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**CHILEAN METALS INC.**  
**CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**  
**THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2018**  
**(EXPRESSED IN CANADIAN DOLLARS)**  
**(UNAUDITED)**

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**NOTICE TO READER**

The accompanying unaudited condensed consolidated interim financial statements of the Company have been prepared by and are the responsibility of management. The unaudited condensed consolidated interim financial statements have not been reviewed by the Company's auditors.

**Chilean Metals Inc.****Condensed Consolidated Interim Statements of Financial Position****(Expressed in Canadian Dollars)****(Unaudited)**

	As at September 30, 2018	As at December 31, 2017
<b>ASSETS</b>		
<b>Current assets</b>		
Cash	\$ 51,669	\$ 59,383
Marketable securities	-	33,668
Amounts receivable	32,575	20,519
Advances, prepaid expenses and deposits (note 13)	266,454	221,858
<b>Total current assets</b>	<b>350,698</b>	<b>335,428</b>
<b>Non-current assets</b>		
Prepaid expenses	70,313	57,292
Equipment (note 5)	4,651	6,001
<b>Total assets</b>	<b>\$ 425,662</b>	<b>\$ 398,721</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Current liabilities</b>		
Accounts payable and accrued liabilities (notes 13(a)(vi) and 15)	\$ 1,065,579	\$ 1,078,170
Flow-through liability (note 9)	70,657	-
Debentures payable (note 7)	204,624	303,850
<b>Total current liabilities</b>	<b>1,340,860</b>	<b>1,382,020</b>
<b>Non-current liabilities</b>		
Other liabilities (note 8)	69,554	69,554
<b>Total liabilities</b>	<b>1,410,414</b>	<b>1,451,574</b>
<b>Shareholders' equity (deficiency)</b>		
Issued capital (note 9)	56,150,841	55,261,850
Shares to be issued (note 13(a)(iv))	28,595	60,315
Contributed surplus	4,190,817	4,190,817
Warrants (note 11)	1,239,699	418,622
Deficit	(62,594,704)	(60,984,457)
<b>Total shareholders' equity (deficiency)</b>	<b>(984,752)</b>	<b>(1,052,853)</b>
<b>Total equity (deficiency) and liabilities</b>	<b>\$ 425,662</b>	<b>\$ 398,721</b>

**Nature of operations and going concern** (note 1)  
**Subsequent event** (note 16)

**Commitments and contingencies** (notes 7 and 15)

On behalf of the Board:

(Signed) Terry Lynch  
Terry Lynch, Director

(Signed) Peter Kent  
Peter Kent, Director

The notes to the unaudited condensed consolidated interim financial statements are an integral part of these statements.

# Chilean Metals Inc.

## Condensed Consolidated Interim Statements of Loss and Comprehensive Loss (Expressed in Canadian Dollars) (Unaudited)

	Three months ended September 30,		Nine months ended September 30,	
	2018	2017 (note 4)	2018	2017 (note 4)
<b>Administrative expenses</b>				
Administration fees (note 13)	\$ 59,505	\$ 111,176	\$ 328,099	\$ 343,998
Amortization (note 5)	450	643	1,350	1,929
Bank and interest charges (note 7)	40,432	116,155	176,533	182,588
Exploration and acquisition costs (note 6)	220,578	16,763	571,816	809,413
Foreign exchange loss (gain)	(24,251)	4,255	(12,841)	(79,587)
Investor relations	53,938	92,265	215,429	181,216
Office and miscellaneous	23,803	19,281	72,540	116,086
Professional fees (note 13)	87,537	22,633	244,061	66,490
Share-based payments (note 10)	-	80	-	59,454
Transfer agent and regulatory	12,293	5,784	46,161	26,482
Travel, promotion and mining shows	-	27,815	9,442	59,857
Net operating loss before other items	(474,285)	(416,850)	(1,652,590)	(1,767,926)
<b>Other items</b>				
Gain on debt settlement (note 9)	-	-	30,468	-
Unrealized gain on warrant liability (note 11)	-	1,499	(33,668)	5,370
Reversal of flow-through liability	19,422	-	45,543	-
<b>Net loss and comprehensive loss for the period</b>	<b>\$ (454,863)</b>	<b>\$ (415,351)</b>	<b>\$ (1,610,247)</b>	<b>\$ (1,762,556)</b>
<b>Basic and diluted net loss per share (note 12)</b>	<b>\$ (0.02)</b>	<b>\$ (0.02)</b>	<b>\$ (0.06)</b>	<b>\$ (0.09)</b>
<b>Weighted average number of common shares outstanding - basic and diluted (note 12)</b>	<b>29,667,189</b>	<b>18,915,764</b>	<b>26,931,408</b>	<b>18,895,085</b>

The notes to the unaudited condensed consolidated interim financial statements are an integral part of these statements.

# Chilean Metals Inc.

## Condensed Consolidated Interim Statements of Cash Flows (Expressed in Canadian Dollars) (Unaudited)

Nine months ended  
September 30,  
2018                      2017  
(note 4)

### Operating activities

Net loss for the period	\$ (1,610,247)	\$ (1,762,556)
Items not affecting cash:		
Amortization	1,350	1,929
Share-based payments	-	59,454
Shares issued for mineral exploration properties	10,000	-
Accrued interest	25,774	57,393
Gain on debt settlement	(30,468)	-
Shares to be issued on settlements	28,595	-
Unrealized gain on warrant liability	33,668	(5,370)
Reversal of flow-through liability	(45,543)	-
Non-cash working capital items:		
Amounts receivable	(12,056)	8,908
Advances, prepaid expenses and deposits	(57,617)	(215,085)
Accounts payable and accrued liabilities	165,064	295,472
<b>Net cash used in operating activities</b>	<b>(1,491,480)</b>	<b>(1,559,855)</b>

### Financing activities

Proceeds on private placement	1,636,390	25,000
Share issue costs	(27,624)	(875)
Warrants exercised	-	11,136
Shares to be issued	-	1,212,350
Repayment of debentures	(360,000)	-
Issuance of debentures	250,000	210,000
Debenture issue costs	(15,000)	(11,025)
<b>Net cash provided by financing activities</b>	<b>1,483,766</b>	<b>1,446,586</b>
<b>Net change in cash</b>	<b>(7,714)</b>	<b>(113,269)</b>
<b>Cash, beginning of period</b>	<b>59,383</b>	<b>535,281</b>
<b>Cash, end of period</b>	<b>\$ 51,669</b>	<b>\$ 422,012</b>

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# Chilean Metals Inc.

