



# LOS ANDES COPPER Ltd.

## **LOS ANDES COPPER LTD. Management's Discussion and Analysis ("MD&A") For the Three and Nine Months Ended June 30, 2019**

All figures expressed in Canadian Dollars except where noted

The following discussion and analysis of the results of operations and financial position of Los Andes Copper Ltd. ("Los Andes") together with its subsidiaries (collectively, the "Company"), is prepared as of August 26, 2019 and should be read in conjunction with the Company's condensed interim consolidated financial statements for the three and nine months ended June 30, 2019 ("YTD-2019") and the Company's audited consolidated financial statements and related notes for the year ended September 30, 2018 ("Fiscal 2018").

The Company's financial statements are reported under International Financial Reporting Standards issued by the International Accounting Standards Board ("IFRS").

### ***Company Overview***

Los Andes is a Canadian exploration and development company focused on the acquisition, exploration and development of advanced stage copper deposits in Latin America. The Company owns 100% of the Vizcachitas copper, molybdenum and silver porphyry project, located 120 km north of Santiago, Region V, Chile.

The Vizcachitas copper resource is of 11.2 billion pounds measured and indicated and 5.9 billion pounds inferred. It is one of the largest undeveloped copper projects in South America not controlled by one of the majors.

Los Andes is listed on the Toronto Venture Exchange under the ticker *LA*.

Los Andes also has ownership of non-consumptive water rights over a section of the Rocin River, Putaendo, Fifth Region, Chile, together with the engineering and other studies and reports for the development of a run-of-river hydroelectric power generation facility (the "Hydroelectric Facility") on the Rocin River.

### ***Overall Performance***

During the three months ended June 30, 2019 ("Q3-2019"), the Company posted a net loss of \$335,582 or \$nil per share, compared to a loss of \$264,113 or \$nil per share in the quarter ended June 30, 2018 ("Q3-2018").

At June 30, 2019, the Company had a cash balance of \$2,293,448 (September 30, 2018: \$5,180,299) and working capital of \$1,768,277 (September 30, 2018: \$4,650,265).

### ***The Vizcachitas Property***

In 2007, the Company acquired all of the issued and outstanding shares of Vizcachitas Limited, a company that at that time directly and indirectly owned the following assets that comprised a majority interest in the claims making up the Vizcachitas Property:

1. 51% of the shares of Sociedad Legal Minera San José Uno de Lo Vicuña, El Tártaro y Piguchén de

## LOS ANDES COPPER LTD.

Management's Discussion and Analysis  
For the Three and Nine Months Ended June 30, 2019

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- Putando ("San José SLM"), a Chilean Sociedad Legal Minera which is the owner of the San José mining concessions (the "SJ Concessions");
2. 30 mining rights (the "Mining Rights"), of which 27 were existing exploitation mining concessions encircling the SJ Concessions and 3 were exploration mining concessions in process of constitution (exploration claims); and
  3. 5 additional exploitation mining concessions (the "Additional Concessions"), which also encircle the SJ Concessions, and were subject to an option agreement completed in 2010.

The SJ Concessions, the Mining Rights and the Additional Concessions are collectively referred to as the "Property".

All the Property, with the exception of the SJ Concessions, is subject to NSR royalties of 2% on any surface production and 1% on any underground production. The SJ Concessions are subject to NSR royalties of 1.02% on surface mining and 0.51% on underground mining.

In 2010, the Company completed the consolidation of the Vizcachitas Property through the acquisition from Turnbrook Corporation ("TBC") of all of the issued and outstanding securities of Gemma Properties Group Limited, who indirectly owned 49% of the issued and outstanding shares of the San Jose SLM. With this transaction, the entire resource contained in the Vizcachitas property came under unified ownership.

In 2014, TBC and Turnbrook Mining Limited ("TBML") entered into a subscription agreement whereby TBC subscribed for common shares in the capital of TBML for consideration consisting of all of the common shares in the capital of the Company owned by TBC at that date. At June 30, 2019, TBML owns a total of 143,736,144 or approximately 52.9% of the common shares of the Company (see **Rocin River Hydroelectric Project**). TBC is the controlling shareholder of TBML, and TBC no longer has direct ownership of any of the Company's common shares.

