MIRASOL RESOURCES LTD.

(An Exploration Stage Company)

INTERIM CONSOLIDATED FINANCIAL STATEMENTS

March 31, 2011 and 2010

Canadian Funds

(Unaudited – Prepared by Management)

Reader's Note:
These unaudited interim consolidated financial statements for the nine months ended March 31, 2011 and 2010 of Mirasol Resources Ltd ("Mirasol" or the "Company") have been prepared by management and have not been reviewed by the Company's auditors.

Mirasol Resources Ltd.

(An Exploration Stage Company)

Statement 1

Interim Consolidated Balance Sheets

Canadian Funds

Unaudited – Prepared by Management

ASSETS		**March 31, 2011**		June 30, 2010
Current				
Cash	**$**	**12,937,895**	$	5,147,280
Receivables and advances *(Note 10)*		**156,233**		57,331
		13,094,128		5,204,611
Equipment *(Note 8)*		**112,109**		40,344
Resource property acquisition costs, *(Note 9)*		**78,333**		78,333
	$	**13,284,570**	$	5,323,288
LIABILITIES				
Current				
Accounts payable and accrued liabilities *(Note 10)*	**$**	**345,017**	$	161,180
		345,017		161,180
SHAREHOLDERS' EQUITY				
Share Capital *(Note 11)*				
Authorized:				
Unlimited common shares without par value				
Issued and fully paid *(Note 11a)*		**24,365,599**		14,171,636
Contributed surplus *(Note 11c)*		**8,121,675**		2,259,578
		32,487,274		16,431,214
Deficit - *Statement 2*		**(19,547,721)**		(11,269,106)
		12,939,553		5,162,108
	$	**13,284,570**	$	5,323,288

Nature of Business *(Note 1)*
Commitments *(Note 13)*
Subsequent Events *(Note 14)*

On Behalf of the Board:

" Mary L. Little " , Director

" Nick DeMare " , Director

Mirasol Resources Ltd.

Statement 2

(An Exploration Stage Company)

Interim Consolidated Statements of Loss, Comprehensive Loss and Deficit

Canadian Funds

Unaudited – Prepared by Management

	For the three months ended March 31		For the nine months ended March 31	
	2011	2010	**2011**	2010
Operating Expenses				
Stock-based compensation *(Note 11d)*	$ **2,654,390**	$ -	$ **4,820,630**	$ -
Exploration costs, net – Schedule	**1,230,281**	464,540	**2,566,510**	922,373
Management fees	**78,568**	48,589	**216,003**	133,632
Office and miscellaneous	**105,774**	94,332	**186,056**	192,037
Professional fees	**45,881**	20,943	**108,071**	54,862
Listing and filing fees	**33,613**	12,660	**49,788**	20,846
Shareholder information	**19,136**	9,113	**41,314**	30,209
Travel	**22,343**	26,943	**31,089**	45,363
Amortization	**99**	417	**918**	1,159
	4,190,085	677,537	**8,020,379**	1,400,481
Other Items				
Foreign exchange loss	**170,484**	30,697	**267,107**	164,953
Interest and bank charges – net	**(8,107)**	123	**(8,871)**	1,167
	162,377	30,820	**258,236**	166,120
Loss and Comprehensive Loss for the Period	**4,352,462**	708,357	**8,278,615**	1,566,601
Deficit - Beginning of Period	**15,195,259**	9,899,552	**11,269,106**	9,041,308
Deficit - End of Period	$ **19,547,721**	$ 10,607,909	$ **19,547,721**	$ 10,607,909
Loss per Share – Basic and Diluted	$ **0.11**	$ 0.02	$ **0.23**	$ 0.05
Weighted Average Number of Shares Outstanding	**37,915,069**	29,565,029	**35,334,628**	29,411,605

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

Mirasol Resources Ltd.

Statement 3

(An Exploration Stage Company)

Interim Consolidated Statements of Cash Flow

Canadian Funds

Unaudited – Prepared by Management

	For the three months ended March 31		For the nine months ended March 31	
	2011	2010	**2011**	2010
Operating Activities				
Loss for the period	**$ (4,352,462)**	$ (708,357)	**$ (8,278,615)**	$ (1,566,601)
Items not affecting cash:				
Stock-based compensation	**2,654,390**	-	**4,820,630**	-
Amortization	**99**	417	**918**	1,159
Amortization included in exploration expenses	**7,766**	3,824	**17,346**	12,330
Changes in non-cash working capital items:				
Receivables and advances	**98,183**	(12,315)	**(98,902)**	(23,004)
Accounts payable and accrued liabilities	**(167,548)**	(20,599)	**183,837**	(22,305)
Cash used in operating activities	**(1,759,572)**	(737,030)	**(3,354,786)**	(1,598,421)
Investing Activities				
Purchase of equipment	**(11,035)**	-	**(90,029)**	(1,610)
Cash used in investing activities	**(11,035)**	-	**(90,029)**	(1,610)
Financing Activities				
Share capital issued, net	**558,656**	187,331	**11,235,430**	3,445,815
Cash received from financing activities	**558,656**	187,331	**11,235,430**	3,445,815
Change in Cash	**(1,211,951)**	(549,699)	**7,790,615**	1,845,784
Cash - Beginning of period	**14,149,846**	6,048,960	**5,147,280**	3,653,477
Cash - End of Period	**$ 12,937,895**	$ 5,499,261	**$ 12,937,895**	$ 5,499,261

Supplemental Schedule of Non-Cash Transactions

Fair value of private placement warrants	**$ -**	$ -	**$ 1,945,690**	$ 909,128
Fair value of private placement warrants exercised	**$ 20,294**	$ -	**$ 808,800**	$ -
Fair value of finder fees warrants	**$ -**	$ -	**$ 371,005**	$ 202,384
Fair value of options exercised	**$ 188,503**	$ 140,311	**$ 257,752**	$ 144,416
Fair value of warrants exercised	**$ 173,891**	$ -	**$ 208,676**	$ -

There was no cash paid for interest or income taxes for the nine months ended March 31, 2011 and 2010.

Mirasol Resources Ltd.

