AMENDED AND RESTATED

cascaderocopper

MANAGEMENT DISCUSSION AND ANALYSIS
FOR THE QUARTER ENDED MAY 31, 2015

The following discussion and analysis of the operations, results, and financial position of Cascadero Copper Corporation ("CCD or "the Company") prepared as of December 16, 2015, should be read in conjunction with the Company's amended and restated condensed interim consolidated quarterly financial statements and related notes attached hereto. The MD&A for the quarter ended May 31, 2015 reflects the Company's adoption of International Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). The effective date of this report is December 16, 2015. All figures are presented in Canadian dollars unless otherwise indicated.

FORWARD-LOOKING STATEMENTS

Forward-looking statements look into the future and provide an opinion as to the effect of certain events and trends on the business. Forward-looking statements may include words such as "plans", "intends", "anticipates", "should", "estimates", "expects", "believes", "indicates", "suggests" and similar expressions.

This MD&A contains forward-looking statements. These forward-looking statements are based on current expectations and various estimates, factors and assumptions and involve known and unknown risks, uncertainties and other factors. Information concerning mineral resource estimates and the interpretation of drill results may also be considered as a forward-looking statement; as such information constitutes a prediction of what mineralization might be found to be present if and when a project is actually developed.

It is important to note that:

- Unless otherwise indicated, forward-looking statements in this amended and restated MD&A describe the Company's expectations as of December 16, 2015.

- Readers are cautioned not to place undue reliance on these statements as the Company's actual results, performance or achievements may differ materially from any future results, performance or achievements expressed or implied by such forward-looking statements if known or unknown risks, uncertainties or other factors affect the Company's business, or if the Company's estimates or assumptions prove inaccurate. Therefore, the Company cannot provide any assurance that forward-looking statements will materialize. Factors that could cause results or events to differ materially from current expectations expressed or implied by the forward-looking statements, include, but are not limited to, possible variations in mineral resources, labour disputes, operating or capital costs; availability of sufficient financing to fund planned or further required work in a timely manner and on acceptable terms; failure of equipment or processes to operate as anticipated; and political, regulatory, environmental and other risks of the mining industry.

For a description of material factors that could cause the Company's actual results to differ materially from the forward-looking statements in this MD&A, please see "Risks and Uncertainties".

GENERAL

Cascadero Copper Corporation (the "Company" or "CCD") was incorporated pursuant to the Alberta Business Corporations Act on October 30th 2003 and continued into the Province of British Columbia on June 3rd 2004. The Company is listed on the TSX Venture Exchange and trades under the symbol "CCD". The Company is engaged in the business of acquiring, exploring and developing mineral properties located primarily in Canada. The Company is considered to be in the development stage. The Company's head office, principal address, and records office are located at 554 East Kings Road, North Vancouver, British Columbia, Canada V7N 1J3.

Additional information related to the Company is available on its website at www.cascadero.com and on SEDAR at www.sedar.com.

DESCRIPTION OF BUSINESS

The Company is in the process of exploring and developing most of its mineral properties and has not yet determined whether the properties contain precious mineral reserves that are economically recoverable. The recoverability of the amounts shown for mineral properties and the related deferred exploration costs are dependent upon the existence of economically recoverable reserves, securing and maintaining title and beneficial interest in the mineral properties, the ability of the Company to obtain necessary financing to complete the development of those reserves and upon future profitable production or proceeds from the disposition of the mineral properties.

Cascadero Copper Corporation operates in two jurisdictions: Argentina and Canada. In Argentina, it is engaged, through its 50% interest in SESA Holdings LLC, (SHL) in the acquisition, exploration and development of resource properties. SHL is governed by an Operating Agreement, signed in July 2008, which operates as a 50/50 Joint Venture. SHL has two Members: Cyprus River Holdings Ltd (CRH) and Cascadero Copper (CCD). Each Member is entitled to appoint a Manager and the two Managers are jointly empowered by the Members to manage SHL and its assets. SHL is the beneficial owner of the shares of Salta Exploraciones S.A. (SESA), which is a mineral exploration business based in Salta City, Province of Salta, Republic of Argentina. SESA is the registrant of the Argentine mineral tenures and CCD is the registrant of the shares of SESA.

On May 25, 2015, the Company and CRH completed the separation of interest as outlined by the Plan of Arrangement dated December 6th and revised on December 16, 2013. The Company is now the sole member of SHL. This control position will enable the Company to manage the new corporate organization efficiently.

In Canada, the Company has a 51/49 Joint Venture with Goldfields Toodoggone Exploration (GFTE) which Joint Venture manages the CCD's Toodoggone Project, located in north central British Columbia, Canada. GFTE is vested as to a 51% interest in the Toodoggone Project and is the Operator.

PERFORMANCE SUMMARY

2008

In July 2008, AFRI and CBL signed an Operating Agreement that governed the activities of the two Members. Effective October 1st 2010, the interest of Argentine Frontier Resources Inc in SHL was assigned to Cascadero Copper Corporation ("CCD"). SHL is the legal and/or beneficial holder of 100% of the issued and outstanding equity interest in Salta Exploraciones S.A. ("SESA") a company duly formed under the laws of Argentina which holds certain mineral rights and properties. The Company's 50% partner in SHL initially was Coralbrook Ltd. ("CBL"). On June 28th 2013, by way of an Assignment and Assumption agreement Coralbrook Ltd. was replaced by Zoneplan Ltd ("ZP"). On June 30th 2014 the interest of Zoneplan in SHL was assigned to Cyprus River Holdings Ltd ("CRH"). As of November 30th 2014, the two Members of SHL are CRH and CCD. (For ease of reading "CRH" will be used to identify the second manager of SHL)

2009

In December, 2008, the Company paid US$200,000 and TSX Venture Exchange approval was granted for the Company to issue 28,000,000 of its common shares with a fair value of $700,000 to Argentine Frontier Resources Inc. ("AFRI") for its 50% membership interest in SESA Holdings, LLC ("SHL"), a limited liability company formed under the laws of the State of Nevada, USA. Effective October 1st 2010, the interest of AFRI in SHL was assigned to Cascadero Copper Corporation ("CCD"). SHL is the legal and/or beneficial holder of 100% of the issued and outstanding equity interest in Salta Exploraciones S.A. ("SESA") a company duly formed under the laws of Argentina which holds certain mineral rights and properties.

The details of this arrangement are as follows:

- The Company and CRH have an equal 50% interest in SHL
- Interest in SHL cannot be increased by contributions of each member
- SHL does not have a Board of Directors
- SHL has two (2) Members, CRH and CCD, and each Member appoints one Manager
- The Managers are appointed to manage the affairs of SHL for the Members
- The Managers have wide executive power to manage the business and assets of SHL.
- Bill McWilliam is appointed as Manager for CCD

2010

Stealth Minerals Ltd. ("Stealth"), a shareholder of the Company, commenced legal proceedings against a former officer of Stealth and the Company, to recover 4,000,000 shares of the Company that were transferred from Stealth's brokerage account to a brokerage account of a former officer for purported payment of amounts claimed to be owing to the former officer. The former officer threatened to advance a counterclaim against the Company and certain directors and officers of the Company. Management of the Company does not believe the threatened counterclaim has any merit. In 2010, Stealth held a 19.3% interest in the Company.