### ***Rocin River Hydroelectric Project***

In 2014, the Company acquired from TBML non-consumptive water rights over a section of the Rocin River, Putando, Fifth Region, Chile, together with the engineering and other studies and reports for the development of a hydroelectric facility (the "Hydroelectric Facility"). Consideration for the acquisition consisted of 37,500,000 Los Andes shares, valued at a share price of \$0.22, for total consideration of \$8,250,000.

The Rocin River water rights and associated studies are indirectly held by the Company's subsidiary Rocin SPA ("Rocin"). In 2014, Rocin entered into an agreement (the "Agreement") with Icafal Inversiones S.A. ("Icafal") for the development and financing of the Hydroelectric Facility with an expected installed capacity of 28 to 30 MW on the Rocin River. Rocin in turn incorporated a subsidiary (the "Rocin Subsidiary") to own, develop, build and operate the Hydroelectric Facility. At June 30, 2019, 0.95% of the issued and outstanding shares of the Rocin Subsidiary were held by minority shareholders.

In 2017, Rocin and Icafal terminated the Agreement, and all studies and work performed by Icafal or by third parties retained by Icafal to the termination date were transferred to Rocin. These studies and work were transferred at no cost to Rocin, except for the reimbursement of \$39,744, which represented approximately 19.8% of the work performed towards the environmental study as of the termination date. The termination of the Agreement provides that if any of the studies prepared by third parties are used by Rocin in the development of the Hydroelectric Facility, then Rocin shall reimburse Icafal the cost paid by Icafal to the third party of such study once the Hydroelectric Facility is in operation. The determination of whether a study should be reimbursed shall be made by Rocin at its sole discretion.

## **LOS ANDES COPPER LTD.**

Management's Discussion and Analysis  
For the Three and Nine Months Ended June 30, 2019

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### ***Financial Review Q3-2019***

The Company posted a net loss of \$335,582 or \$nil per share in Q3-2019 (Q3-2018: net loss of \$264,113 or \$nil per share).

The most significant general and administrative expenses incurred in the quarter were consulting, salaries and management fees of \$111,976 (Q3-2018: \$111,440), office and administration expense of \$29,980 (Q3-2018: \$24,147) and share-based compensation expense of \$29,190 (Q3-2018: \$nil).

In respect of the hydroelectric project, the Company incurred \$3,092 in expenses in Q3-2019 (Q3-2018: \$2,960).

In Q3-2019, the Company posted a foreign exchange loss of \$51,766 (Q3-2018: \$1,600) associated with the depreciation in Canadian dollars (the Company's reporting currency) of cash and cash equivalents held in U.S. dollars. The Company also posted a loss of \$87,427 on the repurchase of half of the minority interest of Rocin.

Under other comprehensive loss, the Company recorded a foreign exchange translation allowance of (\$320,811) (Q3-2018: \$751,178).

### ***Financial Review – Nine Months Ended June 30, 2019***

The Company incurred a net loss of \$499,638 or \$nil per share YTD-2019 (nine months ended June 30, 2018 ("YTD-2018"): net loss of \$584,144 or \$nil per share).

The most significant general and administrative expenses incurred in the nine-month periods were consulting, salaries and management fees of \$299,567 (YTD-2018: \$308,013), professional fees of \$62,460 (YTD-2018: \$104,567) and office and administration expense of \$52,415 (YTD-2018: \$51,676).

In respect of the hydro-electric project, the Company recorded expenses of \$6,086 (YTD-2018: expense recoveries of \$29,905).

Under other items, the Company posted a foreign exchange gain of \$83,088 (YTD-2018: \$20,791), a loss of \$87,427 on the repurchase of half of the Rocin minority interest and interest income of \$35,707 (YTD-2018: \$7,234).

Under other comprehensive income, the Company recorded a foreign exchange translation allowance of (\$420,865) in YTD-2019 (YTD-2018: \$1,934,226).

### ***Vizcachitas Project Description***

The Vizcachitas Property includes a porphyry copper-molybdenum deposit that offers potential for a low strip, open pit operation in an area of low elevation with excellent infrastructure, including water and power in central Chile. The Vizcachitas deposit occurs in the same metallogenic belt as the large copper-molybdenum porphyries Rio Blanco-Los Bronces, Los Pelambres-El Pachon and El Teniente.

On June 5, 2019, the Company filed an updated Preliminary Economic Assessment (PEA) and a new resource estimate on the Vizcachitas Project. This PEA included all the drilling results from the 2015-2017 drilling campaigns and the results of this study showed a significant improvement in both the mineral resources and the project economics when compared to the 2014 PEA.