(An Exploration Stage Company)

<u>Schedule</u>

Interim Consolidated Schedules of Resource Property Exploration Costs

Canadian Funds

Unaudited – Prepared by Management

	For the three months ended March 31		For the nine months ended March 31	
	2011	2010	**2011**	2010
Properties:				
Claudia				
Consultants and salaries	**$ 44,829**	$ 1,869	**$ 87,699**	$ 15,538
Camp and general	**15,033**	5,833	**35,978**	21,946
Travel	**1,841**	-	**11,117**	1,042
Assays and sampling	**(51)**	-	**2,851**	323
	61,652	7,702	**137,645**	38,849
Joaquin				
Consultants and salary	**26,939**	31,486	**112,334**	95,629
Camp and general	**(5,162)**	1,002	**12,368**	4,365
Travel	**38**	-	**4,985**	4,544
Mining rights and fees	**35**	-	**368**	-
Assays and sampling	**425**	-	**425**	123
Option payment received	**-**	-	**(75,008)**	(78,331)
	22,275	32,488	**55,472**	26,330
La Curva				
Consultants and salary	**8,166**	(44)	**19,673**	5,823
Camp and general	**6,130**	123	**7,648**	1,809
Travel	**1,592**	-	**2,701**	299
Mining rights and fees	**-**	-	**82**	-
Assays and sampling	**5,243**	-	**5,243**	-
	21,131	79	**35,347**	7,931
La Libanesa				
Consultants and salary	**57,171**	26	**87,503**	14,192
Camp and general	**23,479**	1,509	**36,242**	5,807
Travel	**5,277**	-	**9,046**	392
Mining rights and fees	**-**	-	**287**	-
Assays and sampling	**10,473**	-	**10,473**	-
	96,400	1,535	**143,551**	20,391
Nico				
Consultants and salary	**-**	1,141	**492**	5,696
Camp and general	**798**	406	**1,975**	1,297
Travel	**-**	-	**-**	278
Mining rights and fees	**-**	-	**287**	-
	798	1,547	**2,754**	7,271
Rubi (Chile)				
Consultants and salary	**-**	59	**-**	9,948
Camp and general	**-**	94	**3,500**	2,626
Travel	**-**	78	**1,282**	2,283
Mining rights and fees	**35,686**	25,360	**61,834**	50,693
Assays and sampling	**4,178**	7,918	**31,724**	11,892
	39,864	33,509	**98,340**	77,442
Carried forward	**$ 242,120**	$ 76,860	**$ 473,109**	$ 178,214

Mirasol Resources Ltd.

(An Exploration Stage Company)

Interim Consolidated Schedules of Resource Property Exploration Costs

Canadian Funds
Unaudited – Prepared by Management

	For the three months ended March 31		For the nine months ended March 31	
	2011	2010	**2011**	2010
Properties continued:				
Brought forward	**$ 242,120**	$ 76,860	**$ 473,109**	$ 178,214
Sascha				
Consultants and salary	**-**	3,410	**525**	33,249
Camp and general	**3,137**	51	**6,274**	15,370
Travel	**-**	-	**-**	337
Mining rights and fees	**-**	-	**368**	-
Assays and sampling	**-**	52	**-**	157
	3,137	3,513	**7,167**	49,113
Santa Rita				
Consultants and salary	**-**	5,551	**549**	46,179
Camp and general	**4,159**	3,972	**5,464**	36,533
Travel	**7**	(78)	**7**	6,062
Mining rights and fees	**-**	-	**478**	-
Assays and sampling	**-**	372	**-**	3,041
	4,166	9,817	**6,498**	91,815
Virginia				
Consultants and salary	**154,463**	83,389	**263,084**	83,389
Camp and general	**477,018**	42,663	**592,678**	42,663
Travel	**37,030**	8,240	**54,264**	8,240
Mining rights and fees	**50**	-	**259**	-
Assays and sampling	**33,339**	16,388	**38,142**	16,388
	701,900	150,680	**948,427**	150,680
General and administrative	**(235,001)**	102,015	**298,768**	224,020
Generative exploration	**339,472**	116,899	**517,353**	178,052
Other projects	**174,009**	4,756	**315,188**	50,479
Total Resource Property Costs	**$ 1,229,803**	$ 464,540	**$ 2,566,510**	$ 922,373

1. Nature of Business

Mirasol Resources Ltd. ("Mirasol") (the "Company") engages primarily 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. Significant Accounting Policies

These unaudited interim consolidated financial statements have been prepared in accordance with accounting principles generally accepted in Canada and follow the same accounting policies and methods consistent with those used in the preparation of the most recent annual audited consolidated financial statements except as noted below. These unaudited interim consolidated financial statements do not include all the information and note disclosures required by Canadian GAAP for annual financial statements, and therefore should be read in conjunction with the Company's audited financial statements as at June 30, 2010.

These unaudited 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., Minera Brett Resources Argentina S.A., Minera Victoria Sociedad Anónima and Minera Mirasol Chile Limitada.

Certain comparative amounts have been reclassified to conform to the current period's presentation.

3. Changes in Accounting Policy

a) Business combinations

In January 2009, the CICA issued Handbook section 1582, "Business Combinations", which establishes new standards for accounting for business combinations. This is effective for business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after January 1, 2011. The Company has elected to early adopt this policy effective July 1, 2010. The adoption of this standard did not have an impact on the Company's consolidated financial position, earnings or cash flows.

b) Non-Controlling Interest

In January 2009, the CICA issued Handbook section 1602, "Non-controlling Interests", to provide guidance on accounting for non-controlling interests subsequent to a business combination. The section is effective for fiscal years beginning on or after January 2011. The Company has elected to early adopt this policy effective July 1, 2010. The adoption of this standard did not have an impact on the Company's consolidated financial position, earnings or cash flows.

c) **Consolidated Financial Statements**

In January 2009, the CICA issued Handbook section 1601, "Consolidated Financial Statements", to provide guidance on the preparation of consolidated financial statements. The section is effective for fiscal years beginning on or after January 1, 2011. The Company has elected to early adopt this policy effective July 1, 2010. The adoption of this standard did not have an impact on the Company's consolidated financial position, earnings or cash flows.

d) **Comprehensive Revaluation of Assets and Liabilities**

In August 2009, the CICA amended Handbook Section 1625, "Comprehensive Revaluation of Assets and Liabilities" to be consistent with Sections 1582, 1601 and 1602, which were issued in January 2009. The amendments apply prospectively to comprehensive revaluations of assets and liabilities occurring in fiscal years beginning on or after January 1, 2011. The Company has elected to early adopt this policy effective July 1, 2010. The adoption of this standard did not have an impact on the Company's consolidated financial position, earnings or cash flows.

