MIRASOL RESOURCES LTD.

(An Exploration Stage Company)

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

(Unaudited – Prepared by Management)

September 30, 2011 and 2010

Canadian Funds

Mirasol Resources Ltd.

(An Exploration Stage Company)

Condensed Interim Consolidated Statement of Financial Position

Unaudited – Prepared by Management
Canadian Funds

ASSETS		September 30, 2011		June 30, 2011 *(Note 10)*		July 1, 2010 *(Note 10)*
Current Assets						
Cash and cash equivalents	$	7,813,146	$	10,114,703	$	5,147,280
Receivables and advances		277,770		169,813		57,331
		8,090,916		10,284,516		5,204,611
Equipment *(Note 5)*		153,095		147,043		40,344
Exploration and evaluation assets *(Note 6)*		659,373		78,333		78,333
	$	8,903,384	$	10,509,892	$	5,323,288
LIABILITIES						
Current Liabilities						
Accounts payable and accrued liabilities *(Note 7)*	$	529,742	$	780,033	$	161,180
		529,742		780,033		161,180
CAPITAL AND RESERVES						
Share capital		24,688,181		24,633,294		14,171,636
Reserves		11,625,437		9,099,836		2,259,578
Deficit		(27,939,976)		(24,003,271)		(11,269,106)
		8,373,642		9,729,859		5,162,108
	$	8,903,384	$	10,509,892	$	5,323,288

Nature of Business *(Note 1)*
Subsequent Events *(Note 11)*

On Behalf of the Board:

“Mary L. Little ” , Director

“Nick DeMare ” , Director

- See accompanying notes to the condensed interim consolidated financial statements -

Mirasol Resources Ltd.

(An Exploration Stage Company)

Condensed Interim Consolidated Statements of Loss and Comprehensive Loss

For the Three Months Ended September 30

Unaudited – Prepared by Management

Canadian Funds

	2011	2010 *(Note 10)*
Operating Expenses		
Share-based payments *(Note 8)*	$ 2,541,638	$ -
Exploration costs *(Note 6)*	1,405,703	363,472
Management fees	73,308	75,350
Office and miscellaneous	42,860	31,514
Professional fees	57,086	25,657
Listing and filing fees	3,085	1,249
Shareholder information	9,923	7,463
Travel	8,437	3,254
Amortization	517	308
	4,142,557	508,267
Other Items		
Foreign exchange (gain) loss	(203,300)	47,079
Interest and bank charges, net	(2,552)	(204)
	(205,852)	46,875
Loss and Comprehensive Loss for the Period	3,936,705	555,142
Loss per Share – Basic and Diluted	$ 0.10	$ 0.02
Weighted Average Number of Shares Outstanding	38,354,592	33,252,150

- See accompanying notes to the condensed interim consolidated financial statements -

Mirasol Resources Ltd.

(An Exploration Stage Company)

Condensed Interim Consolidated Statements of Changes in Equity

Unaudited – Prepared by Management
Canadian Funds

	Share Capital Common Shares		Reserves	Accumulated Deficit	Total
	Number	$	$	$	$
Balance – June 30, 2010 *(Note 10)*	32,241,981	14,171,636	2,259,578	(11,269,106)	5,162,108
Options exercised	25,000	15,750	-	-	15,750
Fair value of options exercised	-	7,870	(7,870)	-	-
Warrants exercised	55,808	83,712	-	-	83,712
Fair value of warrants exercised	-	40,029	(40,029)	-	-
Loss for the three months	-	-	-	(555,142)	(555,142)
Balance – September 30, 2010 *(Note 10)*	33,322,789	14,318,997	2,211,679	(11,824,248)	4,706,428
Private placement					
- Units issued for cash	3,000,000	9,300,000	-	-	9,300,000
- Fair value of private placement warrants	-	(1,945,690)	1,945,690	-	-
Share issuance costs					
- Finders' warrants	-	(371,005)	371,005	-	-
- Cash	-	(595,786)	-	-	(595,786)
Options exercised	628,200	417,580	-	-	417,580
Fair value of options exercised	-	339,615	(339,615)	-	-
Warrants exercised	1,391,212	2,173,304	-	-	2,173,304
Fair value of warrants exercised	-	996,279	(996,279)	-	-
Share-based payments	-	-	5,907,356	-	5,907,356
Loss for the nine months	-	-	-	(12,179,023)	(12,179,023)
Balance – June 30, 2011 *(Note 10)*	38,342,201	24,633,294	9,099,836	(24,003,271)	9,729,859
Options exercised	20,000	12,600	-	-	12,600
Fair value of options exercised	-	6,296	(6,296)	-	-
Warrants exercised	15,000	26,250	-	-	26,250
Fair value of warrants exercised	-	9,741	(9,741)	-	-
Share-based payments	-	-	2,541,638	-	2,541,638
Loss for the three months	-	-	-	(3,936,705)	(3,936,705)
Balance – September 30, 2011	38,377,201	24,688,181	11,625,437	(27,939,976)	8,373,642

Mirasol Resources Ltd.
(An Exploration Stage Company)
Condensed Interim Consolidated Statements of Cash Flows
For the Three Months Ended September 30
Unaudited – Prepared by Management
Canadian Funds

	2011	2010 *(Note 10)*
Operating Activities		
Loss for the period	$ (3,936,705)	$ (555,142)
Items not affecting cash:		
Share-based payments *(Note 8)*	2,541,638	-
Amortization	517	308
Amortization included in exploration expenses	10,477	3,484
Changes in non-cash working capital items:		
Receivables and advances	(107,957)	(100,280)
Accounts payable and accrued liabilities	(257,476)	(840)
Cash used in operating activities	(1,749,506)	(652,470)
Investing Activities		
Acquisition of exploration and evaluation assets	(581,040)	-
Purchase of equipment	(9,861)	(2,954)
Cash used in investing activities	(590,901)	(2,954)
Financing Activities		
Share capital issued	38,850	99,462
Cash provided by financing activities	38,850	99,462
Change in Cash	(2,301,557)	(555,962)
Cash - beginning of period	10,114,703	5,147,280
Cash - End of Period	$ 7,813,146	$ 4,591,318

Supplemental Schedule of Non-Cash Financing Transactions:		
Fair value of options exercised	$ 6,296	$ 7,870
Fair value of warrants exercised	$ 9,741	$ 40,029

There was no cash paid for interest or income taxes for the three months ended September 30, 2011 and 2010.

1. Nature of Business

Mirasol Resources Ltd. ("Mirasol" or "the Company") is incorporated under the laws of the Province of British Columbia, Canada. The Company's corporate registered and records office is located at 600 – 890 West Pender Street, Vancouver, British Columbia.

Mirasol engages in acquiring and exploring mineral properties, principally located in Argentina and Chile, with the objective of identifying mineralized deposits economically worthy of subsequent development, mining or sale.

The business of mining and exploration involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable mining operations. The Company has no source of revenue, and has significant cash requirements to meet its administrative overhead and maintain its mineral interests. The recovery of the Company's investment in mineral properties is dependent on the discovery of economically recoverable reserves, and the ability of the Company to obtain the necessary financing to complete the development of these properties, and future profitable production or proceeds from disposition of mineral properties. Also, the Company will have to raise additional funds for future corporate and administrative expenses and to undertake further exploration and development of its mineral properties. While the Company has been successful in the past at raising funds, there can be no assurance that it will be able to do so in the future.

2. Basis of Presentation

Statement of Compliance and Conversion to International Financial Reporting Standards

The Canadian Accounting Standards Board ("ACSB") confirmed in February 2008 that International Financial Reporting Standards ("IFRS") will replace Canadian generally accepted accounting principles ("GAAP") for publicly accountable enterprises for financial periods beginning on and after January 1, 2011. The Company adopted IFRS for the period beginning July 1, 2011 with a transition date of July 1, 2010.

These condensed interim consolidated financial statements, including comparatives, have been prepared using accounting policies consistent with IFRS and in accordance with International Accounting Standard ("IAS") 34 Interim Financial Reporting. The disclosures concerning the transition from Canadian GAAP to IFRS are included in Note 10.

3. Significant Accounting Policies

a) Consolidation

These condensed interim consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries, Mirasol Argentina S.R.L, Minera Del Sol S.A., Australis S.A., Gran Nueva Victoria S.A., Cabo Sur S.A., and Minera Mirasol Chile Limitada. Inter-company balances have been eliminated upon consolidation.

b) Significant Accounting Estimates and Judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, profit and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and further periods if the review affects both current and future periods.

Critical accounting estimates:

Significant assumptions relate to, but are not limited to, the following:

- The carrying value and the recoverability of exploration and evaluation assets, which are included in the statement of financial position;
- The future environmental rehabilitation costs;
- The inputs used in accounting for the valuation of warrants on private placements;
- The inputs used in accounting for share-based payments expense which is included in the statement of loss and comprehensive loss;
- The deferred income tax asset valuation allowance.

c) Foreign Currencies

The functional currency is the currency of the primary economic environment in which the entity operates. The functional currency of the Company and its wholly owned subsidiaries, Mirasol Argentina S.R.L, Minera Del Sol S.A., Australis S.A., Gran Nueva Victoria S.A., Cabo Sur S.A., and Minera Mirasol Chile Limitada., is the Canadian Dollar. The functional currency determinations were conducted through an analysis of the consideration factors identified in IAS 21, the Effects of Changes in Foreign Exchange Rates ("IAS 21").

Any transactions in currencies other than the functional currency have been translated to the Canadian dollar in accordance with IAS 21. Transactions in currencies other than the functional currency are recorded at that rates of exchange prevailing on dates of transactions. At the end of each reporting period, monetary assets and liabilities that are denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary assets and liabilities carried at fair value that are denominated in foreign currencies are translated at rates prevailing at the date when the fair value was determined. All gains and losses on translation of these foreign currency transactions are included in the statements of loss and comprehensive loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

The Company's presentation currency is the Canadian dollar ("$").

d) Cash and Cash Equivalents

Cash and cash equivalents consist of cash on deposit with banks and short-term interest-bearing investments with maturities of three months or less at the purchase date.

e) Financial Instruments

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets are derecognized when the rights to receive cash flows from the assets have expired or have been transferred and the company has transferred substantially all risks and rewards of ownership.

At initial recognition, the Company classifies its financial instruments in the following categories depending on the purpose for which the instruments were acquired:

(i) Financial assets and liabilities at fair value through profit or loss: A financial asset or liability is classified in this category if acquired principally for the purpose of selling or repurchasing in the short-term.

Financial instruments in this category are recognized initially and subsequently at fair value. Transaction costs are expensed in the statement of loss and comprehensive loss. Gains and losses arising from changes in fair value are presented in the statement of loss and comprehensive loss within other gains and losses in the period in which they arise. Financial assets and liabilities at fair value through profit or loss are classified as current except for the portion expected to be realized or paid beyond twelve months of the balance sheet date, which is classified as non-current.

