Form 51-102-F1

PLATORO WEST HOLDINGS INC.

MANAGEMENT DISCUSSION & ANALYSIS
For the period ended February 28, 2010

Directors and Officers as at April 29, 2010

Directors:

William Sheriff
Edward Devenyns
John Legg

Officers:

President – Edward Devenyns
Chief Financial Officer & Corporate Secretary – Gary Arca

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PLATORO WEST HOLDINGS INC.

MANAGEMENT DISCUSSION & ANALYSIS

For the period ended February 28, 2010

1.1 Date of This Report

This Management Discussion and Analysis ("MD&A") should be read in conjunction with the unaudited interim consolidated financial statements of Platoro West Holdings Inc. ("Platoro", or the "Company") for the period ended February 28, 2010. All dollar amounts herein are expressed in Canadian Dollars unless stated otherwise.

This MD&A is prepared as of April 29, 2010.

This MD&A includes certain statements that may be deemed "forward-looking statements". All statements in this discussion, other than statements of historical fact, that address exploration drilling, exploitation activities and events or developments that the Company expects are forward-looking statements. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in the forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices, exploitation and exploration successes, continued availability of capital and financing and general economic, market or business conditions. Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements.

1.2 Overall Performance

Description of Business

The Company was incorporated pursuant to the British Columbia Business Corporations Act on May 16, 2006 and commenced operations on June 1, 2006. The Company has one active subsidiary, PWH Nevada Inc., which was incorporated on July 30, 2007, in Nevada to carry out U.S. operations, and an inactive subsidiary, 1794298 Ontario Inc., which was incorporated to effect the transaction with Zacoro Metals Corp. ("Zacoro") (see section 1.4.4). The Company's common shares are listed for trading on the Canadian National Stock Exchange ("CNSX") under the symbol "PWH".

The Company is engaged in the business of mineral exploration in the western United States. The Company's objective is to locate and develop economic precious and base metal properties of merit. The Company's material property is the option to acquire 100% of the Wildhorse Property in Pershing County, Nevada. In addition to the Wildhorse Property, the Company also has a right of first refusal to acquire up to 172 claims in various counties in the State of Nevada. The Company has paid for the filing and recording fees of 52 claims in the White Mountains of eastern Esmeralda County, Nevada. These claims are all exploration phase projects acquired for their potential to yield high grade mineralizations within the volcanic hosted low sulfidation gold/silver vein system in the Walker Lane structural trend.

On May 28, 2009 and amended on July 7, 2009, the Company entered into a subscription and distribution agreement with Copper Ridge Explorations Inc. ("Copper Ridge"). Registered shareholders as at December 18, 2009 were given the option to exchange one Platoro common share for one New Platoro common share and 0.132 common shares of Copper Ridge as a return of capital. see Section 1.4.1.

On February 4, 2010, the Company's management negotiated the fundamental terms of a Letter of Intent with Golden Predator Royalty & Development Corp. ("Golden Predator"), Strategic Metals Ltd. ("Strategic"), Rockhaven Resources Ltd. (Rockhaven). (the "Letter of Intent")

Under the term of the Letter of Intent Platoro will acquire from Golden Predator, Strategic and Rockhaven 21 advanced stage and development mineral properties, comprising over 39,000 hectares, and will be renamed Silver Predator Mines Inc.

The Letter of Intent contemplates the following transactions:

- a consolidation of Platoro's currently outstanding common share capital on the basis of one new share for each twelve old shares;
- the change of Platoro's name to "Silver Predator Mines Inc.";
- the sale of the Golden Predator Properties to Silver Predator for 16,000,000 post-consolidation Silver Predator Shares
- the sale of the Strategic Metals Properties to Silver Predator for 8,000,000 post-consolidation Silver Predator Shares;
- the sale of the Rockhaven Properties to Silver Predator for 8,000,000 post-consolidation Silver Predator Shares;
- the completion of a financing with gross proceeds to Silver Predator of not less than $5,000,000; and
- the appointment, at closing, of Mr. Lepry as Silver Predator's President & CEO.