2011

In early 2011, the litigation with the former officer and director was settled and 4.2 million Cascadero shares were returned to the Stealth treasury. The Company has active exploration programs in British Columbia, Ontario and Argentina.

2012

The Company is actively exploring for its own account and with Joint Venture partners in British Columbia, Ontario and Argentina.

2013

In June 2013, the Members had a dispute with respect to respective funding obligations of CCD and CRH to SHL, which was resolved by negotiating a Plan of Arrangement that is designed to separate the interests of CBL and CCD, the current Members of SHL, into NSR royalty interests to CRH and Operating interests to CCD over 20 properties in the SESA Argentine property portfolio.

On December 6th as revised on December 16th, 2013 Zoneplan Ltd. (ZP), now represented by its sole shareholder CRH and CCD signed a binding Proposed Plan of Arrangement with Notes thereto (the "Plan") that remove CRH as a Member of the Operating Agreement of SHL, subject to the conclusion of the Terms and Conditions of the Plan. The separation of interest enables CRH and CCD (the "Parties") to be independent of each other.

The Parties have agreed as follows:

- that CRH is granted with the constitution of 1% Net Smelter Return royalty (NSR) interests on twenty (20) properties (NOTE "A")

- that the Silex Argentina S.A. 1% NSR royalty interest applicable to a 50% interest in Castor and a 100% interest in Quevar II is transferred to CRH.
- that CCD, CMSA, a wholly owned subsidiary of CCD, or SESA reserves the right to sell, transfer or option any property subject to the 1% NSR constituted in favor of CRH.
- that CCD, CMSA or SESA can at any time decide at its own discretion to abandon any property subject to the 1% NSR constituted in favor of CRH.
- that CCD, CMSA or SESA must provide notice to CRH of its intention to abandon a Property, and if requested, will transfer the Property to CRH's Argentine subsidiary.
- that CRH has fifteen (15) days from the abandonment notice to provide notice that it intends to accept the transfer.
- that upon a sale, transfer or option of any property subject to the 1% NSR constituted in favor of CRH, the 1% NSR transfers with the property in favour of CRH.
- that CRH agreed to pay to CCD a total of US$118,614 of which US$60,000 was paid in late December 2013.
- that CRH returns its 19,415,333 CCD common shares to CCD's treasury.
- that CRH is released as a member of SESA Holdings LLC.
- SESA transfers and CMSA accepts a 100% operating interest in eight (8) mining properties all of which are subject to the CRH 1% NSR.
- that CMSA accepts a 1% NSR over the interest that SESA holds in an additional twelve (12) mining properties and that CMSA is obligated to transfer these NSRs to CRH on demand.
- that CRH is granted for a period of five (5) years a two (2) km Area of Influence (AIF) around the outer boundaries of each property subject to the 1% NSR constituted in favor of CRH and around the properties of the former Pancho Arias regional project (NOTE "D").
- that SESA is a wholly owned subsidiary of SHL and CMSA is a wholly owned subsidiary of CCD

NOTES TO THE PLAN OF ARRANGEMENT:

A. The initial Plan incorrectly identifies twenty-three (23) properties subject to 1% NSRs. In error, SESA assumed that Incamayo Sudeste Mine (21-701) was transferred to it. Incamayo Sudeste Mine (21-701) was registered to Incahuasi Exploracionés S.A., a wholly owned subsidiary of Brigadier Gold Limited, a reporting issuer. Incahuasi planned to transfer Incamayo Sudeste Mine (21-701) to SESA as it was subject to an Area of Influence clause in the Brigadier-CCD-SESA-SHL option agreement. Brigadier decided to leave Argentina. On October 30th, 2013 the decision to abandon the property was taken prior to the deadline for submitting the legal labor (November 6th, 2013) and the deadline for submitting the legal survey (December 6th, 2013), as Brigadier wished to avoid further field costs. The Salta Mining Court declared the vacancy of Incamayo Sudeste Mine (21-701) on December 23rd, 2013 by the Salta Mining Court.

B. Subject to section 296 of the Argentine Mining Code SESA has the right to assign its 50% interest in Francisco I and Francisco II and its 33.33% interest in Desierto I and Desierto II

C. Neither of CMSA or SESA is the registrant of Castor or Quevar II mineral tenures. CMSA holds in trust 50% of a 1% NSR interest in Castor and 100% of a 1% NSR in Quevar II, which properties are registered to Silex Argentina S.A., which NSR will be transferred by CMSA to CRH when CRH incorporates an Argentine registered subsidiary.

D. The AIF provision does not apply to the Castor or Quevar II properties as they were transferred to Silex Argentina in 2010.

On July 25th 2014, SESA a 50% owned subsidiary and Cascadero Minerals S.A. ("CMSA"), a wholly owned subsidiary of the Company, signed four (4) Agreements through which SESA: *(i)* assigned and transferred to CMSA the Silex Argentina S.A. 1% NSR royalty interest applicable to a 50% interest in Castor and a 100%

interest in Quevar II; *(ii)* constituted in favor of CMSA a 1% net smelter return (NSR) over its interest in twelve (12) mining properties; and *(iii)* assigned and transferred in favor of CMSA eight (8) mining properties, all of them related to the properties in Appendix "A" of the Plan, as mentioned below.

Due to certain agreed to changes to the July 25th NSR agreements, the Company signed four (4) revised NSR Agreements through which SESA: *(i)* assigned and transferred to CMSA the Silex Argentina S.A. 1% NSR royalty interest applicable to a 50% interest in Castor and a 100% interest in Quevar II; *(ii)* constituted in favor of CMSA a 1% net smelter return (NSR) over its interest in twelve (12) mining properties; and *(iii)* assigned and transferred in favor of CMSA eight (8) mining properties, all of them related to the properties in Appendix "A" of the Plan. These Agreements are in the process of notarization by both parties and the Canadian and Brazilian Consulates of the Republic of Argentina.

2014

Due to market conditions and the lack of adequate equity financing the Company's portfolio of properties is on a care and maintenance basis and future exploration in any jurisdiction is uncertain.

The Company accounts for the investment as a joint venture and uses the equity method of accounting for its investment in SHL. The results of operations of SHL for the year ended November 30, 2014 and 2013 are as follows:

	Nov 30, 2014	**Nov 30, 2013**
Current Assets	8,450	1.580
Non-current assets	6,190,778	7,914,933
Current liabilities	522,127	540,112
Non-current liabilities	7,579,939	8,397,565
Revenue	-	-
Expense	1,429,903	150,359
Net Loss	(1,429,903)	(150,359)

	Nov 30, 2014	**Nov 30, 2013**
Cash and cash equivalents	8,450	1.580
Current financial liabilities*	-	-
Non-current liabilities*	-	-
Amortization	2,292	740
Interest income	-	-
Interest expense	127	4,277
Income tax expense	-	-

*Excludes trade and other payables and provisions

The reconciliation of the Company's carrying value of SHL as at February 28, 2015 and November 30, 2014 is as follows:

		February 28, 2015	**November 30, 2014**
Acquisition cost of SESA Holdings LLC	$	**947,540**	**947,540**
Capital contributions		**3,608,764**	**3,558,514**
Write-down of advances		**(1,714,081)**	**(1,663,831)**
Loss in SESA Holdings LLC		**(2,842,222)**	**(2,842,222)**
Carrying value of SESA Holdings LLC	$	**1**	**1**

The Company's share of SHL losses for the quarter ending May 31, 2015 have not been recorded as the Company's interest has been previously reduced to $1. The Company has not incurred legal or constructive obligations or made payments on behalf of the joint venture and as a result no additional losses have been recorded. In addition, the Company wrote down the remaining balance of the capital to $nil, as the amounts were deemed to be uncollectible.