The Company has classified cash and cash equivalents as held for trading.

(ii) Available-for-sale investments: Available-for-sale investments are non-derivatives that are either designated in this category or not classified in any of the other categories. The Company does not hold any available-for-sale assets.

(iii) Held-to-Maturity investments: Held-to-maturity investments are non-derivatives that are designated in this category where the Company's intent is to hold the investment to maturity.

Held-to-maturity investments are initially measured at fair value including transaction costs, and subsequently carried at amortized cost. The Company does not hold any held-to-maturity assets.

(iv) Loans and receivables: Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. The Company's loans and receivables comprise of its accounts receivable, and are included in current assets due to their short-term nature. Loans and receivables are initially recognized at the amount expected to be received, less, when material, a discount to reduce the loans and receivables to fair value. Subsequently, loans and receivables are measured at amortized cost using the effective interest method less a provision for impairment.

(v) Financial liabilities at amortized cost: Financial instruments held by the Company and classified in this category include trade payables and accrued liabilities. Trade payables and accrued liabilities are initially recognized at the amount required to be paid, less, when material, a discount to reduce the payables to fair value. Subsequently, trade payables and accrued liabilities are measured at amortized cost using the effective interest method.

The effective interest rate method calculates the amortized cost of a financial asset/liability and allocates interest income/expense over the corresponding period. The effective interest rate is the rate that discounts estimated future cash receipts/payments over the expected life of the financial instrument.

Financial liabilities are classified as current liabilities if payment is due within twelve months. Otherwise, they are presented as non-current liabilities.

(vi) Derivative financial instruments: Derivative instruments, including embedded derivatives, are recorded at fair value through profit or loss ("FVTPL") and accordingly are recorded on the balance sheet at fair value. Unrealized gains and losses on derivatives held for trading are recorded as part of other gains (losses) in the statement of loss and comprehensive loss. Fair values for derivative instruments are determined using valuation techniques, using assumptions based on market conditions existing at the balance sheet date. Derivatives embedded in non-derivative contracts are recognized separately unless they are closely related to the host contract. The Company does not hold any derivative instruments.

f) Impairment of Financial Assets

At each reporting date, the Company assesses whether there is objective evidence that a financial asset is impaired. If such evidence exists, the Company recognizes an impairment loss as follows:

(i) Financial assets carried at amortized cost: The loss is the difference between the amortized cost of the loan or receivable and the present value of the estimated future cash flows, discounted using the instrument's original effective interest rate. The carrying amount of the asset is reduced by this amount either directly or indirectly through the use of an allowance account.

(ii) Available-for-sale financial assets: The impairment loss is the difference between the original cost of the asset and its fair value at the measurement date, less any impairment losses previously recognized in the statement of loss and comprehensive loss. This amount represents the cumulative loss in accumulated other comprehensive income that is reclassified to the statement of loss and comprehensive loss.

Impairment losses on financial assets carried at amortized cost are reversed in subsequent periods if the amount of the loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized. Impairment losses on available-for-sale equity instruments are not reversed.

g) Impairment of Non-financial Assets

The carrying amounts of non-financial assets are reviewed for impairment whenever facts and circumstances suggest that the carrying amounts may not be recoverable. If there are indicators of impairment, the recoverable amount of the asset is estimated in order to determine the extent of any impairment. For the purpose of measuring recoverable amounts, assets are grouped at the lowest levels for which there are separately identifiable cash flows ("cash-generating units" or "CGUs"). The recoverable amount is the higher of an asset's fair value less costs to sell and value in use (being the present value of the expected future cash flows of the relevant asset or CGU). An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount.

Non-financial assets that have been impaired in prior periods are tested for possible reversal of impairment whenever events or changes in circumstances indicate that the impairment has reversed. If the impairment has reversed, the carrying amount of the asset is increased to its recoverable amount but not beyond the carrying amount that would have been determined had no impairment loss been recognized for the asset in the prior periods. A reversal of an impairment loss is recognized in the statement of loss and comprehensive loss.

h) Equipment

Equipment is stated at cost less accumulated depreciation and accumulated impairment losses. Cost includes expenditures that are directly attributable to the acquisition of the asset. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost can be measured reliably. The carrying amount of a replaced asset is derecognized when replaced. Repairs and maintenance costs are charged to the statement of loss and comprehensive loss during the period they are incurred.

The Company provides for amortization for equipment using the declining balance method at a rate of 30% for exploration equipment and 30% for computer equipment and applies only one-half of the applicable rate in the year of acquisition.

The Company allocates the amount initially recognized to each asset's significant components and depreciates each component separately. Residual values, amortization methods and useful lives of the assets are reviewed periodically and adjusted on a prospective basis as required.

Gains and losses on disposals of equipment are determined by comparing the proceeds with the carrying amount of the asset and are included as part of other gains and losses in the statement of loss and comprehensive loss.

i) Exploration and Evaluation Assets

The Company capitalizes the direct costs of acquiring mineral property interests. Option payments are considered acquisition costs if the Company has the intention of exercising the underlying option.

Exploration and evaluation costs are charged to operations in the period incurred until such time as it has been determined that a property has economically recoverable reserves, in which case subsequent exploration and development costs are capitalized. Exploration costs include value-added taxes because the recoverability of these amounts is uncertain.

Ownership in mineral properties involves certain interest risks due to the difficulties of determining and obtaining clear title to claims as well as the potential for problems arising from the frequently ambiguous conveyance history characteristics of many mineral properties. The Company has investigated ownership of its mineral properties and, to the best of its knowledge, ownership of its interests are in good standing.

j) Provisions

(i) Decommissioning and restoration provision: Future obligations to retire an asset, including dismantling, remediation and ongoing treatment and monitoring of the site related to normal operations are initially recognized and recorded as a liability based on estimated future cash flows discounted at a risk free rate. The decommissioning and restoration provision is adjusted at each reporting period for changes to factors including the expected amount of cash flows required to discharge the liability, the timing of such cash flows and the pre-tax rate for risk specific to the liability.

The liability is also accreted to full value over time through periodic charges to earnings. This unwinding of the discount is charged to financing expense in the statement of loss and comprehensive loss.

The amount of the decommissioning and restoration provision initially recognized is capitalized as part of the related asset's carrying value and amortized to earnings. The method of amortization follows that of the underlying asset. The costs related to a decommissioning and restoration provision are only capitalized to the extent that the amount meets the definition of an asset and can bring about future economic benefit.

(ii) Other provisions: Provisions are recognized when a current legal or constructive obligation exists, as a result of past events, and it is probable that an outflow of resources that can be reliably estimated will be required to settle the obligation. Where the effect is material, the provision is discounted using an appropriate pre-tax rate for risk specific to the liability.

k) Income Taxes

Income tax comprises current and deferred tax. Income tax is recognized in the statement of loss except to the extent that it relates to items recognized directly in equity, in which case the income tax is also recognized directly in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted, at the end of the reporting period, and any adjustment to tax payable in respect of previous years.

In general, deferred tax is recognized in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred income tax is determined on a non-discounted basis using tax rates and laws that have been enacted or substantively enacted at the balance sheet date and are expected to apply when the deferred tax asset or liability is settled. Deferred tax assets are recognized to the extent that it is probable that the assets can be recovered.

Deferred income tax is provided on temporary differences arising on investments in subsidiaries and associates, except, in the case of subsidiaries, where the timing of the reversal of the temporary difference is controlled by the Company and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are presented as non-current.

Tax on income in interim periods is accrued using the tax rate that would be applicable to expected total annual earnings.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities, when they relate to income taxes levied by the same taxation authority and when the Company intends to settle its current tax assets and liabilities on a net basis.

l) Share Capital

Share capital issued as non-monetary consideration is recorded at an amount based on fair market value of the shares issued.

The proceeds from the issue of units is allocated between common shares and common share purchase warrants on a pro-rated basis on a relative fair value as follows: the fair value of common shares is based on the price at market close on the date the units are issued and the fair value of the common share purchase warrants is determined using a Black-Scholes pricing model.

m) Share-based Payments

The Company grants stock options to buy common shares of the Company to directors, officers, employees and service providers. The board of directors grants such options for periods of up to five years, with vesting periods determined at its sole discretion and at prices equal to or greater than the closing market price on the day preceding the date the options were granted. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee.

The fair value of the share purchase options granted is measured using the Black-Scholes option pricing model taking into account the terms and conditions upon which the share purchase options were granted and their forfeiture estimates. At each financial position reporting date, the amount recognized as an expense is adjusted to reflect the actual number of share purchase options that are expected to vest.

n) Loss per Share

Basic loss per share is computed by dividing income available to common shareholders by the weighted average number of common shares outstanding during the year. The computation of diluted loss per share assumes the conversion, exercise or contingent issuance of securities only when such conversion, exercise or issuance would have a dilutive effect on the loss per share. The dilutive effect of convertible securities is reflected in the diluted loss per share by application of the "if converted" method. The dilutive effect of outstanding options and warrants and their equivalents is reflected in the diluted loss per share by application of the treasury stock method. At September 30, 2011, the Company had no items which would have a dilutive effect on the loss per share.

4. Financial Instruments

Categories of financial instruments

		September 30, 2011		June 30, 2011		July 1, 2010
Financial assets						
Held for trading						
Cash and cash equivalents	$	7,813,146	$	10,114,703	$	5,147,280
Loans and receivables						
Accounts receivable		277,770		169,813		57,331
	$	8,090,916	$	10,284,516	$	5,204,611
Financial liabilities						
Other financial liabilities						
Accounts payable and accrued liabilities	$	529,742	$	780,033	$	161,180
	$	529,742	$	780,033	$	161,180

a) Fair Value

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

Level 1 – Unadjusted quoted prices in active markets for identical assets and liabilities
Level 2 – Inputs other than quoted prices that are directly or indirectly observable for the asset or liability; and
Level 3 – Inputs that are not based on observable market data.

		September 30, 2011		June 30, 2011		July 1, 2010
Level 1						
Cash and cash equivalents	$	7,813,146	$	10,114,703	$	5,147,280

b) Management of capital risk

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the development of its mineral properties and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk. In the management of capital, the Company includes the components of shareholders' equity.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, acquire or dispose of assets, enter into joint ventures or obtain debt financing. In order to facilitate the management of its capital requirements, the Company prepares annual expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. The annual and updated budgets are approved by the Board of Directors.

In order to maximize ongoing development efforts, the Company does not pay out dividends.

The Company's investment policy is to invest its cash in highly liquid short-term interest-bearing investments with maturities of three months or less from the original date of acquisition, selected with regards to the expected timing of expenditures from continuing operations. The Company is not subject to externally imposed capital requirements.

c) Management of financial risk

The Company's financial instruments are exposed to certain financial risks. The risk exposures and the impact on the Company's financial instruments are summarized below.