The transactions will be subject to numerous conditions precedent, including the negotiation and execution of definitive agreements, satisfactory due diligence reviews and the receipt of all required regulatory approvals.

1.3 Selected Annual Information

The Company was incorporated on May 16, 2006 and commenced operations on June 1, 2006. The highlights of financial data for the Company for the periods ended May 31, 2009 and 2008 are as follows:

	May 31, 2009	May 31, 2008
(a) Net sales	Nil	Nil
(b) Loss before foreign exchange and investment income	(363,748)	(215,530)
(c) Net loss	(511,350)	(208,608)
(d) Loss per share – basic and diluted	(0.03)	(0.03)
(e) Total assets	3,935,139	1,214,799
(f) Total long-term liabilities	Nil	Nil
(g) Cash dividends declared per-share	Nil	Nil

1.4 Results of Operations

Discussion of Acquisitions, Operations and Financial Condition

The following should be read in conjunction with the February 28, 2010 financial statements of the Company and notes attached hereto.

1.4.1 Copper Ridge Agreement

During the period ended February 28, 2010 and pursuant to a May 28, 2009 subscription and distribution agreement with Copper Ridge Explorations Inc. ("Copper Ridge") (as amended July 7, 2009), the Company acquired 100,000,000 common shares of Copper Ridge at a price of $0.03 per share, for a total cost of $3,000,000.

Following the closing of the financing, Copper Ridge received shareholder approval to consolidate the Copper Ridge shares on the basis of one new common share for 15 old common shares.

Registered shareholders as at December 18, 2009 were given the option to exchange one Platoro common share for one New Platoro common share and 0.132 common shares of Copper Ridge. The Company's 100,000,000 pre-consolidated (6,666,666 post-consolidation) shares of Copper Ridge had a historical cost of $3,000,000 and were distributed to its, December 18, 2009, shareholders by way of a return of capital transaction at a market value of $2,333,333. As a result of the return of capital, the Company reported a realized loss of $666,667 offset by realized gains of $1,832,569 on shares sold in the period.

1.4.2 Hy Lake Investment

During the period ended February 28, 2010, the Company acquired 5,000,000 units of Hy Lake Gold Inc. ("Hy Lake"), an Ontario company engaging in gold exploration and mine development in the Red Lake mining district in Northwestern Ontario, pursuant to a private placement at $0.20 per unit or $1,000,000.

Each unit consists of one common share and one share purchase warrant. Each warrant entitles the Company to purchase an additional share at $0.30 until June 3, 2011. In the event that, after September 3, 2009, the common shares of Hy Lake close at $0.50 or more for 20 consecutive trading days, the warrant term shall be automatically reduced to 30 days from the date that Hy Lake provides written notice of the new expiry date.

The 5,000,000 common shares acquired are classified as available-for-sale and represent approximately 15% of the issued and outstanding shares of Hy Lake. Were the Company to exercise all of its warrants, it would then own 7,500,000 common shares of Hy Lake, representing approximately 21.2% of the issued and outstanding shares assuming that no further common shares of the issuer have been issued. At February 28, 2010, the Hy Lake shares had a market value of $750,000 and the Company reported an unrealized loss on these shares of $250,000 in its comprehensive income (loss).

1.4.3 Property Activity

Resource Property – Wildhorse Property

Pursuant to a mineral property option agreement ("Option Agreement") dated September 1, 2006 and as amended on August 10, 2007, Sept 17, 2008, and June 1, 2009, with a director of the Company, the Company may acquire a 100% undivided interest, subject to a 3% net smelter royalty ("NSR"), in 68 mining claims located in Pershing County, State of Nevada, United States of America ("Wildhorse

Property"). Consideration for the acquisition is reimbursement of the optionor's costs associated with the acquisition of the property, cash payments totaling an aggregate amount of US$970,000, issuance of 450,000 common shares of the Company and exploration expenditures of US$1,000,000 on the property as follows:

- pay US$10,000 (paid) upon signing of the agreement and issue 50,000 common shares forthwith after June 13, 2008, the effective date (issued);
- issue 50,000 common shares on or before June 13, 2009 (issued);
- pay US$45,000, issue 150,000 common shares and incur US$150,000 in exploration expenditures on or before June 13, 2010;
- pay US$75,000, issue 200,000 common shares and incur US$200,000 in exploration expenditures on or before June 13, 2011;
- pay US$80,000 and incur US$200,000 in exploration expenditures on or before June 13, 2012;
- pay US$100,000 and incur US$200,000 in exploration expenditures on or before Jun 13, 2013;
- pay US$120,000, and incur US$250,000 in exploration expenditures on or before June 13, 2014;
- pay US$140,000 on or before June 13, 2015; and
- pay US$400,000 on or before June 13, 2016.