The PEA was prepared by Tetra Tech Chile S.A. The PEA can be accessed under the Company's [www.sedar.com](http://www.sedar.com) profile, and the PEA and additional information about the Vizcachitas project are available on the Company's website at [www.losandescopper.com](http://www.losandescopper.com).

## LOS ANDES COPPER LTD.

Management's Discussion and Analysis

For the Three and Nine Months Ended June 30, 2019

The PEA considered an open pit mine and concentrator plant that produces copper and molybdenum concentrates. The PEA evaluated three cases with mill throughputs of 55 ktpd, 110 ktpd and 200 ktpd. The 110 ktpd case has been recommended to advance into pre-feasibility. This case not only delivers the best economic results, with an After-Tax NPV 8% of US\$ 1.8 billion, an IRR of 20.77% and a payback period of 3.4 years, but also optimizes the mining and technical aspects for a mineral deposit of the size of Vizcachitas.

The PEA demonstrated that the 110 ktpd case project has an After-Tax NPV 8% of US\$ 1.8 billion and IRR of 20.77% at US\$ 3.00/lb Copper. A Payback period of 3.4 years from initial operations; 5.4 years from initial construction 45-year mine life. The C1 Cash Cost (net of by-product credits) of US\$ 1.36/lb for first 8 years of operation; US\$ 1.58/lb for LOM. The mineral resources increased to 1,284 million tonnes of Measured and Indicated Resources with a 0.45% CuEq grade and 0.40% Cu grade (at 0.25% Cu cut-off grade). The Measured Resources are 46% of the projected mill feed for the first 10 years of operation for the recommended case.

The highlights from the PEA are summarised in the table below.

Key Economic Indicators				
Description	Unit	55 ktpd	110 ktpd	200 ktpd
After -Tax Net Present Value - 8%	kUSD	931,120	1,797,425	2,198,359
After-Tax IRR	%	16.90%	20.77%	17.37%
Initial Capex	kUSD	1,300,034	1,874,797	2,823,469
C1 Cash Cost w/Mo-Ag Credits (First 8 years operation)(*)	USD/lb	1.30	1.36	1.44
Payback Period from operation (*)	Years	4.3	3.4	4.4
Payback Period from construction (**)	Years	6.3	5.4	6.4

(\*) Referred to the first year of mill production

(\*\*) Referred to the beginning of construction

Payback period calculated with nominal cash flow s

The Vizcachitas Project is a mineralized copper-molybdenum porphyry system associated with a complex of hydrothermal breccias and porphyries within Miocene volcanic rocks. Five different drilling campaigns have been undertaken on the property from 1993 to date. A total of 165 diamond drill holes have been drilled, with a total of 52,256 m. The drilling carried out in 2015–2016 and 2017 confirmed the new geological models and showed the importance of the early diorite porphyry and hydrothermal breccias in controlling the higher-grade mineralization of the deposit. The new geological model also defined a near surface higher-grade supergene enriched mineralization outlining an area of 400 by 400 metres where all the drill holes have average supergene grades of greater than 0.5% Cu.

The mineral resources are contained within an open pit shell to demonstrate the prospects of eventual economic extraction. Only blocks within the Whittle pit shell are included in the mineral resources. The mineral resources are reported below.

Measured									
Cut-Off (Cu %)	Tonnage (Mt)	Cu (%)	Mo (ppm)	Ag (ppm)	CuEq (%)	Cu (Mlb)	Mo (Mlb)	Ag (Moz)	CuEq (Mlb)
0.15	282.33	0.415	116.3	1.22	0.464	2,583	72	11.1	2,888
0.20	270.80	0.426	118.4	1.24	0.475	2,543	71	10.8	2,836
0.25	254.40	0.439	119.2	1.26	0.489	2,462	67	10.3	2,743
0.30	221.85	0.463	118.2	1.30	0.513	2,264	58	9.3	2,509
0.35	180.95	0.495	117.4	1.35	0.546	1,975	47	7.9	2,178
0.40	140.40	0.531	117.0	1.42	0.582	1,644	36	6.4	1,801
0.45	101.73	0.574	115.9	1.50	0.625	1,287	26	4.9	1,402