Currency risk

The Company is exposed to the financial risk related to the fluctuation of foreign exchange rates. The Company operates in Canada, Argentina and Chile and a portion of its expenses are incurred in United States ("US") and Australian dollars and in Argentine and Chilean Pesos. A significant change in the currency exchange rates between the US and Australian dollar relative to the Canadian dollar and the Argentine and Chilean Peso to the Canadian dollar could have an effect on the Company's results of operations, financial position or cash flows. The Company has not hedged its exposure to currency fluctuations.

At September 30, 2011, the Company is exposed to currency risk through the following assets and liabilities denominated in US dollars and Argentine and Chilean Pesos:

September 30, 2011	US Dollars	Australian Dollars	Argentine Peso	Chilean Peso
Cash and cash equivalents	2,838,428	-	9,720,346	24,616,625
Accounts receivable	4,500	-	686,669	6,227,382
Accounts payable and accrued liabilities	(12,347)	(159,831)	(1,057,051)	(565,335)

Based on the above net exposures as at September 30, 2011, and assuming that all other variables remain constant, a 10% depreciation or appreciation of the Canadian dollar against the US and Australian dollar would result in an increase/decrease of $294,069 and $16,180, respectively in the Company's net earnings. Likewise, a 10% depreciation or appreciation of the Canadian dollar against the Argentine and Chilean Peso would result in an increase/decrease of $219,631 and $6,059, respectively in the Company's net loss.

Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations.

The Company's cash is held through large Canadian financial institutions. The Company's receivables consist of harmonized sales tax due from the Federal Government of Canada. Management believes that credit risk concentration with respect to receivable is remote.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk through the management of its capital structure and financial leverage as outlined above. As at September 30, 2011 the Company was holding cash and cash equivalents of $7,813,146 to settle current liabilities of $529,742. Management believes it has sufficient funds to meet its current obligations as they become due.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The risk that the Company will realize a loss as a result of a decline in the fair value of the short-term investments included in cash is limited because these investments are generally held to maturity.

Commodity price risk

The Company is exposed to price risk with respect to commodity prices. The Company closely monitors commodity prices to determine the appropriate course of action to be taken by the Company.

5. Equipment

		Exploration Equipment		Computer Hardware		Total
Cost						
Balance as at July 1, 2010	$	117,341	$	14,256	$	131,597
Additions for the period		130,518		9,680		140,198
Balance at June 30, 2011	$	247,859	$	23,936	$	271,795
Additions for the period		17,046		-		17,046
Balance as at September 30,	$	264,905	$	23,936	$	288,841
Accumulated Depreciation						
Balance as at July 1, 2010	$	78,707	$	12,546	$	91,253
Depreciation for the year		30,570		2,929		33,499
Balance at June 30, 2011	$	109,277	$	15,475	$	124,752
Depreciation for the period		10,375		619		10,994
Balance as at September 30,	$	119,652	$	16,094	$	135,746
Carrying amounts						
At July 1, 2010	$	38,634	$	1,710	$	40,344
At June 30, 2011	$	138,582	$	8,461	$	147,043
At September 30, 2011	$	145,253	$	7,842	$	153,095

6. Exploration and Evaluation Assets

a) Claudia Property

The Company owns a 100% interest in the Claudia property situated in the Santa Cruz Mining District, Argentina.

b) Espejo, La Libanesa, and La Curva Properties

The Company owns a 100% interest in mining interests of Espejo, La Libanesa, and La Curva properties situated in the Santa Cruz Mining District, Argentina, by staking.

The Company signed a letter of intent on April 27, 2011 with Pan American Silver Corp. ("Pan American") which permits Pan American to earn a 51% interest in the Espejo property by expending US$4 million over 4 years, and then to reach a 61% interest by completing a 43-101 compliant feasibility study, at which time Mirasol can retain its equity interest in the project or request Pan American to finance project development, to be repaid through cash flow. The Company has received US $75,000 pursuant to the letter of intent but a definitive Exploration Agreement has not yet been signed.

c) Sascha and Joaquin Properties

The Company owns a 100% interest in the Sascha and Joaquin properties situated in the Santa Cruz Mining District, Argentina.

The Company signed an option agreement with Coeur d'Alene Mines ("Coeur") for the exploration of its 100%-owned Sascha and Joaquin gold-silver projects in Santa Cruz Province, southern Argentina. The option agreement provides for an agreement to give Coeur the option to earn an initial 51% in both projects by expending a total of US$8 million in exploration over four years. In October 2008, Coeur terminated its option on the Sascha property and returned the property to Mirasol. As such, the total earn-in on both properties must reach US$6 million in order to vest at 51% interest in Joaquin property, which was achieved by Coeur in December 2010. Coeur has elected to fund a bankable feasibility study to increase its interest to 61%. Mirasol, at its option, can elect to maintain a participatory 39% interest or request Coeur to increase its interest to 71% by providing mine financing at commercial terms to Mirasol.

d) Nico Property

The Company owns a 100% interest in the Nico property mining interests situated in the Santa Cruz Mining District, Argentina, by staking.

e) Pajaro, Veloz and Los Loros Properties

The Company owns 100% of the rights to three exploration properties, Pajaro, Los Loros and Veloz, in Santa Cruz Province, Argentina. During 2008, these exploration properties were acquired by the Company issuing 100,000 common shares. The shares had a fair value acquisition cost at issuance of $69,801.

f) Santa Rita Property and Virginia Zone

The Company owns a 100% interest in the Santa Rita property situated in the Santa Cruz Mining District, Argentina. The Santa Rita property also hosts the Virginia prospect, thus together Santa Rita and Virginia account for total expenditures on the Santa Rita property.

During the period ended September 30, 2011, the Company purchased certain surface rights overlaying the Virginia Zone for Argentine Pesos 2,585,849 ($581,040). The cost of surface rights has been capitalized to exploration and evaluation assets.

g) Gorbea Project

The Company owns 100% of the claims under its Gorbea project in Northern Chile. It is engaged in prospect generation and exploration of disseminated gold and copper prospects in the region.

h) Rubi Property

The Company owns a 100% interest in the Rubi property located 22 km southwest of El Salvador in Northern Chile.

i) Other Properties

Mirasol holds a number of early stage exploration properties which are prospective for gold and/or silver mineralization in southern Argentina and northern Chile.

Cumulative acquisition and exploration expenditures per project under active exploration are as follows:

	Capitalized Acquisition Costs	Cumulative Exploration Costs	Balance as at September 30, 2011	Balance as at June 30, 2011
Claudia	$ -	$ 1,124,709	$ 1,124,709	$ 655,354
Espejo	-	129,584	129,584	205,101
Joaquin	-	437,776	437,776	424,364
La Curva	-	709,416	709,416	703,624
La Libanesa	-	823,455	823,455	772,845
Nico	8,532	313,911	322,443	312,594
Pajaro, Veloz and Los Loros	69,801	109,161	178,962	159,041
Santa Rita and Virginia	581,040	3,337,823	3,918,863	2,940,134
Sascha	-	474,967	474,967	461,943
Other**	-	4,943,747	4,943,747	4,634,252
Total Argentina Properties	$ 659,373	$ 12,404,549	$ 13,063,922	$ 11,269,252
Gorbea	-	818,057	818,057	656,956
Rubi	-	413,167	413,167	400,654
Other**	-	18,459	18,459	-
Total Chile Properties	$ -	$ 1,249,683	$ 1,249,683	$ 1,057,610

*** Includes costs incurred for value added taxes and generative exploration.*

The Company's exploration and evaluation assets are reconciled as follows:

	Nico	Pajaro, Veloz and Los Loros	Santa Rita	Total
Exploration and evaluation assets				
Balance as at July 1, 2010	$ 8,532	$ 69,801	$ -	$ 78,333
Additions for the period	-	-	-	-
Balance at June 30, 2011	$ 8,532	$ 69,801	$ -	$ 78,333
Additions for the period	-	-	581,040	581,040
Balance as at September 30, 2011	$ 8,532	$ 69,801	$ 581,040	$ 659,373

During the period, the Company incurred exploration and evaluation costs on its properties as follows:

	September 30, 2011	September 30, 2010
Properties:		
Argentina		
Claudia		
Consultants and salaries	$ 149,583	$ 5,621
Camp and general	271,396	8,866
Travel	27,809	429
Mining rights and fees	4,384	-
Assays and sampling	16,183	-
	469,355	14,916
Espejo		
Consultants and salaries	631	-
Mining rights and fees	285	-
Option payment received	(76,433)	-
	(75,517)	-
Homenaje		
Consultants and salaries	12,568	-
Camp and general	7,938	-
Travel	766	-
	21,272	-
Joaquin		
Consultants and salary	7,976	40,843
Camp and general	4,670	3,190
Travel	766	2,412
Mining rights and fees	-	339
	13,412	46,784
La Curva		
Consultants and salary	2,051	-
Camp and general	985	-
Travel	2,756	-
Mining rights and fees	-	85
	5,792	85
La Libanesa		
Consultants and salary	42,734	5,222
Camp and general	4,683	2,057
Travel	3,193	1,074
Mining rights and fees	-	296
	50,610	8,649
Los Loros		
Consultants and salary	11,458	-
Camp and general	1,712	-
Travel	6,751	-
	19,921	-
Morito		
Camp and general	449	-
	449	-

Exploration costs	September 30, 2011	September 30, 2010
Nico		
Consultants and salary	$ 9,242	$ -
Camp and general	607	715
Mining rights and fees	-	296
	9,849	1,011
Santa Rita and Virginia		
Drilling	2,637	-
Consultants and salary	173,329	46,340
Camp and general	162,103	43,085
Travel	15,441	1,980
Mining rights and fees	14,552	-
Assays and sampling	29,627	2,290
	397,689	93,695
Sascha		
Consultants and salary	6,603	-
Camp and general	6,396	2,647
Mining rights and fees	25	381
	13,024	3,028
Chile		
Gorbea		
Drilling	1,125	-
Geophysics	1,916	-
Consultants and salaries	75,593	-
Camp and general	35,988	-
Travel	17,698	-
Mining rights and fees	11,071	-
Assays and sampling	17,710	-
	161,101	-
Rubi		
Geophysics	6,153	-
Camp and general	122	1,554
Travel	-	1,198
Mining rights and fees	6,238	12,440
Assays and sampling	-	24,562
	12,513	39,754
Value added tax and other taxes paid	168,353	19,166
General & administrative	103,887	85,528
Generative exploration	28,944	25,586
Other Projects	5,049	25,270
Total Exploration and Evaluation Costs	$ 1,405,703	$ 363,472

7. Related Party Transactions

Balances and transactions between the Company and its subsidiaries have been eliminated on consolidation and are not disclosed in this note. Details of the transactions between the Company and other related parties are disclosed below.

a) Trading transactions

Certain of the Company's officers and directors render services to the Company as sole proprietors or through companies in which they are an officer, director or partner.