During the year the Company initiated a corporate reorganization of the Argentine property portfolio. The initial parties that signed the Operating Agreement (SHL) in July 2008 as Members of SHL are Coralbrook Ltd (CBL) and Argentine Frontier Resources Inc (AFRI). AFRI and CCD were related parties as each had a common director, In 2008, AFRI sold its interest in SHL to CCD effective October 2010. CBL, ZP, and CRH are related parties.

Cascadero Copper Corp owns 100% of the issued and fully paid shares of Cascadero Minerals Corporation (CMC). CMC is a Canadian private company and currently has no assets. The extent of its activity to date is related to incorporation activities. CMC holds 19,415,333 shares of Cascadero Copper for investment purposes.

CCD purchased the 1,980 shares of Salta Geothermal S. A. (SGSA) of the 2,000 shares issued. Bill McWilliam owns 20 shares as two shareholders are required under Argentine corporate law. McWilliam has assigned the 20 shares. SGSA has no properties, NSRs or mineral interests of any type. SGSA has only completed its incorporation documents and no other corporate or financial activity.

CCD also formed Cascadero Minerals S.A. (CMSA) an Argentine registered company that has 2,000 shares issued and fully paid, of which CCD owns 1,980 shares. Twenty (20) shares are owned by Bill McWilliam. McWilliam has assigned the 20 shares. CMSA holds a 100% interest in eight (8) Argentine mineral tenures transferred to it from SESA at no cost. Each of these tenures is subject to the 1% NSR in favour of CRH.

In 2015, Cascadero Minerals S.A (CMSA), Cascadero Minerals Corporation (CMC), Salta Exploraciones S.A. (SESA), Salta Geothermal S.A. (SGSA) and SESA Holdings Ltd. (Nevada) (SHL) were or became related parties to CCD as existing companies or newly incorporated companies that were created by CCD to affect a new corporate structure, which is now mostly complete. The parties directly involved in the Plan of Arrangement were ZP, CBL, CRH, SESA, SHL and CCD. ZP, CBL and CRH are not related parties to any company or party in the CCD corporate organization.

2015

In late May 2015, CRH and the Company consented to the withdrawal of CRH as a member of SHL. This meant that the Company was the sole member of SHL and has the exclusive authority to manage the affairs of SHL and SESA. The acquisition was accounted for using the acquisition method in accordance with IFRS 3, Business Combinations, with the results of operations consolidated with those of the Company effective May 25, 2015. The incremental net loss for the five days of activity from the close of acquisition to May 31, 2015 is immaterial. The acquisition date fair value of the total consideration transferred was determined to be $Nil. As a result of CRH withdrawing from SHL with no consideration transferred, the identifiable net assets acquired exceeded the value of consideration transferred resulting in a gain for a bargain purchase. The gain on bargain purchase has been included in the consolidated statement of income (loss) and comprehensive income (loss) for the period ended May 31, 2015.

The fair values of the assets acquired and liabilities assumed in the acquisition at May 26, 2015 are as follows:

Cash	$	308,069
Receivables		541,285
Mineral properties		1,034,280
Equipment		3,975
Accounts payable		(704,756)
Accrued liabilities		(11,653)
Loans		(12,375)
Provisions		(47,805)
Due to related parties		(9,190)
Gain on bargain purchase	$	1,101,830

Republic of Argentina Properties

As a result of the acquisition of SHL, the Company acquired the following mineral project in the Republic of Argentina.

Project	Balance at November 30, 2014	Balance as of May 31, 2015	Additions	Balance at Aug. 31, 2015
Ochaqui	$ -	$ 25,435	**$ -**	**25,435**
Oculto	-	19,455	**-**	**19,455**
Pancho Arias	-	215,850	**-**	**215,850**
Medio	-	773,540	**-**	**773,540**
Las Burras	-	-	**7,460**	**7,460**
La Sarita Group	-	-	**15,656**	**15,656**
Francisco I & II	-	-	**2,648**	**2,648**
Desierto I & II	-	-	**1,919**	**1,919**
TOTAL	$ -	1,034,280	**$ 27,683**	**1,061,963**

HISTORIC EXPLORATION INFORMATION

BRITISH COLUMBIA

2004 to 2007

Dr. Ken Dawson PhD., P. Geo., oversaw the preparation of the NI 43-101 Technical Report dated November 16th, 2004, which contains a review of historic data and a recommended exploration program with respect to the Company's British Columbia Resource Properties.

On July 14th 2004, the Company acquired a British Columbia mineral property, The Toodoggone Project, by a Property Transfer Agreement dated May 10th 2004 between the Company and Stealth Minerals Limited ("Stealth"), a related company. The Property Transfer Agreement provided a purchase price for 109 contiguous mineral claims that would equal 60% of the total mineral property costs incurred by Stealth as at May 10th 2004. Accordingly, the Company acquired the mineral properties for $6,295,586 and issued 21,000,000 shares to Stealth. The 109 mineral claims were converted to 75 British Columbia mineral tenures on November 6th 2005, November 8th 2005 and April 3rd 2007.

The Company's Toodoggone Project consists of a contiguous claim group of 75 converted mineral tenures aggregating 31,409.35 hectares in the Toodoggone volcanic arc, where four styles of mineralization are present. The Project borders Northgate Minerals (now Aurico Gold Inc.) Kemess property to the north. The Company has discovered all four styles of mineralization in outcrop and drill core. The tenures are subject to a 3% net smelter return royalty (NSR) in favour of Electrum Resource Corp, which can be purchased down to a 1% NSR on base metal and a 1-½% NSR on precious metal.

The Toodoggone region is an Island Arc accretion assemblage of a conformable sequence of Permian, Triassic and Jurassic quartz monzonite and related aerial volcanic rocks. The quartz monzonite intrusions may be mineralized with economic porphyry style copper-gold-moly-silver values. The intrusions may also cause the formation of low- and high-sulphidation gold and silver epithermal style deposits discretely or related to the intrusions and hosted within either or both Triassic and Jurassic aged rocks. In addition, skarn mineralization is present locally.

In 2005, the Company drill tested the Ryan Creek showing and the MEX showing with mixed results on both prospects. In 2007, the Company drill tested the Pine North showing, which produced sub-economic values of copper and gold. Up to November 30th 2007, the Company spent about $8 million on its Toodoggone Project. The Company does not have an interest in any other property or jurisdiction.

2008

During the 2008 fiscal year due to poor equity financing conditions no exploration occurred on the Company's British Columbia properties.