**LOS ANDES COPPER LTD.**

Management's Discussion and Analysis

For the Three and Nine Months Ended June 30, 2019

Indicated									
Cut-Off (Cu %)	Tonnage (Mt)	Cu (%)	Mo (ppm)	Ag (ppm)	CuEq (%)	Cu (Mlb)	Mo (Mlb)	Ag (Moz)	CuEq (Mlb)
0.15	1,430.59	0.332	133.4	0.91	0.384	10,471	421	41.9	12,111
0.20	1,239.16	0.357	140.6	0.96	0.412	9,753	384	38.2	11,255
0.25	1,029.67	0.385	146.9	1.00	0.442	8,740	333	33.1	10,034
0.30	784.35	0.421	154.5	1.04	0.481	7,280	267	26.2	8,317
0.35	549.21	0.463	159.9	1.09	0.526	5,606	194	19.2	6,369
0.40	359.56	0.513	159.3	1.14	0.575	4,066	126	13.2	4,558
0.45	249.22	0.555	156.5	1.20	0.617	3,049	86	9.6	3,390

Inferred									
Cut-Off (Cu %)	Tonnage (Mt)	Cu (%)	Mo (ppm)	Ag (ppm)	CuEq (%)	Cu (Mlb)	Mo (Mlb)	Ag (Moz)	CuEq (Mlb)
0.15	1,635.15	0.264	111.4	0.76	0.308	9,517	402	40.0	11,103
0.20	1,252.87	0.294	118.3	0.82	0.340	8,121	327	33.0	9,391
0.25	788.82	0.337	127.0	0.88	0.386	5,861	221	22.3	6,713
0.30	486.94	0.381	135.6	0.96	0.434	4,090	146	15.0	4,659
0.35	255.39	0.436	144.1	1.03	0.493	2,455	81	8.5	2,776
0.40	135.60	0.497	138.5	1.11	0.553	1,486	41	4.8	1,653
0.45	70.89	0.567	140.6	1.31	0.625	886	22	3.0	977

Measured + Indicated									
Cut-Off (Cu %)	Tonnage (Mt)	Cu (%)	Mo (ppm)	Ag (ppm)	CuEq (%)	Cu (Mlb)	Mo (Mlb)	Ag (Moz)	CuEq (Mlb)
0.15	1,712.92	0.346	130.6	0.96	0.397	13,054	493	53.0	14,999
0.20	1,509.96	0.369	136.6	1.01	0.423	12,296	455	49.0	14,091
0.25	1,284.06	0.396	141.4	1.05	0.451	11,202	400	43.4	12,777
0.30	1,006.20	0.430	146.5	1.10	0.488	9,544	325	35.5	10,826
0.35	730.16	0.471	149.4	1.15	0.531	7,581	241	27.1	8,547
0.40	499.96	0.518	147.4	1.22	0.577	5,710	162	19.6	6,359
0.45	350.95	0.561	144.7	1.29	0.619	4,336	112	14.5	4,792

**Notes**

- Copper equivalent grade has been calculated using the following expression:  $CuEq (\%) = Cu (\%) + 3.33 \times Mo (\%) + 82.6389 \times Ag (\%)$ , using the metal prices: 3.00 USD/lb Cu, 10.00 USD/lb Mo and 17.00 USD/oz Ag. No allowance for metallurgical recoveries has been considered
- Small discrepancies may exist due to rounding errors.
- The quantities and grades of reported Inferred Mineral Resources are uncertain in nature and further exploration may not result in their upgrading to Indicated or Measured status.
- Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability

## LOS ANDES COPPER LTD.

Management's Discussion and Analysis

For the Three and Nine Months Ended June 30, 2019

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The Vizcachitas Project has been the subject of several metallurgical test programmes to determine the process flow sheet and expected recoveries. The main conclusions of the test work programmes are that the results of the flotation tests showed both high grade copper concentrates and high recoveries of both copper and molybdenum are achievable. The results suggest that the rougher flotation recoveries are not significantly impacted by the P<sub>80</sub> on the range analyzed and, on this basis, a coarser primary grind P<sub>80</sub> of 240 µm is proposed. The results of the cleaner flotation tests indicated that three cleaner stages should be considered to achieve a high final concentrate grade. Based on the flotation tests, overall recoveries of 91% copper and 75% molybdenum can be expected.

As part of the PEA long-term mine plan study was conducted, which shows the production scenarios defined for the concentrator for each of the mill throughput cases. The mine plans are strategic and aimed at optimizing the cut-off grade profiles to obtain the best economic value. The analysis considered a wide array of mine capacity possibilities and the adjustment of stockpile cut-off grades.