## Condensed Consolidated Interim Statements of Changes in Equity (Expressed in Canadian Dollars) (Unaudited)

	Common Shares		Shares to be issued	Contributed Surplus	Warrants	Deficit (note 4)	Total
	Number	Amount					
<b>Balance, December 31, 2016</b>	<b>18,834,325</b>	<b>\$ 54,299,990</b>	<b>\$ -</b>	<b>\$ 4,131,363</b>	<b>\$ 126,782</b>	<b>\$(58,536,192)</b>	<b>\$ 21,943</b>
Private placements	41,667	25,000	-	-	-	-	25,000
Share issuance cost	-	(875)	-	-	-	-	(875)
Exercise of warrants	39,773	11,136	-	-	-	-	11,136
Value of warrants exercised	-	14,159	-	-	(14,159)	-	-
Shares to be issued	-	-	1,212,350	-	-	-	1,212,350
Warrants issued on debentures	-	-	-	-	99,950	-	99,950
Share-based payments	-	-	-	59,454	-	-	59,454
Net comprehensive loss for the period	-	-	-	-	-	(1,762,556)	(1,762,556)
<b>Balance, September 30, 2017</b>	<b>18,915,765</b>	<b>\$ 54,349,410</b>	<b>\$ 1,212,350</b>	<b>\$ 4,190,817</b>	<b>\$ 212,573</b>	<b>\$(60,298,748)</b>	<b>\$ (333,598)</b>
<b>Balance, December 31, 2017</b>	<b>21,318,390</b>	<b>\$ 55,261,850</b>	<b>\$ 60,315</b>	<b>\$ 4,190,817</b>	<b>\$ 418,622</b>	<b>\$(60,984,457)</b>	<b>\$ (1,052,853)</b>
Private placements	12,668,250	1,636,390	-	-	-	-	1,636,390
Share issuance cost	-	(27,624)	-	-	-	-	(27,624)
Shares to be issued	100,525	60,315	(60,315)	-	-	-	-
Value of warrants	-	(821,077)	-	-	821,077	-	-
Flow-through premium	-	(116,200)	-	-	-	-	(116,200)
Shares issued on settlements	1,130,855	147,187	-	-	-	-	147,187
Shares to be issued on settlements	-	-	28,595	-	-	-	28,595
Shares issued for mineral exploration properties	67,776	10,000	-	-	-	-	10,000
Net comprehensive loss for the period	-	-	-	-	-	(1,610,247)	(1,610,247)
<b>Balance, September 30, 2018</b>	<b>35,285,796</b>	<b>\$ 56,150,841</b>	<b>\$ 28,595</b>	<b>\$ 4,190,817</b>	<b>\$ 1,239,699</b>	<b>\$(62,594,704)</b>	<b>\$ (984,752)</b>

The notes to the unaudited condensed consolidated interim financial statements are an integral part of these statements.

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# **CHILEAN METALS INC.**

## **Notes to Condensed Consolidated Interim Financial Statements Three and Nine Months Ended September 30, 2018 (Expressed in Canadian Dollars) (Unaudited)**

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

Chilean Metals Inc. (the "Company") is a mining exploration company and is in the business of acquiring and exploring mineral properties in Chile and Nova Scotia. There has been no determination whether properties held contain ore reserves, which are economically recoverable.

The Company is a publicly listed company incorporated in Canada with limited liability under the legislation of the Province of British Columbia. The Company's shares are listed on the TSX Venture Exchange ("TSX-V"), OTCQB and Santiago Stock Exchange, Venture Market. The head office and principal address of the Company are located at the Canadian Venture Building, 82 Richmond Street East, Suite 202, Toronto, Ontario, M5C 1P1. The Company's registered and records office address is at Suite 700 – 595 Burrard Street, PO Box 49290, Vancouver, British Columbia, Canada, V7X 1S8.

During the three and nine months ended September 30, 2018, the Company announced the Investment Industry Regulatory Organization of Canada ("IIROC") halted the trading in the shares of the Company on the TSX-V at the request of the TSX-V due to "Pending Review of Compliance with Exchange Requirements".

Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements, unregistered claims, aboriginal claims and non-compliance with regulatory and environmental requirements. The Company's assets may also be subject to increases in taxes and royalties, renegotiation of contracts, and political uncertainty.

These unaudited condensed consolidated interim financial statements have been prepared on the going concern basis, which assumes that the Company will be able to continue as a going concern and realize its assets and discharge its liabilities in the normal course of business. These unaudited condensed consolidated interim financial statements do not reflect any adjustments that may be necessary if the Company is unable to continue as a going concern. During the three and nine months ended September 30, 2018, the Company incurred a net loss of \$454,863 and \$1,610,247, respectively (three and nine months ended September 30, 2017 - \$415,351 and \$1,762,556, respectively). As at September 30, 2018, the Company has incurred significant losses since inception totaling \$62,594,704 (December 31, 2017 - \$60,984,457). As at September 30, 2018, the Company has a working capital deficiency of \$990,162 (December 31, 2017 - \$1,046,592); the continuing operations of the Company are dependent on its ability to generate future cash flows or obtain additional financing. Management is of the opinion that additional funds will be obtained from external financing to meet the Company's liabilities and commitments as they become due, although there is a risk that additional financing will not be available on a timely basis or on terms acceptable to the Company. These factors indicate the existence of a material uncertainty that may cast significant doubt as to the Company's ability to continue as a going concern and accordingly use accounting principles applicable to a going concern.

### **2. Basis of presentation**

These unaudited condensed consolidated interim financial statements for the three and nine months ended September 30, 2018, including comparatives, have been prepared in accordance with International Accounting Standard 34, 'Interim Financial Reporting'. These unaudited condensed consolidated interim financial statements may not include all information and note disclosures required by IFRS for annual financial statements and therefore, should be read in conjunction with the annual audited financial statements for the year ended December 31, 2017, which have been prepared in accordance with IFRS.

These unaudited condensed consolidated interim financial statements for the three and nine months ended September 30, 2018 were approved and authorized for issue by the Company's Board of Directors on November 28, 2018.

These unaudited condensed consolidated interim financial statements have been prepared on a going concern basis under the historical cost convention, except for the revaluation of certain financial instruments. In addition, these unaudited condensed consolidated interim financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

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# CHILEAN METALS INC.

