MANAGEMENT'S DISCUSSION AND ANALYSIS

Six Months ended October 31, 2013

GENERAL

This management's discussion and analysis of financial position and the results of operations is prepared as at December 24, 2013 and should be read in conjunction with the condensed consolidated interim financial statements of Colombian Mines Corporation (the "Company" or "Colombian") for the six months ended October 31, 2013 and related notes thereto. The MD&A should also be read in conjunction with the audited consolidated financial statements of the Company for the year ended April 30, 2013 and the related MD&A.

Those condensed consolidated interim financial statements were prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") under IAS34. All dollar amounts included therein and in the following management's discussion and analysis ("MD&A") are in Canadian dollars except where noted. These documents and other information relevant to the Company's activities are available for viewing on SEDAR at www.sedar.com.

FORWARD-LOOKING STATEMENTS

Certain statements contained in the MD&A constitute forward-looking statements. Such forward-looking statements involve a number of known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from future results, performance or achievements expressed or implied by such forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements.

Due to the risks and uncertainties identified above and elsewhere in this MD&A, actual results may differ materially from current expectations. The Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise except as required by securities law.

DESCRIPTION OF BUSINESS

Colombian Mines Corporation was incorporated under the *Business Corporation Act* (B.C.) on May 16, 2006. The Company acquired all of the outstanding shares of Corporacion Minera Colombia S.A. ("Minera Colombia") on September 16, 2006 by way of a Share Exchange Agreement. Minera Colombia was formed in February 2006, and was conducting early stage exploration activities in Colombia.

The Company is an exploration company dedicated to the identification, acquisition and exploration of precious metal and base metal projects. The Company's strategy is to advance its key projects through prospecting, drilling and development stages and to seek strategic partners through joint-ventures or other associations to fund continued project development on non-key projects.

EXPLORATION REVIEW

El Dovio Property

El Dovio, the Company's flagship project covers more than 10,105 hectares in the Municipio of El Dovio, Department of El Valle. The 100% owned El Dovio property covers a high grade, gold rich, poly metallic system located approximately 120 kilometers north of Cali, Colombia also in the Department of Valle de Cauca. The property lies approximately 230 road kilometers north-northeast of Colombia's largest Pacific seaport at Buena Ventura, the same port from which Mina El Roble locate roughly 200 kilometers farther north, ships its concentrates.

The Company's exploration area was excluded from the Pacific forest zone in October 2012. Under Colombian law the Company could not submit applications for water diversion and discharge permits until that administrative order had been issued and registered excluding the exploration zone from the forest zone. Concurrent with the order and registration all applications for water diversion and discharge required for drilling were submitted. The necessary water permits for drilling were approved in late April 2013 when Company mobilized drilling equipment, began building drill sites and constructing a camp. Phase I drilling began in early June. To date the Company has released analyses for holes D13-1A, 02, 03, 04, 05, 06, 07 and 08. Additional holes are completed and pending analyses or are planned.

The Company's efforts have expanded the known mineralized zone from an estimated true width of 2.4 meters, when the property was first assessed, to a broader mineralized zone up to 68 meters wide in outcrop. Drilling generally confirms surface sampling data.

Individual samples in excess of 100 grams gold per metric tonne and 10% copper have been collected from outcrop and to date upto 30 grams in drill samples. Exploration efforts have identified new mineralization consisting of semi-massive chalcopyrite, pyrite and quartz on trend with the Sabana Blanca Zone in Quebrada El Silencio. Separate mineralized zones have been identified at Granizales some 500 to 600 meters southwest from Sabana Blanca and which trends at an acute angle to the Sabana Blanca Zone.

Geochemical results have identified a strong MMI anomaly approximately 1 kilometer in length coincident with the Sabana Blanca Zone where surface trench sampling results, included: Trench 2 assaying 4.7 g/T Au, 0.47% Cu and 6.2 g/T Ag and 0.5% zinc (Zn) over a 68 meter estimated true width, suggesting possible extensions of the mineralization currently known through mapping, channel sampling and drilling. Multiple other geochemical anomalies exist within the current study area. Follow up work on several of these has discovered similar sulfide mineralization with comparable grades of gold, silver, copper and zinc to that contained in the Sabana Blanca zone. Results of diamond saw cut channels of this zone confirm similarities both in grade and style of mineralization with the Sabana Blanca zone and suggest a common source of mineralization.

A composite bulk metallurgical sample from unoxidized mineralization in the Sabana Blanca adit delivered to McClelland Laboratories of Reno, Nevada returned more than 96% recovery for gold, silver and copper, and more than 94% recovery for zinc. This work confirms the Sabana Blanca mineralization is readily recovered by conventional flotation processes, and support low cutoff grades for future resource estimates. Management considers El Dovio to be a key asset going forward.

Phase I - Drill Program

The Phase 1 program consisted of 10 drill holes focused on the Sabana Blanca zone. Results for holes ED13-01A through ED13-08 have been released with results pending for drill holes ED13-09 and ED13-10. Drilling is tested the area of Sabana Blanca adit extending eastward and down dip. Holes 1A, 2 3, 4, 5, 6, 7 and 8 tested mineralization in the Sabana Blanca zone near the Sabana Blanca Adit and down dip for more than 100 meters below outcrop. Geological modeling of these holes combined with surface data indicates the system has a near vertical dip at surface, “rolling” over to a steep southerly dip at a relatively shallow depth. Drill holes D13-01A, 02, 04 and 05 have all intersected mineralization as targeted. Drill hole D13-03 did not intersect significant mineralization and appears to have been drilled in the foot wall sub parallel to the southward dipping portion of the zone.

