due to snowfall and low temperatures.

No study has been made of the availability of mining infrastructure, potential areas for plants and tailings.

History

No exploration history is recorded in the Los Helados area, other than occasional reconnaissance scale work, prior to the acquisition of the Los Helados Property through staking by the Corporation.

The mineral claims established in the area by the Corporation in 2004 appear to be the initial claims covering the deposit area, therefore there has been no prior ownership of the Los Helados Property. Very little exploration work was carried out in the area of the Los Helados Property prior to staking of the initial claims by the Corporation in 2004. The claims comprising the Los Helados Property are not subject to any third-party royalties or back-in rights.

Local residents have indicated the first mineral exploration in the area was carried out by Shell (subsequently Billiton) at the end of the 1980’s. This work apparently included geological mapping, rock, talus and stream sediment geochemical sampling, test pits for sampling and mapping, and some geophysical surveying.

Geological Setting

In the vicinity of the Los Helados Project, a large hydrothermal breccia body intrudes a Permo-Triassic basement of granitic intrusives and rhyolitic and andesitic volcanics of the Choiyoi Group. The Los Helados Project area is marked by a dilation zone of high angle, reverse faults with dextral displacement. The alteration types observed include: silicification, phyllic, argillic, and potassic alteration over an area of approximately 4.5 square km.

Exploration

Los Helados has a very short exploration history, beginning in 2004 with a reconnaissance campaign that investigated the region using LandSAT and ASTER satellite imagery. The initial concessions were acquired by staking in 2004, and no previous exploration history is recorded. Preliminary mapping, rock-chip and talus sampling were conducted early in 2005. Additional geochemistry, as well as IP-Resistivity and Magnetometry surveys were done during the 2005/06 summer season. The first drilling of the Los Helados Project occurred in 2007.

Mineralization

The copper-gold mineralization at Los Helados is mostly hosted by a Miocene magmatic-hydrothermal breccia which forms a roughly circular, pipe-like body with minimum dimensions of 900 m east-west, 900 m north-south and at least 1,200 m vertically. The eastern contact appears to be subvertical, whereas the western contacts dip outwards at roughly 70°, hence the width of the breccia body increases progressively downwards. The northern and bottom boundaries of the breccia body have not yet been delineated. Proximal Miocene intrusive units as well as late Paleozoic rocks host mineralization when fractured and altered. Copper and gold grades appear to be in part related to permeability and proportion of groundmass/cement within the breccias.

The upper parts of the system, characterised by sericitic alteration, tourmaline cement and pyrite>chalcopyrite, tend to have the lowest average copper values. Copper contents increase downwards, either in the lower parts of the sericitic zone or in the underlying chlorite-sericite alteration, and are maintained into the potassic alteration. Gold mineralization generally correlates well with copper, however within the sericitic alteration zones, where pyrite contents exceed those of chalcopyrite, high gold grades seem locally independent from copper values.

Consistently high copper and gold grades are present in the potassic plus chlorite-sericite and potassic zones where chalcopyrite is more abundant than pyrite. Nonetheless, broadly similar copper and gold values extend upwards into the sericitic zone with pyrite>chalcopyrite in many of the holes.

Drilling

Drilling at the Los Helados Project to March 25, 2013 totals 72,335 m of which five holes (1,366 m) are RC and 80 holes (70,927 m) are DH.

Drill sites are located in the field by hand held GPS, and are marked with stakes for the collar location and a front and back site indicating the azimuth for the hole. The drill is moved on to the site and then lined up by Corporation geologist. Down-hole surveys were carried out using a Reflex multi-shot instrument at, on average, 50 m intervals within the hole prior to the 2012/2013 season. Beginning in 2012/2013, down-hole directional surveys were completed by Comprobe Limitada using an SRG gyro system. Following completion of the drill hole, final collar locations were surveyed using a differential GPS instrument. The RC holes and the first 4 DDH holes were not surveyed down-hole for azimuth or inclination.

Drill core is transported by Corporation personnel by pickup truck from the drill sites to the Los Helados camp. At the camp it is photographed, logged for RQD and recovery, and a quick log of the key geological features is prepared. The core is then packaged for delivery by Corporation personnel to the Corporation's core logging and sampling facility located in Paipote, a suburb of Copiapo.

Sampling and Analysis

Drillhole Sampling

Reverse Circulation:

RC holes drilled during the 2006-07 campaign were sampled in 2-metre intervals and analyzed by ALS Chemex Chile. The analytical package used was 27 elements four-acid ICP-AES, Au fire-assay Atomic Absorption finish and trace Hg by could vapor/Atomic Absortion. Details related to sample preparation and chain of custody are unavailable.

DDH:

Six campaigns of diamond drilling were carried out at Los Helados between 2007 and 2013. Core was sampled continuously from the beginning of recovery to the end of the hole. Samples are generally 2-m long (except for LHDH 01 to 04 that were sampled in one metre intervals). Drill core was cut in half using a circular, water-cooled rock saw. Half-cores are randomly weighed and compared in order to verify that 50% of the material was sampled.

One half of the core is used as a geochemical sample and the other stored in boxes or trays for reference and future revisions. The sampled material is put in a resistant plastic bag, labelled with sample number paper tickets identical to the ticket to be stapled on the core box or tray. Samples are then weighed and organized by number before being placed in rice sacks. These sacks are assigned an identification number that corresponds to the batch sent to the laboratory. Initial and final sample numbers as well as number of samples are recorded on ACME's Requisition for Laboratory Services. Prior to 2011, rice sacks were then delivered to the lab using a private courier with dispatch tracking. Beginning in October 2011, samples were delivered directly to ACME's preparation facilities in Copiapó by Corporation personnel, considerably reducing turn-around times.

Core recovery data has not been systematically collected on holes drilled before 2010/11 campaign. Visual inspection by Charchaflie indicates that overall recovery is very good and estimated to be more than 90%. Core recovery average from holes drilled during the 2011 to 2012 campaigns is over 96%. Core recovery average from holes drilled during the 2013 campaign is 97%.

All DDH samples were analyzed by ACME Analytical Laboratories Ltd. in Santiago, Chile.

Quality Control / Quality Assurance

Surface Sampling

No quality control program was implemented in relation to surface samples.

Reverse Circulation Samples

The quality control program applied to the RC drill program consisted of 32 field duplicates representing 3.6 % of total samples. No blank or standard material was used on the sampling program. Cu duplicates show a good correlation (R^2= 0.97) whereas Au duplicates display a moderate correlation (R^2 = 0.64). These results seem acceptable for Cu and Au and indicate that some coarse gold particles might occur within the drilled units.

DDH Samples

No quality control program was implemented on DDH samples from drillholes LHDH01 to 04. These holes add up to 2,566 m and 2,540 samples.

A quality control protocol was implemented in 2010, beginning with LHDH05, and has been followed up to date with minor variations. The program includes blanks, duplicates and standards inserted in the sampling sequence. A total of 7 quality control samples are inserted every 77 samples submitted to the lab. The control samples are:

- Standard 1 (medium - about deposit average)
- Blank (coarse material)
- Standard 2 (low - about expected cutoff)
- Field duplicate (second half core)
- Blank (coarse material)
- Preparation duplicate (make second pulp)
- Assay duplicate (second assay)

Security of Samples

Drill core was sawed and sampled by the Corporation's personnel according to the protocol described above. The sampled material was put in a plastic bag, labeled with sample number paper tickets identical to the ticket stapled on the core box or tray. Samples were then weighed and organized by number before being placed in rice sacks. These sacks were assigned an identification number that corresponds to the batch dispatched to the laboratory. Initial and final sample numbers as well as number of samples were recorded on ACME's Requisition for Laboratory Services. Rice sacks were then delivered to the lab using a private courier with dispatch tracking. Beginning in October 2011, samples were delivered to ACME's preparation facilities in Copiapó. Pulps were sent to ACME's assay facilities in Chile by ACME.

Mineral Resource Estimates

The updated Mineral Resource estimate as described in the Los Helados Report at a base case 0.30% copper equivalent cutoff is as follows:

- 1,730 million tonnes at a grade of 0.40% copper and 0.16 g/t gold for a copper equivalent grade of 0.52% (15.26 billion pounds of copper and 8.90 million ounces of gold) in the Indicated Mineral Resource category; and,
- 681 million tonnes at a grade of 0.32% copper and 0.11 g/t gold for a copper equivalent grade of 0.41% (4.80 billion pounds of copper and 2.41 million ounces of gold) in the Inferred Mineral Resource category.