2009

On March 6th 2009, Cascadero Copper Corporation ("Cascadero") signed an Option and Joint Venture Exploration Agreement (the "Option Agreement") with GFTE Toodoggone Exploration Corporation ("GFTE"), a wholly owned subsidiary of GFTE Netherlands Services BV ("GFTE Netherlands") and a member of the GFTE Limited group of companies. Pursuant to the Option Agreement GFTE can earn a 51% interest in Cascadero's Toodoggone Project in British Columbia, Canada, by spending at least C$5 million over an initial three-year option period. GFTE can earn a further 24% interest by completing a feasibility study or sole funding a further C$15 million in expenditures. The agreement is subject to a finder fee of $15,000 to a third party.

During the initial option period GFTE was required to subscribe for units in Cascadero at agreed prices. At the time of signing the Option Agreement in March 2009, GFTE Netherlands subscribed for 500,000 units at $0.10 per unit. If GFTE continues to explore the Toodoggone Project, GFTE Netherlands will make three further $100,000 investments in Cascadero at anniversary intervals over the initial three year option period.

In April 2009, GFTE Toodoggone Exploration Corporation ("GFTE") commenced an airborne geophysical survey of the Toodoggone Project and initiated field operations in early June 2009. The program budgeted was for approximately C$3.0 million and was completed on October 9th 2009. The Company received a 2009 Toodoggone Project program report from GFTE. Gold and copper values are present in drill core but the grades and intervals are not sufficient to indicate or define the presence of a mineral resource. GFTE did not test all targets. At the time of the report GFTE expressed an interest in returning for the 2010 field season.

2010

In December 2009, at a consultation meeting with certain first nations representatives, GFTE was presented a letter that expressed a concern about GFTE's continued exploration activity in the Finlay River watershed. The Toodoggone Project is substantially within the Finlay watershed. In January 2010, GFTE declared an event of Force Majeure as a result of objections raised by first nations to continuing exploration work on the Company's Toodoggone mineral claims. GFTE advised the Company that it intends to suspend further exploration work on the claims until the situation is resolved. No timetable was provided for the resumption of exploration work.

Company management believes that the exercise of Force Majeure by GFTE may be a temporary measure and the concerns of the first nations may be resolved in time for a full 2010 field season. However, management believes the event of Force Majeure by GFTE could impair the value of its mineral tenures should it remain in place for an extended period.

During the period certain reclamation work and some geochemistry were untaken to confirm earlier positive results in the area of the MEX copper-gold porphyry prospect, which is a significant showing in the south eastern part of the Toodoggone Project. The Option Agreement with GFTE is in a force majeure condition.

As of October 28th 2010, the Company holds the exploration rights to 87 contiguous mineral tenures in British Columbia aggregating approximately 32,776.76 hectares. (see updated tenure summary on page 9)

2011

In early 2011, GFTE advised the Company that it is continuing to explore the Toodoggone Project and has removed the Force Majeure. GFTE Netherlands has now made its second investment in Cascadero by subscribing for 400,000 units at $0.25 each. Each unit is comprised of one common share and one warrant, whereby the warrant entitles the holder to purchase an additional common share at $0.25 each for a period of one-year from closing. The units are subject to a four-month hold period. Exploration is expected to commence in July 2011.

In July 2011, the Company's Joint Venture partner GFTE completed seven (7) core holes totaling 2,488 metres on the MEX copper-gold porphyry prospect, which is one of the showings in the Toodoggone Project. GFTE can earn a 75% in the Project by spending up to $20 million. GFTE spent about $4 million to date and is required to spend a minimum of $5 million to earn an initial 51% interest in the project. Assays and a Toodoggone Project Report were received by the Company and published in a news release dated February 27th 2012.

2012

In early 2012, GFTE advised the Company that it was continuing to explore the Toodoggone Project and plans to spend enough to become vested as to a 51% in the Toodoggone Project. GFTE made its last equity investment in Cascadero by subscribing for 400,000 units at $0.16 per unit. A unit is comprised of one common share and one warrant, whereby the warrant entitles the holder to purchase an additional common share at $0.19 each for a period of one-year from closing. The units are subject to a four-month hold period. Exploration was expected to commence in July 2012.

2013

In July, GFTE mobilized an exploration crew to continue work on the Company's Toodoggone Project in north central British Columbia. GFTE intends to reach the C$5 million expenditure threshold that enables it to vest with a 51% interest in the Toodoggone project. The majority of the 2012 program consisted of core drilling on the MEX Cu-Au porphyry system. Magnetic anomalies were also tested in previously undrilled alteration areas.

In March 2013 GFTE completed the final private placement of $100,000 consisting of 1,000,000 Units at $0.10 per Unit. A Unit consists of one common share and one full warrant exercisable into one common share at $0.12 per share over a one-year period. GFTE advised the Company that it intended to vest as to a 51% interest in the Toodoggone Joint Venture.

In March 2013 GFTE exercised its option to vest a 51% interest in the Company's Toodoggone Joint Venture. A final payment of $100,000 was received by the Company. GFTE did not present a budget or an exploration program to the Joint Venture for the 2013 season.

2014

GFTE conducted a small exploration program in 2014. Cascadero received an updated report on the Joint Venture. As of March 25th 2015 the Company has not received notice from GFTE regarding an exploration program for the 2015 season.

Cascadero Toodoggone Project Summary of British Columbia Mineral Tenures

Mineral Tenures #	Map Number	Good To Date	Status	Area (ha)	NSR
75	094E	July 1-2020	Good	31,409.35	Yes
12	094E	July 1-2020	Good	1,367.408	No
87				**32,776.76**	

Total costs included in mineral properties for 2014 and 2013 are as follows:

	November 30, 2013 $	Additions $	Disposals/ Write-downs $	November 30, 2014 $
	Acquisition		**Total**	**Total**
Toodoggone property				
BC, Canada	6,445,586	-	-	6,445,586
Deferred exploration – general	3,098,388	-	-	**3,098,388**
mineral property	1,750	-	-	**1,750**
consulting	48,969	-	-	**48,969**
staking	84,306	-	-	**84,306**
prospecting	15,506	-	-	**15,506**
others	7,520	-	-	**7,520**
assay	7,568	-	-	**7,568**
Impairment recognized	-	-	(9,709,593)	**(9,709,593)**
	9,709.593	-	(9,709,593)	**-**

<u>2015</u>

In April 2015, GFTE provided notice to the Company that it did not intend to carry out exploration in the Toodoggone in this field season.

<u>ONTARIO</u>

<u>2010 and 2011</u>

The Company acquired by purchase and staking, a 100% interest in certain Ontario mineral prospects in the Timmins, Swayze and Porcupine areas. The Company acquired the right to earn by way of option agreements a 100% interest in two properties in the Sudbury area. The Company by way of Letter of Understanding acquired the right to earn an interest in certain mineral properties in the Sudbury, Swayze and Timmins areas. Exploration is underway with a focus on four properties in the Sudbury area. Programs include soil geochemistry, IP/Res/Mag ground based geophysical surveys and detailed outcrop rock sampling. Exploration began in April 2010 and is continuing.

<u>2012</u>

As of July 27th 2012 GFTE has completed five (5) core holes on the Marble Mountain copper-gold prospect. Assays are pending. The Company intends to report results as soon as GFTE releases the results to the Company.