Drilling at El Dovio consistently intersects two parallel zones of high grade mineralization within a much broader mineralized halo of stock work mineralization in metamorphosed volcanic rocks. The mineralization appears to form along the margins of a large diabase dike in the contact zones of the diabase dike and enclosing volcanic rocks. The spatial association of mineralization with the diabase dike indicates potential for significant strike and depth extensions of the Sabana Blanca zone.

Other similar zones including the Granizales and Brazo 1 zones located well to the southwest and northeast of the Sabana Blanca zone may also be associated with similar dike structures and could significantly increase the mineral endowment of the El Dovio project.

Mineralization in the high grade zones contains many structural features indicative of an epithermal vein system and typically consists of multi-phased, colloform banded crystalline quartz cementing multiphased breccias with chalcopyrite, sphalerite and pyrite. Mineralization in the halo zones is typified by weak to moderate stock work quartz - sulfide veinlets and fracture fillings. Photos of mineralization are available on the Company’s website as are sections through the drill holes.

On September 24, 2013, the Company reported that drilling has intersected mineralization grading to 14.23 g/T Au Eq. over 3.25 meters within broader zones of mineralization grading to 2.09 g/T Au Eq. over 45.8 meters in hole D13-07 at the Company’s El Dovio project. Holes D13-06 and D13-08 also intersected similar mineralization as reported below. Importantly, this drilling confirms the down dip continuity and extension of high grade gold, silver, copper mineralization in the Sabana Blanca zone down dip at least 100 meters below outcrop and shows the mineralization remains open to extension both along strike and at depth.

Table 1. Summary Holes D13-06, D13-07 and D13-08 El Dovio

Drill Hole Number	From	To	Length (m)	Length (feet)	Au g/T	Ag g/T	Cu %	Zn %	Au g/T_Eq.	Au oz/T_Eq.
D13-06	41.5	59.5	18.0	59.0	1.20	3.24	0.57	0.46	2.41	0.08
	including									
D13-06	49.6	51.6	2.0	6.6	3.60	3.00	0.07	0.69	4.08	0.13
	and									
D13-06	54.5	56.9	2.4	7.9	3.90	15.60	4.00	2.26	11.87	0.38
D13-07	37.7	83.5	45.8	150.2	0.97	3.93	0.55	0.31	2.09	0.07
	including									
D13-07	47.5	56.3	8.8	28.7	2.60	12.94	2.68	0.87	7.77	0.25
	also									
D13-07	53	56.3	3.3	10.7	2.04	26.66	6.83	0.83	14.23	0.46
D13-08	54.5	91.3	36.8	120.7	0.80	1.99	0.26	0.23	1.37	0.04
	including									
D13-08	55.5	58.5	3.0	9.84	3.68	11.57	1.91	1.08	7.54	0.24
	and									
D13-08	69.5	72.5	3.0	9.84	3.9	5.53	0.63	1.15	5.55	0.18
Metallurgical Extraction (McClelland Laboratories)					96.40%	91.10%	97.80%	96.80%		
Metal Price used to calculate gold equivalent					$1,000	$16.00	$2.50	$0.70		

Metal prices used to calculate gold equivalents are in troy ounces for silver and pounds for copper and zinc.
1 troy ounce = 31.1 grams, 1% / metric tonne = 22 pounds.

Holes D13-06, 07 and 08 were drilled across the Sabana Blanca zone in a vertical drill fan that confirms the projected steep southerly dip of the Sabana Blanca zone and traces mineralization down dip from the surface for roughly 100 meters. All three holes were angle holes drilled from the same pad in a northwesterly direction on an azimuth of 333 degrees as detailed in Table 2 below.

Table 2. Drill Holes

Drill Hole	Inclination	Azimuth	Depth
D13-06	-45°	333°	100 meters
D13-07	-60°	333°	90 meters
D13-08	-70°	333°	97 meters

Hole D13-06 was targeted to intersect the Sabana Blanca zone approximately 20 meters below the level of the elevation of the drill intercepts previously announced in hole D13-02, with holes 07 and 08 each establishing additional nominal 20 meter offsets down dip from the prior hole. As may be seen on the vertical section labeled “Section 6-7-8” on the Company’s website, the true width is estimated to represent roughly 90 to 100% of the reported drill intercept length in holes D13-06, 07 and 08.

In holes D13-01A, 2 and 4, expanded sampling has identified broad “halos” of stock work style mineralization surrounding the previously announced high grade intervals. Combining this stock work mineralization with the previously announced results indicates broad zones of potentially bulk mineable mineralization may exist as shown below in Table 3.

Table 3. Expanded sampling of "Stock Work" mineralization

Drill Hole	From (meters)	To (meters	Intercept (meters	Au g/T	Ag g/T	Cu %	Zn %	Au g/T Eq.
D13-01A	21.3	120.9	99.6	0.64	1.41	0.08	0.18	0.88
D13-02	48.5	98.7	51.2	1.15	5.99	1.11	0.16	3.23
D13-04	40.0	101.5	61.5	0.60	3.56	0.72	0.13	1.95
D13-05	68.9	95.5	26.6	1.66	9.55	1.53	0.36	4.60

For the purposes of calculating the grade of mineralization within these broader zones, all individual samples containing in excess of 10 grams of gold per metric tonne (g/T Au) were "capped" or "top cut" at 10 g/T Au. For high grade intervals announced in this press release the Company has not applied any "capping" or "top cutting". The presence of numerous high grade samples in the surface channel sampling results and the apparent continuity of high grade zones in both surface and drilling does not justify capping or top cutting at this time.

The identification of broad zones of mineralization does not change the high grade focus of the El Dovio project, but potentially adds greater flexibility to potential mining scenarios and may allow future development of combined open pit and high grade underground operations at El Dovio.