The following table summarizes the material moved for each case, including mill feed, waste and the re-handling of stockpiles.

Case	Mine life (Years)	Mill feed (Mt)	Waste (Mt)	W/O (Ratio)	Total incl. rehandling (Mt)
55 ktpd	59	1,109	1,102	0.99	2,626
110 ktpd	45	1,665	2,170	1.31	4,263
200 ktpd	30	1,939	2,654	1.37	5,056

Capital cost estimates for the PEA were comprised of the following: direct cost of construction and assembly, indirect costs of project, contingency estimation based on direct cost, plus indirect cost, sustaining capital, deferred capital. After incorporating the recommended contingency, the capital cost estimate is considered to have a level of accuracy of +/-35%.

## LOS ANDES COPPER LTD.

Management's Discussion and Analysis

For the Three and Nine Months Ended June 30, 2019

The following table summarizes the initial, sustaining and deferred capital requirements of the Vizcachitas Project for the different development cases.

### Capital Cost Summary (Nominal values)

Direct Costs	Initial			Sustaining and Deferred		
	55 ktpd	110 ktpd	200 ktpd	55 ktpd	110 ktpd	200 ktpd
Diversion Rocin River	52,912	52,912	52,912	2,500	2,500	2,500
Access	29,731	29,731	23,557			
Concentrate Transport	29,932	29,932	29,932			
Pipeline Rocin-Chalaco			73,749			
General Facilities	32,746	35,000	40,754			
Operations Platform	29,820	35,145	76,680			
Mine	184,363	277,465	359,328	624,333	1,025,196	1,218,390
Plant	228,440	439,016	687,999			
Tailing Management Facilities	152,290	173,057	230,639		98,250	
Water Reclaim System	2,926	3,653	4,430			
Water Supply System	35,844	47,382	62,132			
Power Supply System	88,125	124,539	168,597			
<b>Total Direct Costs</b>	<b>867,129</b>	<b>1,247,831</b>	<b>1,810,708</b>	<b>626,833</b>	<b>1,125,946</b>	<b>1,220,890</b>
<b>Total Indirect Costs</b>	<b>164,299</b>	<b>242,672</b>	<b>361,191</b>			
<b>Contingency</b>	<b>268,605</b>	<b>384,294</b>	<b>651,570</b>			
<b>Total Capital Cost</b>	<b>1,300,034</b>	<b>1,874,797</b>	<b>2,823,469</b>			

For the PEA the operating costs were estimated for the operating areas of Mining, Process Plant, Infrastructure and Administration. Costs were reported under subheadings related to the function of each of the areas identified. The operating cost estimates are based on long term power prices of US\$ 45 /MWh and US\$ 1.00 /l for diesel fuel. Based on the assumption listed in the PEA, the operating costs are considered to have an accuracy of  $\pm 35\%$ . All unitary operating costs are expressed in processed tonnes.

The following tables summarize the average unit operating cost by area for the Life-of-Mine (LOM).

Description	Case 55 ktpd	Case 110 ktpd	Case 200 ktpd
Mine (*)	3.59	4.40	4.72
Plant	5.11	4.92	4.70
Infrastructure	0.18	0.18	0.18
Administration	0.18	0.19	0.19
<b>Total (USD/t)</b>	<b>9.06</b>	<b>9.70</b>	<b>9.79</b>

(\*) Mine costs include the strip ratio for the LOM

The PEA C-1 cash costs were calculated using the economic model cash flow forecast values including total operating costs, mining royalty and third party NSR cost, treatment costs, refining costs and transportation costs and revenue from molybdenum and silver.

To calculate the cash cost per pound of copper, total expenses (operating cost, NSR / royalty, and TCs, RCs, and transportation) less total revenue from molybdenum and silver were divided by the number of pounds of copper to be sold over the life of mine. The average life of mine cash cost is shown below.