## Notes to Condensed Consolidated Interim Financial Statements Three and Nine Months Ended September 30, 2018 (Expressed in Canadian Dollars) (Unaudited)

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### 3. Significant accounting policies

The policies applied in these unaudited condensed consolidated interim financial statements are based on IFRSs issued and outstanding as of November 28, 2018, the date the Board of Directors approved the statements. The same accounting policies and methods of computation are followed in these unaudited condensed consolidated interim financial statements as compared with the most recent annual consolidated financial statements as at and for the year ended December 31, 2017, except as noted below. Any subsequent changes to IFRS that are given effect in the Company's annual consolidated financial statements for the year ending December 31, 2018 could result in restatement of these unaudited condensed consolidated interim financial statements.

#### Recent accounting pronouncements

Certain pronouncements were issued by the International Accounting Standards Board ("IASB") or the IFRS Interpretations Committee ("IFRIC") that are mandatory for accounting periods on or after January 1, 2019 or later periods. Many are not applicable or do not have a significant impact to the Company and have been excluded. The following have not yet been adopted and are being evaluated to determine their impact on the Company.

(i) IFRS 16, Leases ("IFRS 16") was issued in January 2016, and supersedes IAS 17, Leases. This standard introduces a single lessee accounting model. The new standard will affect the initial present value of unavoidable future lease payments as lease assets and lease liabilities on the statement of financial position, including for most leases which are currently accounted for as operating leases. The Standard is effective for annual periods beginning on or after January 1, 2019, with earlier adoption permitted if IFRS 15, Revenue from Contracts with Customers has also been applied.

(ii) IFRS 10 – Consolidated Financial Statements ("IFRS 10") and IAS 28 – Investments in Associates and Joint Ventures ("IAS 28") were amended in September 2014 to address a conflict between the requirements of IAS 28 and IFRS 10 and clarify that in a transaction involving an associate or joint venture, the extent of gain or loss recognition depends on whether the assets sold or contributed constitute a business. The effective date of these amendments is yet to be determined, however early adoption is permitted.

### 4. Change in accounting policies

(i) The Company adopted the following accounting pronouncement during the period.

IFRS 9 - Financial Instruments ("IFRS 9") was issued by the IASB in November 2009 with additions in October 2010 and will replace IAS 39 - Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9, except that an entity choosing to measure a financial liability at fair value will present the portion of any change in its fair value due to changes in the entity's own credit risk in other comprehensive income, rather than within profit or loss. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. At January 1, 2018, the Company adopted these amendments.

Under IFRS 9, financial assets are classified and measured based on the business model in which they are held and the characteristics of their contractual cash flows. IFRS 9 contains the primary measurement categories for financial assets: measured at amortized cost, fair value through other comprehensive income (FVTOCI) and fair value through profit and loss (FVTPL).

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**CHILEAN METALS INC.****Notes to Condensed Consolidated Interim Financial Statements****Three and Nine Months Ended September 30, 2018****(Expressed in Canadian Dollars)****(Unaudited)**

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**4. Change in accounting policies (continued)**

(i) (continued) Due to the nature of its financial instruments, the adoption of IFRS 9 had no impact on the opening accumulated deficit balance on January 1, 2018. The impact on the classification and measurement of its financial instruments is set out below.

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<b>Classification</b>	<b>IAS 39</b>	<b>IFRS 9</b>
Cash	Loans and receivables	FVTPL
Amounts receivable	Loans and receivables	Amortized cost
Advances	Loans and receivables	Amortized cost
Marketable securities	FVTPL	FVTPL
Accounts payable and accrued liabilities	Amortized cost	Amortized cost
Debentures payable	Amortized cost	Amortized cost
Other liabilities	Amortized cost	Amortized cost

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(ii) During the year ended December 31, 2017 the Company changed its accounting policy for mineral exploration properties to recognize these costs in the statements of loss and comprehensive loss in the period incurred, as permitted under IFRS 6, Exploration for and Evaluation of Mineral Resources. Management judges that the change in accounting policy will result in clearer, more relevant and reliable financial information.

The previous accounting policy was that exploration and evaluation expenditures were capitalized in respect of each identifiable area of interest, once the legal right to explore had been acquired, until the technical feasibility and commercial viability of extracting a mineral resource was demonstrated.

The impact of this change on the previously reported financial statements for the three and nine months ended September 30, 2017 are as follows:

**(i) Statement of Loss and Comprehensive Loss**

<b>Nine months ended September 30, 2017</b>	<b>As previously reported (\$)</b>	<b>Adjustment (\$)</b>	<b>Restated (\$)</b>
Exploration and evaluation expenditures	-	(809,413)	(809,413)
Net loss and comprehensive loss for the period	(953,143)	(809,413)	(1,762,556)

<b>Three months ended September 30, 2017</b>	<b>As previously reported (\$)</b>	<b>Adjustment (\$)</b>	<b>Restated (\$)</b>
Exploration and evaluation expenditures	-	(16,763)	(16,763)
Net loss and comprehensive loss for the period	(398,588)	(16,763)	(415,351)

**(ii) Statement of Cash Flows**

<b>Nine months ended September 30, 2017</b>	<b>As previously reported (\$)</b>	<b>Adjustment (\$)</b>	<b>Restated (\$)</b>
Net loss for the period	(953,143)	(809,413)	(1,762,556)
Net cash used in operating activities	(750,442)	(809,413)	(1,559,855)
Net cash used in investing activities	(809,413)	809,413	-



# CHILEAN METALS INC.

Notes to Condensed Consolidated Interim Financial Statements  
Three and Nine Months Ended September 30, 2018  
(Expressed in Canadian Dollars)  
(Unaudited)

## 5. Equipment

### Cost

	Field equipment	Furniture and office equipment	Total
Balance, December 31, 2016	\$ 83,278	\$ 123,676	\$ 206,954
Balance, December 31, 2017	83,278	123,676	206,954
Balance, September 30, 2018	\$ 83,278	\$ 123,676	\$ 206,954

### Accumulated amortization

	Field equipment	Furniture and office equipment	Total
Balance, December 31, 2016	\$ 79,286	\$ 119,095	\$ 198,381
Amortization	1,196	1,376	2,572
Balance, December 31, 2017	80,482	120,471	200,953
Amortization	630	720	1,350
Balance, September 30, 2018	\$ 81,112	\$ 121,191	\$ 202,303

### Net book value

	Field equipment	Furniture and office equipment	Total
At December 31, 2017	\$ 2,796	\$ 3,205	\$ 6,001
At September 30, 2018	\$ 2,166	\$ 2,485	\$ 4,651