Gold Equivalent Calculations and Metallurgical Considerations

Gold equivalency calculations are included to more clearly present the approximate value of the polymetallic mineralization at El Dovio. The gold equivalency for silver, copper and zinc are adjusted for the recovery rate of the respective metal. The recovery rates used are actual recoveries achieved on mineralization from the Sabana Blanca adit using conventional froth flotation as reported to the Company by McCllelan Labratories, a prominent metallurgical laboratory based in Reno, Nevada. Recovery rates as reported in the Company's press release of April 24, 2012, are 91.1% for silver, 97.8% for copper and 96.8% for zinc.

Discussion of Phase I Drilling Program and Results

Phase I drill results thus far corroborate the high grade nature and extent of mineralization as indicated in the surface and underground channel sampling of the Sabana Blanca zone. Very importantly D13- 06, 07 and 08 confirm the continuity of mineralization in the south dipping Sabana Blanca zone to roughly 100 meters below outcrop and indicate mineralization remains open both along strike and to depth. All holes of the Phase I program where they have encountered the Sabana Blanca zone have intersected multiple zones of high grade mineralization contained within much wider mineralized zones as shown in Table 1 above.

Drilling at El Dovio consistently intersects two parallel zones of high grade mineralization within a much broader mineralized halo of stock work mineralization in metamorphose volcanic rocks. The mineralization is forming along the margins of a large diabase dike and high grade mineralization appears to be controlled by, and forms at the contact zones of the diabase dike and enclosing volcanic rocks. The spatial association of mineralization with the diabase dike indicates potential for significant strike and depth extensions of the Sabana Blanca zone.

Other similar zones including the Granizales and Brazo 1 zones located well to the southwest and northeast of the Sabana Blanca zone may also be associated with similar dike structures and could significantly increase the mineral endowment of the El Dovio project.

Mineralization in the high grade zones typically consists of multi-phased, colloform banded quartz, with chalcopyrite, sphalerite and pyrite. Mineralization in the halo zones is typified by weak to moderate stock work quartz - sulfide veinlets and fracture fillings. Photos of mineralization are available on the Company's website as are sections through the drill holes.

The true width for drill intercepts reported here for holes D13-06, 07 and 08 are believed to represent 90 to 100% of the drill intercept length. For prior holes D13-01A, 02, 04, and 05 true width is estimated to represent approximately 75% of the drill intercept length.

Mercedes Property

The newest project in Colombian Mines pipeline is the 4,995 hectare Mercedes property, near the town of Natagaima in Tolima Department. Paved roads provide access to Natagaima from Medellin, Bogota and Ibabue with good gravel an dirt roads providing access onto the property. The Company's reconnaissance has thus far returned bonanza grade mineralization to 49.8 grams gold per ton, 773 grams silver per tonne, and 26.4% copper from outcropping mineralization.

Mercedes is a very early stage exploration project with potential for large high grade gold, silver and copper mineralization. Geology and geochemistry indicate the mineralization may be an intermediate sulfidation epithermal system hosted in a belt of volcanic rocks that extend into Colombia from Argentina after passing through Peru and Ecuador. This belt hosts multiple world class intermediate sulfidation deposits including Kinross Gold's Fruta del Norte deposit in Ecuador with 11 million ounces of gold and 17 million ounces of silver and Anglo Gold's Cerro Vanguardia mine in Argentina with past production plus current reserves in excess of 16 million ounces of gold.

Reconnaissance sampling at Mercedes has returned high grade samples of mineralization assyaying up to 2.3 grams gold per tonne (g/T Au), 203 grams silver per tonne (g/T Ag) and 10.1% copper (Cu) in grab samples from outcropping mineralization in a new area approximately 1.5 kilometers wide by 2 kilometers long from a new area is located roughly 3.3 kilometers south southeast of an area where early reconnisance sampling returned results to 49.8 grams (1.6 troy ounces) gold, 744 grams (23.9 troy ounces) silver per tonne and 26.47% Cu in the northern part of the property.

Mineralized boulders found and sampled during the reconnaissance work assayed to 1,894 grams silver per tonne (61 troy ounces) and 10.4% Cu in grab samples and indicate, yet, undiscovered mineralization may be present elsewhere on the property.

The geological history of Mercedes is complex but may be generalized as a basin or large graben developed in platform carbonate rocks of the Triassic age Payande Formation. Volcano-sedimentary and basal intrusive rocks of the Jurassic age Saldana Formation fill the basin and have in turn been thrust over younger Cretaceous age sediments of the Honda and Yavi formations to the southeast of the property. The late Jurassic, San Cayetano stock intrudes the Saldana formation and presumably the Payandee formation at depth. The youngest rocks on the property appear to be undated mafic dikes that are intrusive into the San Cayentano stock and older rocks.

Large scale faulting affects the property and is dominated by west northwest structures. Multiple phases of mineralization occurring as disseminated, stockwork zones, discrete individual veins up to 10 meters wide in outcrop and high grade mineralization occurring along the contacts of the mafic dikes.

Rio Negro Property

This 100% owned, 3,000 hectare project, is located in Santander Department, southwest of the California Mining District along a southwest projection of the gold-bearing structures found in the California District at the projected intersection with the regional Bucaramanga Fault. Field mapping by Company geologists confirmed the presence of metamorphic and intrusive rocks similar to those hosting Angostura and La Bodega/Mascota in the California District 24 kilometers to the northeast. In the northern portion of the property, extensive areas of phyllic (quartz – sericite – pyrite) alteration are present together with enargite mineralization and strongly suggest the presence of porphyry at depth.

Recent reconnaissance mapping and sampling has identified a zone in discontinuous outcrops more than 2.5 kilometers long on strike parallel to the Bucaramanga fault composed of quartz – sulfide and sulfide rich quartz – clay breccias ranging from 6 to 30 meters in width. Importantly, initial sampling has returned anomalous gold within this zone.