Pursuant to the agreement the Company may purchase up to one half of the NSR for US$2,000,000 for each 1% of the royalty purchased (total of $3,000,000 for the entire 1.5%). During the term of the Wildhorse option agreement, the Company is responsible for maintaining the claims in good standing, including paying required taxes, fees and rentals, and completing necessary assessment work.

During the year ended May 31, 2009, the Company posted a reclamation bond of $11,441.

During the year ended May 31, 2008, the Company staked an additional 32 claims.

On August 29, 2007, the Company entered into a Purchase and Sale Agreement with Nevada Lands & Resource Company, whereby the Company acquired 160 acres of land in Pershing County, Nevada, for a purchase price of US$32,000. The Wildhorse Property currently consists of a combined total acreage of 1,564.88 acres.

Proposed Exploration Program

Two exploration programs were completed on the property in 2007, a new CSAMT geophysical survey and a 110 rock chip sampling program. Zonge Geophysics completed a 12.6km CSAMT survey on seven east-west oriented lines. After reviewing the results, and other historical data available on the property, a two-phase exploration program has been recommended for the Wildhorse property. A full and detailed review of all historic data is recommended as part of the next phase of work. It is also recommended that the Company enter all the historic data into an electronic database in order to determine if any trends exist in the old anomalous drill results and to help with the interpretation and selection of future areas to drill. A first phase of reverse circulation drilling (RC) is recommended, the location of which is to be determined by detailed mapping, rock sampling (and soil sampling where overburden dictates) along grid lines that cross the structures interpreted in the geophysical survey, within the area already defined as the most prospective on a reconnaissance scale. The objective of this work is to define which of these structures, based on geology (alteration) and geochemistry represents the best target as conduits of mineralization. While actual values at surface are not likely to be economical, the systematic sampling and mapping will enhance the ability to distinguish which structure has the most potential to have mineralization in favourable horizons at depth, based on the theory that there would have been leakage of mineralized fluids along the faults. Phase I as proposed, is estimated to cost US$374,000.

A second phase of reverse circulation drilling (RC) would be conducted contingent upon favourable results of the first phase and the composite data from the first phase. The location of these Phase II holes would be identified as Phase I was being completed. These drill holes would be based on all previous drilling in Phase I. It is also recommended that the Company complete a small diamond drilling program in any anomalous areas detected in Phase I and Phase II which would allow the Company to view faults, or other rock textures not evident in the RC drilling. Current drilling in the district is reported to be deep with pre-collared holes being installed to depths ranging from 500-4,000 feet. This is indicative of the possibility that recorded near-surface mineralization or surface anomalies are the result of leakage upward along favourable structures, from a deep-seated source that could be enriched in gold as is typical of the known deposits in the Nevada gold trends. Phase II as proposed, is estimated to cost US$700,000.

During the 2008 field season, the Company developed conceptual drill targets by reviewing the existing historical data, reports and 2007 information previously described to locate the sites of the previous drilling and sample sites where the more anomalous gold samples were collected. Work in the field identified areas where the geophysical survey indicated major structures and areas of high resistivity and a greater understanding of the lithology and structural geology of the area. In addition there were more samples taken from both outcrops and prospects and some plotting of bedding attitudes and fault traces as well as geologic mapping.