4. Recent Accounting Pronouncements Not Yet Adopted

International Financial Reporting Standards ("IFRS")

In 2006, the Canadian Accounting Standards Board ("AcSB") published a new strategic plan that will significantly affect financial reporting requirements for Canadian companies. The AcSB strategic plan outlines the convergence of Canadian GAAP with IFRS over an expected five year transitional period. In February 2008 the AcSB announced that 2011 is the changeover date for publicly-listed companies to use IFRS, replacing Canadian GAAP. This date is for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011. For the Company, the transition date will be July 1, 2010 and this will require the restatement for comparative purposes of amounts reported by the Company for the year ended June 30, 2011.

5. Fair Value of Financial Instruments

The Company's financial instruments consist of cash, receivables and advances and accounts payable and accrued liabilities. Cash is carried at fair value using a level 1 fair value measurement. The fair value of receivables and advances and accounts payable and accrued liabilities approximates their carrying value due to their short-term maturity or capacity of prompt liquidation. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from the financial instruments. See note 7 for management's assessment of risks.

The Company holds cash balances and incurs payables that are denominated in the Canadian Dollar, the US Dollar, the Argentine Peso and the Chilean Peso. These balances are subject to fluctuations in the exchange rate between the Canadian Dollar, the US Dollar and the Argentine and Chilean Peso, resulting in currency gains or losses for the Company.

6. 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. 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 90 days 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.

7. 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.

Sensitivity analysis

The Company's financial instruments consist of cash, receivables and advances, and accounts payable and accrued liabilities.

The Company has classified its cash as held-for-trading, and is measured at fair value. Receivables and advances are designated as loans and receivables and are measured at amortized cost. Accounts payable and accrued liabilities are classified as other financial liabilities and are measured at amortized cost.

As at March 31, 2011, the carrying amount of accounts receivable and advances and accounts payable and accrued liabilities equals fair market value. Based on management's knowledge and experience of the financial markets, the Company believes the following movements are reasonably possible over a three month period:

- The Company is exposed to interest rate risk as bank accounts earn interest income at variable rates. The income earned on these accounts is subject to the movements in interest rates. The cash proceeds from the Company's financing activities are invested in term deposits which are readily convertible to known amounts of cash and not exposed to a risk of loss in value.
- Price risk is remote since the Company is currently not a producing entity.

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 Canadian dollars and Argentine and Chilean Pesos. A significant change in the currency exchange rates between the US 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 March 31, 2011, the Company is exposed to currency risk through the following assets and liabilities denominated in US dollars and Argentine and Chilean Pesos:

March 31, 2011	US Dollars	Argentine Peso	Chilean Peso
Cash and cash equivalents	6,313,433	561,356	35,015,330
Accounts receivable	2,000	515,403	3,496,016
Accounts payable and accrued liabilities	(68,028)	(472,069)	(1,086,368)

Based on the above net exposures as at March 31, 2011, and assuming that all other variables remain constant, a 10% depreciation or appreciation of the Canadian dollar against the US dollar would result in an increase/decrease of $607,560 in the Company's net earnings. Likewise, a 10% depreciation or appreciation of the Canadian dollar against the Argentine and Chile Peso would result in an increase/decrease of $14,555 and $7,590, respectively in the Company's net earnings.

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.

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 March 31, 2011 the Company was holding cash and cash equivalents of $12,937,895 to settle current liabilities of $345,017. 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.

8. Equipment

	Cost	Accumulated Amortization	**Net Book Value As at March 31, 2011**
Exploration Equipment	$ 198,967	$ 95,318	$ **103,649**
Computer Hardware	22,659	14,199	**8,460**
	$ 221,626	$ 109,517	$ **112,109**

	Cost	Accumulated Amortization	Net Book Value As at June 30, 2010
Exploration Equipment	$ 117,341	$ 78,707	$ 38,634
Computer Hardware	14,256	12,546	1,710
	$ 131,597	$ 91,253	$ 40,344

9. Resource Property Costs

Cumulative resource expenditures per project under active exploration are as follows:

	Capitalized Acquisition Costs	Exploration Costs	**Balance as at March 31, 2011**	Balance as at June 30, 2010
Sascha, Property, Argentina	$ -	$ 453,613	$ **453,613**	$ 446,446
Nico Property, Argentina	8,532	302,348	**310,880**	308,126
Claudia Property, Argentina	-	176,511	**176,511**	38,866
Joaquin Property, Argentina	-	331,669	**331,669**	276,197
Santa Rita Property, Argentina	-	(50,600)	**(50,600)**	(57,098)
Virginia Property, Argentina	-	1,020,504	**1,020,504**	72,077
Espejo Property, Argentina	-	204,321	**204,321**	201,508
La Curva Property, Argentina	-	648,829	**648,829**	613,482
La Libanesa Property, Argentina	-	717,173	**717,173**	573,622
Playa Grande Property, Argentina	-	257,720	**257,720**	257,579
Pajaro, Veloz and Los Loros Properties, Argentina	69,801	2,722	**72,523**	71,918
Rubi Property, Chile	-	310,163	**310,163**	211,283
Gorbea Project, Chile	-	301,396	**301,396**	169,845
	$ 78,333	$ 4,676,369	$ **4,754,702**	$ 3,183,851

a) **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$8,000,000 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, which was achieved by Coeur in December 2010. After earn-in, Coeur may elect to fund a bankable feasibility study to increase its interest to 61%, at which point Mirasol may 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.

b) **Claudia and Santa Rita Properties**

The Company owns a 100% interest in the Claudia and Santa Rita properties 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.

c) **Nico Property**

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

On February 12, 2009, the Company signed an exploration option agreement with Coeur for the exploration of its 100%-owned Nico gold-silver project in Santa Cruz Province, southern Argentina. The option agreement provides for an agreement to give 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. US$250,000 of these exploration expenditures will be made in the first year. On February 13, 2009, a payment of $62,225 (US$50,000) was received upon the signing of this agreement. Coeur returned the Nico property to Mirasol in January 2010 in order to focus efforts on the Joaquin joint venture.

d) **Espejo, La Libanesa and La Curva Properties**

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

e) **Pajaro, Veloz and Los Loros Property**

The Company acquired 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) **Rubi Property**

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

9. Related Party Transactions

Except as noted elsewhere in these financial statements, related party transactions are as follows:

a) Included in accounts payable and accrued liabilities at March 31, 2011 is an amount of $116,736 (June 30, 2010 - $18,536) owing to directors and officers of the Company. The amount was incurred in the ordinary course of business. The amount 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. As at March 31, 2011, $Nil (June 30, 2010 - $10,427) was advanced to an officer of the Company for expenses incurred on behalf of the Company and is included in receivables and advances.

b) The following represents the details of related party transactions paid or accrued during the nine months ended March 31:

		2011		2010
Consulting fees paid to a company where an officer of the Company is a principal	**$**	**533,018**	$	234,838

The consulting fees have been included in exploration costs (2011 - $445,951; 2010 - $205,951) and in management fees (2011 - $87,067; 2010 - $28,887).