On September 17, 2013, the Company announced that Australian based, Overland Resources ("Overland"), has entered into an option agreement (the "Agreement") whereby Colombian Mines retains a free carried interest through to production on the Company's Rio Negro Project, subject to necessary regulatory approval. Overland may earn an undivided 90% joint venture interest by sole funding $5 million in exploration and producing a Joint Ore Reserves Committee compliant Pre-Feasibility Study within five (5) years and a full Feasibility Study within the recommended timeline to be specified in the Pre-Feasibility Study. Additionally, Overland will make the following cash and share payments to the Company:

(i) US$75,000 cash on September 16, 2013 (received Cdn$77,420);
(ii) issuing US$75,000 worth or Overland shares, at an issue price based on the 30 day volume-weighted average price ("VWAP") preceding the date of signing or 30 day VWAP preceding the date of the issuance, whichever is lower, on or before March 16, 2014;
(iii) US$150,000 cash or at Overland's discretion, US$75,000 cash and US$75,000 worth of Overland shares based on the 30 day VWAP immediately prior to the issuance of the shares on or before September 16, 2014; and
(iv) US$150,000 cash or at Overland's discretion, US$75,000 cash and US$75,000 worth of Overland shares based on the 30 day VWAP immediately prior to the issuance of the shares on or before September 16, 2015.

In addition to the above payments, Overland has the following minimum work commitments:

(i) Year 1 – US$150,000 (irrevocable work commitment).
(ii) Year 2 – US$250,000.
(iii) Year 3-7 – Minimum of US$200,000 per annum.

On November 25, 2013, the Company announced that Overland Resources Limited (ASX:OVR, "Overland") has released final assay results from its initial work program at the Rio Negro Project located in the Santander Department of the Republic of Colombia (the "Project").

Overland reports that:

"High grade gold assay results occur in two distinct areas within the Project area. At the northern end of the Project area outcrop/subcrop rock samples collected by the Company within an area 500 metres by 750 metres returned assay results up to 7.9 ppm Au. These anomalous rock results coincide with a zone of silica-sericite and potassic feldspar alteration, together with quartz vein stock-working – indicative of intrusive related, possibly porphyrytic, activity.

Outcrop/subcrop rock chip samples collected from a second area (approximately 1000 metres by 1000 metres) located directly to the east of the town of Rio Negro returned a number of highly anomalous gold geochemistry results, the highest of which was 19.95 ppm Au. This confirms the high prospectivity of an area previously identified by Colombian Mines Corporation, where to date only mapping and selective rock-chip sampling has been undertaken.

A total of 56 selected outcrop/subcrop samples were collected during this initial program. Significant assay results returned from these samples include:

• 19.95 g/t Au
• 7.93 g/t Au
• 3.30 g/t Au
• 2.56 g/t Au, and
• 1.05 g/t Au

Located along the strike of the Bucaramanga fault zone and almost equi-distant between the two high grade areas, a third smaller zone (approximately 100 metres by 200 metres) has also been identified. Assay results from this area indicate gold bearing fluids have been active in this area however the Company is yet to obtain samples with gold grades of similar tenor to the higher grade zones.

The results from Overland's first phase of work at the Rio Negro Project are extremely pleasing and demonstrate the potential of the area to host significant mineralisation. The Company is now planning the next phase of exploration work, which will focus on advancing the central and northern areas through the collection of grid soil geochemistry samples to define potential drill targets. This work is scheduled to commence in early December 2013."

Anori Property

The Company's Anori project is located in the Anori-Porce Mining District north of Medellin in the Department of Antioquia, where Spanish Colonial and pre-colonial gold production reportedly exceeded 2.5 million ounces. Colombian Mines has been awarded the Concession Contracts at Anori covering 7,000 hectares.

The property completely surrounds an active artisanal mining operation where individual samples in excess of 80 grams gold per metric tonne have been collected and where the Company has sampled a true width of 17 meters assaying over 6 grams gold per metric tonne on a structure that trends directly into the Company's property. Gold mineralization is found in metamorphosed, sheared, silica flooded and quartz veined carbonaceous sediments along two distinct sets of structures, one trending east – west, and the other trending almost north - south. Several of the largest historic producing mines in the Anori area including Mina Violin and Mina La Constanzea are situated along one or more of these structures and on trend with the Company's Anori Property.

Joint Venture Properties

Yarumalito Property

In October 2011, the Company completed its purchase of the Yarumalito property and now owns an undivided 100% interest in the Yarumalito mineral licenses and the mineral licenses are registered in the name of the Company's Colombian operating subsidiary.

On June 1, 2012 the Company announced it had been granted consolidation of the Yarumalito mineral licenses into a single unified exploration license as allowed by the 2010 Colombian Mining Law. This consolidation simplifies management and exploration of the Yarumalito project going forward, extinguishes historical deficiencies and allows the entire property to be managed as a single integral mineral license, with up to an 11 year exploration period while streamlining permitting and reporting to regulatory agencies.

On March 2, 2012, the Company announced an agreement with Teck Resources Limited (Teck), with a potential commercial value of $15.5 million to the Company whereby Teck may earn an undivided Joint Venture interest in the Yarumalito project. The agreement was approved by the Company's shareholders on July 3, 2012 pursuant to an order by the TSX Venture Exchange (the Exchange) issued June 19, 2012. The Exchange subsequently approved the agreement. By spending not less than $10 million on exploration on the Yarumalito property and making staged cash payments and private placements totaling $5.5 million to the Company over the life of the Agreement Teck may earn up to a 70% undivided joint venture interest. The funds from the cash payments and private placements are unencumbered and will be used for general corporate purposes including the exploration of the Company's El Dovio project. The Company has also been reimbursed for certain prior expenses related to Yarumalito totaling US$380,000 from the Joint Venture funds. Colombian Mines is the manager of the Yarumalito program during Teck's initial earn in charging a management fee of 10% on all exploration expenses and the Company is 100% carried on all exploration costs until Teck has vested.