## 6. Mineral exploration properties

Exploration and acquisition costs for the nine months ended September 30, 2018 and September 30, 2017 are as follows:

	Tierra de Oro	Zulema	Nova Scotia	Total
Property option proceeds	\$ -	\$ -	\$ (33,763)	\$ (33,763)
Exploration				
Claim costs (reversal)	11,777	29,624	-	41,401
Drilling	-	641,443	-	641,443
Field costs	-	37,136	-	37,136
Geological	-	123,196	-	123,196
<b>Exploration and acquisition costs 2017</b>	<b>\$ 11,777</b>	<b>\$ 831,399</b>	<b>\$ (33,763)</b>	<b>\$ 809,413</b>
Acquisition and staking	\$ -	\$ -	\$ 34,000	\$ 34,000
Government grant	-	-	(20,800)	(20,800)
Exploration				
Assay	-	-	7,279	7,279
Claim costs	110,188	85,791	3,224	199,203
Drilling	-	-	54,341	54,341
Field costs and other	1,610	-	22,125	23,735
Geological	-	103,861	60,355	164,216
Geophysics	-	-	109,842	109,842
<b>Exploration and acquisition costs 2018</b>	<b>\$ 111,798</b>	<b>\$ 189,652</b>	<b>\$ 270,366</b>	<b>\$ 571,816</b>

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## CHILEAN METALS INC.

Notes to Condensed Consolidated Interim Financial Statements  
Three and Nine Months Ended September 30, 2018  
(Expressed in Canadian Dollars)  
(Unaudited)

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### 6. Mineral properties (continued)

#### *Bass River Property, Canada*

(i) In 2016, the Company entered into a non-binding letter of intent to joint venture its Bass River project in Nova Scotia with Tejas Gold Company ("Tejas"), a company whose CEO was a director of the Company. Tejas had until May 6, 2018 to earn a 35% working interest in the joint venture. To earn the interest Tejas would have been required to pay a non refundable deposit of USD \$25,000 (received during the year ended December 31, 2017), issue 100,000 common shares of Tejas stock (received during the year ended December 31, 2016 and valued at \$33,668 based on the price of a recent arm's length financing) and to expend \$400,000 in exploration work including drilling on Bass River. In addition, Tejas shall pay the Company a management fee of \$5,000 per month over the duration of the work program. During the period ended September 30, 2018, the Company agreed to the assignment by Tejas of the agreement to Highlander Resources Corp ("Highlander"). Subsequently, the Company concluded that it will not complete a joint venture with Highlander and has now abandoned these discussions.

(ii) During the nine months ended September 30, 2018, the Company announced it has entered into an option with Elk Exploration Ltd. (the "Elk") to acquire 3 Licenses containing 720 acres representing the balance of land located within the Bass River concessions.

In consideration for the Option, the Company shall pay the Elk as follows: (a) a cash payment of \$12,000 to be paid within 10 working days of receiving TSX-V approval of this Agreement (paid); (b) an issuance of common shares, having a value of \$5,000 to the Elk issuable within 10 working days of receiving TSX-V approval of this Agreement (issued); (c) a cash payment of \$5,000 paid to Elk on or before the first anniversary of the Exchange approval and all subsequent years thereafter; and (d) incur, within 3 years from the date of TSX-V approval, at least \$500,000 in exploration expenditures on the property, upon which the Company will have earned its 90% interest in the property, subject only to the 10% Free Carried Interest and the 1% NSR Royalty to be held by Elk. The Company may purchase the 10% Free Carried Interest for \$500,000 payable in cash or shares and it may acquire the 1% NSR Royalty by paying \$250,000 in cash or shares.

(iii) During the nine months ended September 30, 2018, the Company announced it has entered into an option to acquire the Economy East Exploration License in Nova Scotia which consists of 12 claims.

In consideration for the Option, the Company shall pay the Optionor as follows: (a) a cash payment of \$12,000 to be paid within 10 working days of receiving TSX-V approval of this Agreement (paid); (b) an issuance of common shares, having a value of \$5,000 to the Optionor issuable within 10 working days of receiving TSX-V approval of this Agreement (issued); (c) a cash payment of \$5,000 paid to the Optionor on or before the first anniversary of the Exchange approval and all subsequent years thereafter; and (d) incur, within 3 years from the date of TSX-V approval, at least \$500,000 in exploration expenditures on the property, upon which the Company will have earned its 90% interest in the property, subject only to the 10% Free Carried Interest and the 1% NSR Royalty to be held by the Optionor. The Company may purchase the 10% Free Carried Interest for \$500,000 payable in cash or shares and it may acquire the 1% NSR Royalty by paying \$250,000 in cash or shares.

### 7. Debentures and loans

(a) On May 11, 2016, the Company issued \$150,000 of debentures bearing interest at a rate of 14% per annum and maturing on the earliest of the sale of the Copaquire 3% NSR, and October 31, 2018. In connection with the issuance of the debentures, the Company was required to issue 1,500,000 warrants, exercisable at a price of \$0.48 per share until October 31, 2018 (see note 11). On November 1, 2018, if the debentures were not repaid in full, the holders had the right to acquire \$150,000/US\$1,000,000 percent of the Copaquire NSR. The debenture was secured by the shares of the Company's subsidiary, IPBX, that contains the Copaquire NSR and a first floating secured position on all the assets of the Company. During the nine months ended September 30, 2018, the debenture was repaid.

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## CHILEAN METALS INC.

Notes to Condensed Consolidated Interim Financial Statements  
Three and Nine Months Ended September 30, 2018  
(Expressed in Canadian Dollars)  
(Unaudited)

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### 7. Debentures and loans (continued)

(a) (continued) The Company valued the debt component of the debentures by calculating the present value of the principal and interest payments, discounted at a rate of 30%, being management's best estimate of the rate that a debenture without warrants with similar terms would bear. The Company valued the warrants using the Black-Scholes option pricing model with the following assumptions: a 2.47 year expected average life; 149% expected volatility; risk-free interest rate of 0.53%; and an expected dividend yield of 0%. Volatility is calculated based on the changes in historical stock prices over the expected life. Based on this calculation, the liability component is \$71,889 (\$70,649 net of transaction costs), the equity component is \$78,101 (recorded in warrants) and the right to acquire the Copacquire NSR is valued at \$nil.