This Mineral Resource estimate is based on data from 74 drill holes totalling 70,888 m of drilling, of which five holes (1,366 m) are RC and 69 holes (69,521 m) are DH. Data for the project is stored in a Gemcom GEMS database. The total length of assayed intervals is 68,671 m and there are 35,629 assays. The majority of the assay intervals (32,987 or about 93%) are 2 m in length.

A total of 25,158 core samples were systematically measured for specific gravity beginning with the 2010/2011 drilling program. Specific gravity was measured by Corporation technicians using the water immersion method at the Corporation core logging and sampling facility in Paipote.

A two-dimensional ("2D") interpretation based on the logged data was completed by NGEx geologists on east-west oriented sections spaced 100 m apart. The interpretation was also viewed in plan view and north-south oriented sections in order to confirm three dimensional ("3D") consistency. Two dimensional lines were then exported from GEMS and imported into Leapfrog© geological modelling software and the final 3D wireframe solids were constructed. This process allows for a high degree of control on the interpretation combined with the ability to rapidly produce valid adjoining wireframes which are coherent in three dimensions.

Three separate geological models were constructed to guide the resource estimation: lithology; alteration and mineral zones. Metallurgical zone models were also constructed in order to assign each block to one of the metallurgical sample domains.

The drill hole assays were composited to 2 m to maintain the majority sampling interval and to avoid spreading composites across geological domains in case of bigger composite size. Experimental variogram analysis for Cu, Au, Ag, Mo, As, Fe and S was performed using the composites based on the lithology domains. Directional variograms were explored within each lithology domain and omnidirectional experimental variograms were fitted as they showed the best geospatial correlation of samples.

A 3D block model of the deposit was built with 25x 25 x 15 m-size blocks. The block model covered an area of 2.5 km by 1.95 km on plan, and 2.5 km vertically.

The interpolation plan and the search distances for ordinary kriging (OK) and inverse distance squared (ID2) weighting methods were based on the geostatistical analysis and variogram parameters. According to this plan, Cu, Au, Ag, Mo, As, S and Fe were interpolated within the lithology zones in the model. All elements were interpolated using Ordinary Kriging. The inverse distance squared (ID2) weighting method and nearest neighbor (NN) method were performed only for Cu and Au for validation and checking purposes of the global bias.

OK and ID2 interpolation was done in a single pass. A minimum of 2 and a maximum of 50 composites, with maximum 15 composites from the same hole were used for the interpolation, to allow maximum spread of the data used to estimate blocks. Model validation was carried out by three exercises: visual comparison of blocks and sample grades in plan and section views; statistical comparison of the block and composite grade distributions and swath plots to compare OK, ID2 and NN estimates. Visual comparison of the block model and the drill hole composites was done for rows (E-W), columns (N-S) and plan sections. The estimated block grades show good correlation with adjacent composite grades.

The classification of the resources was done as a two-step process. An initial step which considered the geostatistical analysis of Cu grades in the deposit was modified by a final revision to ensure consistency in the classification. According to the classification scheme, a block was considered Indicated (IND) if: the distance to the nearest drill hole from the center of the block was less than or equal to 75 m and there were at least three drill holes used for the grade interpolation and the kriging efficiency estimation was more than 0.33. If the number of drill holes or the kriging variance requirement was not satisfied within this distance range (0-75 m), then the block was placed into Inferred category (INF). Similarly, a block was considered to be Inferred if the distance to the nearest drill hole from the block was 75 to 150 m and there were at least two drill holes used for the grade interpolation and the kriging efficiency estimation was less than 0.33.

The final step was taken in order to avoid having isolated areas of one classification encapsulated within the other. Two smoothed buffer wireframes were created in Leapfrog©, one at 75 m and one at 150 m. Inferred blocks inside the 75m wireframe were re-classified as Indicated, while Indicated blocks outside of the 75m buffer but within the 150m buffer were re-classified as Inferred. A final phase of visual inspection of the resulting classification was performed for validation purposes.

In order to evaluate the potential for reasonable prospects of economic extraction, a Whittle™ pit shell was generated using a Cu price of US$ 3.00/lb, Mining Cost of US$ 2.20/tonne, Process Cost of US$ 7.40/tonne, Copper Selling Cost of US$0.35/lb and an overall pit slope angle of 42 degrees. This does not constitute an economic analysis of the deposit, but is done to define the resource volume by determining which portion of the block model may reasonably be expected to be economically extracted under the chosen set of parameters. The analysis was done based on the copper equivalent (CuEq) grades in the block model. CuEq is calculated using US$3.00/lb copper, US$ 1,400/oz gold and US$23/oz Ag, with no provision for metallurgical recoveries. The formula used is CuEq% = Cu% + 0.6806*Au (g/t) + 0.011*Ag (g/t) and the block value is mathematically derived from the copper, gold and silver values in the blocks.

Only Indicated and Inferred blocks falling within the Whittle pit shell are included in the reported resource estimate. Of the total classified blocks contained within the block model, 90% of those which meet the criteria to be classified as Indicated fall within the pit shell, and 47% of those which meet the criteria to be classified as Inferred fall within the pit shell.

The Mineral Resources are reported in accordance with Canadian Securities Administrators' NI 43-101 and have been estimated in conformity with generally accepted CIM "Estimation of Mineral Resource and Mineral Reserves Best Practices" guidelines. It should be noted that the Mineral Resource estimate presented here is not a Mineral Reserve, and does not have demonstrated economic viability. While the Corporation strongly believes that the Mineral Resource warrants additional study to determine the development potential, there can be no guarantee that any or all of the Mineral Resource will ultimately be determined to be economically viable.

As the Los Helados Project is an early-stage project, no engineering or infrastructure data or studies are available to evaluate economic development parameters for the Mineral Resource. The base-case cutoff grade of 0.30% CuEq was chosen based on comparison with other similar nearby deposits. The Los Helados Project is located in an area of Chile which currently has several copper-gold porphyry deposits in similar geologic and geographic settings which are in advanced exploration or development. These other projects provide useful benchmarks and have been used to select the base-case cutoff grade for Los Helados.

For more information on the Mineral Resource estimate please see the Technical Report dated October 31, 2013 and amended March 24, 2014 and titled *"Updated Mineral Resource Estimate for the Los Helados Property, Region III of Atacama, Chile"* The Technical Report is filed under the Corporation's profile on the SEDAR website located at www.sedar.com.

The Mineral Resource estimate as of the effective date of July 15, 2013 is shown in the tables below:

LOS HELADOS INDICATED MINERAL RESOURCE								
		Resource Grade				**Contained Metal**		
Cutoff (CuEq*)	**Million Tonnes**	**Cu (%)**	**Au (g/t)**	**Ag (g/t)**	**CuEq* (%)**	**Cu (billion lbs)**	**Au (million oz)**	**Ag (million oz)**
0.50	839	0.50	0.19	1.76	0.65	9.25	5.13	47.48

0.45	1,064	0.47	0.18	1.68	0.61	11.02	6.16	57.47
0.40	1,294	0.44	0.17	1.59	0.58	12.55	7.07	66.15
0.35	1,526	0.42	0.16	1.51	0.55	14.13	7.85	74.08
0.30	**1,730**	**0.40**	**0.16**	**1.43**	**0.52**	**15.26**	**8.90**	**79.54**
0.25	1,899	0.38	0.15	1.38	0.50	15.91	9.16	84.25
0.20	2,040	0.36	0.15	1.33	0.48	16.19	9.84	87.23

LOS HELADOS INFERRED MINERAL RESOURCE[(1)]								
		Resource Grade				**Contained Metal**		
Cutoff (CuEq*)	**Million Tonnes**	**Cu (%)**	**Au (g/t)**	**Ag (g/t)**	**CuEq* (%)**	**Cu (billion lbs)**	**Au (million oz)**	**Ag (million oz)**
0.50	120	0.44	0.13	1.89	0.55	1.16	0.50	7.29
0.45	211	0.41	0.12	1.77	0.52	1.91	0.81	12.01
0.40	326	0.38	0.12	1.63	0.48	2.73	1.26	17.08
0.35	473	0.36	0.11	1.48	0.45	3.75	1.67	22.51
0.30	**681**	**0.32**	**0.11**	**1.33**	**0.41**	**4.80**	**2.41**	**29.12**
0.25	924	0.29	0.10	1.21	0.38	5.91	2.97	35.95
0.20	1,248	0.26	0.10	1.09	0.34	7.15	4.01	43.74

- CuEq - Copper Equivalent is calculated using US$3.00/lb copper, US$ 1,400/oz gold and US$23/oz Ag, with no provision for metallurgical recoveries. The formula used is CuEq% = Cu% + 0.6806*Au (g/t) + 0.011*Ag (g/t);
- Mineral Resources are reported within a Whittle pit shell based on: 42 degree pit slope; $2.20/tonne mine cost; $7.40/tonne process cost;
- Mineral Resources are not Mineral Reserves and do not have demonstrated economic viability;
- Small discrepancies may exist due to rounding errors.