On March 11, 2013 the Company announced that the Consolidation Contract had been formally registered and that the Company had submitted the applications for water diversion and discharge necessary for drilling operations.

Since entering into the Joint Venture option agreement with Teck, the Company has completed conventional "B" horizon soil geochemical sampling over more than 90% of the property, remodeled the airborne magnetometry, expanded the detailed surface mapping and identified new and redefined existing drill targets. This work has led to the selection of 8 drill holes for the Joint Venture Option's Phase I program.

Drilling at Yarumalito began in early Aubust 2013 and is being conducted under the Option Agreement with Teck Resources Limited, through its Colombian subsidiary ("Teck"). Colombian Mines manages the project which is 100% sole funded by Teck.

The planned drilling program will consist of 3,500 to 4,000 meters of diamond core drilling. Drilling will test favorable geochemical and geophysical targets in the Obispo, Balastreras, Boca Toma, La Suiza, and extensions of the Escuela zones within the broad 3 kilometer by 2 kilometer Yarumalito anomalous zone.

Since the entering into the Option Agreement, all of the airborne geophysical surveys have been reinterpreted, detailed geological mapping of major portions of the property have been completed and a new soil geochemistry survey that covers roughly 95% of the entire property has been conducted. Drill targets have been selected based on integrating new and historic work. Maps of the geochemistry and geophysics with historic and proposed drilling are available on the Company's website.

The Yarumalito project is located along a section of the Andean Porphyry Belt referred to as the Cauca – Romeral Mineral Belt, approximately 10 kilometers north of Marmato Mountain; one of the oldest and largest producing lode gold mining complexes in Colombia. Gold mineralization at Yarumalito exhibits characteristics of typical porphyry mineralization similar to other gold porphyry deposits along the prolific Cauca-Romeral Gold Belt and has been overprinted by younger higher grade vein mineralization, where drilling has intersected values to 33.75 grams of gold per metric tonne over 1.9 meters.

Column leach tests on composite three bulk metallurgical samples from the Escuela zone submitted to McClelland Laboratories of Reno, Nevada have been finalized for Oxide, Mixed and Unoxidized mineral types. Results are better than expected, and leaching progressed very rapidly yielding over 90% of the recoverable metal in less than 30 days leaching. Overall recoveries of 91.6% of contained gold and 59% of contained silver at 12.5 mm (1.2 inch) crush in the oxide zone. Mineralization from the mixed oxide-unoxidized zone returned recoveries of 80.6% for gold and 44% for silver, while recovery in the unoxidized zone was 63.0% for gold and 56% for silver at a crush size of 1.7 mm (10 mesh) in 118 day leach cycles.

Nus:

Nus is located approximately 90 kilometers northeast of Medellin, Colombia in the Department of Antioquia within the Cisneros mining region. The properties are on trend with and in part contiguous with B2Gold/AngloGold-Ashanti's Gramalote and La Trinidad gold resource properties. Nus also shares a common boundary with Antioquia Gold's high grade, Cisneros gold project.

During the period ended July 31, 2013, the Company notified Arcturus Ventures (TSX-V: AZN) that they were in default and breach of their option agreement to earn an interest in the Nus property. Arcturus subsequently notified the Company that it was terminating the Nus agreement. The Company is seeking potential join venture partners to carry this project forward.

Venecia:

Venecia is a large prospective porphyry target contiguous with Bellhaven's La Mina porphyry approximately 30 kilometers north of Yarumalito. The property is situated along the Cauca-Romeral Mineral Belt in the Department of Antioquia, approximately 80 kilometers south of Medellin. Rock chip and preliminary soil geochemistry by the Company identified several areas of anomalous gold-copper mineralization.

Colombia Crest Ltd (TSX-V: CLB) had an option to earn a 75% joint venture interest in Venecia. During the option period Colombia Crest expended more than $2 million on explorationcompleted rock and soil geochemical programs, property wide airborne magnetic, radiometric surveys, airborne Ztem and a Phase I drilling program of 18 drill holes totaling 6,574 meters. This work identified what is now called the Arabia porphyry complex, a grass roots discovery of porphyry mineralization centrally located on the Venecia property.

The Company had negotiated multiple extensions of the payment obligations under that option agreement. On July 29, 3013 the Company notified Colombia Crest they were in default when they failed to fulfill the extended payment schedule. Colombian Mines then proposed amending the payment schedule and commitments to allow Colombia Crest to cure the default. On August 22, 2013, the Company received notice from Colombia Crest Ltd. that they could not cure the default and would be terminating the option agreement. Colombian Mines is engaged in preliminary discussions with other companies about potential joint venture opportunities for this property.

<u>Other:</u>

The Company is continually engaged in discussions with companies interested in entering into joint venture or option agreements from our portfolio of properties. Colombian will continue to conduct geochemical, geophysical, mapping and rock sampling programs to assess the target potential of applications and contracts in our Colombian property portfolio and management will continue to actively seek suitable JV partners for certain of the Company's properties. Continuing strong gold, silver and copper prices, improving physical security in Colombia, and on-going discovery success in the country, continue to generate interest in our portfolio from companies seeking to enter Colombia through either joint venture or property purchase opportunities.

Mr. Robert G. Carrington, P.Geo., a Qualified Person as defined by National Instrument 43-101 and President of the Company, has reviewed and verified the technical information that forms the basis of the above technical disclosure on Colombian exploration activities.