**LOS ANDES COPPER LTD.**

Management's Discussion and Analysis

For the Three and Nine Months Ended June 30, 2019

Description	Unit	55 ktpd	110 ktpd	200 ktpd
Operating Costs	kUSD	10,097,016	15,268,600	17,469,645
NSR	kUSD	434,760	620,835	696,754
Royalty	kUSD	641,679	790,004	819,253
TC/RC	kUSD	1,958,779	2,785,373	3,123,334
Transportation	kUSD	727,768	1,034,882	1,160,448
<b>Total Cash Cost w/o Credits</b>	<b>kUSD</b>	<b>13,860,001</b>	<b>20,499,695</b>	<b>23,269,434</b>
Molybdenum and Silver Credit	kUSD	2,068,426	3,071,756	3,473,998
<b>Total Cash Cost w/ Credits</b>	<b>kUSD</b>	<b>11,791,575</b>	<b>17,427,938</b>	<b>19,795,437</b>
Total Copper to be Sold	Mlb	7,742,210	11,009,381	12,345,195
Life of Mine Cash Cost				
<b>Average Cu Cash Cost w/o Mo-Ag Credit</b>	<b>USD/lb</b>	<b>1.79</b>	<b>1.86</b>	<b>1.88</b>
<b>Average Cu Cash Cost w/ Mo-Ag Credit</b>	<b>USD/lb</b>	<b>1.52</b>	<b>1.58</b>	<b>1.60</b>

The PEA was authored by independent Qualified Persons and prepared in accordance with NI 43-101. The authors of the PEA were:

- Severino Modena, Tetra Tech, Member of Chilean Mining Commission
- José Luis Fuenzalida, Tetra Tech, Member of Chilean Mining Commission
- Mario Riveros, Tetra Tech, Member of Chilean Mining Commission

Antony J. Amberg, M.Sc., CGeol., a qualified person as defined by NI 43-101, supervised the preparation of the technical information in this MD&A.



**LOS ANDES COPPER LTD.**  
Management's Discussion and Analysis  
For the Three and Nine Months Ended June 30, 2019

	Total costs to September 30, 2017	Costs incurred in year ended Sept. 30, 2018	Total costs to Sept. 30, 2018	Costs incurred in nine months ended June 30, 2019	Total costs to June 30, 2019
<b>VIZCACHITAS</b>					
Acquisition costs	54,562,243	-	54,562,243	-	54,562,243
Water rights	4,122,611	1,823,157	5,945,768	-	5,945,768
VAT tax credits	2,250,440	101,623	2,352,063	90,561	2,442,624
<b>Deferred exploration</b>					
Automobile and travel	380,460	76,013	456,473	65,193	521,666
Assaying	379,018	249,208	628,226	22,862	651,088
Camp rehabilitation, maintenance and security	1,921,841	239,512	2,161,353	258,912	2,420,265
Core handling and storage	34,836	(1,922)	32,914	-	32,914
Drilling	5,381,016	(25,929)	5,355,087	20,159	5,375,246
Equipment and equipment rental	616,368	15,426	631,794	7,132	638,926
Exploration administration	2,673,967	684,079	3,358,046	788,160	4,146,206
Food and accommodation	338,293	27,794	366,087	12,072	378,159
Geological consulting	1,300,968	521,102	1,822,070	254,497	2,076,567
Other	76,710	8,953	85,663	11,597	97,260
Property & surface rights, taxes & tenure fees	1,293,640	171,503	1,465,143	202,498	1,667,641
Road repairs	34,105	-	34,105	13,618	47,723
Studies and other consulting	2,033,770	516,591	2,550,361	593,860	3,144,221
Subcontractors	1,269,366	-	1,269,366	-	1,269,366
Supplies	635,443	28,979	664,422	44,562	708,984
Sustainable development	30,424	(923)	29,501	-	29,501
	18,400,225	2,510,386	20,910,611	2,295,122	23,205,733
Exchange rate differences	(1,604,753)	38,429	(1,566,324)	(504,403)	(2,070,727)
	\$ 77,730,766	\$ 4,473,595	\$ 82,204,361	\$ 1,881,280	\$ 84,085,641

**Summary of Quarterly Results**

	<b>QUARTERS ENDED</b>			
	<b>June 30, 2019</b>	<b>March 31, 2019</b>	<b>Dec. 31, 2018</b>	<b>Sept. 30, 2018</b>
	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
Net (loss) earnings	(335,582)	(248,682)	84,656	(1,633,784)
(Loss) earnings per share <sup>(1)</sup>	-	-	-	(0.01)
	<b>June 30, 2018</b>	<b>March 31, 2018</b>	<b>Dec. 31, 2017</b>	<b>Sept. 30, 2017</b>
	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
Net loss	(264,113)	(185,209)	(134,822)	(1,739,980)
Loss per share <sup>(1)</sup>	-	-	-	-

<sup>1</sup>Presented on an undiluted basis

## LOS ANDES COPPER LTD.

Management's Discussion and Analysis  
For the Three and Nine Months Ended June 30, 2019

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### **Liquidity and Capital Resources**

As at June 30, 2019 the Company had cash of \$2,388,184 and working capital of \$1,768,277, compared to cash of \$5,180,299 and working capital of \$4,650,265 at September 30, 2018.