Exploration and Development

During 2013 the Corporation contracted an independent third party engineering group to conduct a high level assessment of possible development options for the Los Helados Project and Josemaria Project. The scope of this ongoing options study includes an evaluation of potential mining methods and production rates, geotechnical drilling, ongoing metallurgical test work, including comminution studies, and development of high level processing flow sheets and mass balances. Work is ongoing and a variety of potential development scenarios continue to be considered. The Corporation is currently targeting completion of a preliminary economic assessment for the second half of 2014.

Baseline environmental programs, including review of areas for potential infrastructure are underway, with field work in progress during the current South American summer season.

4.4.3. Filo del Sol Project, Argentina

The Filo del Sol project straddles the international border between San Juan Province, Argentina and Region III, Chile (the "**Filo del Sol Project**"). The Argentine side of the Filo del Sol Project is part of the PPC JEA, while the Chilean side (also known as the Tamberias project) is outside of the PPC JEA and subject to an option agreement between the Corporation and the property owners. The project area is located approximately 15 km west of the Josemaría Project. Elevations in the project area range from 4,600 to 5,200 m. Access to the project is by dirt road from the Josemaría camp or alternatively by road from Copiapo, Chile.

The Filo del Sol Project is a high-sulfidation copper-gold-silver target that is superimposed on a porphyry copper system at depth. Mineralization in the upper part of the system occurs as chalcanthite, a soluble copper sulfate mineral. This transitions at depth to disseminated and veinlet controlled sulfides including pyrite, enargite, chalcopyrite, and occasional covellite, and chalcocite. Parts of the system contain appreciable gold and silver. Porphyry-style copper mineralization has been intersected at depth and lateral to the high-sulfidation target.

The Corporation has conducted several exploration campaigns on the Filo del Sol Project including geochemical sampling, magnetics and IP/Resistivity surveys. To the end of the 2012/2013 season a total of 51 drill holes (12,650 m) had been drilled at the Filo del Sol Project of which 37 holes (9,543 m) were RC.

Drilling for the 2013/2014 season was initiated on December 10, 2013 and continued until March 5, 2014. A total of 23 holes were completed for 8,208 m of drilling. On March 17, 2014, the Corporation announced the results of the first seven holes which significantly extended the previously identified manto zone and expanded the broader zone of disseminated copper, gold, and silver mineralization that surrounds the high grade zone.

4.4.4. Other Chilean Properties

The Corporation also holds a number of earlier stage copper-gold projects in Chile.

The Tamberias property is located in Region III, Chile and is adjacent to the Filo del Sol Project which is discussed above and located just across the international border in Argentina. Work on the Tamberias property by previous operators has defined both porphyry copper and high-sulfidation gold mineralization. The Corporation has an option agreement with Compania Minera Tamberias SCM ("**Tamberias SCM**") whereby the Corporation can earn a 100% interest in the Tamberias property by making option payments totaling US$20 million on or before September 30, 2020 of which US$2.8 million is payable on or before June 30, 2016, US$5 million on or before June 30, 2018 and US$10 million on or before June 30, 2020.

Tamberias SCM will retain a 1.5% NSR royalty that will be paid only after the Corporation has recovered all of its exploration and development costs. During 2013, baseline environmental work was completed. This work will be filed in support of an application for drilling permits.

4.4.5. GJ/Kinaskan Project, Northwestern British Columbia, Canada

Information detailed below of a scientific or technical nature regarding the GJ/Kinaskan copper-gold project is derived, in part, from a NI 43-101 technical report entitled "Technical Report on the GJ Copper-Gold Porphyry Project Laird Mining Division British Columbia, Canada" dated April 30, 2007 (the "**GJ Copper-Gold Porphyry Report**") prepared by David T. Mehner, M.Sc., P.Geo., Gary H. Giroux, M.A.Sc., P.Eng., and Giles R. Peatfield, Ph.D., P.Eng., each of whom is a qualified person under NI 43-101. The GJ Copper-Gold Porphyry Report is available under the Corporation's profile on SEDAR www.sedar.com. The reader is cautioned that the information is an abridged summary only. To put the contents hereof in the context of the full technical report, together with its illustrations, figures, footnotes, bibliography, etc.

Project Description and Location
The GJ/Kinaskan property is situated in northwestern British Columbia about 200 km north of Stewart. The property is centered at latitude 57º 45' N and longitude 130º 14' W (UTM 425500E, 6398000N). The claim group covers about 20,550 hectares. All the mineral claims comprising the GJ/Kinaskan Lake property are owned 100% by the Corporation and are in good standing.

The Donnelly, North Donnelly, GJ and North copper-gold porphyry zones are the principal mineralized zones on the GJ/Kinaskan property. This deposit type is present elsewhere in the region, with other examples being the Red Chris, Schaft Creek, Galore Creek, and Copper Canyon deposits.

In August, 2010 the Corporation entered into an option agreement (the "**Option Agreement**") with Teck Resources Limited ("**Teck**") whereby Teck was granted options to earn up to a 75% interest in the Corporation's 100% owned GJ/Kinaskan project by making the following cash payments and expenditures (all amounts are Canadian dollars):

1. a $100,000 cash payment to the Corporation upon signing of the Option Agreement (the "**initial cash payment**").

2. 1st Option: Teck will have the option to earn an initial 51% in the GJ/Kinaskan project by making the

following expenditures:

On or Before	Cumulative Aggregate Expenditures
December 31, 2011	\$2,500,000(1)(2)
December 31, 2012	\$5,000,000
December 31, 2013	\$8,000,000
December 31, 2014	\$12,000,000

Notes:
(1) The first \$1,500,000 in expenditures is a firm commitment by Teck.
(2) Must include at least 1,500 m of drilling.

3. 2nd Option: Upon making the initial cash payment and incurring \$12,000,000 in expenditures under the 1st option Teck will have a one-time option to elect to earn an additional 9% interest for a total 60% interest by sole funding an additional \$12,000,000 in expenditures prior to December 31, 2017 with a minimum required annual expenditure of \$2,000,000 per year.

4. 3rd Option: Upon exercising the 2nd option Teck will have a one-time option to earn an additional 15% interest for a total 75% interest by sole funding another \$20,000,000 in expenditures prior to December 31, 2020 with a minimum required annual expenditure of \$4,000,000 per year.

If Teck exercises all its available options it will spend \$44M to earn a 75% interest in the GJ/Kinaskan project.

If Teck elects not to exercise either the 2nd or 3rd options, or, upon Teck exercising the 3rd option the parties will form a joint venture and fund further expenditures pro-rata according to their percentage interest at that time. If a party's interest falls below 10% it will convert to a 2% NSR that begins after payback of all project expenditures.

Accessibility, Climate, Local Resource, Infrastructure and Physiography

Access to the GJ/Kinaskan property is by road from Smithers, 500 km to the south, and then by helicopter from Tatogga Lake, located 17 km to the northeast, or from Dease Lake, 80 km further north on Highway 37.

The climate is typical of a northern Canadian Cordilleran setting, with windy, cold winters due to the generally high elevations and short summers lasting from June through early September.

Small settlements at Iskut, Eddontenajon and Tatogga Lake along Highway 37, and some 15 to 20 km northeast of the GJ/Kinaskan property, provide basic services such as telephone, fuel, accommodation, meals, storage facilities, expediting services to Smithers and helicopter staging points. Dease Lake, 80 km to the north, provides similar services and has a permanent helicopter base.

Construction of a new 287kV power line along the highway 37 corridor is currently underway. This powerline will pass less than 50 km from the property.

History

Exploration work on the copper-gold porphyry mineralization dates back to 1964, when Conwest Exploration Co. Ltd. first recorded work on the property (concentrating on the GJ Zone on Groat Creek). From 1970 until 1983, when the Corporation first became involved in the GJ project through a predecessor company, numerous companies explored the GJ, Donnelly (as it was then known) and to a lesser extent, the North Zones. Although encouraging drill results were obtained by earlier work, no mineralized zones of significant size and grade were defined.

The Corporation acquired the ground covering the Donnelly, GJ and North Zones in 2000 and initiated a systematic exploration program including IP geophysics and ground magnetic surveys, bedrock surface geochemical sampling, and geological mapping.