	Nature of transactions
Miller Thomson	Legal fees
Avisar Chartered Accountants	Accounting fees
Global Ore Discovery	Exploration costs and project management fees

The Company incurred the following fees and expenses in the normal course of operations in connection with related parties. Expenses have been measured at the exchange amount which is determined on a cost recovery basis.

	Three Months Ended September 30, 2011	Three Months Ended September 30, 2010
Legal fees	$ 22,610	$ -
Accounting fees	8,000	-
Exploration costs	221,493	73,855
Management fees	35,292	31,825
	$ 287,395	$ 105,680

Included in accounts payable and accrued liabilities at September 30, 2011 is an amount of $42,466 (June 30, 2011 - $10,310) owing to directors and officers of the Company and an amount of $93,634 (June 30, 2011 - $79,560) owing to a company where an officer of the Company is a principal. The amount was incurred in the ordinary course of business, is unsecured, non-interest bearing and has no specific terms of repayment. Repayment is expected within the next fiscal year and therefore has been classified as a current liability in these financial statements.

b) Compensation of key management personnel

The remuneration of the directors, president, chief executive officer, chief financial officer, vice president of exploration, and the corporate secretary (collectively, the key management personnel) during the three months ended September 30, 2011 and 2010 were as follows:

			Three Months Ended September 30, 2011		Three Months Ended September 30, 2010
Salaries and directors' fees		$	37,369	$	31,541
Share-based payments	(i)		1,398,492		-
		$	1,435,861	$	31,541

(i) Share-based payments represent the expense for the three months ended September 30, 2011 and 2010.

8. Share Capital

Common Shares

Authorized: Unlimited number of common shares

Private Placement Financing

On December 7, 2010 the Company completed a non-brokered private placement with the issuance of 3,000,000 units at a price of $3.10 per unit for gross proceeds of $9.3 million. Each unit consists of one common share and one-half common share purchase warrant. One whole warrant entitles the holder to purchase a common share of the Company for one year at a price of $4.00 per share expiring on December 6, 2011. The Company allocated $7,354,310 to the common shares and $1,945,690 to the share purchase warrants based upon the relative fair values.

The Company paid finder's fees of $555,210 equal to 6% of the value of 2,985,000 units, and issued 179,100 broker warrants, with a fair value of $371,005 and exercisable for one year at $3.10 per share expiring on December 6, 2011. The total share issuance costs relating to this transaction amounted to $595,786.

The warrants' fair values were based on the following assumptions:

	Warrants
Expected dividend yield	0.00%
Expected stock price volatility	77.66%
Risk-free interest rate	1.7%
Expected life of warrants	1 year

Share Purchase Options

The Company has established a share purchase option plan whereby the board of directors may, from time to time, grant options to directors, officers, employees or consultants. Options granted must be exercised no later than five years from the date of grant or such lesser period as determined by the Company's board of directors. The exercise price of an option will be equal or greater than the closing market price on the TSX Venture Exchange on the day preceding the date of grant.

a) Movements in share options during the year

A summary of the Company's options, which includes options issued under the Company's stock option plan and agent's options at September 30, 2011 and the changes for the period are as follows:

	Number of Options	Weighted Average Exercise Price
Options outstanding at July 1, 2010	1,723,500	$0.56
Granted	1,835,000	$4.40
Exercised	(653,200)	$0.66
Options outstanding at June 30, 2011	2,905,300	$2.96
Granted	800,000	$5.23
Exercised	(20,000)	$0.63
Options outstanding at September 30, 2011	3,685,300	$3.47
Options vested as at September 30, 2011	3,280,300	$3.25

b) Fair value of share options granted

During the period ended September 30, 2011, the Company granted options to directors, officers and employees to purchase up to 800,000 common shares of the Company at an exercise price of $5.23. The estimated fair value of the stock options granted during the period ended September 30, 2011 was $3,173,883 using the Black-Scholes option pricing model.

During the year ended June 30, 2011, the Company granted options to directors, officers and employees to purchase up to 1,835,000 common shares of the Company at a weighted average exercise price of $4.40. The estimated fair value of the stock options granted during the year ended June 30, 2011 was $6,078,499 using the Black-Scholes option pricing model.

The fair value of options granted was estimated on the date of the grant using the Black-Scholes option pricing model, with the following weighted average assumptions:

	Three Months Ended September 30, 2011	Year ended June 30, 2011
Expected dividend yield	0.00%	0.00%
Expected stock price volatility	120%	121% - 123%
Risk-free interest rate	1.92%	1.79%
Expected life of options	3.7 years	3.5 years

c) Share options outstanding at the end of the period

A summary of the Company's options outstanding as at September 30, 2011 is as follows:

Expiry Date	Exercise price	Options Outstanding	Options Exercisable
February 28, 2013	$0.63	712,500	712,500
May 21, 2014	$0.25	345,000	345,000
October 5, 2015	$2.90	992,800	992,800
December 16, 2015	$5.55	60,000	60,000
March 23, 2016	$6.25	775,000	775,000
August 4, 2016	$5.23	800,000	395,000
		3,685,300	3,280,300

Warrants

a) Movements in warrants during the year

A summary of the Company's share purchase warrants and broker warrants at September 30, 2011 and the changes for the period are as follows:

	Warrants Outstanding	Weighted Average Exercise Price
Warrants outstanding at July 1, 2010	1,606,420	$1.50
Issued - private placement warrants	1,500,000	$4.00
Issued - broker warrants	179,100	$3.10
Exercised - private placement warrants	(1,274,500)	$1.51
Exercised - broker warrants	(172,520)	$1.91
Balance at June 30, 2011	1,838,500	$3.68
Exercised - private placement warrants	(15,000)	$1.75
Balance at September 30, 2011	1,823,500	$3.70

b) Warrants outstanding

At September 30, 2011, the following warrants are outstanding:

	Expiry Date	Exercise Price	Warrants Outstanding
Private placement warrants	December 21, 2011	$1.75	189,040
Private placement warrants	December 6, 2011	$4.00	1,500,000
Broker warrants	December 6, 2011	$3.10	134,460
			1,823,500

Share Bonus Plan

The Company has established a share bonus plan for senior management. The Company can issue 500,000 shares for each initial 500,000 ounces of gold or gold equivalent of "Indicated Mineral Resource", for an individual project, as defined in National Instrument 43-101, up to 1,000,000 shares in total under the plan on any Company property in which the Company retains an interest that is not less than 20%. In 2011, the share bonus plan was modified and approved by the TSX Venture Exchange to define the types of included resources.

9. Segmented Information

Details on a geographical basis are as follows:

Total Assets	September 30, 2011	June 30, 2011	July 1, 2010
Canada	$ 5,586,473	$ 9,115,556	$ 5,034,786
Argentina	3,194,600	1,319,244	276,651
Chile	122,311	75,092	11,851
	$ 8,903,384	$ 10,509,892	$ 5,323,288

Equipment	September 30, 2011	June 30, 2011	July 1, 2010
Canada	$ 23,997	$ 8,532	$ 1,710
Argentina	90,619	96,930	36,468
Chile	38,479	41,581	2,166
	$ 153,095	$ 147,043	$ 40,344

Net Loss (Income)	Three Months Ended September 30, 2011	Three Months Ended September 30, 2010
Canada	$ 2,495,063	$ 103,356
Argentina	1,178,752	347,171
Chile	262,890	104,615
	$ 3,936,705	$ 555,142

10. Transition to International Financial Reporting Standards

IFRS 1 First-time Adoption of International Financial Reporting Standards sets forth guidance for the initial adoption of IFRS. Under IFRS 1 the standards are applied retrospectively at the transitional statement of financial position date with all adjustments to assets and liabilities taken to deficit unless certain exemptions are applied. The Company has applied the following exemptions to its opening statement of financial position dated July 1, 2010:

(i) IFRS 3 - Business Combinations

IFRS 1 indicates that a first-time adopter may elect not to apply IFRS 3 Business Combinations retrospectively to business combinations that occurred before the date of transition to IFRS. The Company has taken advantage of this election and will apply IFRS 3 to business combinations that occur on or after July 1, 2010.

(ii) IFRS 2 – Share-based Payments

IFRS 1 encourages, but does not require, first-time adopters to apply IFRS 2 Share-based Payments to equity instruments that were granted on or before November 7, 2002, or equity instruments that were granted subsequent to November 7, 2002 and vested before the later of the date of transition to IFRS and January 1, 2005. The Company has elected not to apply IFRS 2 to awards that were granted prior to November 7, 2002.

IFRS 1 also outlines specific guidelines that a first-time adopter must adhere to under certain circumstances. The Company has applied the following guidelines to its opening statement of financial position dated July 1, 2010:

(i) Estimates

In accordance with IFRS 1, an entity's estimates under IFRS at the date of transition to IFRS must be consistent with estimates made for the same date under previous GAAP, unless there is objective evidence that those estimates were in error. The Company's IFRS estimates as of July 1, 2010 are consistent with its Canadian GAAP estimates for the same date.

IFRS employs a conceptual framework that is similar to Canadian GAAP. However, significant differences exist in certain matters of recognition, measurement and disclosure. While adoption of IFRS did not have any impact on the Company's cash flows from operating, investing and financing activities, it has resulted in changes to the Company's reported financial position and results of operations.

In order to allow the users of the financial statements to better understand these changes, the Company's Canadian GAAP statements of loss and comprehensive loss for the year ended June 30, 2011 and the three months ended September 30, 2011 and the Company's statement of financial position and statement of changes in equity upon transition to IFRS on July 1, 2010, for the three months ended September 30, 2010 and for the year ended June 30, 2011 have been reconciled to IFRS, with the resulting differences explained.

a) Share-based payments

IFRS

- Each tranche of an award with different vesting dates is considered a separate grant for the calculation of fair value.
- Forfeiture estimates are included in the calculation of fair value of stock-based awards, and are revised for actual forfeitures in subsequent periods.
- Awards granted to employees are measured on the date of grant while awards to parties other than employees are measured on the date the goods and services are received.

Canadian GAAP

- The fair value of stock-based awards with graded vesting are calculated as one grant and the resulting fair value may be recognized on a straight-line basis over the vesting period.
- Forfeitures of awards may be recognized as they occur.
- Awards granted to employees are measured on the date of grant while awards to non-employees are measured at the earliest of (a) the date at which performance is complete; (b) the date a commitment for performance is reached; and (c) grant date (if fully vested)

Upon transition, the Company estimated a forfeiture rate of 0% based on available history and the requirement did not result in any adjustments.

Under Canadian GAAP, the fair value of options granted to consultants was re-measured at each reporting period. Such consultants provide services similar to the ones provided by an employee and therefore qualify as employees under IFRS. Options granted to consultants were measured only on the date of grant for reporting under IFRS resulting in adjustments to Reserves and Deficit.