(b) On March 24, 2017, the Company issued \$210,000 of debentures bearing interest at a rate of 14% per annum and maturing on the earliest of the sale of its Copacquire 3% NSR, and October 31, 2018. In connection with the issuance of the debentures, the Company was required to issue 1,500,000 warrants, exercisable at a price of \$0.72 per share until October 31, 2018 (see note 11). On November 1, 2018, if the debentures were not repaid in full, the holders had the right to acquire \$210,000/US\$1,000,000 percent of the Copacquire NSR. The debenture was secured by the shares of the Company's subsidiary, IPBX, that contains the Copacquire NSR and a first floating secured position on all the assets of the Company. A fee of \$10,000 was paid to the debenture holder in respect of this transaction. During the nine months ended September 30, 2018, the debenture was repaid.

The Company valued the debt component of the debentures by calculating the present value of the principal and interest payments, discounted at a rate of 30%, being management's best estimate of the rate that a debenture without warrants with similar terms would bear. The Company valued the warrants using the Black-Scholes option pricing model with the following assumptions: a 1.61 year expected average life; 171% expected volatility; risk-free interest rate of 0.68%; and an expected dividend yield of 0%. Volatility is calculated based on the changes in historical stock prices over the expected life. Based on this calculation, the liability component is \$110,050 (\$104,272 net of transaction costs), the equity component is \$99,950 (recorded in warrants) and the right to acquire the Copacquire NSR is valued at \$nil.

All debentures were held with shareholders of the Company.

(c) On August 24, 2018, the Company issued \$250,000 of secured debentures with a maturity of August 25, 2019 to a shareholder of the Company, who is an insider holding more than 10% of the Company's outstanding shares. The debenture bears interest at 14% per annum payable up front (paid). A further lending fee of \$15,000 was paid up front. The debentures are open to other investors and can be increased to a maximum of \$500,000. All investors would participate on a pari passu basis.

### 8. Other liabilities

During the year ended December 31, 2017, the Company transferred \$69,554 of accounts payable (the "Statute-barred Claims") to non-current liabilities on the basis that any claims in respect of the Statute-barred Claims were statute-barred under the Limitations Act (British Columbia). The Statute-barred Claims related to expenses billed by and third party liabilities incurred prior to December 2015. However, for accounting purposes under IFRS, a debt can only be removed from the Company's statement of financial position when it is extinguished meaning only when the contract is discharged or canceled or expires. The effect of the Limitations Act is to prevent a creditor from enforcing an obligation but it does not formally extinguish the debt for accounting purposes. It is the position of management of the Company that the Statute-barred Claims cannot be enforced by the creditors, do not create any obligation for the Company to pay out any cash and do not affect the financial or working capital position of the Company. The Statute-barred Claims are required to be reflected on the Company's statement of financial position as a result of the current interpretation of IFRS, but they are classified as long-term liabilities since the Company has no intention or obligation to pay these Statute-barred Claims and the creditors cannot enforce payment of the Statute-barred Claims. While inclusion of these items is intended solely to comply with the requirements of IFRS, the Company in no way acknowledges any of the Statute-barred Claims.

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# CHILEAN METALS INC.

## Notes to Condensed Consolidated Interim Financial Statements Three and Nine Months Ended September 30, 2018 (Expressed in Canadian Dollars) (Unaudited)

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### 9. Issued capital

On May 18, 2018, the Company completed the share consolidation of its issued and outstanding common shares on the basis of one post-consolidation common share for every four pre-consolidation common shares. All applicable references to the number of shares, warrants and options, strike price and per share information has been restated to reflect the effect of the share consolidation, unless otherwise noted.

#### a) Authorized share capital

At September 30, 2018, the authorized share capital consisted of an unlimited number of common shares, non-voting Class A preference shares with a par value of \$1.00 and Class B preference shares with a par value of \$5.00. The common shares do not have a par value.

#### b) Common shares issued

	Number of common shares	Amount
<b>Balance, December 31, 2016</b>	<b>18,834,325</b>	<b>\$ 54,299,990</b>
Private placements (i)	41,667	25,000
Share issuance costs (i)	-	(875)
Exercise of warrants (note 11)	39,773	11,136
Value of warrants exercised (note 11)	-	14,159
<b>Balance, September 30, 2017</b>	<b>18,915,765</b>	<b>\$ 54,349,410</b>
<b>Balance, December 31, 2017</b>	<b>21,318,390</b>	<b>\$ 55,261,850</b>
Private placements (iii)	12,668,250	1,636,390
Value of warrants (iii)	-	(821,077)
Share issuance costs (iii)	-	(27,624)
Flow-through premium (iii)	-	(116,200)
Shares to be issued	100,525	60,315
Shares issued for mineral exploration properties (note 6)	67,776	10,000
Shares issued on settlements (ii), (iv)	1,130,855	147,187
<b>Balance, September 30, 2018</b>	<b>35,285,796</b>	<b>\$ 56,150,841</b>

(i) In January 2017, the Company completed the final tranche of a non-brokered private placement of 166,667 common shares at \$0.15 per share for aggregate gross proceeds of \$25,000.

(ii) In May 2018, the Company issued 380,855 common shares, with a fair value of \$60,937, as settlement for debt of \$91,405 (see note 13 (vi)). As a result, the Company recorded a gain on debt settlement of \$30,468.

(iii) In June 2018, the Company completed a private placement of 9,763,250 common share units at \$0.12 per common share unit and 2,905,000 flow-through units at \$0.16 per flow-through unit for aggregate gross proceeds of \$1,636,390. Each common share unit consisted of one common share and one common share purchase warrant. Each flow-through unit consisted of one flow-through common share and one common share purchase warrant. Each warrant is exercisable at \$0.18 for 5 years from closing.

The flow-through units were issued at a premium to the market price in recognition of the tax benefits accruing to the subscribers. The flow-through liability was calculated to be \$116,200.

In connection with the financing, the Company paid finder's fees of \$15,792 and issued 120,800 finders' warrants. Each finders' warrant is exercisable at \$0.12 into a common share unit for 18 months from closing.

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# CHILEAN METALS INC.

## Notes to Condensed Consolidated Interim Financial Statements Three and Nine Months Ended September 30, 2018 (Expressed in Canadian Dollars) (Unaudited)

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### 9. Issued capital (continued)

#### b) Common shares issued (continued)

(iii) (continued) The 12,668,250 warrants and 120,800 finders' warrants were valued at \$805,009 and \$16,068, respectively, using the Black-Scholes option-pricing model. The following weighted average assumptions were used for the 12,668,250 warrants: risk free interest rate – 2.15%; expected volatility – 122% (which is based on historical volatility of the Company's share price); expected dividend yield - nil; expected life - 5 years. The following weighted average assumptions were used for the 120,800 warrants: risk free interest rate – 1.82%; expected volatility – 194% (which is based on historical volatility of the Company's share price); expected dividend yield - nil; expected life - 1.5 years.