Geological Setting

The rocks underlying the GJ/Kinaskan project have been mapped as Upper Triassic, Stuhini Group (basic volcanic flows, volcaniclastics and sedimentary rocks), unconformably overlain by Lower Jurassic, Hazelton Group andesitic to felsic flows and volcaniclastic rocks. Intruding the sequence throughout the GJ/Kinaskan project are numerous small, quartz deficient plugs, sills and dykes of Late Triassic or Early Jurassic age, of diorite to monzodiorite and monzonite composition. The largest of these is the south-west striking Groat Stock which is at least 10 kilometres long and up to 1.5 kilometres wide, and is off-set by numerous, north-south striking faults. Adjacent to the south-west extremities of the stock, porphyry copper-gold mineralization occurs in at least four areas, referred to herein as the Donnelly, North Donnelly, GJ and North Zones.

Exploration

In 2000, after acquiring all the ground covering the Donnelly, GJ and North zones, the Corporation initiated a systematic exploration program including IP geophysics and ground magnetic surveys, bedrock surface geochemical sampling, and geological mapping. By 2004, that work had outlined a broad IP chargeability anomaly measuring at least 4.5 kilometres east-west by 3.3 kilometres north-south. Within the Donnelly Zone, surveys outlined two significantly stronger chargeability zones with coincident magnetic highs and copper-gold bedrock geochemical anomalies. The larger was an open-ended anomaly measuring 3,500 m southeast-northwest by 1,000 m wide that encompasses both the GJ and Donnelly zones (as presently known). The second was an 1,800 metre east-west by 800 metre north-south anomaly covering the North Zone.

Drilling by the Corporation from 2004 to 2007 of 59,491 m in 199 drill holes successfully extended the known limits of the Donnelly copper-gold zone over an east-west length of 1,600 m. The Donnelly Zone forms a relatively homogenous, keel-shaped mineralized body 300 m wide in the eastern half that broadens into more complex bodies extending up to 500 m in depth in the western half. The Zone is closed off to the east but remains open to depth in places to the west where it is overlain by post-mineral, Hazelton volcanic rocks.

No field work was conducted on the GJ/property during the 2008 and 2009 field seasons apart from camp maintenance and continued environmental studies. As at December 31, 2009, the Corporation had expended approximately $11.4 million on this property.

During 2010 Teck initiated its work program at the GJ/Kinaskan project including a large ground geophysical program, as well as surface mapping, relogging of drill core and refurbishment of the camp. During the third quarter of 2011, Teck completed and fully funded an exploration program at GJ/Kinaskan that included 10 diamond drill holes totalling 4,307 m, 77 line kilometres of IP, 50 line kilometres of ground magnetic as well as mapping and 1185 soil samples. Teck also refurbished the 40 man exploration camp and conducted baseline environmental and archaeological surveys.

The 2012 exploration program on the GJ property was carried out between June 23rd and September 27th. Teck's exploration program included:

- 730 line km of ZTEM airborne geophysical survey covering the north half of the property.
- Collection of 1300 AH soil samples.
- Geologic mapping programs at QC, Wolf, Seestor and GJ and the collection of 247 rock samples.
- 10.4 line km of IP and mag geophysical surveys northeast of Seestor.
- 4,000 m of diamond drilling in eight holes testing geological, geochemical and geophysical targets at Wolf (5), Seestor (1) and on the plateau near camp (2).
- Historic core re-logging and re-interpretation from GJ, Donnelly and North Donnelly.

The program was 100% funded by Teck as part of its earn-in under the Option Agreement.

2013 Teck Program

Teck carried out field work on the GJ/Kinaskan project from July 5th to August 22nd, 2013. Work during this time period included diamond drilling, re-logging of historic drill core, geological mapping, ground magnetic survey, and soil and rock geochemical sampling. Diamond drilling occurred in the Donnelly deposit area, and included three drill holes comprising a total of 2,028 m of drilling. Pursuant to the Option Agreement the exploration program was 100% funded by Teck. As of December 31, 2013 Teck's expenditures under the Option Agreement totaled $11,700,150.

Significant copper-gold intercepts from the drilling conducted during 2013 include:

Hole ID	Interval		Length (m)	CU (%)	Au (ppm)	Zone
	From (m)	To (m)				
GJK-12-237	672	703.48	31.48	0.10	0.49	Donnelly South
GJK-12-238	634	735.5	101.50	0.24	0.20	Donnelly West
incl	679.46	735.5	56.04	0.37	0.23	
GJK-12-239	248.50	455.63	207.13	0.26	0.34	Donnelly
incl	304.5	333.11	28	0.49	0.72	

Mineralization
The principal types of mineralization on the GJ/Kinaskan project are:

- porphyry copper-gold deposits associated with the Lower Jurassic Groat monzodiorite and monzonite stock and compositionally similar satellite intrusions in the southern part of the property; and
- gold-silver-copper-zinc-bearing quartz veins developed peripheral to early Jurassic quartz diorite, monzodiorite and monzonite stocks along Quash Creek in the northwest and around the Groat Stock in the southeast (Trevor Peak).

Mineral Resource Estimates
Several Mineral Resource calculations have been done on the GJ/Kinaskan project over the years. A detailed discussion of the April 2007 resource status is provided in GJ Copper-Gold Porphyry Report. G. H. Giroux, one of the authors of the GJ Copper-Gold Porphyry Report updated the resource estimate in October 2008, for the Donnelly Zone and the North Donnelly Zone by utilizing 218 drill holes completed by the end of the 2007 field season in addition to drill holes completed by prior operators.

The Mineral Resource estimate as of the effective date of April 30, 2007 is shown in the tables below:

DONNELLY ZONE - MEASURED MINERAL RESOURCE

Cutoff	Metric Tons > Cutoff	Grade > Cutoff		Contained Metal	
(Cu %)	(metric tons)	Cu (%)	Au (g/t)	Million lbs Cu	Million ozs Au
0.05	153,700,000	0.248	0.284	840.49	1.403
0.10	133,410,000	0.274	0.312	806.02	1.338
0.15	108,820,000	0.307	0.348	736.64	1.218
0.20	84,490,000	0.346	0.390	644.60	1.059
0.25	62,380,000	0.389	0.435	535.06	0.872
0.30	44,270,000	0.436	0.487	425.60	0.693
0.35	30,760,000	0.486	0.538	329.63	0.532
0.40	21,890,000	0.531	0.585	256.30	0.412
0.45	15,370,000	0.577	0.643	195.55	0.318
0.50	10,900,000	0.619	0.692	148.77	0.243

DONNELLY ZONE - MEASURED MINERAL RESOURCE

Cutoff	Metric Tons > Cutoff	Grade > Cutoff		Contained Metal	
(Cu %)	(metric tons)	Cu (%)	Au (g/t)	Million lbs Cu	Million ozs Au

DONNELLY & NORTH DONNELLY ZONES - INDICATED RESOURCE

Cutoff	Metric Tons > Cutoff	Grade > Cutoff		Contained Metal	
(Cu %)	(metric tons)	Cu (%)	Au (g/t)	Million lbs Cu	Million ozs Au
0.05	216,120,000	0.173	0.219	824.42	1.522
0.10	159,870,000	0.208	0.255	733.23	1.311
0.15	108,670,000	0.247	0.298	591.85	1.041
0.20	68,830,000	0.290	0.344	440.13	0.761
0.25	41,050,000	0.335	0.387	303.23	0.511
0.30	22,040,000	0.388	0.433	188.56	0.307
0.35	11,570,000	0.449	0.489	114.55	0.182
0.40	6,970,000	0.500	0.530	76.84	0.119
0.45	4,170,000	0.550	0.577	50.57	0.077
0.50	2,620,000	0.598	0.629	34.55	0.053

DONNELLY & NORTH DONNELLY ZONES - MEASURED PLUS INDICATED MINERAL RESOURCE

Cutoff	Metric Tons > Cutoff	Grade > Cutoff		Contained Metal	
(Cu %)	(metric tons)	Cu (%)	Au (g/t)	Million lbs Cu	Million ozs Au
0.05	369,820,000	0.204	0.246	1663.52	2.925
0.10	293,280,000	0.238	0.281	1539.10	2.650
0.15	217,490,000	0.277	0.323	1328.40	2.259
0.20	153,320,000	0.321	0.369	1085.21	1.819
0.25	103,440,000	0.367	0.416	837.07	1.383
0.30	66,300,000	0.420	0.469	614.00	1.000
0.35	42,330,000	0.476	0.524	444.29	0.713
0.40	28,860,000	0.523	0.572	332.82	0.531
0.45	19,540,000	0.571	0.629	246.02	0.395
0.50	13,520,000	0.615	0.680	183.34	0.296

DONNELLY & NORTH DONNELLY ZONES - INFERRED RESOURCE

Cutoff	Metric Tons > Cutoff	Grade > Cutoff		Contained Metal	
(Cu %)	(metric tons)	Cu (%)	Au (g/t)	Million lbs Cu	Million ozs Au
0.05	115,470,000	0.134	0.187	341.18	0.694
0.10	63,980,000	0.183	0.238	258.17	0.490
0.15	37,560,000	0.226	0.282	187.17	0.341
0.20	23,010,000	0.260	0.310	131.92	0.229
0.25	11,290,000	0.295	0.335	73.44	0.122
0.30	4,180,000	0.332	0.330	30.60	0.044
0.35	790,000	0.378	0.294	6.58	0.007
0.40	150,000	0.421	0.354	1.39	0.002
0.45	30,000	0.455	0.325	0.30	0.000

All Mineral Resources have been calculated in accordance with CIM Standards.