The July 1, 2010 Canadian GAAP statement of financial position has been reconciled to IFRS as follows:

		July 1, 2010		
ASSETS	Note	Canadian GAAP	Effect of transition to IFRS	IFRS
Current assets				
Cash and cash equivalents		$ 5,147,280	$ -	$ 5,147,280
Receivables and advances		57,331	-	57,331
		5,204,611	-	5,204,611
Equipment		40,344	-	40,344
Exploration and evaluation assets		78,333	-	78,333
		$ 5,323,288	$ -	$ 5,323,288
LIABILITIES				
Current liabilities				
Accounts payable and accrued liabilities		$ 161,180	$ -	$ 161,180
		161,180	-	161,180
CAPITAL AND RESERVES				
Share Capital		14,171,636	-	14,171,636
Reserves		2,259,578	-	2,259,578
Deficit		(11,268,106)	-	(11,269,106)
		5,162,108	-	5,162,108
		$ 5,323,288	$ -	$ 5,323,288

The September 30, 2010 Canadian GAAP statement of financial position has been reconciled to IFRS as follows:

		September 30, 2010		
ASSETS	Note	Canadian GAAP	Effect of transition to IFRS	IFRS
Current assets				
Cash and cash equivalents		$ 4,591,318	$ -	$ 4,591,318
Receivables and advances		157,611	-	157,611
		4,748,929	-	4,748,929
Equipment		39,506	-	39,506
Exploration and evaluation assets		78,333	-	78,333
		$ 4,866,768	$ -	$ 4,866,768
LIABILITIES				
Current liabilities				
Accounts payable and accrued liabilities		$ 160,340	$ -	$ 160,340
		160,340	-	160,340
CAPITAL AND RESERVES				
Share capital		14,318,997	-	14,318,997
Reserves		2,211,679	-	2,211,679
Deficit		(11,824,248)	-	(11,824,248)
		4,706,428	-	4,706,428
		$ 4,866,768	$ -	$ 4,866,768

The June 30, 2011 Canadian GAAP statement of financial position has been reconciled to IFRS as follows:

		June 30, 2011		
ASSETS	Note	Canadian GAAP	Effect of transition to IFRS	IFRS
Current assets				
Cash and cash equivalents		$ 10,114,703	$ -	$ 10,114,703
Receivables and advances		169,813	-	169,813
		10,284,516	-	10,284,516
Equipment		147,043	-	147,043
Exploration and evaluation assets		78,333	-	78,333
		$ 10,509,892	$ -	$ 10,509,892
LIABILITIES				
Current liabilities				
Accounts payable and accrued liabilities		$ 780,033	$ -	$ 780,033
		780,033	-	780,033
CAPITAL AND RESERVES				
Share capital		24,633,294	-	24,633,294
Reserves	(a)	9,150,607	(50,771)	9,099,836
Deficit	(a)	(24,054,042)	50,771	(24,003,271)
		9,729,859	-	9,729,859
		$ 10,509,892	$ -	$ 10,509,892

The Canadian GAAP statement of loss and comprehensive loss for the three months ended September 30, 2011 has been reconciled to IFRS as follows:

	Note		Canadian GAAP		Effect of transition to IFRS		IFRS
					September 30, 2010		
Operating expenses							
Share-based payments		$	-	$	-	$	-
Exploration costs			363,472		-		363,472
Management fees			75,350		-		75,350
Office and miscellaneous			31,514		-		31,514
Professional fees			25,657		-		25,657
Listing and filing fees			1,249		-		1,249
Shareholder information			7,463		-		7,463
Travel			3,254		-		3,254
Amortization			308		-		308
			508,267		-		508,267
Other Items							
Foreign exchange loss			47,079		-		47,079
Interest and bank charges, net			(204)		-		(204)
			46,875		-		46,875
Loss and Comprehensive Loss for the Period		$	555,142	$	-	$	555,142

The Canadian GAAP statement of loss and comprehensive loss for the year ended June 30, 2011 has been reconciled to IFRS as follows:

	Note		Canadian GAAP		Effect of transition to IFRS		IFRS
					June 30, 2011		
Operating expenses							
Share-based payments	(a)	$	5,958,127	$	(50,771)	$	5,907,356
Exploration costs			5,843,196		-		5,843,196
Management fees			272,375		-		272,375
Office and miscellaneous			253,933		-		253,933
Professional fees			184,501		-		184,501
Listing and filing fees			55,431		-		55,431
Shareholder information			49,404		-		49,404
Travel			40,002		-		40,002
Amortization			2,223		-		2,223
			12,659,192		(50,771)		12,608,421
Other Items							
Foreign exchange loss			140,308		-		140,308
Interest and bank charges, net			(14,564)		-		(14,564)
			125,744		-		125,744
Loss and Comprehensive Loss for the Year		$	12,784,936	$	(50,771)	$	12,734,165

11. Subsequent Events

a) On December 20, 2011, the Company closed a bought deal private placement ("the Offering") and issued 4,000,000 units at a price of $3.30 per unit for gross proceeds of $13,200,000. Each unit consists of one common share and one-half common share purchase warrant. One whole warrant entitles the holder to purchase a common share of the Company for a period of two years from the closing date at a price of $4.30 per share. The Company paid the Underwriters commission in connection with the Offering consisting of $792,000 in cash and issued 200,000 common share purchase warrants (the "Underwriters' Warrants"). Each Underwriters' Warrant entitles the holder to purchase one common share for a period of two years at a price of $3.30 per share.

   All securities issued pursuant to the Offering are subject to a hold period ending on April 21, 2012.

b) The Company issued 323,460 common shares on the exercise of warrants for gross proceeds of $747,576.

c) 1,500,000 warrants exercisable at $4.00 and 40 warrants exercisable at $1.75 expired unexercised.

12. Approval of the Financial Statements

The condensed interim consolidated financial statements of the Company for the period ended September 30, 2011 were approved and authorized for issue by the Board of Directors on December 22, 2011.

Form 51-102F1
Management Discussion and Analysis
For Mirasol Resources Ltd

Introduction

The Management Discussion and Analysis ("MD&A") is prepared as of December 22, 2011 and is intended to supplement the Company's unaudited condensed interim consolidated financial statements for the three months ended September 30, 2011. All financial information, unless otherwise indicated, has been prepared in accordance with accounting policies consistent with International Financial Reporting Standards ("IFRS") and in accordance with International Accounting Standard ("IAS") 34. All dollar amounts referenced, unless otherwise indicated, are expressed in Canadian funds.

The following discussion of the Company's financial condition and results of operations should be read in conjunction with its unaudited condensed interim consolidated financial statements and related notes for the three months ended September 30, 2011. This section contains forward-looking statements that involve risks and uncertainties. The Company's actual results may differ materially from those discussed in forward-looking statements as a result of various factors, including those described under "Forward-Looking Information".

Forward-Looking Information

This MD&A contains certain forward-looking statements and information relating to Mirasol Resources Ltd. ("Mirasol" or the "Company") that are based on the beliefs of its management as well as assumptions made by and information currently available to Mirasol. When used in this document, the words "anticipate", "believe", "estimate", "expect" and similar expressions, as they relate to Mirasol or its management, are intended to identify forward-looking statements. This MD&A contains forward-looking statements relating to, among other things, regulatory compliance, the sufficiency of current working capital, the estimated cost and availability of funding for the continued exploration and development of the Company's exploration properties. Such statements reflect the current views of Mirasol with respect to future events and are subject to certain risks, uncertainties and assumptions. Many factors could cause the actual results, performance or achievement of the Company to be materially different from any future results, performance or achievements that may be expressed or implied by such forward-looking statements.

Overview

Mirasol Resources Ltd. (TSXV-MRZ) is a precious metals exploration and development company focused on discovery and acquisition of new, high-potential metals deposits in the Americas. Mirasol Argentina SRL, Minera Del Sol S.A., Cabo Sur S.A, Australis S.A., and Gran Nueva Victoria S.A., the Company's subsidiaries in Argentina, and Minera Mirasol Chile Limitada, the Company's subsidiary in Chile, currently hold 100% of the rights, or applications in progress, of twenty-one exploration properties in the Patagonia region of southern Argentina and in northern Chile. The Company offers shareholders access to growth from the early stages, a portfolio of 100%-owned high quality projects in various stages of exploration, and a focus on emerging regions with high potential for discovery.

Highlights for the Three Months Ended September 30, 2011

The Company's joint venture partner and operator of its Joaquin project, Coeur d'Alene Mines ("Coeur") commenced a major diamond drilling program of over 90 holes and 12,000 metres at the project in support of feasibility work. The program focuses on the La Negra silver-gold and La Morocha silver deposits. The funding of all expenditures through to the delivery of a feasibility study allows Coeur to increase its equity in the Joaquin project from the currently vested 51% to 61%.

The Company granted 800,000 incentive stock options under its incentive stock option plan to certain directors, officers, employees and consultants. The incentive options are exercisable at $5.23 per option for a period of five years until August 4, 2016.

Bernie Zacharias, CA, was appointed as Chief Financial Officer by the Company, effective September 1, 2011. Mr. Zacharias is a managing partner, founder and director of Avisar Chartered Accountants since 2004 and has recently acted as Chief Financial Officer of several TSX Venture Exchange listed companies. Mr. Zacharias' addition brings beneficial corporate finance experience to the Company.

Highlights Subsequent to the Three Months Ended September 30, 2011

The Company closed a bought deal private placement with Haywood Securities Inc., Macquarie Capital Markets Canada Inc., Sprott Private Wealth Inc, and Paradigm Capital Inc. (Collectively the "Underwriters") and issued 4,000,000 units (the "units") of the Company at a price of $3.30 per unit for aggregate proceeds of $13,200,000. Each unit is comprised of one common share of Mirasol and one half of one share purchase warrant with each whole warrant entitling the holder to purchase one common share of the Company for the period of two years at a price of $4.30 per common share. The Company paid the Underwriters commission in connection with the Offering consisting of $792,000 in cash and issued 200,000 common share purchase warrants (the "Underwriters' Warrants"). Each Underwriters' Warrant entitles the holder to purchase one common share for a period of two years at a price of $3.30 per share.

All securities issued pursuant to the Offering are subject to a hold period ending on April 21, 2012.

Activities on Mineral Projects

Activities during the three month period ended September 30, 2011 were focused on exploration activities on the Company's gold-silver prospects and acquisition evaluations in Santa Cruz Province, Argentina, and northern Chile.
The Company carries out "grass-roots" exploration for gold and silver in Argentina, Chile, and elsewhere in Latin America. To the present time, properties are advanced through exploration to bring the properties to a stage where the Company can attract the participation of major resource companies having the expertise and financial capability to take such properties to commercial production. At present, Mirasol has a joint venture with Coeur d'Alene Mines ("Coeur") at the Joaquin Project in Santa Cruz Province, Argentina and has signed a letter of intent with Pan American Silver Corp. ("Pan American"), which would permit Pan American to earn a 51% interest in the Company's Espejo property. Mirasol holds a 100% interest in all other properties.