As of the date of these unaudited condensed consolidated interim financial statements, the TSX-V has not approved this private placement. The Company filed a notice with the BC Securities Commission to appeal the TSX-V decision not to approve its private placement which was subsequently denied. See note 16.

(iv) In July 2018, the Company issued 750,000 common shares, with a fair value of \$86,250, as settlement for debt.

### 10. Stock options

The Company has implemented a stock option plan ("the Plan") to be administered by the Board of Directors. Pursuant to the Plan the Board of Director's has discretion to grant options for up to a maximum of 10% of the issued and outstanding common shares of the Company at the date the options are granted. The option price under each option shall be not less than the discounted market price on the grant date. The expiry date of an option shall be set by the Board of Directors at the time the option is awarded, and shall not be more than ten years after the grant date. Options granted to directors, employees and consultants, other than consultants engaged in investor relations activities, will vest immediately upon granting, unless otherwise approved by the relevant regulatory authorities. Options granted to employees and consultants engaged in investor relations activities will vest in stages over a minimum period of 12 months with no more than one-quarter of the options vesting in any three-month period.

The following table reflects the continuity of stock options for the periods presented:

	Number of stock options	Weighted average exercise price (\$)
<b>Balance, December 31, 2016</b>	<b>1,712,500</b>	<b>0.64</b>
Granted (i), (ii)	87,500	0.72
<b>Balance, September 30, 2017</b>	<b>1,800,000</b>	<b>0.64</b>
<b>Balance, December 31, 2017</b>	<b>1,800,000</b>	<b>0.64</b>
Expired	(687,500)	0.47
<b>Balance, September 30, 2018</b>	<b>1,112,500</b>	<b>0.76</b>

(i) On January 20, 2017, the Company granted stock options to a consultant of the Company for the purchase of a total of 50,000 common shares. The options are exercisable for a period of two years at an exercise price of \$0.72 per share and vested immediately. The fair value of these options at the date of grant was estimated at \$28,320 using the Black-Scholes option pricing model with the following assumptions: risk free interest rate – 0.77%; expected volatility – 175% (which is based on historical volatility of the Company's share price); expected dividend yield - nil; expected life - 2 years.

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**CHILEAN METALS INC.**

**Notes to Condensed Consolidated Interim Financial Statements**  
**Three and Nine Months Ended September 30, 2018**  
**(Expressed in Canadian Dollars)**  
**(Unaudited)**

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**10. Stock options (continued)**

(ii) On March 20, 2017, the Company granted stock options to a consultant of the Company for the purchase of a total of 37,500 common shares. The options are exercisable for a period of five years at an exercise price of \$0.68 per share and vested immediately. The fair value of these options at the date of grant was estimated at \$24,810 using the Black-Scholes option pricing model with the following assumptions: risk free interest rate – 1.18%; expected volatility – 197% (which is based on historical volatility of the Company's share price); expected dividend yield - nil; expected life - 5 years.

The following table reflects the actual stock options issued and outstanding as of September 30, 2018:

<b>Expiry date</b>	<b>Exercise price (\$)</b>	<b>Remaining contractual life (years)</b>	<b>Number of options outstanding</b>	<b>Number of exercisable options</b>
January 19, 2019	0.72	0.30	50,000	50,000
June 11, 2019	1.00	0.70	410,000	410,000
July 4, 2021	0.60	2.76	50,000	50,000
September 6, 2021	0.68	2.94	90,000	90,000
November 14, 2021	0.60	3.13	475,000	475,000
March 20, 2022	0.68	3.47	37,500	37,500
		<b>2.08</b>	<b>1,112,500</b>	<b>1,112,500</b>

**11. Warrants**

The following table reflects the continuity of warrants for the periods presented:

	<b>Number of warrants</b>	<b>Weighted average exercise price (\$)</b>
<b>Balance, December 31, 2016</b>	<b>520,257</b>	<b>0.48</b>
Granted (note 9 (b)(i))	375,000	0.72
Exercised	(39,773)	0.28
<b>Balance, September 30, 2017</b>	<b>855,484</b>	<b>0.60</b>
<b>Balance, December 31, 2017</b>	<b>2,021,574</b>	<b>0.70</b>
Granted (note 9 (b)(iii))	12,789,050	0.18
<b>Balance, September 30, 2018</b>	<b>14,810,624</b>	<b>0.25</b>

# CHILEAN METALS INC.

## Notes to Condensed Consolidated Interim Financial Statements Three and Nine Months Ended September 30, 2018 (Expressed in Canadian Dollars) (Unaudited)

### 11. Warrants (continued)

The following table reflects the actual warrants issued as of September 30, 2018:

Number of warrants outstanding	Grant date fair value (\$)	Exercise price (\$)	Expiry date
375,000	78,101	0.48	October 31, 2018 <sup>(4)</sup>
375,000	99,950	0.72	October 31, 2018 <sup>(4)</sup>
581,750	101,690	0.80	June 1, 2019
20,000	5,184	0.60 <sup>(1)</sup>	June 1, 2019
619,562	123,665	0.72	October 23, 2019
50,262	10,032	USD 0.58	October 23, 2019
86,400	11,059	0.12 <sup>(2)</sup>	December 6, 2019
34,400	5,009	0.12 <sup>(3)</sup>	December 8, 2019
4,205,834	256,036	0.18	June 6, 2023
8,462,416	548,973	0.18	June 8, 2023
<b>14,810,624</b>	<b>1,239,699</b>	<b>0.25</b>	

(1) Exercisable into units consisting of one common share and one half of one additional common share purchase warrant. Each additional whole warrant will be exercisable at \$0.80 until June 1, 2019.

(2) Exercisable into units consisting of one common share and one additional common share purchase warrant. Each additional warrant will be exercisable at \$0.18 until June 6, 2019.

(3) Exercisable into units consisting of one common share and one additional common share purchase warrant. Each additional warrant will be exercisable at \$0.18 until June 8, 2019.

(4) Expired subsequent to September 30, 2018.