The Mineral Resources set out in the table above have been estimated by G. H. Giroux, who is a qualified person under NI 43-101.

ITEM 5 DIVIDENDS

There are no restrictions that prevent the Corporation from paying dividends. The Corporation has not paid dividends to date on its common shares and has no plans to pay dividends in the near future. Any decision to pay dividends in the future will be based on the Corporation's earnings and financial requirements and other factors that its Board of Directors may consider appropriate in the circumstances.

ITEM 6 CAPITAL STRUCTURE

The Corporation's authorized capital consists of an unlimited number of common shares without par value. All of the issued common shares are fully paid and non-assessable.

The holders of common shares of the Corporation are entitled to receive notice of, and to one vote per share at, every meeting of shareholders of the Corporation, to receive such dividends as the Board of Directors declares and to share equally in the assets of the Corporation remaining upon the liquidation, dissolution or winding up of the Corporation after the creditors of Corporation have been satisfied.

As of December 31, 2013, the Corporation had an aggregate of 168,714,559 common shares issued and outstanding. As at the date of this AIF, the Corporation had an aggregate of 168,940,059 common shares issued and outstanding.

ITEM 7 MARKET FOR SECURITIES

The common shares of the Corporation are currently listed and posted for trading on the TSX in Canada under the trading symbol "**NGQ**". The following table provides information as to the high and low closing prices and volume traded of the common shares during the most recently completed financial year for each month on the TSX:

Month	High (S)	Low ($)	Volume
January 2013	3.52	2.93	3,448,471
February 2013	3.46	2.90	1,145,016
March 2013	3.07	2.80	1,044,307
April 2013	3.06	2.19	1,735,324
May 2013	2.54	1.97	1,208,614
June 2013	2.30	1.62	1,758,307
July 2013	2.24	1.70	1,438,849
August 2013	2.06	1.75	2,045,370
September 2013	1.96	1.68	931,202
October 2013	2.06	1.53	1,205,760
November 2013	1.99	1.70	797,200
December 2013	1.74	1.26	3,771,934

The price of the common shares of the Corporation as quoted by the TSX at the close of business on December 31, 2013 was $1.43 and on March 27, 2014 the last trading day prior to the date of this AIF, was $1.83.

ITEM 8 PRIOR SALES

As of December 31, 2013, the Corporation had outstanding stock options to purchase 6,256,250 common shares. During the year ended December 31, 2013, the Corporation issued stock options as follows:

Date of Issuance	Number	Exercise Price	Expiry
March 26, 2013	345,000	$2.95	March 26, 2016
August 22, 2013	445,000	$1.90	August 22, 2016
Total:	790,000		

ITEM 9 DIRECTORS AND OFFICERS

9.1. Name, Occupation and Security Holding

During the year ended December 31, 2013, the Board of Directors of the Corporation was comprised of five directors. Each director holds office until the next annual meeting of shareholders or until his successor is duly elected unless his office is earlier vacated in accordance with the by-laws of the Corporation. The names, provinces and countries of residence of each of the directors and executive officers of the Corporation, their respective positions and offices held with the Corporation, their principal occupations within the preceding five years, as at December 31, 2013 (and the date hereof) is set forth in the following table.

Name, Province and Country of Residence	Period of Service as an Officer or Director	Principal Occupation and Occupation during the Past Five Years
Lukas H. Lundin Geneva, Switzerland	Chairman since September 12, 2002 and Director since June 23, 1995	Chairman and director of Lundin Mining Corporation; Chairman and director of a number of publicly traded resource-based companies
Wojtek A. Wodzicki British Columbia, Canada	President, Chief Executive Officer and Director since April 17, 2009	President and Chief Executive Officer of the Corporation since April 17, 2009; Director of Newstrike Capital Inc.; Director of Horn Petroleum; President and Chief Executive Officer, Sanu Resources Ltd. from April, 2007 to present; VP Strategic Partnerships, Lundin Mining Corporation from March 2007 to April 2009; General Manager of Exploration for Teck Cominco Ltd. from 2001 to 2007.
Paul K. Conibear British Columbia, Canada	Director since April 17, 2009	President and Chief Executive Officer of Lundin Mining Corporation since October 2011; Interim President and CEO from June 2011 to October 2011, Sr. Vice President, Corporate Development from October 2009 to June 2011 and Senior Vice President, Projects from July 2007 to October 2009 of Lundin Mining Corporation.
William A. Rand British Columbia, Canada	Director since June 23, 1995	President and Director of Rand Edgar Investment Corp.; Director of a number of publicly traded companies.
David Mullen British Columbia, Canada	Director since November 16, 2010	Managing Director of Graycliff Partners since December 2011; Managing Director of Graycliff Partners (USA) from December 2011 to present; Managing Partner and Chair of Fulcrum Capital Partners Inc. (Canada) from November 2011 to August 2013; formerly Chief Executive Officer and Head of Private Equity North America for HSBC Bank (HSBC Capital Canada and HSBC Capital USA).

Name, Province and Country of Residence	Period of Service as an Officer or Director	Principal Occupation and Occupation during the Past Five Years
Chester See British Columbia, Canada	Chief Financial Officer since August 16, 2013	Chief Financial Officer of the Corporation; Chief Financial Officer of Fortress Minerals Corp. since September 2013; Financial Controller, Lucara Diamond Corp. from November 2011 to August 2013; Manager, Financial Reporting & Treasury, Western Coal Corp. from September 2009 to October 2011; Senior Accountant PricewaterhouseCoopers LLP from September 2006 to September 2009.
Robert Carmichael British Columbia, Canada	Vice President, Exploration since September 1, 2011	Vice President, Exploration of the Corporation since September 1, 2011; Self-employed from August 1, 2011 to August 31, 2011; General Manager, Resource Exploration Lundin Mining Corporation from 2006 to July 31, 2011.

There are currently three standing committees of the Board; namely, the Audit Committee, the Compensation Committee and the Corporate Governance and Nominating Committee. The following table identifies the members of each of these Committees as at December 31, 2013 and the date of this AIF:

Audit Committee	Compensation Committee	Corporate Governance and Nominating Committee
William A. Rand Paul K. Conibear David F. Mullen	Lukas H. Lundin William A. Rand Paul K. Conibear	David F. Mullen William A. Rand Paul K. Conibear

Securities Holdings

As at December 31, 2013, the directors and executive officers of the Corporation, beneficially owned, or controlled or directed, directly or indirectly, an aggregate of 2,486,145 common shares of the Corporation, representing approximately 1.47% of the issued and outstanding common shares of the Corporation (excluding securities issuable on exercise of stock options).

As at the date of this AIF, the directors and executive officers of the Corporation, beneficially owned, or controlled or directed, directly or indirectly, an aggregate of 2,786,318 common shares of the Corporation, representing approximately 1.64% of the issued and outstanding common shares of the Corporation (excluding securities issuable on exercise of stock options).

9.2. Cease Trade Orders, Bankruptcies, Penalties or Sanctions

Other than as disclosed below, no director or executive officer of the Corporation, is, or during the ten years preceding the date of this AIF has been, a director, chief executive officer or chief financial officer of any company (including the Corporation) that:

(a) was subject to a cease trade order, an order similar to a cease trade order or an order that denied the relevant company access to any exemption under securities legislation, for a period of more than 30 consecutive days (an "**order**") that was issued while the director or executive officer was acting in the capacity as director, chief executive officer or chief financial officer; or

(b) was subject to an order that was issued after the director or executive officer ceased to be a director, chief executive officer or chief financial officer and which resulted from an event that occurred while that person was acting in the capacity as director, chief executive officer or chief financial officer.

Mr. Rand is currently and was a director of New West Energy Services Inc. when, on September 5, 2006, a cease trade order was issued against that company by the British Columbia Securities Commission for failure to file its financial statements within the prescribed time. The default was rectified and the order was rescinded on November 9, 2006.