In July 2012 the Company announced the sub economic gold assay results from the Marble Mountain drill program and GFTE advised the Company it did not intend to execute further work on the property. Accordingly, the Company terminated its Option Agreement with the Optionor. The Company's attempts to find an Option Partners for its Jovan and Jerome properties have not resulted in an agreement to date.

The Company is preparing a soil survey program on certain Timmins and Swayze properties for assessment filing purposes. This program is a follow up due diligence program. The Company is receiving reports from its consultant and intends to prepare Letters of agreement on recommended properties over the next few months.

In October to November the Company carried out and expensive geochemical program on certain properties in the Swayze and Timmins areas. The Company has received seven (7) reports of the compiled and interpreted MMI data. Once completed a news release is planned.

2013

The Company finished its planned initial exploration programs, which included property scale geochemistry and geophysics on certain properties. The Company cancelled its option agreement on Marble Mountain due to lower than expected drill results. Option agreements on the Jovan and Jerome properties were allowed to lapse. The Company is seeking an option partner on its remaining early stage properties. The remaining early stage properties expire in May 2014 and the Company is not planning any further work in Ontario.

ARGENTINA

2004 to 2008

Salta Exploraciones SA ("SESA") was incorporated in 2004 as a subsidiary of Argentine Frontier Resources Inc ("AFRI"). Until July 2008, SESA was controlled by AFRI, a Canadian private company that had certain common directors with the Company. From 2005 to 2007, the Company advanced funds to AFRI for its exploration programs in Argentina. From inception to July 2008, AFRI provided about US$3.3 million of exploration funding to SESA. From 2003 to 2008, SESA reviewed over 100 Argentine mineral properties and acquired exploration rights to over 40 properties. A detailed description of the SESA property portfolio can be viewed in Cascadero's 2008 Information Circular dated Oct 23rd 2008.

In March 2006, Silex Inc., a wholly owned subsidiary of Apex Silver Ltd. and SESA entered into an option agreement on SESA's El Quevar silver prospect. Silex could earn a 100% interest in the property by paying SESA US$2 million over a five year option term. If completed, SESA would transfer title to El Quevar and retain a 1% net smelter return royalty. By November 30th 2008, Silex had made US$ payments to SESA of US$400,000.

In October 2008, Silex Argentina SA optioned the Campo Viejo property from SESA. Silex can earn a 60% interest in Viejo Campo by spending US$1,000,000 over a four year term and paying SESA a total of US$600,000. If Silex elects to acquire a 60% interest in the property, it can at its discretion, elect to form a 60/40 joint venture or acquire an additional 20% interest in the property by taking the property to feasibility stage within three (3) years and paying to SESA US$250,000. If Silex elects to form a 60/40 joint venture SESA has a onetime option to convert its 40% interest into a 3% NSR on precious metal and a 1% NSR on base metal. Silex has the right to acquire 50% of the precious metal NSR for US$2 million and 50% of the base metal NSR for US$1 million within the first three years of commercial production.

2009

On March 9th 2009, Silex made its third anniversary payment of US$200,000 to SESA with respect to the Silex agreement for SESA's Castor-Quevar II property.

In 2009, SESA drilled three properties: Valle Grande, Guadalquivir and Taron, which collectively were subject to extensive exploration totaling about US$800,000 in 2004, 2005, 2006 and 2007. The properties were drilled consecutively starting in April 2009. Financing is forwarded to SESA from SESA. Cascadero is not responsible for any part of this budgeted amount.

In October 2009, Silex made its first anniversary payment of US$100,000 on the Campo Viejo property option agreement.

Valle Grande

The property was subject to two core holes. Visual inspection of the core was discouraging and the program was aborted. Assays from the two drill holes confirmed the decision to abandon the program early as the assays were well below expectations. The existence of the base metal rich MnO vein array over a large area at Valle Grande and its source are not explained.

Guadalquivir

Once the Valle Grande program was aborted, management decided to drill one core hole at Guadalquivir subject to permitting. SESA applied to the Minister of Mines, Salta Province, for an emergency permit, which was granted. Guadalquivir is about 15 kms north of Valle Grande. The single core hole G-09-01, was abandoned at 64 metres due to caving and lost circulation. Assays from G-09-01 were reported in a Company news release of August 10th 2009. The results indicate that Guadalquivir is a promising Lithium discovery in an evaporate setting of unknown size. G-09-01 encountered Lithium values over a 46-metre interval and the drill hole ended in mineralization. The Lithium values are lower than in typical brine operations in South America. For the project to have economic potential, the Lithium mineral compound has to leach from the sandstone-tuffaceous host in as few steps as possible to obtain a marketable product, such as LiCl. Initial mineralogy tests failed to identify the Lithium mineral present in drill core and metallurgical and leaching tests have not been conducted.

Taron

Epithermal style mineralization highly anomalous in cesium, rubidium, manganese, thallium, arsenic, zinc, copper and silver was discovered by SESA geologists and prospectors in 2004. In 2005 and 2006, SESA's work included about 6,600 metres of hand and excavator trenching across the mesa and down its western bluff. The trenches outlined a potential large-scale polymetallic mineralized zone in three dimensions. Approximately US$500,000 was spent on trenching and sampling. Metallurgy was conducted by SGS, Lakeview, Ontario. The program was funded by a major USA based international oilfield supply company. The industrial product of interest is Cesium and a compound Cesium Formate.

This work suggested the presence of an epithermal system that is approximately 1,600 metres north-south by 1,000 metres east-west and has ~70 metres of vertical relief. The mineralized zone could host a potentially large volume of Cs-Rb-Zn-Tl-As-Mn-Ag polymetallic epithermal mineralization. Initial metallurgical work suggests that the mineralization has excellent leaching kinetics with both sulphuric acid and sodium hydroxide as solvents.

In May 2009, SESA completed seven core holes on the property. The furthest south drill hole is about 1,150 metres from the furthest north. Each drill hole encountered highly anomalous Cs-Rb-Zn-Tl-AS-Mn-Ag mineralization over significant intervals, which confirmed that Taron has potential to host a world class rare metal deposit with by-product metal credits.

Other

Exploration, including geophysical programs, mineralogy and geochemistry is ongoing on other properties in the SESA portfolio with a view to developing drill targets and properties for its own account and for option to third parties. The Company shifted its exploration focus to Cu-Mo-Au porphyries.

2010

In January 2010, CCD and its Brazilian partner agreed on a 5,600 metre drill program on two copper-gold porphyry prospects and one bulk tonnage gold-silver prospect. Mobilization was planned for the third week of March and the drill program completed in 120 days. The program was budgeted for a total expenditure of US$1.6 million and Cascadero was required to advance US$500,000 of this.

In January, Silex announced that a second stage drill program on Campo Viejo was underway. In September, Silex advised SESA it had drilled an additional 4 core holes and that it would be terminating its option to acquire an interest in Campo Viejo.

As of March 12th 2010, on SESA's Castor-Quevar II silver prospect, Silex announced it had completed in excess of 38,500 metres of core drilling, which has outlined an underground mineralized zone that contains an inferred resource of 43 million ounces of silver at a grade of approximately 450 g/tn. Golden Minerals (formerly Apex Silver) conducted further resource evaluation drilling and prepared a pre-feasibility study. The NI 43-101 compliant Technical Report on the El Quevar project is available the public website www.SEDAR.com or from the Golden Minerals website.