A 10 hole drilling program was developed from observations made in the field with consideration of the results of the CSAMT survey and the work done by Kuzma in 2007. The Notice of Intent to conduct exploration activities was submitted and approved by the district office of the BLM and the reclamation bond in the amount of $11,441was posted with the BLM. The conceptual model for the drill program is anomalous mineralization and pathfinder geochemistry seen associated with recognized structures being targeted representing leakage from a deeper, stronger system involving more favorable host rock, and can be encountered at a reasonable drilling depth. Although the drilling program was diligently identified based upon historic information and 2007 and 2008 field results, the current economic situation does not warrant drilling the targets at this time.

Management has elected to defer any non essential exploration expense and has suspended any further work on the property at this time in order to preserve working capital. Management is continuing to assess the junior exploration market condition in an effort to coordinate the progress of the exploration program with the resurgence of the industry as well as recognize potential opportunity in the current environment.

Resource Property – Right of First Refusal Properties (“ROFR”)

Pursuant to a right of first refusal agreement on September 1, 2006 amended on June 1, 2009 (the “ROFR Agreement”) with a director of the Company (the “Optionor”), the Company entered into an agreement to have the first right of refusal to acquire up to 172 claims in various counties in the State of Nevada, as listed below (the “ROFR Properties”). Under the terms of the ROFR Agreement, the Company, as optionee, was granted the sole right and option to purchase the ROFR Properties in consideration of the Company reimbursing all acquisition costs including filing fees, holding fees, staking costs, and other costs directly associated with the acquisition of the ROFR Properties. The Optionor agreed to negotiate the terms of the purchase by June 13, 2010 on agreement that the Company would maintain the claims in good standing. It was decided to not to continue the ROFR on 38 claims by non payment of BLM fees for the 2009-10 period. The ROFR Properties are currently comprised of 134 claims as follows:

- Antelope Springs Project in Pershing County, Nevada, comprised of 24 claims;
- Buckhorn East Project in Eureka County, Nevada, comprised of 33 claims;
- Fencemaker Project in Pershing County, Nevada comprised of 37 claims;
- Rangefront Project in Humboldt County, Nevada comprised of 9 claims;
- Rosial Project in Pershing County, Nevada comprised of 23 claims; and
- Spring City Project in Humboldt County, Nevada comprised of 8 claims

The Company has paid the annual mining claim maintenance fees to the Nevada State Office of the Bureau of Land Management on August 13, 2009 for the period ending September 1, 2010; as well as timely recorded the annual Notices of Intent to Hold the mining claims with the respective county Recorder's offices. Preliminary field reconnaissance work has begun on the properties. Historic and regional geologic information was reviewed followed by an initial site visit to each property. An initial surface sample program was conducted and assayed. Follow up sampling and mapping may be conducted on those properties of interest with the objective to identify a geologic model and develop drill targets for eventual testing.

The six claim blocks are not contiguous; and represent eight separate opportunities or projects. The Company has the opportunity to review and analyze each of the eight claim blocks, and determine which, if any, it wishes to acquire or option. The Optionor has limited historical data pertaining to certain of the claim blocks. Management is continuing to assess the junior exploration market to determine whether to commence negotiations on the ROFR Properties.

Resource Property – Other Properties

The Company owns 52 unpatented lode mining claims located within the White Mountains in eastern Esmeralda County, Nevada. The claims encompass an exploration phase project acquired for its potential to yield high grade mineralization within the volcanic hosted low sulfidation gold/silver vein system in the Walker Lane structural trend. Preliminary field work was conducted to assess and identify initial drill sites. The Company has paid the annual mining claim maintenance fees to the Nevada State Office of the Bureau of Land Management on August 13, 2009 for the period ending September 1, 2010; as well as timely recorded the annual Notices of Intent to Hold the mining claims with the respective county Recorder's offices.

Pursuant to a mineral property lease agreement ("Lease Agreement") dated November 1, 2008, with a group of individuals, including a director of the Company, the Company may acquire a 100% undivided interest, subject to a 3%-4% NSR (dependant on the price of Gold exceeding US$700 per ounce), in 24 mining claims located in San Bernardino County, California, United States of America ("Sacramento property"). Consideration for the acquisition was reimbursement of US$3,207 for 2008 mining claim maintenance fees (paid), and future mining claim maintenance fees in addition to the annual cash payment as follows:

- pay US$5,000 annually from November 1, 2010 to 2013;
- pay US$7,500 annually from November 1, 2014 to 2018;
- pay US$75,000 annually from November 1, 2019 onward.