Other than as disclosed below, no director or executive officer of the Corporation, or a shareholder holding a sufficient number of securities of the Corporation to affect materially the control of the Corporation:

(a) is at the date hereof, or has been within the ten years preceding the date of this AIF, a director or executive officer of any company (including the Corporation) that, while that person was acting in that capacity, or within a year of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets; or
(b) has, within the ten years before the date of this AIF, become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or been subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets of that person.

Mr. Carmichael was a director of Redcorp Ventures Ltd. which sought court protection under the Companies' Creditors Arrangement Act and was granted such protection by an order of the Supreme Court of British Columbia on March 4, 2009. On June 29, 2009, Redcorp Ventures Ltd. was assigned into bankruptcy and Abakhan & Associates Inc. was appointed as Trustee of the Estates.

No director or executive officer of the Corporation or a shareholder holding a sufficient number of securities of the Corporation to affect materially the control of the Corporation, has been subject to:

(a) any penalties or sanctions imposed by a court relating to securities legislation or by a securities regulatory authority or has entered into a settlement agreement with a securities regulatory authority; or
(b) any other penalties or sanctions imposed by a court or regulatory body that would likely be considered important to a reasonable investor making an investment decision.

9.3. Conflicts of Interest

To the best of the Corporation's knowledge, and other than as disclosed in this AIF, there are no known existing or potential conflicts of interest between the Corporation and any director or officer of the Corporation. The Corporation's directors and officers may serve as directors or officers of other companies or have significant shareholdings in other resource companies and, to the extent that such other companies may participate in ventures in which the Corporation may participate, the directors of the Corporation may have a conflict of interest in negotiating and concluding terms respecting the extent of such participation. In the event that such a conflict of interest arises at a meeting of the Corporation's directors, a director who has such a conflict will abstain from voting for or against the approval of such participation or the terms of such participation. From time to time, several companies may participate in the acquisition, exploration and development of natural resource properties, thereby allowing for their participation in larger programs, the involvement in a greater number of programs or a reduction in financial exposure in respect of any one program. It may also occur that a particular company will assign all or a portion of its interest in a particular program to another of these companies due to the financial position of the company making the assignment. In accordance with the laws of Canada, the directors or the Corporation are required to act honestly, in good faith and in the best interests of the Corporation. In determining whether or not the Corporation will participate in a particular program and the interest therein to be acquired by it, the directors will primarily consider the degree of risk to which the Corporation may be exposed and the financial position at that time.

The directors and officers of the Corporation are aware of the existence of laws governing the accountability of directors and officers for corporate opportunity and requiring disclosure by the directors of conflicts of interest and the Corporation will rely upon such laws in respect of any directors' and officers' conflicts of interest or in respect of any breaches of duty by any of its directors and officers. All such conflicts will be disclosed by such directors of officers in accordance with the CBCA and they will govern themselves in respect thereof to the best of their ability in accordance with the obligations imposed upon them by law. Other than as disclosed above, the directors and officers of the Corporation are not aware of any such conflicts of interest in any existing or contemplated contracts with or transactions involving the Corporation. See "Risk Factors — Conflicts of Interest".

ITEM 10 LEGAL PROCEEDINGS AND REGULATORY ACTIONS

10.1. Legal Proceedings

There are no pending, and the Corporation knows of no contemplated legal proceedings to which the Corporation is a party or of which any of the properties are the subject.

10.2. Regulatory Actions

No penalties or sanctions were imposed by a court relating to securities legislation or by a securities regulatory authority during the Corporation's recently completed financial year, nor were there any other penalties or sanctions imposed by a court or regulatory body against the Corporation that would likely be considered important to a reasonable investor in making an investment decision, nor were any settlement agreements entered into before a court relating to securities legislation or with a securities regulatory authority during the Corporation's recently completed financial year.

The Corporation is, from time to time, involved in various claims, legal proceedings and complaints arising in the ordinary course of business. The Corporation cannot reasonably predict the likelihood or outcome of these actions. The Corporation does not believe that adverse decisions in any other pending or threatened proceedings related to any matter, or any amount which may be required to be paid by reason therein, will have a material effect on the financial condition or future results of operations of the Corporation.

ITEM 11 AUDIT COMMITTEE

The Audit Committee oversees the accounting and financial reporting processes of the Corporation and its subsidiaries and all audits and external reviews of the financial statements of the Corporation on behalf of the Board, and has general responsibility for oversight of internal controls, accounting and auditing activities of the Corporation and its subsidiaries. All auditing services and non-audit services to be provided to the Corporation by the Corporation's auditors are pre-approved by the Audit Committee. The Audit Committee reviews, on a continuous basis, any reports prepared by the Corporation's external auditors relating to the Corporation's accounting policies and procedures, as well as internal control procedures and systems. The Audit Committee is also responsible for examining all financial information, including annual and quarterly financial statements, prepared for securities commissions and similar regulatory bodies prior to filing or delivery of the same. The Audit Committee also oversees the annual audit process, quarterly review engagements, if any, the Corporation's internal accounting controls, Code of Business Conduct and Ethics, any complaints and concerns regarding accounting, internal controls or auditing matters and the resolution of issues identified by the Corporation's external auditors. The Audit Committee recommends to the Board the firm of independent auditors to be nominated for appointment by the shareholders and the compensation of the auditors. The Audit Committee meets a minimum of four times per year. The Audit Committee met four times in 2013. The Audit Committee Charter is attached as Schedule "A" to this AIF.

11.1. Composition of the Audit Committee

Below are the details of each audit committee member, including his name, whether he is independent and financially literate as such terms are defined under National Instrument 52-110 – Audit Committees ("**NI 52-110**") and his education and experience as it relates to the performance of his duties as an audit committee member. The qualifications and independence of each member is discussed below and in the Corporation's management information circular, dated May 13, 2013, prepared in connection with the Corporation's annual and special meeting of shareholders held on June 19, 2013, a copy of which is available under the Corporation's profile on the SEDAR website at www.sedar.com and will be included in the Corporation's management information circular for the year ended December 31, 2013 for its annual meeting to be held in June, 2014.

Member Name	Independent(1)	Financially Literate(2)	Education and Experience Relevant to Performance of Audit Committee Duties
William A. Rand (Chair)	Yes	Yes	Mr. Rand is a retired corporate and securities lawyer and mining executive with a B.Comm. from McGill University (Honours in Economics and Major in Accounting), who has been a member of a number of boards and audit committees of public companies for over 30 years. Through this education and experience, Mr. Rand has experience overseeing and assessing the performance of companies and public accountants with respect to the preparation, auditing and evaluation of financial statements.
Paul K. Conibear	Yes	Yes	Mr. Conibear is a professional engineer with more than 30 years of experience in the mining industry. Mr. Conibear has also served as an executive officer, director and audit committee member of several public resource-based companies.
David Mullen	Yes	Yes	Mr. Mullen is currently Managing Director of Graycliff Partners and Graycliff Partners (USA); Prior, Mr. Mullen was Managing Partner and Chair of Fulcrum Capital Partners Inc. (Canada). Mr. Mullen was formerly, Chief Executive Officer and Head of Private Equity of North America for HSBC Bank (HSBC Capital Canada and HSBC Capital USA). Mr. Mullen has also served as a director and audit committee member of several public resource based companies. Mr. Mullen holds an MBA from the Richard Ivey School of Business at the University of Western Ontario and a Bachelor of Commerce degree from the University of British Columbia.

(1) Independent within the meaning of NI 52-110.
(2) An individual is financially literate within the meaning of NI 52-110 if he has the ability to read and understand a set of financial statements that present a breadth of complexity of accounting issues that are generally comparable to the breadth and complexity of the issues and can reasonably be expected to be raised by the Corporation's financial statements.

11.2. Reliance on Certain Exemptions

Since the commencement of the Corporation's most recently completed financial year, the Corporation has not relied on the exemption in Section 2.4 (De Minimis Non-Audit Services), Section 3.2 (Initial Public Offerings), Section 3.4 (Events Outside Control of Member), Section 3.5 (Death, Disability or Resignation of Audit Committee Member) of NI 52-110 or an exemption from NI 52-110, in whole or in part, granted under Part 8 (Exemptions) of NI 52-110.

11.3. Reliance on Exemption in Subsection 3.3(2) or Section 3.6

Since the commencement of the Corporation's most recently completed financial year, the Corporation has not relied on the exemption in subsection 3.3(2) (Controlled Companies) or Section 3.6 (Temporary Exemption for Limited Exceptional Circumstances).