In March 2010, SESA received its third anniversary payment of US$500,000 from Golden Minerals Inc (Silex Argentina) for the Castor-Quevar II option agreement.

In 2010, the Company experienced its highest level of overall activity in its history and the pace of exploration and development of the SESA 46 property portfolio was expected to accelerate into Q3 and Q4 and all of 2011. The CCD - CBL- SHL Operating Agreement is a 50/50 Joint Venture. Julio Carvalho represents CBL (50% of SHL) and Bill McWilliam represents CCD (50% of SHL).

SHL financed the exploration on the SESA properties with additional capital from SESA option agreements. Subsequent to CBL earning a 50% interest in SHL by spending US$3,000,000, CCD is required to contribute 50% of the capital contributions.

During the period, SESA completed the following:

- completed three drill holes on La Sarita
- ground magnetic survey on Las Cuevas
- IP/Res/Mag survey on Las Burras and partially completed IP/Res/Mag on Incahuasi
- reviewed Incamayo, Tolillar, Purmamarca, Taron, Guadalquivir, Antuco and Guayos mineral prospects
- reviewed data on its Tocomar geothermal prospect
- commissioned Technical Reports on two properties, Las Burras and Incahuasi that were subject to IP/Res/Mag surveys

During the year, exploration was focused on Incahuasi and Las Burras. Work included geophysics, trenching and a program of MMI geochemistry.

SESA optioned its Incamayo property to Brigadier Gold. SESA retains a 30% interest in this property subject to certain exploration expenditures and cash and share issuances by Brigadier.

The exploration planned for Q4-10 was delayed by a combination of factors, most recently unusually heavy seasonal rain that caused road wash outs and mud slides over a large area in the Puna. The Las Burras drill program is delayed until April 2011.

2011

During Q4-10 and Q1-11 SESA acquired mineral properties in the Oculto and La Sarita districts. Environmental reports and certain community work are required before proceeding with exploration. SESA received a very positive report on its Incahuasi copper-gold porphyry prospect that adjoins Las Burras to the west and south. More surface work is required prior to drilling.

In early March 2011, Silex Argentina made a US$1,100,000 payment to SESA as the final property payment on the Castor-Quevar II option agreement. SESA retains a 1% NSR. Silex has the right to purchase 50% of this NSR for US$1,000,000. The decision to mine the property as an underground operation was abandoned and work is focused on developing the property as an open pit and underground operation. An updated resource and development plan by Golden Minerals are expected in early 2012.

SESA completed five core holes on the Las Cuevas sediment hosted gold showing. Assays results are disappointing except for a one-metre interval that assayed 11 g/t Au. Management believes the property holds exploration potential and requires more trenching, exploration and core drilling.

SESA acquired the right to purchase a 100% interest in the Pancho Arias Cu-Mo porphyry deposit, including 100% of the NSR. A drill program is in the planning stage. Pancho Arias is the most northerly of the three Miocene porphyry showings in the Santa Rosa Mineral District.

In the El Oculto Mineral District, SESA acquired a 100% interest in one property for cash and holds the exclusive right by option to acquire a 100% interest in a second property for cash and a NSR.

In 2011, SESA added to its claim position to the west and southwest of Taca Taca, an advanced stage mid-size Cu-Mo-Au deposit in SESA province north western Argentina.

SESA is focused on three principal minerals districts: the Santa Rosa Mineral district,, the Oculto Mineral district and Taca Taca Mineral district. In addition, follow up exploration is planned on several other prospects.

In June 2011 SESA completed six core holes on the Las Burras Cu-Mo-Au porphyry prospect. Assays in drill core suggest the presence of a potentially large Cu-Mo-Au mineral system at Las Burras.

2012

In the Taca Taca Mineral district, the Taca Taca Bajo Cu-Au-Mo deposit was drilled by Lumina Copper. SESA has interests ranging from 33.3% to 100% in seven (7) properties that adjoin Taca Bajo to the west. The Company mobilized an exploration crew to initiate the first phase of a three phase program, which includes trenching, MMI and ICP geochemistry and drilling.

The Company completed seven drill holes on the Pancho Arias Cu-Mo porphyry prospect and five drill holes on Incahuasi Cu-Mo-Au porphyry prospect in the Santa Rosa Mineral district. Assays are pending. Please refer to the Company's news release of May 22nd 2012. The Company issued a news release on August 1st 2012 with encouraging molybdenum assays over long intervals from surface outcrop to total depth. The drill program on Incahuasi confirmed the property has porphyry style mineralization and significant potassic alteration with pyrite/chalcopyrite mineralization from surface to total depth. Cu values are in the 0.10% range over 200+ metre intervals. The geology of Incahuasi is complex and more exploration is recommended.

In June 2012, SESA completed a geochemical reconnaissance program on Francisco I, Francisco II and Sarita Este, which properties are in the Taca Taca Mineral district. The program consisted of 103 rock chip samples and 270 MMI samples. Assays for the 103 rock chip samples were analyzed using ICP, which revealed gold and copper values over the large area sampled. The MMI assays to the west of Taca Taca indicate a highly anomalous zone with potential for underlying Cu-Au mineralization.

In June 2012, SHL signed an option and joint venture agreement with OZ Minerals, which enables OZ to earn up to a 75% interest in the Centenarito-Jorge property. OZ is based in Australia.

The First Option enables OZ to earn a 51% interest in the Property by completing an exploration program, at its discretion, which includes 3,000 metres of core drilling and paying US$350,000 over two (2) years. During the First Option period, the exploration program will be supported by SESA under a Services Agreement with OZ.

The Second Option, enables OZ to earn an additional 24% interest for a total of 75% in the Property by completing an exploration program under JORC or NI-43-101 guidelines by spending an additional US$20 million and paying US$300,000 over three (3) years. If OZ exercises the Second Option, SESA and OZ will enter a pro-rata industry standard Joint Venture to continue the development of the Property. SESA has signed confidentiality agreements and initiated data transfer on certain properties in Argentina.

2013

During Q1 2013, SESA completed the OZ Minerals exploration program on the Centenarito project. OZ Minerals concluded from the compilation and interpretation of drill hole assays that the project results were below expectations and OZ terminated its option to acquire an interest in the property. SESA in turn advised the optionor of the Jorge prospect that adjoins Centenarito to the north, that it was terminating its option to acquire an interest in the property. The Centenarito property is 100% owned by SESA and all reclamation is complete and no further expenses are expected.

2014

Cascadero has advised SESA and its joint venture partner SHL that due to weak capital markets the funding for the Argentine program would be decreased and employee layoffs are necessary. These austerity measures are underway. The Company intends to maintain the property portfolio. The Company continues to attempt to attract third parties to option certain properties that are ready for further exploration.

Due to a need to reduce the Company's cash reserves the exploration program on its Argentine properties is on hold until required funding or joint venture partners can be secured.

2015

Continuing exploration on in Argentina is subject to the Company's success at securing risk financing. The field season is essentially from September to July. As of December 16, 2015 the Company's Argentine operations continue on a care and maintenance basis.