10. Share Capital

a) Details of share capital are as follows:

Authorized:

Unlimited common shares without par value

	Shares		Amount
Issued and allotted:			
Balance – June 30, 2009	29,258,181	$	11,246,301
Shares issued for private placement	2,800,000		3,500,000
Share issuance costs	-		(256,935)
Fair value of private placement warrants	-		(909,128)
Fair value of finder fee warrants	-		(202,384)
Exercise of options	1,167,500		447,750
Exercise of warrants	16,300		24,450
Fair value of options exercised	-		307,163
Fair value of warrants exercised	-		14,419
Balance – June 30, 2010	33,241,981	$	14,171,636
Shares issued for private placement	3,000,000		9,300,000
Share issuance costs- cash	-		(595,786)
Fair value of private placement warrants	-		(1,945,690)
Fair value of finder fee warrants	-		(371,006)
Exercise of options	521,000		324,950
Exercise of warrants	1,418,020		2,206,267
Fair value of options exercised	-		257,752
Fair value of warrants exercised	-		1,017,476
Balance – March 31, 2011	**38,181,001**	**$**	**24,365,599**

b) 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 will entitle the holder to purchase a common share of the Company for 1 year from the closing date at a price of $4.00 per share. 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 $371,006 and exercisable for one year at $3.10 per share. 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

On December 22, 2009 the Company completed a non-brokered private placement with the issuance of 2,800,000 units at a price of $1.25 per unit for gross proceeds of $3.5 million. Each unit consists of one common share and one-half common share purchase warrant. One whole warrant will entitle the holder to purchase a common share of the Company for 24 months from the closing date at a price of $1.50 per share for the first 12 months and $1.75 thereafter. The Company allocated $2,590,872 to the common shares and $909,128 to the share purchase warrants based upon the relative fair values.

The Company paid finder's fees of $208,800 equal to 6% of the value of 2,784,000 units, and issued 222,720 broker warrants, with a fair value of $202,384 and exercisable at $1.50 per share, as finder's fees. The total share issuance costs relating to this transaction amounted to $256,935.

The warrants fair values were based on the following assumptions:

	Warrants
Expected dividend yield	0.00%
Expected stock price volatility	145.98%
Risk-free interest rate	1.31%
Expected life of warrants	2 years

c) Details of contributed surplus:

		March 31, 2011		June 30, 2010
Balance – beginning of period	**$**	**2,259,578**	$	1,469,648
Fair value of stock-based compensation		**4,820,630**		-
Fair value of private placement warrants		**1,945,690**		909,128
Fair value of finder fee warrants		**371,005**		202,384
Fair value of options exercised		**(257,752)**		(307,163)
Fair value of warrants exercised		**(808,800)**		(14,419)
Fair value of broker warrants exercised		**(208,676)**		-
Balance – end of period	**$**	**8,121,675**	$	2,259,578

d) 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 cannot be less than the "Discounted Market Price" as defined in the policies of the Exchange.

A summary of the Company's options, which includes options issued under the Company's stock option plan and agent's options at March 31, 2011 and the changes for the period are as follows:

	Number of Options	Weighted Average Exercise Price
Options outstanding at June 30, 2009	2,941,000	$0.49
Exercised	(1,167,500)	$0.38
Cancelled	(50,000)	$0.65
Options outstanding at June 30, 2010	1,723,500	$0.56
Granted	1,835,000	$4.40
Exercised	(521,000)	$0.62
Options outstanding at March 31, 2011	3,037,500	$2.87
Options vested at March 31, 2011	2,510,000	$2.37

At March 31, 2011, the following stock options are outstanding:

Expiry date	Exercise Price	Options Outstanding	Options Exercisable
May 9, 2011	$0.70	125,000	125,000
February 28, 2013	$0.63	732,500	732,500
May 21, 2014	$0.25	345,000	345,000
October 5, 2015	$2.90	1,000,000	850,000
December 16, 2015	$5.55	60,000	27,500
March 23, 2016	$6.25	775,000	430,000
		3,037,500	2,510,000

During the nine months ended March 31, 2011, the Company granted 1,835,000 stock options having a total fair value of $6,078,498 and a weighted average grant-date fair value of $3.31. The company recorded stock-based compensation expense of $4,820,630 for the vested options. The remaining amount will be recorded in the fourth quarter when the remaining options vest.

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:

	March 31, 2011
Risk-free interest rate	1.79% - 2.36%
Expected dividend yield	NIL
Expected stock price volatility	121% - 123%
Expected life (in years)	3.5 years

e) Warrants

A summary of the Company's share purchase warrants and broker warrants at March 31, 2011 and the changes for the three months are as follows:

	Warrants Outstanding	Weighted Average Exercise Price
Warrants outstanding at June 30, 2009		
Granted - private placement warrants *	1,400,000	$1.75
Granted - broker warrants	222,720	$1.75
Exercised - private placement warrants	(12,500)	$1.50
Exercised - broker warrants	(3,800)	$1.50
Warrants outstanding at June 30, 2010	1,606,420	$1.50
Granted - private placement warrants	1,500,000	$4.00
Granted - broker warrants	179,100	$3.10
Exercised - private placement warrants	(1,245,500)	$1.51
Exercised - broker warrants	(172,520)	$1.91
Balance at March 31, 2011	1,867,500	$3.80

* These warrants are exercisable at $1.50 for the first 12 months from closing of the private placement, after 12 months at December 4, 2010 these warrants are exercisable at $1.75.

During the nine months ended March 31, 2011, the Company had 1,245,500 private placement warrants and 172,520 broker warrants exercised for total proceeds of $2,206,267.

f) 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.