The Company plans to continue drilling at the Virginia Project, and potentially other properties in Argentina, during the current fiscal year. In addition, the Company has re-activated its generative and reconnaissance precious metals exploration program in northern Chile.

Generative Exploration

Generative exploration is a key strategy employed by Mirasol for identifying and acquiring new prospects. To identify and capitalize on a good quality prospect, experienced professionals are needed to ensure that right opportunity is taken at the right time. Costs of generative exploration are those costs not attributable to a specific Mirasol project. When Mirasol defines a project as a distinct exploration target, it is then accounted for as a separate project. Costs of generative exploration totaled $28,944 for the three month period ended September 30, 2011, an increase from $25,586 incurred for the same period in 2010. Exploration activities in Chile and Argentina are managed from the Company's Mendoza, Argentina exploration office. The majority of costs associated with generative exploration were for consulting and contractors and field supplies.

Joaquin Property

The Joaquin Property is located in the central part of Santa Cruz Province and comprises exploration "*cateos*" and "*manifestaciones de descubrimiento*". The Joaquin Project is part of the 2006 joint venture with Coeur; they are the project operator and are responsible for funding exploration and drilling. Initially, a total of four mineralized zones were identified by Mirasol geologists, including the La Morocha, La Negra, La Morena and the Joaquin Main gold-silver vein and breccia targets. Mirasol believes it has made a significant silver-gold discovery at the Joaquin property.

To date, Coeur has completed more than 23,000 metres of diamond drilling at Joaquin. Multiple prospects, including the La Negra, La Morocha, La Morena and Joaquin Main prospects, have been drilled. Coeur holds a vested 51% interest in the project and has elected to proceed to increase its equity to 61% by funding all expenditures through to the delivery of full feasibility study. Coeur has commenced a major diamond drilling program of at least 90 holes and 12,000 metres, focused on the La Negra silver-gold and La Morocha silver deposits which is designed to expand and infill the published resources. An initial resource was published for the La Morocha and La Negra targets in a news release dated April 27, 2011.

A NI 43-101 compliant resource estimate was published for the Joaquin project on June 28, 2011. The calculated resource includes:

Table 1. Resources - Joaquin Project (100% of Project)

Mineral Type and Category	Ktonnes	Silver g/t	Contained Koz Silver	Gold g/t	Contained Koz Gold
Oxides					
Indicated	6,785	77.7	**16,952**	0.16	34
Inferred	11,128	86.6	**30,989**	0.09	32
Sulphides					
Indicated	419	203.5	**2,741**	0.16	2
Inferred	2,667	197.8	**16,963**	0.12	10
Total of Oxides & Sulphides					
Indicated	7,204	85.0	**19,693**	0.16	36
Inferred	13,794	108.1	**47,952**	0.10	43

- Metal prices used were US$20 /oz Ag and US$1,300 oz/Au.
- Oxide mineral resources estimated using a cutoff grade of 33 g/t Ag Eq and sulphide mineral resources with a cut-off of 51.9 g/t Ag Eq. within Whittle® surface mine designs.
- Ag Eq (silver equivalent) = Ag grade in grams per tonne + Au grade in grams per tonne x 65.

- Mineral resources estimated by the consulting firm of NCL Ingeniería y Construcción Ltda. in Santiago, Chile.
- Mineral resources that are not mineral reserves have not demonstrated economic viability.

Additional detailed information is available on Mirasol's website www.mirasolresources.com.

Santa Rita Property- Virginia Project

The Santa Rita property comprises "*manifestaciones de descubrimiento*" and exploration "*cateos*", located in the northwestern sector of the Deseado Massif volcanic terrane.

During the period ended December 30, 2009, a new, high grade, silver-dominant vein zone was discovered at the Santa Rita property, named the Virginia zone. On January 6, 2010, the Company reported initial results from 30 chip samples taken over a two kilometre length of the Julia Vein sector. The average silver grade of the initial 30 chip samples was 645 g/t silver from the Julia Vein. On February 16, 2010, Mirasol reported assays ranging up to 3,170 g/t silver from rock chip sampling of the Julia vein and surrounding veins.

Sawn channel samples (March 4, 2010) from all 58 Julia vein channels averaged 805 g/t silver. Ground geophysical surveys, including ground magnetic and gradient array IP have been completed.

Additional press releases in May and June, 2010, confirmed significant silver values from additional veins parallel and surrounding the Julia vein called the Ely, Naty, Margarita and Roxane veins. Outlying veins were discovered east and northwest of the principal vein zone. The Virginia discovery now has more than 9 kilometres of exposed or interpreted vein length.

On December 13, 2010 the Company announced initial Phase 1 drilling results from the 2.2 kilometre long Julia Vein. Best intersections from the first seven holes were from holes VG-006 with a true width of 22.7 metres grading 474 g/t (grams/tonne) silver, including 5.7 metres of 1,403 g/t silver; and hole VG-007 with 14.6 metres of 483 g/t silver, including 6.5 metres at 937 g/t silver. Final Phase 1 drilling results announced January 13, 2011 reported high grade vein intersections at the Julia North and Central sectors, including 5.05 metres averaging 1,152 g/t silver, within broad widths of oxidized, mineralized wall rock reaching 9.33 metres' total mineralized width of 348 g/t silver, at Julia North. Phase 2 drilling commenced February 15, 2011.

Drilling in 2010 and 2011 systematically tested 1,780 metres of strike length of the 9,600 metres length of veining outlined to date at the Virginia Silver District, totaling 9,266 metres of drilling in 117 holes. Drilling has defined four silver deposits at Julia North, Julia Central, Julia South and Naty Vein with potentially economic silver grades and widths, at a nominal drill spacing of 50 by 50 metres or closer. Mirasol redrilled a total of 22 holes with high percentage core recovery. Results from the final 14 re-drilled holes include significant silver intersections with excellent core recovery, among them hole VG-6A containing 24.27 metres of 326 grams per tonne (g/t) silver with 96 percent core recovery, including 5.48 metres of 1,038 g/t silver with 98 percent recovery from the Julia North deposit. At Julia Central, VG-50A contains 28.25 metres of 220 g/t silver with 98 percent recovery including 18.11 metres of 303 g/t silver with 96% recovery. In addition, encouraging intersections from recent scout holes drilled at Naty Extension, Ely South and Martina (news release July 18, 2011) indicated several zones with a high priority for follow-up drilling.

The Company commenced a new season of diamond drilling with the focus of the initial stage of the program being to test new veins and expand the project's resource potential for additional shallow oxide silver deposits. The program will expand drilling in the areas successfully tested by scout holes, and followed by further drilling towards defining a resource.

Claudia Property

The large Claudia Property comprises exploration "*cateos*" located in the central part of Santa Cruz Province, beginning at the limit with, and for approximately 30 km south of AngloGold Ashanti's producing Cerro Vanguardia gold-silver mine. Initial exploration mapping of the La Claudia and Claudia II cateos identified several zones of veins and veinlets hosted within silicified rhyolite and rhyodacite tuff units. Sampling returned anomalous gold and silver assays from three discrete zones. Assay results from a systematic channel sampling program returned values reaching 3.28 g/t gold with 15.33 g/t silver over 1.7 metres, and individual vein results up to 14.2 g/t Au with 229 g/t Ag over 0.7 metres were obtained in the "J vein" sector. (Further news of the Claudia Project was published in news releases dated August 3, 2006, November 1, 2007, January 8, 2009, and June 1, 2009).

Mirasol signed a joint venture agreement with Hochschild Mining Group in February 2007. Hochschild initiated Stage 1 drilling at the Claudia Project and completed 3,871 metres of core drilling in December 2007. In December, 2008, Hochschild completed 3,011 metres of reverse circulation drilling. Both campaigns were designed to test outcropping Cerro Vanguardia-style veins and covered geophysical targets. Although multiple mineralized targets were intersected, on April 7, 2009 Hochschild elected to terminate the joint venture.

Data synthesis and results show five principal exploration areas, three of which have received minimal exploration and all are considered highly prospective and remain underexplored. Key bonanza gold-silver targets at the Rio Seco zone have not been drill tested, among others. During the quarter, exploration consisted of mapping, sampling, trenching and geophysical surveys over several target areas.

Espejo Property

The Espejo property was staked in April 2006 and adjoins Pan American Silver's Manantial Espejo silver-gold mine to the south and southeast. Exploration work includes remote sensing (satellite image) interpretation, ground magnetic survey, gradient array IP geophysical survey, and geochemical sampling which define multiple coincident resistive and conductive geophysical anomalies on strike with the principal vein structures under development and production at the Manantial Espejo mine. Additional exploration cateos were staked in 2008 which expand the property to the south (news release June 26, 2008).

The Company signed a letter of intent on April 27, 2011 with Pan American Silver which permits Pan American Silver to earn a 51% interest in the property by expending US$4 million over 4 years, and then to reach a 61% interest by completing a NI 43-101 compliant feasibility study, at which time Mirasol can retain its equity interest in the project or request Pan American to finance project development, to be repaid through cash flow.

La Curva Property

The La Curva property, comprising two exploration cateos, is located in the eastern Deseado Massif and has year round access from the paved national highway and secondary roads. Surface mapping, geophysical surveys and systematic geochemical sampling define two gold-anomalous targets with associated auriferous (gold-bearing) quartz veins. The two principal targets include the Loma Arthur vein-dome system and, Cerro Chato, which hosts gold-rich veins and silicified breccias, and additional targets which exist on the property. The dome-vein setting is seen elsewhere in productive mining districts and at the Dos Calandrias gold system located fifteen kilometers to the west. (See news releases of April 1, 2008 and February 24, 2009).

Sascha Property

The Sascha Project hosts a gold and silver mineralized epithermal quartz vein system of low-sulphidation style which comprises four cateos and two "*manifestaciones de descubrimiento"*. The Sascha Project was initially included in the Coeur joint venture signed in 2006. Coeur initiated drilling in March 2007 and completed 19 diamond drill holes totaling approximately 2500 metres. Results from additional diamond drilling completed in October 2008 tested the northwest extension of the Sascha Main mineralized vein zone.

Results were deemed by Coeur not sufficiently encouraging to merit additional work, and the property was returned to Mirasol on October 31, 2008. All environmental reclamation requirements have been completed. Additional mapping and new interpretation of drill results have defined a number of new prospective exploration targets at Sascha.

Nico Property

The Nico property was initially staked in 2004 and expanded in 2005 and 2006. The mineral property is held as "*manifestaciones de descubrimiento*". The property is located 40 km north of Coeur's Martha silver mine, adjacent to a provincial highway. The central mineralized zone at Nico hosts a north-south trend of quartz veinlets and breccia and exhibits a silver-gold-polymetallic signature. During the 2007-2008 seasons a prospect-scale ground magnetic survey and gradient array IP geophysical survey were completed over key targets. New geophysical interpretation identified a felsic dome field which has not been drill tested. The Nico main mineralized zone extends as a traceable geophysical structure for 2.5 km in length.