The Company relies on equity placements to fund operations and its exploration program and from time to time has also borrowed funds to support working capital requirements.

On May 7, 2018, Los Andes closed the first tranche of a non-brokered private placement raising \$2,597,100. The Company issued 7,870,000 units (the "Units") priced at \$0.33 per Unit. Each Unit consists of one common share of the Company (a "Unit Share") and one half of a detachable share purchase warrant (a "Warrant") entitling the holder thereof to purchase one additional common share of the Company (a "Warrant Share") at a price of \$0.50 per Warrant Share for a period of five years. \$1,977,738 was allocated to common shares and \$619,362 was allocated to share equity reserve.

On June 7, 2018, Los Andes closed the second tranche of a non-brokered private placement raising \$6,246,900. The Company issued 18,930,000 units (the "Units") priced at \$0.33 per Unit. Each Unit consists of one common share of the Company (a "Unit Share") and one half of a detachable share purchase warrant (a "Warrant") entitling the holder thereof to purchase one additional common share of the Company (a "Warrant Share") at a price of \$0.50 per Warrant Share for a period of five years. \$4,747,583 was allocated to common shares and \$1,499,317 was allocated to share equity reserve.

### **Transactions with Related Parties**

As at June 30, 2019, the Company's related parties consist of companies controlled by the Company's President and Chief Executive Officer ("CEO"), the Company's Chairman, the Company's Chief Financial Officer ("CFO") and a Company director.

	Nature of Transaction
Sociedad Cartografica Limitada	Geological Consulting
Kasheema International Ltd.	Management
Zeitler Holdings Corp	Management
Delphis Financial Strategies Inc	Management

The Company entered into the following transactions with related parties:

- i. During YTD-2019, the Company incurred management and consulting fees of \$276,420 (YTD-2018: \$277,311) for services payable to companies controlled by related parties.
- ii. During YTD-2019 the Company incurred directors' fees of \$16,500 (YTD-2019: \$15,000).
- iii. During YTD-2019, the Company incurred geological fees of \$89,717 (YTD-2019: \$86,436) and salaries of \$90,163 (YTD-2019: \$84,812) payable to a company controlled by the Company's President and CEO, and to the Company's President and CEO respectively.
- iv. Included in trade and other payables as at June 30, 2019 is \$99,448 owing to related parties (September 30, 2018: \$132,300).
- v. Amounts due from and to related parties are unsecured, non-interest bearing and due on demand.

These transactions occurred in the normal course of operations and were measured at fair value as determined by management.

## **LOS ANDES COPPER LTD.**

Management's Discussion and Analysis  
For the Three and Nine Months Ended June 30, 2019

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### ***Critical Accounting Estimates***

The Company's significant accounting policies are summarized in Note 3 of its audited consolidated financial statements for the year ended September 30, 2018. The preparation of consolidated financial statements in accordance with IFRS requires management to select accounting policies and make estimates and judgments that may have a significant impact on the consolidated financial statements.

The Company regularly reviews its estimates; however, actual amounts could differ from the estimates used and, accordingly, materially affect the results of operations.

Examples of significant estimates include:

- Carrying values of mineral right interests;
- Carrying values of equipment and depreciation rates for equipment;
- Valuation of deferred income taxes and allowances;
- Assumptions used to assess impairment of mineral right interests and equipment;
- Valuation of share-based payments.

Examples of significant judgments, apart from those involving estimates, include:

- The accounting policies, including impairment, for mineral right interests and equipment;
- Classification of financial instruments;
- Determination of functional currency.

### ***Other MD&A Requirements***

As of August 26, 2019, the Company has outstanding 271,658,136 common shares, 2,150,000 stock options with a weighted average exercise price of \$0.50 per share and 13,400,000 warrants with a weighted average exercise price of \$0.50.

Additional information is available on the Company's website at [www.losandescopper.com](http://www.losandescopper.com). To view the public documents of the Corporation, please visit the Corporation's profile on the SEDAR website at [www.sedar.com](http://www.sedar.com).