11.4. Reliance on Section 3.8

Since the commencement of the Corporation's most recently completed financial year, the Corporation has not relied on the exemption in Section 3.8 (Acquisition of Financial Literacy).

11.5. Audit Committee Oversight

Since the commencement of the Corporation's most recently completed financial year, there has not been a recommendation of the Audit Committee to nominate or compensate an internal auditor which was not adopted by the Corporation's Board of Directors.

11.6. Pre-Approval Policies and Procedures

The Audit Committee has adopted specific policies and procedures for the engagement of non-audit service as described in the Audit Committee Charter attached hereto as Schedule A.

11.7. External Auditor Service Fees (by Category)

The following table discloses the fees billed to the Corporation by its external auditor during the last two fiscal years ended December 31, 2013, and December 31, 2012:

Financial Year Ending	Audit Fees (1)	Audit Related Fees (2)	Tax Fees (3)	All Other Fees (4)
December 31, 2013	$114,519	$47,250	$13,524	Nil
December 31, 2012	$109,660	$42,000	$3,100	$1,650

Notes:

(1) The aggregate fees billed for audit services.

(2) The aggregate fees billed for assurance and related services that are reasonably related to the performance of the audit or review of the Corporation's financial statements and are not disclosed in the audit fees column.

(3) The aggregate fees billed for tax compliance, tax advice, tax return and tax planning services.

(4) The aggregate fees billed for professional services other than those listed in the other three columns.

PricewaterhouseCoopers LLP, Chartered Accountants, have prepared the Independent Auditors' Report in respect of the Corporation's consolidated audited financial statements as at and for the years ended December 31, 2013 and 2012. PricewaterhouseCoopers LLP have advised the Corporation that they are independent in accordance with the rules of professional conduct of the Institute of Chartered Accountants of British Columbia.

ITEM 12 INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

Other than as set out below, to the best of the Corporation's knowledge, no director, executive officer or person or company that beneficially owns or controls or directs, directly or indirectly, more than 10 percent of any class or series of the Corporation's outstanding voting securities, or any associate or affiliate of any of the foregoing, has had any material interest, direct or indirect, in any transaction within the three most recently completed financial years or during the most recently completed financial year, that has materially affected or is reasonably expected to materially affect the Corporation.

Together, Lorito Holdings S.a.r.l. ("**Lorito**") and Zebra Holdings & Investments S.a.r.l. ("**Zebra**"), each a company owned by a trust whose settlor was the late Adolf H. Lundin, and are joint actors, hold more than 10% of the common shares of the Corporation. During the financial year ended December 31, 2011, the Corporation completed a private placement on a non-brokered basis, of 9,000,000 common shares at a price of $3.00 per common share, of which, Lorito purchased 2,000,000 common shares at a price of $3.00 per common share. As at December 31, 2011, Lorito and Zebra have control of or direction over an aggregate of approximately 30,661,841 common shares of the Corporation, or 19.39% of the issued and outstanding common shares of the Corporation.

During the financial year ended December 31, 2013, the Corporation completed a private placement on a non-brokered basis, of 10,000,000 common shares at a price of $3.40 per common share, of which, Lorito purchased 1,000,000 common shares and Zebra purchased 1,000,000 common shares at a price of $3.40 per common share. As at the date of this AIF, Lorito and Zebra have control of or direction over an aggregate of approximately 33,661,841 common shares of the Corporation, or 19.92% of the issued and outstanding common shares of the Corporation.

During 2013, the Corporation incurred management, office facilities and administrative service fees of $540,000 with Namdo Management Services Ltd., a company owned by Mr. Lukas Lundin, Chairman and a director of the Corporation. At December 31, 2013, an amount of $982 is due to this company.

ITEM 13 TRANSFER AGENTS AND REGISTRARS

CST Trust Company acts as the registrar and transfer agent for the common shares of the Corporation at its offices in Vancouver and Toronto. CST Trust Company is located at 1066 West Hastings Street, Suite 1600, Vancouver, British Columbia, V6E 3X1 and 3rd Floor, 320 Bay Street, Toronto, Ontario, M5H 4A6.

ITEM 14 MATERIAL CONTRACTS

Except as set forth below, and other than as disclosed in this AIF there were no other contracts, other than those entered into in the ordinary course of business, that were material to the Corporation and that were entered into between January 1, 2013 (being the commencement of the Corporation's most recently completed financial year) and up to the date of this AIF or that were entered into prior to January 1, 2002 and remain in effect during 2013.

- Joint exploration agreement for exploration of minerals at the Josemaría Project et al in the Republic of Argentina made as of March 16, 2009 among the Corporation's subsidiary, Suramina, JOGMEC, Frontera Holdings (Bermuda) I Ltd., Frontera Holdings (Bermuda) II Ltd., and Deprominsa described under the heading "Mineral Projects - Josemaría Project, Argentina".

- Joint exploration agreement made as of February 1, 2008 among Suramina, JOGMEC, Frontera Holdings (Bermuda) II Ltd., Deprominsa and MFDO described under the heading "Mineral Projects – Los Helados Project, Chile".

- Consent, novation and agreement to be bound made as of September 7, 2012 among JOGMEC, PPC, Suramina, Frontera Holdings (Bermuda) II Ltd., Deprominsa and MFDO described under the heading "Mineral Projects - Los Helados Project, Chile".

ITEM 15 NAMES AND INTERESTS OF EXPERTS

The following persons or companies are named as having prepared or certified a report, valuation, statement or opinion described or included in a filing, or referred to in a filing made under National Instrument 51-102 *Continuous Disclosure Obligations* by the Corporation during or relating to the most recently completed financial year and whose profession or business gives authority to the report, valuation, statement or opinion made by the person or company:

- David T. Mehner, M.Sc., P.Geo., Giles R. Peatfield, Ph.D., P.Eng., and Gary H. Giroux, M.A.Sc., P.Eng., in respect of the April 30, 2007 GJ Copper-Gold Porphyry Report. Each of them is an independent "qualified person" for the purposes of NI 43-101.

- Robert Carmichael, B.A.Sc, P.Eng. subsequent to September 1, 2011, in respect of the preparation of certain technical information in the Corporation's news releases, this AIF, and other disclosure documents. Mr. Carmichael is a "qualified person" for the purposes of NI 43-101, but not independent as he is Vice President, Exploration of the Corporation and as of the date of this AIF, he holds directly or indirectly, 20,000 common shares and 380,000 stock options to purchase 150,000 common shares of the Corporation exercisable at $3.42 per share until September 1, 2014, 50,000 common shares exercisable at $2.83 per share until November 14, 2014, 150,000 common shares exercisable at $1.65 per share until August 10, 2015, and 30,000 common shares exercisable at $1.90 per share until August 22, 2016. If all the options held by Robert Carmichael were exercised, he would hold 0.23% of the common shares of the Corporation.

- Gino Zandonai, B.Sc., M.Sc. Mining, SME, MAusIMM, CRIRSCO, Senior Associate of Behre Dolbear International Ltd. in respect of the Josemaria Report and Los Helados Report. Mr. Zandonai is an independent "qualified person" for the purposes of NI 43-101.

- David Frost, B.Met.Eng., FAusiMM, Technical Director, Process South America, of AMEC International Ingeniería y Construcción Limitada in respect of the Los Helados Report. Mr. Frost is an independent "qualified person" for the purposes of NI 43-101.

- Anthony George, P.Eng., a mining engineer and project manager of the Corporation's conceptual engineering studies is a "qualified person" for the purposes of NI 43-101, but not independent as he is project manager of the Corporation and as of the date of this AIF, he holds directly or indirectly, 5,000 common shares and 175,000 stock options to purchase 150,000 common shares of the Corporation exercisable at $2.95 per share until March 26, 2016, and 25,000 common shares exercisable at $1.90 per share until August 22, 2016. If all the options held by Anthony George were exercised, he would hold 0.11% of the common shares of the Corporation.

Except as set forth above, no person or company named or referred to under this item beneficially owns, directly or indirectly, 1% or more of any class of the Corporation's outstanding securities.

PricewaterhouseCoopers LLP are the auditors who issued the auditor's report for the Corporation's annual financial statements for the financial years ended December 31, 2013 and 2012. PricewaterhouseCoopers LLP has advised the Corporation that they are independent within the meaning of the Rules of Professional Conduct of the Institute of Chartered Accounts of British Columbia.

Other than Mr. Carmichael, Vice President, Exploration and Mr. George, project manager of the Corporation, none of the aforementioned persons or companies, nor any director, officer or employee of any of the aforementioned persons or companies, is or is expected to be elected, appointed or employed as a director, officer or employee of the Corporation or any associate or affiliate of the Corporation.