11. Segmented Information

Details on a geographical basis are as follows:

As at March 31		**March 31, 2011**		June 30, 2010
Total Assets				
Canada	**$**	**12,761,078**	$	5,034,786
Argentina		**441,158**		276,651
Chile		**82,334**		11,851
Total	**$**	**13,284,570**	$	5,323,288

As at March 31		**March 31, 2011**		June 30, 2010
Property, Plant and Equipment				
Canada	**$**	**4,746**	$	1,710
Argentina		**103,649**		36,468
Chile		**3,714**		2,166
Total	**$**	**112,109**	$	40,344

As at March 31		**March 31, 2011**		June 30, 2010
Resource Properties				
Canada	**$**	**-**	$	-
Argentina		**78,333**		78,333
Chile		**-**		-
Total	**$**	**78,333**	$	78,333

For the Three Months Ended March 31		**2011**		2010
Net Income (Loss)				
Canada	**$**	**(2,910,418)**	$	(196,247)
Argentina		**(1,282,014)**		(509,681)
Chile		**(160,030)**		(2,429)
Total	**$**	**(4,352,462)**	$	(708,357)

For the Nine Months Ended March 31		**2011**		2010
Net Income (Loss)				
Canada	**$**	**(5,338,245)**	$	(442,082)
Argentina		**(2,610,695)**		(1,022,493)
Chile		**(329,675)**		(102,026)
Total	**$**	**(8,278,615)**	$	(1,566,601)

12. Commitments

The Company has signed an operating lease agreement, commencing on October 1, 2010 to October 31, 2011. The total minimum lease payments are $900 per month and $10,800 per annum.

13. Subsequent Events

Subsequent to March 31, 2011

a) The Company issued 29,000 common shares on the exercise of warrants for gross proceeds of $50,750.

b) The Company issued 125,000 common shares on the exercise of stock options for gross proceeds of $87,500.

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

Introduction

Prepared May 26, 2011 for the period ended March 31, 2011. 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 annual audited consolidated financial statements and related notes for the year ended June 30, 2010. 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 management discussion and analysis ("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. Aside from factors identified in the annual MD&A, additional important factors, if any, are identified here.

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., Australis S.A., and Nueva Gran 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.

Current Highlights

On May 12, 2011, the Company announced the assay results from additional14 additional drill holes from Phase 2 drilling at its 100% owned Virginia project.

On May 9, 2011, the Company announced the 43-101 compliant, in-pit resource estimates of 19.6 million ounces of silver in the indicated category and 47.9 million ounces of silver in the inferred category at its Joaquin project, in joint venture with Coeur d'Alene Mines ("Coeur").

On April 27, 2011, the Company announced it signed a Letter of Intent with Pan American Silver Corp. to explore the Company's 100% owned Espejo project.

On April 19, 2011, the Company announced the assay results from the initial 21 drill holes from Phase 2 drilling at its 100% owned Virginia project.

On March 14, 2011, the Company announced, the Company's joint venture partner, Coeur d'Alene Mines has elected to proceed to take the Joaquin project through feasibility stage, which will allow Coeur to earn a 61% interest.

On February 15, 2011, the Company announced that Phase 2 diamond drilling has commenced on its 100% owned Virginia project. Phase 2 drilling is designed to further explore the Julia Vein and possibly other targets identified through surface exploration.

On January 18, 2011, the Company announced the results from an infill drilling at the La Negra silver-gold deposit at the Joaquin project.

On January 13, 2011 and December 16, 2010, the Company announced assay results from its diamond drilling program at the Julia Vein at its 100% owned Virginia project.

On December 7, 2010, the Company closed a non-brokered private placement consisting of 3,000,000 units at a price of $3.10 per unit for gross proceeds of $9.3 million. Each unit consisted of one common share and one-half of one share purchase warrant. One whole warrant entitles the holder to purchase one common share for a period of one year at a price of $4.00 per share. 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 exercisable for one year at $3.10 per share.

On November 19, 2010, the Company announced that Phase 1 diamond drilling has commenced on its 100% owned Virginia project. The Company previously announced that it received approval of environmental permits to allow initial drilling (news release dated November 8, 2010).

On November 3, 2010, the Company announced the final results from Phase 5 exploration diamond drilling at the 100% owned Joaquin project which include results from the infill drilling at the La Negra prospect. Mirasol's joint venture partner, Coeur d'Alene Mines, has commenced geological modeling for the purpose of an initial inferred resource calculation.

On October 18, 2010, the Company announced initial results from Phase 5 drilling at its 100% owned Joaquin project, including hole DDJ-100 at the La Morocha prospect. DDJ-100 contains the deepest, widest and highest silver grade hole drilled at La Morocha, and the third best hole at Joaquin property to date based on interval-grade thicknesses.

On September 15, 2010, the Company announced results from newly discovered veins at the Virginia silver prospect. Mapping and sampling were completed for the 2009-2010 season.

On August 10, 2010, the Company announced the results from Phase 4 diamond drilling and the results of the first four holes of Phase 5 at its 100% owned Joaquin project. New results expand the La Negra prospect's silver-gold mineralized corridor.

On July 22, 2010, the Company announced results from Phase 4 of drilling at its 100% owned Joaquin project. In late May, Mirasol's joint venture partner, Coeur d'Alene Mines initiated an exploration program that includes a Phase 5 drilling program and an exploration program. Coeur d'Alene Mines Corporation budgeted US$3.3 million in exploration at Joaquin in 2010.

Activities on Mineral Projects

Activities during the quarter ended March 31, 2011 were focused on exploration activities on the Company's gold-silver prospects and acquisition evaluations in Santa Cruz Province, Argentina, and northern Chile.

As of March 31, 2011, through its subsidiaries, the Company held 20 cateos (mineral exploration concessions) and other applications in progress in Santa Cruz Province. Mirasol identified, staked and holds a 100% interest in all of its prospects.

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 a major resource company which has the expertise and financial capability to take such properties to commercial production. At present, Mirasol has a joint venture with Coeur d'Alene Mines at the Joaquin Project in Santa Cruz Province, Argentina. The Company plans to drill the Virginia Project, and potentially other properties, during the 2011 fiscal year. In addition, the Company 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 the 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. Generative exploration costs totaled $339,472 for the quarter ended March 31, 2011, an increase from $116,899 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 salaried employees, consulting and contractors, travel, camp and general and administrative costs.

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 Coeur joint venture; 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 beendrilled. In December 2010, Coeur notified Mirasol that it had completed requirements to vest at 51% interest in the Joaquin project. An initial resource was published for the La

Morocha and La Negra targets in a news release published April 27, 2011. .

A 43-101 compliant resource estimate will be published for the Joaquin project. 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.

During the quarter ended March 31, 2011 the Joaquin property incurred costs of $22,275 for consultants and salary expenses.

Santa Rita Property- Virginia Zone

In the second quarter of 2010, 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 veins discovered surrounding the Julia vein.

Sawn channel samples (March 4, 2010) from all 58 Julia vein channels averaged 805 g/t Ag. 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 of the principal vein zone. The Virginia discovery now has more than 9 kilometres of exposed or interpreted vein length.