SELECTED ANNUAL INFORMATION

The following table provides a brief summary of the Company's annual financial operations. For more detailed information, refer to the audited consolidated financial statements.

ITEM	November 30, 2014	November 30, 2013	November 30, 2012
	$	$	$
Working Capital	(973,439)	(417,422)	866,884
Deficit	(24,138,554)	(11,499,086)	(8,855,240)
Net Income (loss)	(12,639,468)	(1,558,073)	(1,324,801)
Basic and Diluted loss per share	(0.08)	(0.01)	(0.01)
Total Assets	58,287	12,199,410	14,533,508

The Company earns interest revenue from cash held in banks. The Company has no present intention of paying dividends on its common shares as it anticipates that all available funds will be invested to finance the growth of its business.

Quarterly Information

The following are selected financial data from the Company's unaudited financial statements for the last eight quarters ending with the most recently completed quarter, being the three months ended May 31, 2015.

	May 31, 2015	February 28, 2015	November 30. 2014	August 31, 2014
Total assets	$ 1,941,140	$ 50,128	$ 58,287	$ 13,483,773
Mineral properties	1,034,280	---	---	9,725,223
Working capital	(1,411,085)	(1,111,082)	(973,439)	(757,211)
Shareholder's equity	(369,973)	(1,107,824)	(969,780)	12,636,291
Net gain (loss)	703,687	(255,714)	(12,365,153)	(73,583)
Net loss per share	(0.00)	(0.00)	(0.08)	(0.00)

Three Month Period Ended

	May 31, 2014	February 28, 2014	November 30, 2013	August 31, 2013
Total assets	$ 13,476,537	$ 13,487,980	$ 12,199,410	$ 14,206,865
Mineral properties	9,709,593	9,709,593	9,709,593	10,502,601
Working capital	(621,918)	(492,712)	(417,442)	(195,614)
Shareholder's equity	12,709,874	12,800,838	11,563,387	13,715,800
Net gain (loss)	(90,815)	(109,917)	(1,588,073)	(108,040)
Net loss per share	(0.00)	(0.00)	(0.01)	(0.00)

Results of Operations

The Company had a gain of $703,687 ($0.00 per share) for the three months ended May 31, 2015 compared to a loss of $90,815 ($0.00 per share) for the three months ended May 31, 2014 and a gain of $447,973 ($0.00 per share) for the six months ended May 31, 2015 compared to a loss of $200,882 ($0.00) for the six months ended May 31, 2014. The Company is aware that the total loss amount of May and February 2014 is $150 less than the total shown on the financial statements and this amount was amended at year end. The gain during the six months of 2015 was a result of the consolidation of SHL with the Company.

Significant expenses incurred during the period ended May 31, 2015 are as follows: management fees - three months $40,000 (2014 - $40,000), six months $80,000 (2014 - $80,000), office and miscellaneous - three months $35,017 (2014 - $19,578), six months $62,285 (2014 - $38,694), accounting and audit - three months $(1,150) (2014 - $7,150), six months $5,275 (2014 - $13,825), filing and sustaining fees - three months $9,560 (2014 - $9,741), six months $15,180 (2014 - $9,741) and stock based compensation – three months $34,164 (2014 - $nil). The increase in office and miscellaneous for the three and six month period ended May 31, 2015 is due to the consolidating of telephone, travel, meals and promotion

Liquidity

The Company finances its activities by raising capital in the equity markets and has no regular source of revenue or cash flow. The Company is dependent upon its ability to obtain the necessary equity financing to generate sufficient amounts of cash and cash equivalents, in the short and long term to meet its obligations as they become due and finance its exploration programs. Certain mineral tenures could be sold for cash as well.

The financial statements have been prepared on a going concern basis which assumes that the Company will be able realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence operations in the future. The Company has an interest in properties proximal to the proposed location in north western Argentina of a copper mine. Management believes that a future sale of properties in this area is possible and that a sale, after costs and taxes, would result in liquidity to the Company.Net cash used in operating activities for the period consists primarily of the operating loss and a change in non-cash working capital.

Net cash used for operating activities for the quarter ended May 31, 2015 was $(57,498) compared to net cash used for operating activities of $(49,522) for the quarter ended May 31, 2014.

Cash flows from investing activities for the quarter ended May 31, 2015 was $41,386 compared to the investing activities of $nil for the quarter ended May 31, 2014

Financing activities for the quarter ended May 31, 2015 was $345,532 compared to financing activities of $(3,071) for the quarter ended May 31, 2014.

Related Party Transactions

a) The Company has the following balances owed to and from related entities as at May 31, 2015:
   i. $68,165 due to Stealth Minerals Ltd., a related Company (Nov 30, 2014: $68,165). This amount is unsecured, has no specific terms of repayment, and bears interest at a rate of 7.5% per year.
   ii. $506,749 due to Bill McWilliam an officer and director of the Company (Nov 30, 2014: $327,485).
   iii. $208,822 due to Judith Harder, an immediate family member of Bill McWilliam, officer and Director of the Company (Nov 30, 2014: $159,130) for services provided.
   iv. $ NIL to Paul McWilliam, an immediate family member of the president of the company (Nov. 30, 2014 - $2,516) for the purchase of computer equipment.
   v. $33,671 due to Sharon Lewis, the CFO of the Company (Nov 30, 2014: $31,583).
   vi. $9,450 due to Argentine Frontier Resources Inc., a related company (Nov 30, 2014: $nil)
   vii. $12,375 loan due to Bill McWilliam, an officer and director of the Company (Nov 30, 2014: $nil). This amount is unsecured, has no specific terms of repayment, and bears no interest.

b) During the three months ended May 31, 2015, the Company had the following transactions with related parties:
   i. Charged $ NIL in interest expense on advances payable to a Stealth Minerals Ltd., a related Company (May 31, 2014 - $ $3,937)).
   ii. Incurred $40,000 in management fees to Bill McWilliam, a director of the Company (May 31, 2014: $40,000)
   iii. Reimbursed Bill McWilliam, a director of the Company $18,576 (May 31, 2014: $4,430) for amounts paid on the Company's behalf for office expenses, travel, telecommunications and vehicle expenses.
   iv. Incurred $18,000 in administrative fees charged by Judith Harder, an immediate family member of Bill McWilliam, officer and director of the Company (May 31, 2014: $18,000).
   v. Incurred $9,850 in accounting fees charged by Sharon Lewis, the CFO (May 31, 2014: $7,150).
   vi. Incurred $4,500 in rent expense charged by Argentine Frontier Resources Inc., a related company (May, 2014 - $nil).

c) During the six months ended May 31, 2015, the Company had the following transactions with related parties:
   i. Charged $ NIL in interest expense on advances payable to a Stealth Minerals Ltd., a related Company (May 31, 2014 - $ $7,874)).
   ii. Incurred $80,000 in management fees to Bill McWilliam, a director of the Company (May 31, 2014: $80,000)
   iii. Reimbursed Bill McWilliam, a director of the Company $24,327 (May 31, 2014: $9,566) for amounts paid on the Company's behalf for office expenses, travel, telecommunications and vehicle expenses.
   iv. Incurred $36,000 in administrative fees charged by Judith Harder, an immediate family member of Bill McWilliam, officer and director of the Company (May 31, 2014: $36,000).
   v. Incurred $16,275 in accounting fees charged by Sharon Lewis, the CFO (May 31, 2014: $13,825).
   vi. Incurred $9,000 in rent expense charged by Argentine Frontier Resources Inc., a related company (May, 2014 - $nil).