ITEM 16 ADDITIONAL INFORMATION

Additional information relating to the Corporation may be found on under the Corporation's profile on the SEDAR website at www.sedar.com.

Additional information, including directors' and officers' remuneration and indebtedness, principal holders of the Corporation's securities and options to purchase securities is contained in the Corporation's management information circular in respect of its most recent annual and special meeting of shareholders that involved the election of directors. Additional financial information is provided in the Corporation's audited consolidated financial statements as at and for the year ended December 31, 2013 together with the auditors' report thereon, and the related Management Discussion and Analysis for its most recently completed financial year.

SCHEDULE A

NGEx RESOURCES INC.
(the "Corporation")

CHARTER OF THE AUDIT COMMITTEE
(as reviewed and approved by the Board on March 24, 2014)

1. Purpose of the Audit Committee

The Audit Committee oversees the accounting and financial reporting processes of the Corporation and its subsidiaries and all audits and external reviews of the financial statements of the Corporation on behalf of the Board, and has general responsibility for oversight of internal controls, accounting and auditing activities of the Corporation and its subsidiaries.

2. Members of the Audit Committee

2.1. The Audit Committee shall be appointed annually by the Board and shall be composed of three members, each of whom must be a director of the Corporation.

2.2. Each member of the Audit Committee shall hold office as such until the next annual meeting of shareholders after his or her appointment, provided that any member of the Audit Committee may be removed or replaced at any time by the Board and shall at any time cease to be a member of the Audit Committee on ceasing to be a director.

2.3. From this date forward, every Audit Committee member must be independent, within the meaning of National Instrument 52-110 ("**NI 52-110**").

2.4. Every Audit Committee member must be financially literate, within the meaning of NI 52-110.

3. Meeting Requirements

3.1. The times of and the places where meetings of the Audit Committee will be held and the calling of and the procedure at those meetings shall be determined from time to time by the Audit Committee, but in any event, the Audit Committee will meet on a regular basis at least once every quarter; provided that notice of every such meeting shall be given to the Auditor (as defined in paragraph 4.1.1 below) of the Corporation and that meetings shall be convened whenever requested by the Auditor or any member of the Audit Committee in accordance with the *Canada Business Corporations Act.*

3.2. Two members of the Audit Committee shall constitute a quorum.

4. Duties and Responsibilities

4.1. Appointment, Oversight and Compensation of Auditor

4.1.1. The Audit Committee shall recommend to the Board:

a) the auditor (the "Auditor") to be nominated for the purpose of preparing or issuing an auditor's report or performing other audit, review or attest services for the Corporation; and

b) the compensation of the Auditor.

In making such recommendations, the Audit Committee shall evaluate the Auditor's performance and review the Auditor's fees for the preceding year.

4.1.2. The Auditor shall report directly to the Audit Committee.

4.1.3. The Audit Committee shall be directly responsible for overseeing the work of the Auditor, including the resolution of disagreements between management and the Auditor regarding financial reporting.

4.1.4. The Audit Committee shall review information, including written statements from the Auditor, concerning any relationships between the Auditor and the Corporation or any other relationships that may adversely affect the independence of the Auditor and assess the independence of the Auditor.

4.2. Non-Audit Services

4.2.1. All auditing services and non-audit services provided to the Corporation or the Corporation's subsidiaries by the Auditor shall, to the extent and in the manner required by applicable law or regulation, be pre-approved by the Audit Committee. In no circumstances shall the Auditor provide any non-audit services to the Corporation that are prohibited by applicable law or regulation.

4.3. Review of Financial Statements etc.

4.3.1. The Audit Committee shall review the Corporation's:

a) interim and annual financial statements and Management's Discussion and Analysis ("MD&A"), intended for circulation among shareholders; and

b) Annual Information Form only to the extent that it contains financial information or projections,

and shall report on them to the Board.

4.3.2. The Audit Committee shall satisfy itself that the audited financial statements and interim financial statements present fairly the financial position and results of operations in accordance with generally accepted accounting principles and that the auditors have no reservations about such statements.

4.3.3. The Audit Committee shall review changes in the accounting policies of the Corporation and accounting and financial reporting proposals that are provided by the Auditor that may have a significant impact on the Corporation's financial reports, and report on them to the Board.

4.4. Review of Public Disclosure of Financial Information

4.4.1. The Audit Committee shall review the Corporation's annual and interim press releases relating to financial results before the Corporation publicly discloses this information.

4.4.2. The Audit Committee must be satisfied that adequate procedures are in place for the review of the Corporation's public disclosure of financial information extracted or derived from the Corporation's financial statements, other than the public disclosure referred to in subsection 4.4.1, and must periodically assess the adequacy of those procedures.

4.5. Review of Annual Audit

4.5.1. The Audit Committee shall review the nature and scope of the annual audit, and the results of the annual audit examination by the Auditor, including any reports of the Auditor prepared in connection with the annual audit.

4.5.2. The Audit Committee shall satisfy itself that there are no unresolved issues between management and the Auditor that could affect the audited financial statements.

4.5.3. The Audit Committee shall satisfy itself that, where there are unsettled issues that do not affect the audited financial statements (e.g. disagreements regarding correction of internal control weaknesses, or the application of accounting principles to proposed transactions), there is an agreed course of action leading to the resolution of these matters.

4.5.4. The Audit Committee shall satisfy itself that there is generally a good working relationship between management and the Auditor.

4.6. Review of Quarterly Review Engagements

4.6.1. The Audit Committee shall review the nature and scope of any review engagements for interim financial statements, and the results of such review engagements by the Auditor, including any reports of the Auditor prepared in connection with such review engagements.

4.6.2. The Audit Committee shall satisfy itself that there are no unresolved issues between management and the Auditor that could affect any interim financial statements.

4.6.3. The Audit Committee shall satisfy itself that, where there are unsettled issues that do not affect any interim financial statements (e.g. disagreements regarding correction of internal control weaknesses, or the application of accounting principles to proposed transactions), there is an agreed course of action leading to the resolution of these matters.

4.7. Internal Controls

4.7.1. The Audit Committee shall have responsibility for oversight of management reporting and internal control for the Corporation and its subsidiaries.

4.7.2. The Audit Committee shall satisfy itself that there are adequate procedures for review of interim statements and other financial information prior to distribution to shareholders.

4.8. Complaints and Concerns

4.8.1. The Audit Committee shall establish procedures for:

a) the receipt, retention and treatment of complaints received by the Corporation regarding accounting, internal accounting controls, or auditing matters; and

b) the confidential, anonymous submission by employees of the Corporation of concerns regarding questionable accounting or auditing matters.

4.9. Hiring Practices

4.9.1. The Audit Committee shall review and approve the Corporation’s hiring policies regarding partners, employees and former partners and employees of the present and former Auditors of the Corporation.

4.10. Other Matters

4.10.1. The Audit Committee shall be responsible for oversight of the effectiveness of management’s interaction with and responsiveness to the Board;

4.10.2. The Audit Committee shall review and monitor all related party transactions which may be entered into by the Corporation.

4.10.3. The Audit Committee shall approve, or disapprove, material contracts where the Board determines it has a conflict.

4.10.4. The Audit Committee shall satisfy itself that management has put into place procedures that facilitate compliance with the provisions of applicable securities laws and regulations relating to insider trading, continuous disclosure and financial reporting.

4.10.5. The Audit Committee shall periodically review the adequacy of this Charter and recommend any changes to the Board.

4.10.6. The Board may refer to the Audit Committee such matters and questions relating to the financial position of the Corporation and its affiliates as the Board from time to time may see fit.

5. Rights and Authority of the Audit Committee and the Members Thereof

5.1. The Audit Committee has the authority:

a) To engage independent counsel and other advisors as it determines necessary to carry out its duties;

b) To set and require the Corporation to pay the compensation for any advisors employed by the Audit Committee; and

c) To communicate directly with the Auditor and, if applicable, the Corporation's internal auditor.

5.2. The members of the Audit Committee shall have the right, for the purpose of performing their duties, to inspect all the books and records of the Corporation and its affiliates and to discuss those accounts and records and any matters relating to the financial position of the Corporation with the officers and Auditor of the Corporation and its affiliates, and any member of the Audit Committee may require the Auditor to attend any or every meeting of the Audit Committee.

6. Miscellaneous

Nothing contained in this Charter is intended to extend applicable standards of liability under statutory or regulatory requirements for the directors of the Corporation or members of the Audit Committee. The purposes, responsibilities, duties and authorities outlined in this Charter are meant to serve as guidelines rather than as inflexible rules and the Committee is encouraged to adopt such additional procedures and standards as it deems necessary from time to time to fulfill its responsibilities.