The claims were acquired for their potential disseminated gold mineralization in a brecciated zone between a well defined basal detachment fault and a less well defined upper detachment fault. The mineralization is reported to be associated with two mica granites which grade into higher grade quartz veins locally. No field work has been conducted on the property. One of the directors is a 25% owner of the mining claims. The Company has paid the annual mining claim maintenance fees to the California State Office of the Bureau of Land Management on August 13, 2009 for the period ending September 1, 2010; as well as timely recorded the annual Notices of Intent to Hold the mining claims with the county Recorder's offices.

By letter to the Owners dated February 22, 2010 the Company terminated its interest in the Lease Agreement and Sacramento property.

Property Expenditures Summary

The Company is a venture issuer that has not had revenue from operations. The Company has capitalized all expenditures relating to the exploration of its mineral properties. Details of deferred expenditures for the properties are as follows:

	Cumulative February 28, 2010	Cumulative May 31, 2009
Wildhorse - Actual Expenditures		
Acquisition costs	**$ 55,241**	$ 52,991
Assays & cores	**8,130**	8,130
Claim & maintenance fees	**44,625**	34,006
Consulting fees (Geological)	**87,143**	85,218
Field work & supplies	**7,169**	7,169
Mapping & reports	**3,407**	3,407
Sampling & surveying	**72,391**	72,391
Staking	**3,625**	3,625
Vehicles	**185**	185
	281,916	267,122
Right of First Refusal - Actual Expenditures		
Assays & cores	**1,602**	1,602
Claim & maintenance fees	**94,802**	73,419
Consulting fees (Geological)	**83,433**	82,436
Field work & supplies	**6,922**	6,922
Vehicles	**4,116**	4,116
	190,875	168,495

		Cumulative February 28, 2010		Cumulative May 31, 2009
Others - Actual Expenditures				
Claim & maintenance fees		**44,301**		32,694
		44,301		32,694
Total Resource Properties	**$**	**517,092**	$	468,311

1.4.4 Results of Operations

The income for the period ended February 28, 2010 was $844,900 (February 28, 2009 – loss of $218,160). The details of the income and expenses are as follows:

		Period ended February 28, 2010		Period ended February 28, 2009
Accounting and audit fees	**$**	**10,210**	$	9,400
Amortization		**2,271**		3,646
Bank charges and interest		**1,326**		818
Consulting fees		**57,547**		28,440
Corporate and administration fees		**12,185**		28,700
Filing fees		**17,362**		21,481
Insurance		**11,070**		8,445
Legal fees		**54,107**		17,624
Management fees		**90,600**		36,000
Office and miscellaneous		**24,928**		33,495
Property investigation costs		**3,838**		-
Rent		**14,500**		15,844
Shareholder communications		**16,828**		9,168
Loss for the period before other items and taxes		**(316,772)**		(213,061)
Other items:				
Foreign exchange (loss) gain		**(5,714)**		(10,667)
Realized gain on marketable securities		**1,165,902**		-
Interest and investment income		**1,484**		5,568
Net income (loss) for the period	**$**	**844,900**	$	(218,160)

The Company completed its private placement financing in the period and became a public issuer on June 13, 2008. As a result Corporate and administration costs decreased by $16,515 to $12,185 compared to the comparative period. In the current period, the Company was very active in pursuing projects and investments, such as Copper Ridge, and in administering the affairs of the Zacoro accounts which are winding down. As a result, Legal fees and Consulting fees increased to $54,107 and $57,547, respectively, compared to $17,624 and $28,440, respectively, for the period ended February 28, 2009. The Company also began paying regular management fees to all officers in the past year and such fees for the period increases by $54,600 from the corresponding period in the prior year. All other expenses remained relatively comparable to the prior year period ended February 28, 2009.