RESULTS OF OPERATIONS

<u>Three Months Ended October 31, 2013</u>

During the three months ended October 31, 2013, the Company recorded a net loss of $306,949 (2012 - $429,863). Significant fluctuations include the following:

i) Exploration expenditures increased to $313,325 (2012 - $221,496). Exploration costs were higher due to drilling and administration, consultants and salaries at Yarumalito and El Dovio during the period.

ii) Investor relations and shareholder information decreased to $37,870 (2012 - $42,752) primarily as a result of the Company using less investor relation consultants during the current period.

iii) Professional fees increased to $13,250 (2012 - $2,686) primarily as a result of the timing of audit fee accruals.

iv) Share-based compensation increased to $70,200 (2012 - $17,105) as a result of stock options being granted in the current period.

v) Change in the fair value of investments is described in detail in Note 4 of the October 31, 2013 financial statements.

vi) Other income is detailed in Note 8 of the October 31, 2013 financial statements.

Six Months Ended October 31, 2013

During the six months ended October 31, 2013, the Company recorded a net loss of $1,042,839 (2012 - $1,222,470). Significant fluctuations include the following:

i) Administration and office costs decreased to $125,856 (2012 - $155,214) primarily as a result of a change in service providers.

ii) Exploration expenditures increased to $990,150 (2012 - $701,373). Exploration costs were higher due to admin, consultants and salaries, as well as drilling at Yarumalito and El Dovio during the period.

iii) Investor relations and shareholder information decreased to $42,787 (2012 - $129,383) primarily as a result of the Company using less investor relation consultants during the current period.

iv) Share-based compensation decreased to $70,200 (2012 - $79,539) as a result of stock options being granted in the current period.

v) Change in the fair value of investments is described in detail in Note 4 of the October 31, 2013 financial statements.

vi) Other income is detailed in Note 8 of the October 31, 2013 financial statements.

LIQUIDITY AND CAPITAL RESOURCES

Working capital (deficiency) decreased to ($81,580) at October 31, 2013 from $876,790 at April 30, 2013.

Colombian expects that it will have sufficient capital resources to fund its administrative and some of its exploration expenditures for the next 12 months as a result of reducing operating and administrative costs. However, Colombian will likely require additional financing in order to fund all of its administration and exploration activities for the next twelve months.

On November 15, 2013, the Company announced that it has completed an oversubscribed first tranche of the private placement by issuing 3,383,333 units at $0.30 per unit for total gross proceeds of $1,015,000. Each unit consists of one common share and one share purchase warrant, exercisable to acquire an additional common share at $0.45 per share for a five year period. The shares, and any shares issued on exercise of the warrants, are subject to a hold period expiring March 15, 2014. Finder's fees equal to six per cent were paid on a portion of the proceeds.

The Company expects to close a second tranche of this financing shortly.

The Company has been advised that IFC has received board approval for investments of up to C$5.5 million dollars in the Company to facilitate participation in subsequent rights issues and warrant exercises. Widely recognized as a long-term investor with a focus on helping to bring properties to production, IFC brings strong support at all project levels, especially health, safety, environmental and social. The Company's management looks forward to beginning a long-term partnership with IFC that will draw heavily on their global environmental and social expertise.

On December 27, 2013, the Company announced that International Finance Corporation ("IFC") and the Company have entered into a subscription agreement whereby IFC will make a non-brokered private placement in the Company for gross proceeds of $1 million dollars. The boards of directors of each of Colombian Mines and IFC have approved this transaction and the TSX Venture Exchange ("TSXV") has granted conditional regulatory approval.

The placement will consist of 3,333,333 units (the "Units") at a price of $0.30 per Unit for gross proceeds of $1 million dollars. Each Unit will consist of one common share of stock and one full share purchase warrant. Each full warrant will entitle the holder to purchase one additional share of the Company's common stock for five years at an exercise price of $0.45 per share. The shares will be subject to a mandatory four month hold period.

Net proceeds will be used to expand upon the highly successful Phase I drilling program at the Company's high grade El Dovio gold – polymetallic project and to advance the high grade Mercedes gold – silver project to a "drill ready" status and for general working capital.

QUARTERLY INFORMATION

	2013	**2013**	**2013**	**2013**
Quarter Ended	**Oct. 31**	**Jul. 31**	**Apr. 30**	**Jan. 31**
Exploration expenditures	$313,325	$676,825	$ 356,490	$ 278,947
Administrative and other items	29,183	59,065	161,551	264,990
Net loss for the quarter	(306,949)	(735,890)	(746,396)	(543,937)
Net loss per Share (Basic and Diluted)	(0.01)	(0.02)	(0.02)	(0.02)

	2012	**2012**	**2012**	**2012**
Quarter Ended	**Oct. 31**	**Jul. 31**	**Apr. 30**	**Jan. 31**
Exploration expenditures	$ 221,496	$ 479,877	$ 539,897	$ 916,927
Administrative and other items	208,367	312,730	184,469	188,366
Net loss for the quarter	(429,863)	(792,607)	(724,366)	(1,105,293)
Net loss per Share (Basic and Diluted)	(0.01)	(0.02)	(0.02)	(0.03)

For the quarter ended October 31, 2013, the decrease in administrative and other expenses can be attributed to the share based compensation expenses recorded due to stock options granted in the quarter netted against option revenue received.

For the quarter ended July 31, 2013, the increase in exploration expenditures can be attributed to drilling in Q1 2013. The decrease in administrative and other expenses can be attributed to the Company changing service providers as well as not having issued stock options in the quarter.

For the quarter ended January 31, 2013 the net loss was higher than the prior quarter due to slightly higher exploration expenditures and higher share-based compensation costs. Share-based compensation costs were higher because 687,500 options were granted in the January quarter compared to only 75,000 options granted in the October quarter.