On December 13, 2010 announced initial Phase 1 drilling results 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 and continues as of quarter's end. Phase 2 will focus on drilling the adjacent Naty vein and further drilling of the Julia vein.

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

During the quarter ended March 31, 2011, the Santa Rita and Virginia Zone incurred costs of $706,066, principally related to drilling. Of this total, $154,463 was for consultants and salaries, $481,177 for camp, drill contractors and general costs, $37,037 for travel expenses and $33,339 for assays and sampling costs.

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 M.D.s ("*manifestaciones de descubrimiento")*. The Sascha Project was initially included in the Coeur joint venture. 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 and interpretation of drill results have defined a number of new prospective exploration targets at Sascha. The project is available for joint venture.

During the quarter ended March 31, 2011 the Sascha property incurred costs of $3,137 for camp and general costs. The total cumulative exploration costs by Mirasol, net of option payments, and apart from Coeur's expenditures on the Sascha property were $453,613.

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 d'Alene Mines' ("Coeur") 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. Coeur 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.

During the quarter ended March 31, 2011, the Nico property incurred costs of $798 for camp and general costs.

Claudia Property

The Claudia Property comprises exploration concessions ("*cateos*") totaling approximately 120,000 hectares 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 a news release 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 ended March 31, 2011, the Claudia property incurred costs of $61,652. Of this total, $44,829 was for consultants and salaries, and $15,033 for camp and general costs.

Espejo Property

The Espejo property was staked in April 2006 and adjoins Pan American Silver's Manantial Espejo silver-gold mine. 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 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 exist on the property. The dome-vein setting is seen elsewhere in productive mining districts and at the Dos Calandrias gold discovery located fifteen kilometers to the west. . (See news releases of April 1, 2008 and February 24, 2009).

During the quarter ended March 31, 2011, the La Curva property incurred costs of $21,131. Of this total, $8,166 was for consultants and salaries, $6,130 for camp and general costs, $1,592 for travel expenses, and $5,243 for assays and sampling costs.

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 Q2 2010, an AMT ground geophysical survey identified a strong resistive feature near Cerro Plomo. The 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. Recently, an AMT geophysical survey was completed which confirms multiple drill targets.

During the quarter ended March 31, 2011, the La Libanesa property incurred costs of $96,400. Of this total, $57,171 was for consultants and salaries, $23,479 for camp and general costs, $5,277 for travel expenses, and $10,473 for assays and sampling costs.

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 increased in 2008, 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). The Rubi property is being offered for joint venture in 2011.

During the quarter ended March 31, 2011, the Rubi property incurred costs of $39,864. This mainly consisted of $35,686 for mining rights and fees and $4,178 for assays and sampling costs.

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 Months Ended March 31, 2011 as compared to the Three Months Ended March 31, 2010

Net Loss and Operating Expenses

For the period, the Company experienced a net loss of $4,352,462 compared to a net loss of $708,357 for the comparative period in 2010, an increase of $3,644,015.

Total operating expenses for the period were $4,190,085 compared to $677,537 for the comparative period in 2010, an increase of $3,512,548. The increase primarily results from a threefold increase in exploration costs ($1,230,281 compared to $464,540) due to increased exploration activity and an increase in stock-based compensation ($2,654,390 compared to $Nil) due to an increased number of options vesting. Other increased costs include management fees ($78,568 compared to $48,589), professional fees ($45,881 compared to $20,943), listing and filing fees ($33,613 compared to $12,660), and shareholder information ($19,136 compared to $9,113).

For the Nine Months Ended March 31, 2011 as compared to the Nine Months Ended March 31, 2010

Net Loss and Operating Expenses

For the period, the Company experienced a net loss of $8,278,615 compared to a net loss of $1,566,601 for the comparative period in 2010, an increase of $6,712,014.

Total operating expenses for the period were $8,020,379 compared to $1,400,481 for the comparative period in 2010, an increase of $6,619,898. The increase primarily results from an increase in exploration costs ($2,566,510 compared to $922,373) due to increased exploration activity and an increase in stock-based compensation ($4,820,630 compared to $Nil) due to an increased number of options vesting. Other increased costs include management fees ($216,003 compared to $133,632), professional fees ($108,071 compared to $54,862), listing and filing fees ($49,788 compared to $20,846), and shareholder information ($41,314 compared to $30,209).

Summary of Quarterly Results

The following table sets out selected unaudited quarterly financial information of Mirasol and is derived from unaudited quarterly consolidated financial statements prepared by management. The Company's unaudited interim consolidated financial statements are prepared in accordance with Canadian generally accepted accounting principles and expressed in Canadian dollars.

Period	Revenues	Loss from Continuing Operations	Basic and Fully Diluted Loss per Share from Continuing Operations
3rd Quarter 2011	Nil	4,352,462	0.11
2nd Quarter 2011	Nil	3,371,011	0.10
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
1st Quarter 2010	Nil	457,500	0.02
4th Quarter 2009	Nil	666,780	0.02

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

Liquidity

The Company's net working capital as at March 31, 2011 was $12,749,111 compared to a net working capital of $5,043,431 at June 30, 2010. The cash balance at March 31, 2011 was $12,937,895 compared to $5,147,280 at June 30, 2010. As at March 31, 2011 current liabilities were $345,017 compared to $161,180 at June 30, 2010.

On May 26, 2011, the Company had 38,335,001 issued shares. The Company had 2,912,500 options and 1,838,500 warrants outstanding. The weighted average exercise price is $2.96 and $3.83, respectively.

Investing Activities

During the nine months ended March 31, 2011, the Company purchased equipment for $90,029.

Financing Activities

During the nine months ended March 31, 2011, the Company received cash proceeds of $324,950 from the exercise of 521,000 options and $2,206,266 from the exercise of 1,418,020 warrants.

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 3.0 million units priced at $3.10. Each unit consists of one common share and one-half common share purchase warrant. One whole warrant will entitle 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 dependant 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 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 $12,749,111, 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.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

Transactions with Related Parties

During the nine months ended March 31, 2011, the Company paid or accrued $533,018 (March 31, 2010 - $234,838) in consulting fees. Consulting fees of $445,951 (2010 - $205,951) have been included in Exploration costs and consulting fees of $87,067 (2010 - $28,887) have been included in Management fees. These consulting fees have been paid or accrued to a Company where an officer of the Company is a principal. Included in accounts payable and accrued liabilities at March 31, 2011 is an amount of $116,736 (June 30, 2010 - $18,536) owing to directors and officers of the Company. As at March 31, 2011, $Nil (June 30, 2010 - $10,427) was advanced to an officer of the Company for expenses incurred on behalf of the Company and is included in receivables and advances.