Included in the assets obtained in the Zacoro Transaction was a significant investment in the shares of Aura Minerals Inc. ("Aura") which were classified as available-for-sale. During the period ended February 28, 2010, Aura consolidated its shares outstanding on a 5 to 1 basis and the Company sold 4,527,484 pre-consolidation shares (905,496 post-consolidation) with an original cost of $905,497 for net proceeds of $2,738,066 and reported a gain on the sale of these investments of $1,832,569. During the year ended May 31, 2008, the Company reported an unrealized gain on these shares of $548,591 in its comprehensive income. Due to the sale of Aura shares, the Company has realized $633,848 in gains, previously reported in comprehensive income.

On distribution, the Copper Ridge shares (see 1.4.1) had declined in market value from the historical cost of $3,000,000 to $2,333,333. As a result of this return of capital, the Company reported a realized loss of $666,667, which has been offset by realized gains of $1,832,569 on the sale of Aura shares.

Additionally, during the period ended February 28, 2010, the Hy Lake Shares had a market value of $750,000; as such the Company reported an unrealized loss on this investment of $250,000 in its comprehensive income (loss).

Investor Relations Activities

During the period ended February 28, 2010, the Company responded to investor inquiries. There were no formal investor relations agreements in place.

Financings, Principal Purposes & Milestones

On March 27, 2009, the Company completed a transaction with Zacoro (the "Transaction"), an inactive private Ontario corporation whose only significant assets at the closing date consisted of cash and near-cash investments with a net value of $2,301,990. As the Transaction was in substance an equity financing, it was accounted for as a private placement during the period ended May 31, 2009. In accordance with the terms of the Transaction, the Company has issued 36,562,937 common shares to the Zacoro shareholders as part of the amalgamation, based on an exchange ratio of 0.46 Platoro Shares for each Zacoro share.

On June 5, 2008, the Company completed a private placement of 6,650,000 shares at $0.18 a share for gross proceeds of $1,197,000. As at May 31, 2008, $792,720 of this financing was completed and 4,404,000 shares were issued and the remaining 2,246,000 shares were issued on June 5, 2008 for proceeds of $404,280.

A secondary financing of 575,000 shares was arranged and completed during the current period, under the same terms as the previous private placement, at $0.18 per share for gross proceeds of $103,500.

Finders' fees in the aggregate amount of $78,811 were paid to certain agents for a portion of the June 5, 2008 financings.

1.5 Summary of Quarterly Results

The following is a summary of the Company's financial results for the eight most recently completed quarters:

	Q3 28-Feb-10	Q2 30-Nov-09	Q1 31-Aug-09	Q4 31-May-09
Net Income(Loss):				
Total	$(732,416)	$714,629	$862,687	$(293,190)
Per share - basic and diluted	$0.02	$0.02	$0.02	$(0.01)

	Q3 28-Feb-09	Q2 30-Nov-08	Q1 31-Aug-08	Q4 31-May-08
Net Income (Loss):				
Total	$(69,042)	$(64,315)	$(84,803)	$(82,114)
Per share - basic and diluted	$(0.00)	$(0.00)	$(0.01)	$(0.01)

Discussion

For the discussion on the period ended February 28, 2010, please refer to Section 1.4 Results of Operations.

1.6 Liquidity

In management's view, given the nature of the operations, which currently consist of agreements covering resource properties, the most relevant financial information relates primarily to current liquidity, solvency and planned expenditures. The Company's financial success will be dependent upon the extent to which it can determine whether its resource properties contain reserves which are economically recoverable.

Such development may take periods to complete and the amount of resulting income, if any, is difficult to determine. The Company does not expect to receive significant income in the foreseeable future.

As at February 28, 2010, the Company had working capital of $959,739 which may not be adequate to meet the Company's working capital needs over the next 12 months or more.

It is anticipated that any additional funding will be in the form of equity financing from the sale of common shares, however, there is no guarantee that funding by such financings will be available in amounts sufficient to meet the needs of the Company.

1.7 Capital Resources

The capital resources of the Company are the mineral properties, with historical costs of $517,092 and equipment and leaseholds of $12,871 as at February 28, 2010. The Company is committed to further expenditures on the properties, as detailed in Section 1.4 Results of Operations.

1.8 Off Balance Sheet Arrangements

There are no off-balance sheet arrangements to which the Company is committed. The Company has optioned its mineral properties from a private company controlled by a director of the Company.