For the quarter ended October 31, 2012 the net loss was lower than the prior quarter due to lower exploration expenditures, investor relations expenditures and lower share-based compensation.

For the quarter ended July 31, 2012 the net loss was slightly higher than for the prior quarter because Colombian received option revenue in the prior quarter but none in the current quarter.

For the quarter ended April 30, 2012 the net loss was lower than in the prior quarter due to lower exploration expenses.

OFF-BALANCE SHEET ARRANGEMENTS

There are no off-balance sheet arrangements or obligations that are not disclosed in the financial statements.

RELATED PARTY TRANSACTIONS

The aggregate value of transactions and outstanding balances relating to key management personnel were as follows:

For the six months ended October 31, 2013	Salary or Fees	Share-Based Payment	Total
Management Compensation	$ 150,942	$ 4,788	$ 155,730
Cross Davis & Company LLP	31,000	6,129	37,129
	$ 181,942	$ 10,917	$ 192,859

For the six months ended October 31, 2012	Salary or Fees	Share-Based Payment	Total
Management Compensation	$ 127,623	$ -	$ 127,623
Director's Compensation	-	14,370	14,370
Seabord Services Corp. (two officers in common)	83,400	-	83,400
	$ 211,023	$ 14,370	$ 225,393

Related party assets and liabilities	October 31, 2013	April 30, 2013
Due from Seabord Services Corp.	$ -	$ 10,000
Due to Management	71,770	26,145

Until April 30, 2013, Seabord Services Corp., ("Seabord") provided management services including a chief financial officer, a corporate secretary, accounting staff, administration staff and office space to Colombian. Related party transactions are measured at the exchange amount which is the amount agreed to by related parties.

CHANGES IN ACCOUNTING STANDARDS

Please refer to the October 31, 2013 financial statements on www.sedar.com for accounting policy pronouncements.

FINANCIAL INSTRUMENTS

Financial Risk Management

Colombian's strategy with respect to cash is to safeguard this asset by investing any excess cash in very low risk financial instruments such as term deposits or by holding funds in the highest yielding savings accounts with major Canadian banks. By using this strategy the Company preserves its cash resources and is able to marginally increase these resources through the yields on these investments. The Company's financial instruments are exposed to certain financial risks, which include currency risk, credit risk, liquidity risk and interest rate risk.

Foreign currency risk

The Company is exposed to the financial risk related to the fluctuation of foreign exchange rates. The Company operates in Canada and Colombia. The Company funds cash calls to its subsidiary company outside of Canada in US dollars and a portion of its expenditures are also incurred in Colombian pesos. The greatest risk is the exchange rate of the Canadian dollar relative to the Colombian peso and a significant change in this rate 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. The Company is exposed to currency risk through assets and liabilities denominated in Colombian pesos. However a 10% change in the exchange rate of the Colombian peso to the Canadian dollar would result in only a nominal increase or decrease to the loss from operations.

Credit Risk

The Company's cash and cash equivalents are mainly held through large Canadian financial institutions and are mainly held in term deposits and accordingly, credit risk is minimized.

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 resources as outlined in Note 13 of the condensed consolidated interim financial statements. The Company's objective is to ensure that there are sufficient committed financial resources to meet its business requirements for a minimum of twelve months.

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 the market interest rates. The Company's cash is held mainly in term deposits and therefore there is currently minimal interest rate risk.

RISKS AND UNCERTAINTIES

Mineral Property Exploration and Mining Risks

The business of mineral deposit exploration and extraction involves a high degree of risk. Few properties that are explored ultimately become producing mines. At present, none of the Company's properties has a known commercial ore deposit. The main operating risks include: ensuring ownership of and access to mineral properties by confirmation that option agreements, claims and leases are in good standing and obtaining permits for drilling and other exploration activities.

Colombian is currently earning an interest in certain of its properties through option agreements and acquisition of title to the properties is only completed when the option conditions have been met. These conditions generally include making property payments, incurring exploration expenditures on the properties and can include the satisfactory completion of pre-feasibility studies. If the Company does not satisfactorily complete these option conditions in the time frame laid out in the option agreements, the Company's title to the related property will not vest and the Company will have to write-off the previously capitalized costs related to that property.

The market prices for silver, gold and other metals can be volatile and there is no assurance that a profitable market will exist for a production decision to be made or for the ultimate sale of the metals even if commercial quantities of precious and other metals are discovered.

Financing and Share Price Fluctuation Risks

Colombian has limited financial resources, has no source of operating cash flow and has no assurance that additional funding will be available to it for further exploration and development of its projects. Further exploration and development of one or more of the Company's projects may be dependent upon the Company's ability to obtain financing through equity or debt financing or other means. Failure to obtain this financing could result in delay or indefinite postponement of further exploration and development of its projects which could result in the loss of one or more of its properties.

Securities markets have experienced a high degree of price and volume volatility, and the market price of securities of many companies, particularly those considered to be development stage companies such as Colombian, have experienced wide fluctuations in share prices which have not necessarily been related to their operating performance, underlying asset values or prospects. There can be no assurance that these kinds of share price fluctuations will not occur in the future, and if they do occur, how severe the impact may be on Colombian's ability to raise additional funds through equity issues.

Political and Currency Risks

The Company is operating in a country that has had a stable political environment. Changing political situations may affect the manner in which the Company operates. The Company's equity financings are sourced in Canadian dollars but for the most part it incurs its exploration expenditures in Colombian pesos or in US dollars. At this time there are no currency hedges in place. Therefore a weakening of the Canadian dollar against the US dollar or the Colombian peso could have an adverse impact on the amount of exploration conducted.