On February 12, 2009, the Company signed an exploration option agreement with Coeur for the exploration of the Nico gold-silver project with Coeur as the project operator. The option agreement provided Coeur the option to earn an initial 55% in the project by expending a total of US$2,300,000 in exploration over four years and making cash payments totaling US$ 250,000. Additional details of the agreement were published on February 12, 2009. On February 13, 2009, a payment of $62,225 (US $50,000) was received upon the signing of the agreement.

Coeur drilled eleven shallow diamond holes in late 2009 at the Nico Main target and reported best results of 8.23 metres containing 0.43 g/t gold and 27 grams silver, including 1.25 metres of 2.21 g/t gold and 200 g/t silver in DDH-11. Coeur returned the Nico property to Mirasol in January 2010. Nico hosts multiple targets and is available for joint venture.

La Libanesa Property

The La Libanesa property hosts a hydrothermal breccia hill, "Cerro Plomo", which contains high grade lead-silver-gold anomalies. Cerro Plomo is hosted in a unique rhombic structural block and is associated with radial dikes and peripheral gold-bearing veins. La Libanesa was staked in 2006 and the property was expanded to five cateos during 2007, Trenching, geochemical sampling, mapping, an MMI (Mobile Metal Ion) geochemical survey have been completed with a regional interpretation of La Libanesa's unique geological setting.

In 2010, an AMT ground geophysical survey identified a strong resistive feature near Cerro Plomo. An MMI soil survey identified an extended area reaching at least 400 metres east and west of Cerro Plomo which show highly elevated base metals with silver and gold anomalies. (News release dated February 24, 2009). Gold-silver bearing quartz vein material has been mapped which forms a radial distribution around Cerro Plomo.

Rubi Property, Chile

The Rubi copper property in northern Chile, covering 12,900 hectares, is strategically located 22 km southwest of El Salvador, one of Chile's giant porphyry-copper producing districts, operated by Codelco, the Chilean state mining company. The Rubi property, was staked in December 2006 and in 2008 was enlarged, and is located in the Eocene-Oligocene metallogenic belt which hosts some of the world's largest porphyry-copper deposits. During 2008, Mirasol consolidated its mineral land position at Rubi and conducted additional detailed mapping, sampling and re-interpretation of the area's geology. An altered and leached lithocap returned copper and gold anomalies in surface and stream sediment samples and indicate the potential for a porphyry copper (gold) system to exist. (News release dated June 12, 2007).

Other Properties

Mirasol holds a number of early stage exploration properties which are prospective for gold and/or silver mineralization in southern Argentina and northern Chile.

Mirasol's Results of Operations

For the Three Month Period Ended September 30, 2011 as compared to the Three Months Ended September 30, 2010

The Company's net loss for the 3 months ended September 30, 2011 was $3,936,705 or $0.10 per share compared to a net loss of $555,142 or $0.02 per share for the comparative quarter in the prior fiscal year, an increase in loss of $3,381,563.

Total operating expenses for the period ended September 30, 2011 were $4,142,557 compared to $508,267 for the comparative period in the prior fiscal year, an increase of $3,634,290. The increase in costs is primarily due to an increase in share-based payments expense ($2,541,638 during the three months ended September 30, 2011 compared to $NIL in the comparative period) due to additional incentive stock options being granted and vested and an increase in exploration costs ($1,405,703 in the current period compared to $363,472 during comparative period in 2010) due to the Company's increased focus on its Virginia and Claudia properties in Argentina and exploration in northern Chile. Professional fees also increased by $31,429 ($57,086 during the current period as compared to $25,657) due to additional accounting and auditing costs incurred for transition from Canadian Generally Accepted Accounting Principles ("Canadian GAAP") to IFRS. All other operating costs remained consistent with the 3 month period ended September 30, 2010.

The increase in operating costs was offset by an increase in non-operating income. The Company recorded a foreign exchange gain of $203,300 compared with a foreign exchange loss of $47,079 primarily due to strengthening United States ("US") dollar and increased short-term deposits held in US dollars.

Summary of Quarterly Results

The following table sets out selected unaudited quarterly financial information of Mirasol and is derived from unaudited quarterly financial statements prepared by management. The Company's interim condensed consolidated financial statements for the three months ended September 30, 2011 are prepared in accordance with IAS 34 and policies consistent under IFRS while interim consolidated financial statements for fiscal 2011 under Canadian GAAP are updated to be in compliance with IFRS. All previous interim financial statements were prepared in accordance with Canadian GAAP and are expressed in Canadian dollars.

Period	Revenues $	Loss from Continued Operations and Net Loss $	Basic and Fully Diluted Loss per Share from Continued Operations and Net Loss $
1st Quarter 2012	Nil	(3,936,705)	(0.10)
4th Quarter 2011	Nil	(4,836,301)	(0.13)
3rd Quarter 2011	Nil	(4,092,807)	(0.11)
2nd Quarter 2011	Nil	(3,249,915)	(0.09)
1st Quarter 2011	Nil	(555,142)	(0.02)
4th Quarter 2010*	Nil	(661,197)	(0.02)
3rd Quarter 2010*	Nil	(708,357)	(0.02)
2nd Quarter 2010*	Nil	(400,744)	(0.01)

** Prepared in accordance with Canadian GAAP*

Quarterly results will vary in accordance with the Company's exploration and financing activities.

Liquidity

The Company's net working capital as at September 30, 2011 was $7,561,174 compared to a net working capital of $9,504,483 at June 30, 2011. The cash balance at September 30, 2011 was $7,813,146 compared to $10,114,703 at June 30, 2011. As at September 30, 2011 current liabilities were $529,742 compared to $780,033 at June 30, 2011.

On December 22, 2011, the Company has 42,700,661 shares issued and outstanding. The Company also has 3,685,300 options, 2,000,000 warrants and 200,000 Underwriters' Warrants outstanding with a weighted average exercise price of $3.47, $4.30 and $3.30, respectively.

Investing Activities

During the three month period ended September 30, 2011, the Company purchased surface rights overlaying the Virginia property for $581,040 and also purchased exploration equipment worth $9,861. The purchase of equipment totaled $137,411 during the year ended June 30, 2011, principally to be used for exploration activities.

Financing Activities

During the three month period ended September 30, 2011, the Company received cash proceeds of $38,850 from exercise of certain outstanding incentive stock options (20,000) and warrants (15,000). During the year ended June 30, 2011, the Company received cash proceeds of $433,330 from the exercise of 653,200 options and $2,257,016 from the exercise of 1,447,020 warrants.

Also during the year ended June 30, 2011, financing activities provided $8,704,214 from the net proceeds received for shares issued pursuant to a private placement which closed on December 7, 2010. Terms of the private placement were 3 million units priced at $3.10. Each unit consists of one common share and one-half common share purchase warrant. One whole warrant entitles the holder to purchase a common share of the Company for 1 year at a price of $4.00 per share.

Capital Resources

The Company has no operations that generate cash flow and its long term financial success is dependent on management's ability to discover economically viable mineral deposits. The mineral exploration process can take many years and is subject to factors that are beyond the Company's control.

In order to finance the Company's exploration programs and to cover administrative and overhead expenses, the Company raises money through equity sales and from the exercise of convertible securities (share purchase options and warrants). Many factors influence the Company's ability to raise funds, including the health of the resource market, the climate for mineral exploration investment, the Company's track record and the experience and calibre of its management.

With working capital of $7,561,174, the Company believes it has sufficient funds to meet its administrative, corporate development and exploration activities over the next twelve months. Actual funding requirements may vary from those planned due to a number of factors. The Company believes it will be able to raise equity capital as required in the long term but recognizes there will be risks involved that may be beyond its control.

On December 20, 2011, the Company closed a bought deal private placement and issued 4,000,000 units at a price of $3.30 per unit for gross proceeds of $13,200,000.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

Transactions with Related Parties

Certain of the Company's officers and directors render services to the Company as sole proprietors or through companies in which they are an officer, director or partner.

	Nature of transactions
Miller Thomson	Legal fees
Avisar Chartered Accountants	Accounting fees
Global Ore Discovery	Exploration costs and project management fees

The Company incurred the following fees and expenses in the normal course of operations in connection with related parties. Expenses have been measured at the exchange amount which is determined on a cost recovery basis.

		Three Months Ended September 30, 2011		Three Months Ended September 30, 2010
Legal fees	$	**22,610**	$	-
Accounting fees		**8,000**		-
Exploration costs		**221,493**		73,855
Management fees		**35,292**		31,825
	$	**287,395**	$	105,680

An amount of $121,953 remains unpaid to related parties for the above services on September 30, 2011. Also included in accounts payable and accrued liabilities at September 30, 2011 is an amount of $14,148 owing to directors and officers. The amounts are unsecured, non-interest bearing and have no specific terms of repayment. Repayment is expected within the next fiscal year and therefore the amounts have been classified as current liability in the Company's condensed interim consolidated financial statements.

The remuneration of the directors, president, chief executive officer, chief financial officer, vice president of exploration, and the corporate secretary (collectively, the key management personnel) during the three months ended September 30, 2011 and 2010 were as follows:

		Three Months Ended September 30, 2011		Three Months Ended September 30, 2010
Salaries and directors' fees	$	**37,369**	$	31,541
Share-based payments (i)		**1,398,492**		-
	$	**1,435,861**	$	31,541

(i) Share-based payments represent the expense for the three months ended September 30, 2011 and 2010.

The Company has entered into the following consulting agreements with certain of its officers.

Related Party	Title	Amount
Director and Officer	President and CEO	US $12,500 per month
Director	Exploration Manager	US $10,000 per month
Officer	Vice-President of Exploration	US $625 per day for days worked

Critical Accounting Policies and Estimates

The details of the Company's accounting policies are presented in Note 3 of the Company's condensed interim consolidated financial statements for the period ending September 30, 2011. The following policies are considered by management to be essential to understanding the processes and reasoning that go into the preparation of the Company's financial statements and the uncertainties that could have a bearing on its financial results.

Exploration and Evaluation Assets

The Company capitalizes the direct costs of acquiring mineral property interests. Option payments are considered acquisition costs if the Company has the intention of exercising the underlying option.

Exploration and evaluation costs are charged to operations in the period incurred until such time as it has been determined that a property has economically recoverable reserves, in which case subsequent exploration and development costs are capitalized. Exploration costs include value-added taxes because the recoverability of these amounts is uncertain.

Foreign Currencies

The functional currency is the currency of the primary economic environment in which the entity operates. The functional currency of the Company and its wholly owned subsidiaries, Mirasol Argentina S.R.L., Minera Del Sol S.A., Australis S.A., Gran Nueva Victoria S.A., Cabo Sur S.A., and Minera Mirasol Chile Limitada., is the Canadian Dollar. The functional currency determinations were conducted through an analysis of the consideration factors identified in IAS 21, the Effects of Changes in Foreign Exchange Rates ("IAS 21").