### 12. Net loss per share

The calculation of basic and diluted loss per share for the three and nine months ended September 30, 2018 was based on the loss attributable to common shareholders of \$454,863 and \$1,610,247, respectively (three and nine months ended September 30, 2017 - \$415,351 and \$1,762,556, respectively) and the weighted average number of common shares outstanding of 29,667,189 and 26,931,408, respectively (three and nine months ended September 30, 2017 - 18,915,764 and 18,895,085, respectively). Diluted loss per share did not include the effect of 1,112,500 options outstanding (three and nine months ended September 30, 2017 - 1,800,000 options outstanding) or the effect of 14,810,624 warrants outstanding (three and nine months ended September 30, 2017 - 855,484 warrants outstanding) as they are anti-dilutive.

### 13. Related party balances and transactions

Related parties include the Board of Directors, officers, close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions.

As at September 30, 2018, the directors and/or officers of the Company collectively control 5,410,872 common shares of the Company or approximately 15% of the total common shares outstanding and an insider of the Company controls 3,833,028 common shares of the Company or approximately 11% of the total common shares outstanding. To the knowledge of directors and officers of the Company, the remainder of the outstanding common shares are held by diverse shareholders. These holdings can change at any time at the discretion of the owner.

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## CHILEAN METALS INC.

### Notes to Condensed Consolidated Interim Financial Statements Three and Nine Months Ended September 30, 2018 (Expressed in Canadian Dollars) (Unaudited)

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#### 13. Related party balances and transactions (continued)

(a) The Company entered into the following transactions with related parties:

	Notes	Three months ended September 30,		Nine months ended September 30,	
		2018	2017	2018	2017
Administration expense	(i)	\$ 36,000	\$ 81,000	\$ 162,000	\$ 243,000
Accounting expense	(ii)	\$ 11,131	\$ 11,033	\$ 46,051	\$ 38,456
Geological consulting expense	(iii)	\$ -	\$ 24,000	\$ 16,000	\$ 72,000
Geological consulting expense	(iv)	\$ 8,800	\$ -	\$ 35,480	\$ -
Consulting expense	(v)	\$ -	\$ -	\$ 36,000	\$ -
Settlement expense	(vii)	\$ -	\$ -	\$ 120,000	\$ -

(i) For the three and nine months ended September 30, 2018, the Company incurred consulting fees from companies controlled by an officer, by directors and by a former officer of \$36,000 and \$162,000 (three and nine months ended September 30, 2017 - \$81,000 and \$243,000) recorded in administration fees. As at September 30, 2018, \$36,000 (December 31, 2017 - \$15,401) is included in advances, prepaid expenses and deposits.

(ii) For the three and nine months ended September 30, 2018, the Company incurred accounting expenses from companies related to an officer of \$11,131 and \$46,051 (three and nine months ended September 30, 2017 - \$11,033 and \$38,456) recorded in professional fees.

(iii) For the three and nine months ended September 30, 2018, the Company incurred geological consulting expenses from a company controlled by a former officer of and \$16,000 (three and nine months ended September 30, 2017 - \$24,000 and \$72,000) recorded in administration fees.

(iv) For the three and nine months ended September 30, 2018, the Company incurred geological consulting expenses from an officer of \$8,800 and \$35,480 (three and nine months ended September 30, 2017 - \$nil). \$3,600 is recorded in administration fees in the three and nine months ended September 30, 2018, with the balance recorded in exploration and acquisition costs. As at September 30, 2018, \$24,520 (December 31, 2017 - \$nil) is included in advances, prepaid expenses and deposits.

(v) For the three and nine months ended September 30, 2018, the Company incurred consulting expenses from a director of and \$36,000 (three and nine months ended September 30, 2017 - \$nil) recorded in professional fees.

(vi) During the nine months ended September 30, 2018, the Company agreed to issue 499,999 common shares to former officers (valued at \$120,000 and included in shares to be issued). During the nine months ended September 30, 2018, the Company received TSX-V approval for the issuance of 380,855 common shares, which were issued. The remaining 119,144 common shares received disinterested shareholder approval on November 23, 2018 and were issued subsequent to September 30, 2018.

(vii) Directors and officers of the Company purchased 1,527,875 common share units in the June 2018 private placement (see note 9(b)(iii)).

(viii) See note 7.



## CHILEAN METALS INC.

### Notes to Condensed Consolidated Interim Financial Statements Three and Nine Months Ended September 30, 2018 (Expressed in Canadian Dollars) (Unaudited)

#### 13. Related party balances and transactions (continued)

(a) The Company entered into the following transactions with related parties: (continued)

(ix) As at September 30, 2018, included in accounts payable and accrued liabilities is \$8,403 (December 31, 2017 - \$18,998) due to directors and key management. These amounts are unsecured, non-interest bearing and due on demand.

	As at September 30, 2018	As at December 31, 2017
Chief Executive Officer and Director	\$ -	\$ 1,560
Chief Financial Officer	8,403	12,631
VP Exploration (Former)	-	4,807
	<b>\$ 8,403</b>	<b>\$ 18,998</b>

(b) Remuneration of directors and key management personnel of the Company was as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
<b>Fees charged:</b>				
Directors	\$ -	\$ -	\$ 60,000	\$ -
Chief Executive Officer and Director	36,000	36,000	108,000	108,000
Chief Executive Officer (Former) and Director (Former)	-	45,000	110,000	135,000
Chief Financial Officer	11,131	11,033	46,051	38,456
VP Exploration (Former) and Director (Former)	-	24,000	56,000	72,000
President and Director	8,800	-	35,480	-
Total remuneration	<b>\$ 55,931</b>	<b>\$ 116,033</b>	<b>\$ 415,531</b>	<b>\$ 353,456</b>

Payments to directors and key management personnel of the Company include certain transactions with related parties in (a) above, and (b) remuneration to Directors and key management personnel of the Company.

The above noted transactions are in the normal course of business and approved by the Board of Directors.