Insured and Uninsured Risks

In the course of exploration, development and production of mineral properties, Colombian is subject to a number of risks and hazards, including adverse environmental conditions, operational accidents, labor disputes, unusual or unexpected geological conditions, changes in the regulatory environment and natural phenomena such as inclement weather conditions, floods, and earthquakes. Such occurrences could result in damage to the Company's property or facilities and equipment, personal injury or death, environmental damage to properties of the Company or others, delays, monetary losses and possible legal liability.

Although the Company may maintain insurance to protect against certain risks in such amounts as it considers reasonable, its insurance may not cover all the potential risks associated with its operations. The Company may also be unable to maintain insurance to cover these risks at economically feasible premiums or for other reasons. Should such liabilities arise, they could reduce or eliminate future profitability and result in increased costs, have a material adverse effect on the Company's results and result in a decline in the value of the securities of the Company. Some work is carried out through independent consultants and the Company requires that all consultants carry their own insurance to cover any potential liabilities as a result of their work on a project.

Environmental Risks and Hazards

The activities of the Company are subject to environmental regulations issued and enforced by government agencies. Environmental legislation is evolving in a manner that will require stricter standards and enforcement and involve increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects, and a heightened degree of responsibility for companies and their officers, directors and employees. There can be no assurance that future changes in environmental regulation, if any, will not adversely affect Colombian's operations. Environmental hazards may exist on properties in which the Company holds interests which are unknown to the Company at present.

Competition

Colombian will compete with many companies and individuals that have substantially greater financial and technical resources than the Company, for the acquisition and development of its projects as well as for the recruitment and retention of qualified employees.

CHANGE IN MANAGEMENT

Effective April 30, 2013, Mr. David Miles has resigned as Chief Financial Officer and Ms. Kim Casswell has resigned as Corporate Secretary, effective immediately. "The Board of Directors and I are grateful to Mr. Miles and Ms. Casswell for their dedication and many contributions to the Company and we wish them continued success in their future endeavours," said Robert Carrington, Colombian's President and Chief Executive Officer.

Effective immediately, the Company has appointed Mr. David Cross as its Chief Financial Officer and Corporate Secretary. Mr. Cross is a Certified General Accountant ("CGA") and is a partner in the CGA firm of Cross Davis & Company LLP. Mr. Cross began his accounting career in 1997 and obtained his CGA designation in 2004. The Board welcomes Mr. Cross to the Company's management team.

OUTSTANDING SHARE DATA AT DECEMBER 24, 2013

There are 38,825,094 common shares issued and outstanding and 3,529,176 stock options issued and outstanding to directors, officers, employees and consultants of the Company with exercise prices ranging from $0.33 to $0.88 and which expire from March 2, 2014 through to September 20, 2015. The

Company also has 4,808,333 share purchase warrants outstanding with exercise prices ranging from $0.30 to $0.90 and which expire from July 20, 2014 through November 14, 2018.

INVESTOR RELATIONS

The Company has retained San Diego Torrey Hills Capital, Inc. ("Torrey Hills Capital"), located in Rancho Santa Fe, California, to act as investor relations consultants to the Company.

Torrey Hills Capital is a leading investor and financial public relations firm specializing in small and micro-cap companies, primarily in the natural resource sector. Torrey Hills Capital will increase awareness about Colombian Mines through its established relationships with investment professionals, investment advisors, and money managers focused on the microcap market space. This will allow the Company to build and maintain an informed investor audience in both the U.S and Canadian marketplaces.

Torrey Hills Capital will also develop a profile on Colombian Mines for coverage on its website, www.babybulls.com, a website developed to showcase and provide exposure for emerging micro-cap companies to an audience of proven micro-cap investors.

Torrey Hills Capital has been engaged on a month-by-month basis at a monthly fee of US$6,000. In addition, Colombian Mines has agreed to grant options to purchase 100,000 common shares of the Company (the "Options") for a period of two years from the date of grant. The Options will be granted at a date in the future and shall be subject to the terms of the Company's stock option plan and will vest in accordance with the provisions therein and the policies of the TSX Venture Exchange.

ADVANCE NOTICE POLICY FOR FUTURE SHAREHOLDER MEETINGS

On May 15, 2013, the Company announced that it had adopted an Advance Notice Policy (the "Policy"). The purpose of the Policy is to provide shareholders, directors and management of the Company with a clear framework for nominating directors of the Company at a shareholders' meeting.

Among other things, the Policy fixes a deadline by which holders of record of common shares of the Company must submit director nominations to the Company prior to any annual or special meeting of shareholders and sets forth the information that a shareholder must include in the notice to the Company for the notice to be in proper written form. No person will be eligible for election as a director of the Company unless nominated in accordance with the Policy.

In the case of an annual meeting of shareholders, notice to the Company must be made not less than 30 days and not more than 65 days prior to the date of the annual meeting; provided, however, that, in the event that the annual meeting is to be held on a date that is less than 50 days after the date on which the first public announcement of the date of the annual meeting was made, notice may be made not later than the close of business on the 10th day following such public announcement.

In the case of a special meeting of shareholders called for the purpose of electing directors (whether or not called for other purposes), notice to the Company must be made not later than the close of business on the 15th day following the day on which the first public announcement of the date of the special meeting was made.

The Policy is intended to:

1. Facilitate an orderly and efficient annual general or special meeting process;
2. Ensure that all shareholders receive adequate notice of the director nominations and sufficient information regarding all director nominees; and
3. Allow shareholders to register an informed vote after having been afforded reasonable time for appropriate deliberation.

The full text of the Policy is available under the Company's profile at www.sedar.com and on the Company's website (www.colombianmines.com).

The Policy is effective immediately and will be placed before Colombian's shareholders for approval at the next annual general meeting of shareholders (the "Meeting"). If the Policy is not confirmed at the Meeting, the Policy will terminate and be of no further force and effect following the termination of the Meeting.