### ***Cautionary Statement on Forward Looking Information***

This MD&A contains certain forward-looking information and statements as defined in applicable securities laws (collectively referred to as "forward-looking statements"). These statements relate to future events or our future performance. All statements other than statements of historical fact are forward-looking statements. The use of any of the words "anticipate", "plan", "continue", "estimate", "expect", "may", "will", "project", "predict", "potential", "should", "believe" and similar expressions is intended to identify forward-looking statements. These statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. These statements speak only as of the date of this MD&A. These forward-looking statements include but are not limited to, statements concerning:

- our strategies and objectives;
- prices and price volatility for copper and other commodities and of materials expected to be used in our operations;
- the demand for and supply of copper and other commodities and materials that we plan to produce and sell;
- our financial resources;
- interest and other expenses;

## LOS ANDES COPPER LTD.

### Management's Discussion and Analysis

For the Three and Nine Months Ended June 30, 2019

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- domestic and foreign laws affecting our operations;
- our tax position and the tax rates applicable to us;
- decisions regarding the timing and costs of construction and production with respect to, and the issuance of, the necessary permits and other authorizations required for any proposed projects;
- our planned future production levels;
- potential impact of production and transportation disruptions;
- our planned capital expenditures and estimates of costs related to environmental protection;
- our future capital and production costs, including the costs and potential impact of complying with existing and proposed environmental laws and regulations in the operation and closure of our operations;
- our financial and operating objectives;
- our environmental, health and safety initiatives;
- the outcome of legal proceedings and other disputes in which we may be or become involved; and
- general business and economic conditions.

Inherent in forward-looking statements are risks and uncertainties beyond our ability to predict or control, including risks that may affect our operating or capital plans; risks generally encountered in the permitting and development of mineral and hydroelectric projects such as unusual or unexpected geological formations, unanticipated metallurgical difficulties, delays associated with permit appeals, ground control problems, adverse weather conditions, process upsets and equipment malfunctions; risks associated with labour disturbances and availability of skilled labour and management; fluctuations in the market prices of power and our principal commodities, which are cyclical and subject to substantial price fluctuations; risks created through competition for hydroelectric and mining projects and properties; risks associated with lack of access to markets; risks associated with mine plan estimates; risks posed by fluctuations in exchange rates and interest rates, as well as general economic conditions; risks associated with environmental compliance and changes in environmental legislation and regulation; risks associated with our dependence on third parties for the provision of critical services; risks associated with non-performance by contractual counterparties; title risks; social and political risks associated with operations in foreign countries; risks of changes in laws affecting our operations or their interpretation, including foreign exchange controls; and risks associated with tax reassessments and legal proceedings.

Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this MD&A. Such statements are based on a number of assumptions which may prove to be incorrect, including, but not limited to, assumptions about:

- general business and economic conditions;
- interest rates;
- changes in commodity and power prices;
- acts of foreign governments and the outcome of legal proceedings;
- the supply and demand for, deliveries of, and the level and volatility of prices of copper and commodities and products expected to be used in our operations;
- the timing of the receipt of permits and other regulatory and governmental approvals;
- changes in credit market conditions and conditions in financial markets generally;
- the availability of funding on reasonable terms;
- our ability to procure equipment and supplies in sufficient quantities and on a timely basis;
- the availability of qualified employees and contractors for our operations;
- our ability to attract and retain skilled staff;
- the impact of changes in foreign exchange rates and capital repatriation on our costs and results;
- engineering and construction timetables and capital costs for our projects;
- costs of closure of operations;
- market competition;

**LOS ANDES COPPER LTD.**

Management's Discussion and Analysis

For the Three and Nine Months Ended June 30, 2019

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- the accuracy of our estimates (including, with respect to size, grade and recoverability) and the geological, operational and price assumptions on which these are based;
- tax benefits and tax rates;
- the resolution of environmental and other proceedings or disputes;
- the future supply of reasonably priced power;
- our ability to obtain, comply with and renew permits in a timely manner; and
- our ongoing relations with our employees and entities with which we do business.

We caution you that the foregoing list of important factors and assumptions is not exhaustive. Other events or circumstances could cause our actual results to differ materially from those estimated or projected and expressed in, or implied by, our forward-looking statements. Except as required by law, we undertake no obligation to update publicly or otherwise revise any forward-looking statements or the foregoing list of factors, whether as a result of new information or future events or otherwise.