#### 14. Segmented information

The Company operates in one industry segment, namely exploration of mineral resources in two geographic regions, Canada and Chile. Geographical segmentation of the Company's non-current assets is as follows:

September 30, 2018	Canada	Chile	Total
Equipment	\$ -	\$ 4,651	<b>\$ 4,651</b>
December 31, 2017	Canada	Chile	Total
Equipment	\$ -	\$ 6,001	<b>\$ 6,001</b>

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**CHILEAN METALS INC.**

**Notes to Condensed Consolidated Interim Financial Statements**  
**Three and Nine Months Ended September 30, 2018**  
**(Expressed in Canadian Dollars)**  
**(Unaudited)**

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**14. Segmented information (continued)**

The following tables summarize the net loss by geographic segment:

<b>Three months ended September 30, 2018</b>	<b>Canada</b>	<b>Chile</b>	<b>Total</b>
<b>Administrative expenses</b>			
Administration fees	\$ 56,550	\$ 2,955	\$ 59,505
Amortization	-	450	450
Bank and interest charges	5,224	35,208	40,432
Exploration and acquisition costs	74,244	146,334	220,578
Foreign exchange loss (gain)	273	(24,524)	(24,251)
Investor relations	53,938	-	53,938
Office and miscellaneous	7,996	15,807	23,803
Professional fees	85,020	2,517	87,537
Transfer agent and regulatory	12,293	-	12,293
Net operating loss before other items	(295,538)	(178,747)	(474,285)
<b>Other items</b>			
Reversal of flow-through liability	19,422	-	19,422
<b>Net loss and comprehensive loss for the period</b>	<b>\$ (276,116)</b>	<b>\$ (178,747)</b>	<b>\$ (454,863)</b>

<b>Three months ended September 30, 2017</b>	<b>Canada</b>	<b>Chile</b>	<b>Total</b>
<b>Administrative expenses</b>			
Administration fees	\$ 108,228	\$ 2,948	\$ 111,176
Amortization	-	643	643
Bank and interest charges	32,122	84,033	116,155
Exploration and acquisition costs	-	16,763	16,763
Foreign exchange loss (gain)	(4,130)	8,385	4,255
Investor relations	92,265	-	92,265
Office and miscellaneous	4,745	14,536	19,281
Professional fees	18,994	3,639	22,633
Share-based payments	80	-	80
Transfer agent and regulatory	5,784	-	5,784
Travel, promotion and mining shows	27,815	-	27,815
Net operating loss before other items	\$ (285,903)	\$ (130,947)	\$ (416,850)
<b>Other items</b>			
Unrealized gain on warrant liability	1,499	-	1,499
<b>Net loss and comprehensive loss for the period</b>	<b>\$ (284,404)</b>	<b>\$ (130,947)</b>	<b>\$ (415,351)</b>

**CHILEAN METALS INC.**

**Notes to Condensed Consolidated Interim Financial Statements**  
**Three and Nine Months Ended September 30, 2018**  
**(Expressed in Canadian Dollars)**  
**(Unaudited)**

**14. Segmented information (continued)**

The following tables summarizes the net loss by geographic segment: (continued)

<b>Nine months ended September 30, 2018</b>	<b>Canada</b>	<b>Chile</b>	<b>Total</b>
<b>Administrative expenses</b>			
Administration fees	\$ 318,874	\$ 9,225	\$ 328,099
Amortization	-	1,350	1,350
Bank and interest charges	140,436	36,097	176,533
Exploration and acquisition costs	270,366	301,450	571,816
Foreign exchange loss (gain)	998	(13,839)	(12,841)
Investor relations	215,429	-	215,429
Office and miscellaneous	37,551	34,989	72,540
Professional fees	214,143	29,918	244,061
Transfer agent and regulatory	46,161	-	46,161
Travel, promotion and mining shows	9,442	-	9,442
Net operating loss before other items	(1,253,400)	(399,190)	(1,652,590)
<b>Other items</b>			
Gain on debt settlement	30,468	-	30,468
Unrealized gain on warrant liability	(33,668)	-	(33,668)
Reversal of flow-through liability	45,543	-	45,543
<b>Net loss and comprehensive loss for the period</b>	<b>\$ (1,211,057)</b>	<b>\$ (399,190)</b>	<b>\$ (1,610,247)</b>

<b>Nine months ended September 30, 2017</b>	<b>Canada</b>	<b>Chile</b>	<b>Total</b>
<b>Administrative expenses</b>			
Administration fees	\$ 334,283	\$ 9,715	\$ 343,998
Amortization	-	1,929	1,929
Bank and interest charges	75,813	106,775	182,588
Exploration and acquisition costs	(33,763)	843,176	809,413
Foreign exchange gain	(1,378)	(78,209)	(79,587)
Investor relations	181,216	-	181,216
Office and miscellaneous	37,234	78,852	116,086
Professional fees	56,873	9,617	66,490
Share-based payments	59,454	-	59,454
Transfer agent and regulatory	26,482	-	26,482
Travel, promotion and mining shows	59,857	-	59,857
Net operating loss before other items	\$ (796,071)	\$ (971,855)	\$ (1,767,926)
<b>Other items</b>			
Unrealized gain on warrant liability	5,370	-	5,370
<b>Net loss and comprehensive loss for the period</b>	<b>\$ (790,701)</b>	<b>\$ (971,855)</b>	<b>\$ (1,762,556)</b>

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## **CHILEAN METALS INC.**

**Notes to Condensed Consolidated Interim Financial Statements**  
**Three and Nine Months Ended September 30, 2018**  
**(Expressed in Canadian Dollars)**  
**(Unaudited)**

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### **15. Commitments and contingencies**

#### Environmental and legal

The Company's operations are subject to government environmental protection legislation. Environmental consequences are difficult to identify in terms of results, timetable and impact. At this time, to management's best knowledge, the Company's operations are in compliance with current laws and regulations.

#### Property taxes

As at September 30, 2018, the Company has unpaid property tax for various mineral exploration property claims totaling approximately 409,000,000 Chilean Pesos (\$802,000) (December 31, 2017 - 310,000,000 Chilean Pesos (\$632,000) which has been included in accounts payable and accrued liabilities as at September 30, 2018. In the event that the claims are put up for tax auction, the Company will have a notice period to make the payment for the portion of this amount required.

#### Flow-through

As at September 30, 2018, the Company is required to incur additional qualifying expenditures of \$464,800 no later than December 31, 2019 as a result of the flow-through units issued (see note 9 (iii)).

### **16. Subsequent event**

Subsequent to September 30, 2018, the Company announced the results of its annual general and special meeting which was held on November 23, 2018. In accordance with the TSX-V decision of July 27, 2018, and as confirmed by the BC Securities Commission order (with reasons to follow) issued on November 21, 2018, the Company excluded the shares that were issued in the private placement completed in June 2018 (see note 9(iii)) from the votes tabulated at the meeting by AST Trust Company (Canada).

Based on these premises, with none of the private placement shares tabulated, the directors nominated by the Company, Michael Sharry, Terry Lynch, Peter Kent, Les Mallard and Greg McKenzie were duly elected and all other items put forward in the Company's information circular dated October 22, 2018 were approved.