FINANCIAL INSTRUMENTS

Fair Value of Financial Instruments

The Company's financial instruments consist of cash, accounts receivables, and accounts payable and accrued liabilities. The fair value of these financial instruments approximates their carrying value due to the immediate or short term maturity of these items.

Financial Risk Factors

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk

Credit risk is the risk of loss associated with counterparty's inability to fulfill its payment obligations. The Company's believes it has no significant credit risk.

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

(a) Interest rate risk

The Company has cash balances and no interest-bearing debt. The Company is satisfied with the credit ratings of its banks.

(b) Foreign currency risk

The Company is exposed to foreign currency risk on fluctuations related to cash and accounts payable and accrued liabilities that are denominated in US Dollars (US).

(c) Price risk

The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices of oil, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

Outstanding Share Capital As at December 16 , 2015

Authorized	Unlimited number of no par value common shares, Unlimited number of preferred shares

Issued and Outstanding common shares		151,692,528
	Stock Options	19,950,000
	Warrants	16,879,166
	Common shares (fully diluted)	188,521,694

Stock Options outstanding at December 16, 2015 (expiry date order)

OPTIONS ISSUED	EXERCISE PRICE C$ PER SHARE	EXPIRY DATE
5,300,000	$0.05	SEPT 13, 2016
650,000	$0.12	DEC 22, 2016
300,000	$0.12	JUL 28, 2017
2,750,000	$0.05	SEPT 13, 2017
3,000,000	$0.05	SEPT 28, 2017
300,000	$0.10	OCT 24, 2017
7,650,000	$0.05	JAN 13, 2018
19,950,000		

Warrants Issued at December 16, 2015

At December 16, 2015 there are two issues of warrants outstanding:

• 12,709,999	C$0.05	February 13, 2017
• 4,169,167	C$0.10	October 22, 2017
16,879,166		

DISCLOSURE CONTROLS AND PROCEDURES

In connection with National Instrument 52-109 (Certificate of Disclosure in Issuer's Annual and Interim Filings) ("NI 52-109) the Chief Executive Officer and Chief Financial Officer of the Company have filed a Venture Issuer Basic Certificate with respect to the financial information contained in the quarterly financial statements for the period ended May 31, 2015 and accompanying MD&A.

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

Commitments and Contingent Liability

Canada Revenue Agency ("CRA") has disallowed certain exploration expenditures incurred by the Company as non-eligible exploration expenditures that do not qualify for transfer of the tax deduction to holders of the flow-through shares. In this connection, the Company has been assessed by CRA on Part XII.6 tax, in respect of certain flow-through shares issued in the 2004 taxation year, in the amount of $237,976 (2012: $237,976) plus interest of approximately $73,496 (2014: $65,899) for a total of $311,472 (2014: $303,875). Of this total in tax and interest, the Company will not contest an amount of $204,606 (2014: $199,616). Accordingly, the full amount, contested and not contested, has been included in accrued liabilities in the Company's financial statements.

The balance of $106,867 (2014: $104,260) in assessed Part XII.6 tax and interest is being formally contested by the Company as management disagrees with CRA's position on this amount. The outcome of this matter cannot be determined at this time. A provision has been made in these financial statements for the total amount of the contingent liability.

Risks and Uncertainties

The exploration and development of mineral deposits involves significant risks which even a combination of careful evaluation, experience and knowledge may not be successful in overcoming. Few mineral properties which are explored ultimately develop into producing mines. There has been no commercial production of minerals on properties held by the Company to date and there is a high degree of risk that commercial production of minerals will not be achieved.

Locating mineral deposits depends on a number of factors, not the least of which is the technical skill of the exploration personnel involved. The mining industry is intensely competitive. The commercial viability of a mineral deposit depends on a number of factors including the particular attributes of the deposits (principally size and grade), proximity to infrastructure, the impact of mine development on the environment, environmental regulations imposed by various levels of government and the competitive nature of the industry which causes mineral prices to fluctuate substantially over short periods of time. There can be no assurance that the minerals can be marketed profitably or in such a manner as to provide an adequate return on invested capital.

The operations of the Company are subject to all of the risks normally associated with the operation and development of mineral properties and the development of a mine, including encountering unexpected formations or pressures, caving, flooding, fires and other hazards, all of which could result in personal injuries, loss of life and damage to property of the Company and others. In accordance with customary industry practice, the Company is not fully insured against all of these risks and insurance may not be available for such risks.

The operations of the Company's properties will be subject to various laws and regulations relating to the environment, prospecting, development, production, waste disposal and other matters. Amendments to current laws and regulations governing activities related to the Company's mineral properties may have material adverse impact on operations.

The Company will need additional funding to complete its short and long term objectives. The ability of the Company to fund its operations in the future will depend on the prevailing market conditions, as well as the business performance of the Company. There can be no assurances that the Company will be successful in its efforts to raise additional financing on terms satisfactory to the Company. If adequate funds are not available or not available on acceptable terms, the Company may not be able to take advantage of opportunities, to develop new projects or to otherwise respond to competitive pressures.

Subsequent Events

In June, 2015 the Company entered into discussions with a university regarding some experimental metallurgical studies on drill core from a property owned by the Company. A Confidentiality Agreement was signed that is applicable to all participants in the experiments. These Confidentiality Agreements will protect the Company's interest in any intellectual property opportunities that may arise.

The Company received US $515,000 from Regberg Ltd., an ams's length company domiciled in Singapore (the "JV Partner") as a deposit towards the purchase of a 25% interest in SHL for US $850,000. SHL is a Joint Venture ("JV") that manages the Argentine business. The Company has also granted the JV Partner the right to acquire an additional 5% interest in the JV. The JV partner has signed the JV documents which wiill be delivered to the Cascadero office about December 19th, 2015 for execution by Cascadero.

On October 1, 2015, the Company granted 3,000,000 stock options with an exercise price of $0.05 per option expiring on September 28, 2017.

In November 2015 the Company entered discussions with a copper producer with respect to a transaction between the Company and the copper producer with a view to signing a Confidentiality Agreement. This Confidentiality Agreement has now been signed.

In November 2015 the Company was approached by an industrial company who expressed an interest in a data transfer on a group of the Company's properties in Argentina. This may result in the signing of a further CA.

On December 14, 2015, the Company appointed Dr. Mohammad Mokmeli, PhD to the Cascadero Advisory Board. Dr. Mokmeli graduated from the University of British Columbia in Hydrometallurgy in 2013. Both his Bachelors and Masters degrees were in the field of extractive metallurgy/hydrometallurgy. He is presently working as a Postdoctoral Research and Teaching Fellow at UBC. Dr. Mokmeli has over five years of experience working in ferrous and nonferrous extraction industries.

All material events to December 16, 2015 are disclosed herein.