Any transactions in currencies other than the functional currency have been translated to the Canadian dollar in accordance with IAS 21. Transactions in currencies other than the functional currency are recorded at that rates of exchange prevailing on dates of transactions. At the end of each reporting period, monetary assets and liabilities that are denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary assets and liabilities carried at fair value that are denominated in foreign currencies are translated at rates prevailing at the date when the fair value was determined. All gains and losses on translation of these foreign currency transactions are included in the statements of loss and comprehensive loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

The Company's presentation currency is the Canadian dollar ("$").

Changes in Accounting Policies

Initial Adoption of IFRS

These are the first unaudited condensed interim consolidated financial statements prepared in accordance with IAS 34 and accounting policies consistent with IFRS. The Company adopted IFRS in accordance with IFRS 1, First-time Adoption of International Financial Reporting Standards ("IFRS 1"). The first date at which IFRS was applied was July 1, 2010 ("Transition Date"). IFRS 1 provides for certain mandatory exceptions and optional exemptions for first time adopters of IFRS.

IFRS 1 requires that the same policies are applied for all periods presented in the first IFRS financial statements and that those policies comply with IFRSs in effect as at the end of the first IFRS annual reporting period. Accordingly, the opening IFRS statement of financial position, 2011 comparatives and current period financial statements have been prepared using the same policies. The previously presented 2011 Canadian GAAP financial information has been reconciled to the IFRS information as part of the transition note in accordance with the requirements of IFRS 1. Further, the policies applied have been done so on a full retrospective basis unless alternative treatment is permitted or required by an IFRS 1 election or exception.

The Company has applied the following exemptions to its opening statement of financial position dated July 1, 2010:

(i) IFRS 3 - Business Combinations

IFRS 1 indicates that a first-time adopter may elect not to apply IFRS 3 Business Combinations retrospectively to business combinations that occurred before the date of transition to IFRS. The Company has taken advantage of this election and will apply IFRS 3 to business combinations that occur on or after July 1, 2010.

(ii) IFRS 2 – Share-based Payments

IFRS 1 encourages, but does not require, first-time adopters to apply IFRS 2 Share-based Payments to equity instruments that were granted on or before November 7, 2002, or equity instruments that were granted subsequent to November 7, 2002 and vested before the later of the date of transition to IFRS and January 1, 2005. The Company has elected not to apply IFRS 2 to awards that were granted prior to November 7, 2002.

IFRS 1 also outlines specific guidelines that a first-time adopter must adhere to under certain circumstances. The Company has applied the following guidelines to its opening statement of financial position dated July 1, 2010:

(i) Estimates

In accordance with IFRS 1, an entity's estimates under IFRS at the date of transition to IFRS must be consistent with estimates made for the same date under previous GAAP, unless there is objective evidence that those estimates were in error. The Company's IFRS estimates as of July 1, 2010 are consistent with its Canadian GAAP estimates for the same date.

IFRS employs a conceptual framework that is similar to Canadian GAAP. However, significant differences exist in certain matters of recognition, measurement and disclosure. While adoption of IFRS did not have any impact on the Company's cash flows from operating, investing and financing activities, it has resulted in changes to the Company's reported financial position and results of operations.

In order to allow the users of the financial statements to better understand these changes, the Company's Canadian GAAP statements of loss and comprehensive loss for the year ended June 30, 2011 and the 3 months ended September 30, 2011 and the Company's statement of financial position and statement of changes in equity upon transition to IFRS on July 1, 2010, for the three months ended September 30, 2010 and for the year ended June 30, 2011 have been reconciled to IFRS in Note 10 of the Company's condensed interim consolidated financial statements. The resulting differences are explained below:

a) Share-based payments

IFRS

- Each tranche of an award with different vesting dates is considered a separate grant for the calculation of fair value.
- Forfeiture estimates are included in the calculation of fair value of stock-based awards, and are revised for actual forfeitures in subsequent periods.
- Awards granted to employees are measured on the date of grant while awards to parties other than employees are measured on the date the goods and services are received.

Canadian GAAP

- The fair value of stock-based awards with graded vesting are calculated as one grant and the resulting fair value may be recognized on a straight-line basis over the vesting period.
- Forfeitures of awards may be recognized as they occur.
- Awards granted to employees are measured on the date of grant while awards to non-employees are measured at the earliest of (a) the date at which performance is complete; (b) the date a commitment for performance is reached; and (c) grant date (if fully vested)

Upon transition, the Company estimated a forfeiture rate of 0% based on available history and the requirement did not result in any adjustments.

Under Canadian GAAP, the fair value of options granted to consultants was re-measured at each reporting period. Such consultants provide services similar to the ones provided by an employee and therefore qualify as employees under IFRS. Options granted to consultants were measured only on the date of grant for reporting under IFRS resulting in adjustments to Reserves and Deficit.

The Company is continuing to assess the level of presentation and disclosures required for its annual consolidated financial statements.

Management, members of the board of directors and audit committee have the required financial reporting expertise to ensure the adequate organization and transition to IFRS.

Future Accounting Changes

IFRS 9, Financial Instruments (“IFRS 9”) was issued by the International Accounting Standards Board (“IASB”) on October 28, 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. Two measurement categories continue to exist to account for financial liabilities in IFRS 9, fair value through profit or loss (“FVTPL”) and amortized cost. Financial liabilities held for trading are measured at FVTPL, and all other financial liabilities are measured at amortized cost unless the fair value option is applied. The treatment of embedded derivatives under the new standard is consistent with IAS 39 and is applied to financial liabilities and non-derivative hosts not within the scope of the standard. IFRS 9 is effective for annual periods beginning on or after January 1, 2013. The Company is currently evaluating the impact of IFRS 9 on its financial statements.

On December 20, 2010, the IASB published Deferred Tax: Recovery of Underlying Assets – Amendments to IAS 12. The amendments provide an exception to the general principle in IAS 12 that the measurement of deferred income tax assets and deferred income tax liabilities should reflect the tax consequences that would follow from the manner in which the entity expects to recover the carrying amount of an asset. This amendment applies to deferred tax assets or deferred tax liabilities that arise from investment property measured using the fair value model in IAS 40 and introduces a rebuttable presumption that the carrying value of the investment property will be recovered entirely through sale. The amendments must be applied for annual periods beginning on or after January 1, 2012.

In addition, in May 2011, the IASB issued the following standards which have not yet been adopted by the Company: IFRS 10, Consolidated Financial Statements (IFRS 10), IFRS 12, Disclosure of Interests in Other Entities (IFRS 12), IAS 27, Separate Financial Statements (IAS 27), IFRS 13, Fair Value Measurement (IFRS 13) and amended IAS 28, Investments in Associates and Joint Ventures (IAS 28). Each of the new standards is effective for annual periods beginning on or after January 1, 2013 with early adoption permitted. The Company has not yet begun the process of assessing the impact that the new and amended standards will have on its financial statements or whether to early adopt any of the new requirements.

Financial Instruments

The Company's financial instruments consist of cash, accounts receivable, and accounts payable and accrued liabilities. The fair value of these financial instruments approximates their carrying value due to their short-term maturity or capacity of prompt liquidation.

Management of Financial Risk

The Company's financial instruments are exposed to certain financial risks. The risk exposures and the impact on the Company's financial instruments are summarized below.

Currency risk

The Company is exposed to the financial risk related to the fluctuation of foreign exchange rates. The Company operates in Canada, Argentina and Chile and a portion of its expenses are incurred in United States ("US") and Australian dollars and in Argentine and Chilean Pesos. A significant change in the currency exchange rates between the US and Australian dollar relative to the Canadian dollar and the Argentine and Chilean Peso to the Canadian dollar could have an effect on the Company's results of operations, financial position or cash flows. The Company has not hedged its exposure to currency fluctuations.

At September 30, 2011, the Company is exposed to currency risk through the following assets and liabilities denominated in US dollars and Argentine and Chilean Pesos:

September 30, 2011	US Dollars	Australian Dollars	Argentine Peso	Chilean Peso
Cash and cash equivalents	2,838,428	-	9,720,346	24,616,625
Accounts receivable	4,500	-	686,669	6,227,382
Accounts payable and accrued liabilities	(12,347)	(159,831)	(1,057,051)	(565,335)

Based on the above net exposures as at September 30, 2011, and assuming that all other variables remain constant, a 10% depreciation or appreciation of the Canadian dollar against the US and Australian dollar would result in an increase/decrease of $294,069 and $16,180, respectively in the Company's net earnings. Likewise, a 10% depreciation or appreciation of the

Canadian dollar against the Argentine and Chilean Peso would result in an increase/decrease of $219,631 and $6,059, respectively in the Company's net loss.

Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations.

The Company's cash is held through large Canadian financial institutions. The Company's receivables consist of harmonized sales tax due from the Federal Government of Canada. Management believes that credit risk concentration with respect to receivable is remote.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk through the management of its capital structure and financial leverage as outlined below. As at September 30, 2011 the Company was holding cash and cash equivalents of $7,813,146 to settle current liabilities of $529,742. Management believes it has sufficient funds to meet its current obligations as they become due.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The risk that the Company will realize a loss as a result of a decline in the fair value of the short-term investments included in cash is limited because these investments are generally held to maturity.

Commodity price risk

The Company is exposed to price risk with respect to commodity prices. The Company closely monitors commodity prices to determine the appropriate course of action to be taken by the Company.

Capital Management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the development of its mineral properties and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk. In the management of capital, the Company includes the components of shareholders' equity.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, acquire or dispose of assets, enter into joint ventures or obtain debt financing. In order to facilitate the management of its capital requirements, the Company prepares annual expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. The annual and updated budgets are approved by the Board of Directors.

In order to maximize ongoing development efforts, the Company does not pay out dividends.

The Company's investment policy is to invest its cash in highly liquid short-term interest-bearing investments with maturities of three months or less from the original date of acquisition, selected with regards to the expected timing of expenditures from continuing operations. The Company is not subject to externally imposed capital requirements.

Additional Disclosure for Venture Issuers without Significant Revenue

Additional disclosure concerning Mirasol's operating expenses and exploration and evaluation costs is provided in the Company's Consolidated Statements of Loss and Comprehensive Loss and in Note 6 of the condensed interim consolidated financial statements that is available on Mirasol's website at www.mirasolresources.com or on its SEDAR company page accessed through www.sedar.com.

Approval

The Audit Committee of the Company has approved the disclosure contained in this MD&A.

Additional Information

Additional information relating to Mirasol is available on SEDAR at www.sedar.com.

National Instrument 43-101 Disclosure

All technical information for Mirasol's Projects contained within this MD&A has been reviewed by Mary Little, President, CEO & Director, a qualified person under NI 43-101.