By agreement dated September 1, 2004, the Company entered into a consulting agreement with a director and officer of the Company to act as the President and CEO of the Company. Compensation is currently US$12,500 per month.

By agreement dated September 1, 2004, the Company entered into a consulting agreement with a director to act as the Exploration Manager of the Company. Compensation currently is US$10,000 per month.

Pursuant to an agreement dated September 1, 2004, the Company entered into a consulting agreement with an officer of the Company to act as the Vice-President of Exploration of the Company. Compensation is US$625 per day for the days worked.

Critical Accounting Policies and Estimates

The details of the Company's accounting policies are presented in Note 2 of the annual audited consolidated financial statements. 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.

Acquisition and Exploration Costs

Exploration costs are expensed as incurred since the Company is in the process of exploring its mineral claims and has not yet determined whether these properties contain ore reserves that are economically recoverable. If and when the Company's management determines that economically extractable proven or probable mineral reserves have been established, the subsequent costs incurred to develop such property, including costs to further delineate the ore body will be capitalized.

Any option payments received are first credited to the cost of the property, with any excess included in income.

Changes in Accounting Policies

Business combinations

In January 2009, the CICA issued Handbook section 1582, "Business Combinations", which establishes new standards for accounting for business combinations. This is effective for business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after January 1, 2011. The Company has elected to adopt this policy effective July 1, 2010. The adoption of this standard did not have an impact on the Company's consolidated financial position, earnings or cash flows.

Non-Controlling Interest

In January 2009, the CICA issued Handbook section 1602, "Non-controlling Interests", to provide guidance on accounting for non-controlling interests subsequent to a business combination. The section is effective for fiscal years beginning on or after January 2011. The Company has elected to early adopt this policy effective July 1, 2010. The adoption of this standard did not have an impact on the Company's consolidated financial position, earnings or cash flows.

Consolidated Financial Statements

In January 2009, the CICA issued Handbook section 1601, "Consolidated Financial Statements", to provide guidance on the preparation of consolidated financial statements. The section is effective for fiscal years beginning on or after January 1, 2011. The Company has elected to early adopt this policy effective July 1, 2010. The adoption of this standard did not have an impact on the Company's consolidated financial position, earnings or cash flows.

Comprehensive Revaluation of Assets and Liabilities

In August 2009, the CICA amended Handbook Section 1625, "Comprehensive Revaluation of Assets and Liabilities" to be consistent with Sections 1582, 1601 and 1602, which were issued in January 2009. The amendments apply prospectively to comprehensive revaluations of assets and liabilities occurring in fiscal years beginning on or after January 1, 2011. The

Company has elected to early adopt this policy effective July 1, 2010. The adoption of this standard did not have an impact on the Company's consolidated financial position, earnings or cash flows.

Recent Accounting Pronouncements Not Yet Adopted

Convergence with International Financial Reporting Standards

The Canadian Accounting Standards Board (AcSB) has announced its decision to replace Canadian generally accepted accounting principles ("GAAP") with International Financial Reporting Standards (IFRS) for all Canadian Publicly Accountable Enterprises (PAEs). The effective changeover date is July 1, 2011, at which time Canadian GAAP will cease to apply for Mirasol Resources and will be replaced by IFRS. Following this timeline, the Company will issue its first set of interim financial statements prepared under IFRS in the first quarter of 2011 including comparative IFRS financial results and an opening balance sheet as at July 1, 2010. The first annual IFRS consolidated financial statements will be prepared for the year ended June 30, 2012 with restated comparatives for the year ended June 30, 2011.

During the 2009-2010 fiscal year, the Company began planning its transition to IFRS. The process will consist of three phases: 1) Scoping phase which will assess the overall impact and effort required by the Company in order to transition to IFRS, 2) Planning phase which will include a detailed analysis of the conversion process and implementation plan required for disclosure for the Company's first quarter 3) Transition phase which includes the preparation of an IFRS compliant opening balance sheet as at July 1, 2010, any necessary conversion adjustments and reconciliations, preparation of a fully compliant pro forma financial statements including all note disclosures and disclosures required for the MD&A.

During the third quarter of 2010, the Company, with the assistance of external advisors, completed an initial scoping and diagnostic assessment. This assessment identified, at a high level, the key areas for more detailed consideration and that may give rise to potential difference upon conversion.

Following the completion of the scoping and diagnostic assessment, the Company engaged external advisors to assist with detailed technical reviews of the identified potential high impact areas. These reviews include the identification of IFRS - Canadian GAAP differences, accounting policy considerations, and preliminary implementation plans.

Set out below are the most significant areas, where changes in accounting policies may have the highest potential impact on the Company's consolidated financial statements. Many of the differences identified are not expected to have a material impact on the reported results and financial position.

In the period leading up to the changeover in 2011, the AcSB has ongoing projects and intends to issue new accounting standards during the conversion period. As a result, the final impact of IFRS on the Company's consolidated financial statements can only be measured once all the IFRS accounting standards at the conversion date are known.

Impairment Assets

Canadian GAAP generally uses a two-step approach to impairment testing: first comparing asset carrying values with undiscounted future cash flows to determine whether impairment exists; and then measuring any impairment by comparing asset carrying values with discounted cash flows. International Accounting Standard (IAS) 36, "Impairment of Assets" uses a one-step approach for both testing and measurement of impairment, with asset carrying values compared directly with the higher of fair value less costs to sell and value in use (which uses discounted future cash flows). This may potentially result in write downs where the carrying value of assets were previously supported under Canadian GAAP on an undiscounted cash flow basis, but could not be supported on a discounted cash flow basis.

Currently the Company has no significant assets for which impairment testing is required.

Share Based Payments

IFRS and Canadian GAAP largely converge on the accounting treatment for share – based transactions with only a few differences.

Under Canadian GAAP, the fair value of share based payments with graded vesting are calculated as one grant and the resulting fair value is recognized on an accelerated or straight line basis over the vesting period. Forfeitures of awards are recognized as they occur.

Under IFRS, each tranche of a grant with different vesting dates is considered a separate grant for the calculation of fair value and the resulting fair value is amortized over the vesting period of the respective tranches. Forfeiture estimates are recognized in the period they are estimated, and are revised for actual forfeitures in subsequent periods.

All options granted by the Company which vest in the comparative year for IFRS have been valued in compliance with IFRS and no adjustments will be needed upon transition. A forfeiture rate has been applied in the comparative year to make the Company fully compliant with IFRS 2.

Exploration and Evaluation Assets

Under the Company’s current accounting policy, the acquisition costs of mineral properties are capitalized while the exploration expenses are expensed.

Upon adoption of IFRS, the Company has to determine the accounting policy for exploration and evaluation (E&E) assets which are the exploration expenses incurred subsequent to obtaining the right to explore the resource property. The Company is currently in compliance with the International Accounting Standards Board (“IASB”) Framework which requires exploration expenditures to be expensed and capitalization of expenditures only after the completion of a feasibility study.

The classification of the E&E assets will need to be determined to be either tangible or intangible.

Upon adoption of IFRS 6, “Exploration and Evaluation of Mineral Properties”, the Company will be fully compliant with the new standard and the adoption is not expected to have an impact on the financial statements.

Property, Plant and Equipment

Under IFRS, Property, Plant and Equipment (“PP&E”) can be measured at fair value or at cost while under Canadian GAAP, the Company has to carry PP&E on a cost basis and the revaluation is prohibited.

Upon adoption of IFRS, the Company has to determine whether to elect a cost model or revaluation model. Management has decided to elect a cost model. Currently, the Company has a small amount of office and exploration equipment, capitalized as property, plant and equipment and as a result there will be not significant impact on the adoption of IFRS on the Company's financial statements.

In accordance with IAS 16 "Property, Plant and Equipment", upon acquisition of significant assets, the Company will need to allocate an amount initially recognized in respect of an asset to its component parts and accounts for each component separately when the components have different useful lives or the components provide benefits to the entity in a different pattern.

Foreign Currency

IFRS requires that the functional currency of each entity in the consolidated group be determined separately in accordance with IAS 21 and the entity's financial results and position should be measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The financial information for each Company is then translated into the presentation currency of the Company's financial statements. Currently, this is the Canadian dollar ("CAD").

The functional currency is most likely Canadian dollars for Mirasol Resources Ltd., Argentine Pesos for Mirasol Argentina S.R.L and Minera Del Sol S.A., and Chilean Pesos for Minera Mirasol Chile Limitada but a detailed analysis will need to be completed.

As events and conditions relevant to the Company change, it will re-consider the primary and secondary indicators, as described in IAS 21, in determining the functional currency for each entity. Going forward under IFRS, management will assess the appropriate functional currency based on existing circumstances which may have a significant impact on the Company's consolidated financial statements prepared under IFRS.

Future Income Taxes

Like Canadian GAAP, deferred income taxes under IFRS are determined using the liability method for temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes, and by generally applying tax rates applicable to the Company to such temporary differences. Deferred income taxes relating to temporary differences that are in equity are recognized in equity and under IFRS subsequent adjustments thereto are backward traced to equity.

IFRS prohibits recognition where deferred income taxes arise from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither accounting nor taxable net earnings. The Company expects the impact of implementing IAS 12; Income Taxes will not have a significant impact on the financial statements. However, as events and circumstances of the Company's operations change that give rise to future income taxes, IAS 12 will be applied.

Conclusion

As the Company elects and approves the IFRS accounting policy for each of the areas above, management will determine and disclose impact of the IFRS adoption at the transition date on our financial statements. The International Accounting Standards Board will also continue to issue new accounting standards during the conversion period and, as a result, the final impact of IFRS on the Company's consolidated financial statements will only be measured once all the IFRS applicable accounting standards at the conversion date are known.

Based on the assessment of the information system currently used by the Company, all information required to be reported under IFRS will be available with minimal system changes.

One of the more significant impacts identified to date of adopting IFRS is the expanded presentation and disclosures required. Disclosure requirements under IFRS generally contain more breadth and depth than those required under Canadian GAAP and, therefore, will result in more extensive note references. The Company is continuing to assess the level of presentation and disclosures required to its consolidated financial statements.

Commitments

The Company has signed an operating lease agreement, commencing on October 1, 2010 to October 31, 2011. The total minimum lease payments are $900 per month and $10,800 per annum.

Financial Instruments

The Company's financial instruments consist of cash, receivables and advances, 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. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest rate, foreign exchange, commodity price or credit risks arising from the financial instruments. The Company may be exposed to liquidity risk such that the Company may not be able to meet its obligations as they fall due. The Company manages this risk by forecasting anticipated investing and financing activities.

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.

Sensitivity analysis

The Company's financial instruments consist of cash, receivables and advances, and accounts payable and accrued liabilities.

The Company has classified its cash as held-for-trading, and is measured at fair value. Receivables and advances are designated as loans and receivables and are measured at amortized cost. Accounts payable and accrued liabilities are classified as other financial liabilities and are measured at amortized cost.

As at March 31, 2011, the carrying amount of accounts receivable and advances and accounts payable and accrued liabilities equals fair market value.

- The Company is exposed to interest rate risk as bank accounts earn interest income at variable rates. The income earned on these accounts is subject to the movements in interest rates. The cash proceeds from the Company's financing activities are invested in term deposits which are readily convertible to known amounts of cash and not exposed to a risk of loss in value.
- Price risk is remote since the Company is currently not a producing entity.

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 Canadian dollars and Argentine and Chilean Pesos. A significant change in the currency exchange rates between the US 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.

As at March 31, 2011, the Company is exposed to currency risk through the following assets and liabilities denominated in US dollars and Argentine and Chilean Pesos:

March 31, 2011	US Dollars	Argentine Peso	Chilean Peso
Cash	6,313,433	561,356	35,015,330
Accounts receivable	2,000	515,403	3,496,016
Accounts payable and accrued liabilities	(68,028)	(472,069)	(1,086,368)

Based on the above net exposures as at March 31, 2011, and assuming that all other variables remain constant, a 10% depreciation or appreciation of the Canadian dollar against the US dollar would result in an increase/decrease of $607,560 in the Company's net earnings. Likewise, a 10% depreciation or appreciation of the Canadian dollar against the Argentine and Chile Peso would result in an increase/decrease of $14,555 and $7,590, respectively in the Company's net earnings.

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.

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 March 31, 2011 the Company was holding cash of $12,937,895 to settle current liabilities of $345,017. 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. 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 90 days 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 resource property costs is provided in the Company's unaudited interim Consolidated Statements of Loss, Comprehensive Loss and Deficit and the unaudited interim Consolidated Schedule of Resource Property Costs contained in its unaudited interim Consolidated Financial Statements for March 31, 2011 and March 31, 2010 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.