1.9 Transactions with Related Parties

The Company incurred the following fees and reimbursement of costs with a director, companies controlled by directors and a former director of the Company:

	February 28, 2010	February 28, 2009
Consulting fees	**$ 57,547**	$ 22,500
Corporate and administration fees	**9,000**	-
Equipment and leaseholds	**-**	10,135
Legal fees	**7,239**	-
Management fees	**88,600**	36,000
Office and miscellaneous	**10,250**	14,096
Rent	**14,500**	12,844
Shareholder communications	**9,674**	-
Resource properties	**-**	72,064
	$ 196,810	**$ 167,639**

During the quarter ended February 28, 2010, the Company issued 50,000 shares, valued at $0.045 per share, to a director with respect to a mineral property agreement.

During the quarter ended November 30, 2009, the Company issued 50,000 shares, valued at $0.18 per share, to a director with respect to a mineral property agreement.

These expenditures were measured by the exchange amount, which are the amounts agreed upon by the transacting parties.

Included in prepaid expense and deposits is $2,500 (May 31, 2009 - $2,500) paid to a company controlled by an officer for rent and administrative expenses.

1.10 Third Quarter

The third quarter results differ significantly from other recent quarters. See Section 1.4 for discussion of expenses.

1.11 Proposed Transactions

On February 4, 2010, the Company's management negotiated the fundamental terms of a Letter of Intent with Golden Predator Royalty & Development Corp. ("Golden Predator"), Strategic Metals Ltd. ("Strategic"), Rockhaven Resources Ltd. (Rockhaven). (the "Letter of Intent")

Under the term of the Letter of Intent Platoro will acquire from Golden Predator, Strategic and Rockhaven 21 advanced stage and development mineral properties, comprising over 39,000 hectares, and will be renamed Silver Predator Mines Inc.

The Letter of Intent contemplates the following transactions:

- a consolidation of Platoro's currently outstanding common share capital on the basis of one new share for each twelve old shares;
- the change of Platoro's name to "Silver Predator Mines Inc.";
- the sale of the Golden Predator Properties to Silver Predator for 16,000,000 post-consolidation Silver Predator Shares
- the sale of the Strategic Metals Properties to Silver Predator for 8,000,000 post-consolidation Silver Predator Shares;
- the sale of the Rockhaven Properties to Silver Predator for 8,000,000 post-consolidation Silver Predator Shares;
- the completion of a financing with gross proceeds to Silver Predator of not less than $5,000,000; and
- the appointment, at closing, of Mr. Lepry as Silver Predator's President & CEO.

The transactions will be subject to numerous conditions precedent, including the negotiation and execution of definitive agreements, satisfactory due diligence reviews and the receipt of all required regulatory approvals.

1.12 Critical Accounting Estimates

Resource Properties

The Company defers the cost of acquiring, maintaining its interest, exploring and developing mineral properties until such time as the properties are placed into production, abandoned, sold or considered to be impaired in value. Costs of producing properties will be amortized on a unit of production basis and costs of abandoned properties are written-off. Proceeds received on the sale of interests in mineral properties are credited to the carrying value of the mineral properties, with any excess included in operations. Write-downs due to impairment in value are charged to operations.

The Company is in the process of exploring and developing its mineral properties and has not yet determined the amount of reserves available. Management reviews the carrying value of mineral properties on an annual basis and will recognize impairment in value based upon current exploration results, the prospect of further work being carried out by the Company, the assessment of future probability of profitable revenues from the property or from the sale of the property. Amounts shown for properties represent costs incurred net of write-downs and recoveries, and are not intended to represent present or future values.

Stock-based Compensation

Stock-based compensation is accounted for at fair value as determined by the Black-Scholes option pricing model using amounts that are believed to approximate the volatility of the trading price of the Company’s shares, the expected lives of awards of stock-based compensation, the fair value of the Company’s stock and the risk-free interest rate, as determined at the grant date. Changes in these assumptions can materially affect the fair value estimate and, therefore, the existing models do not necessarily provide a reliable single measure of the fair value of the Company’s share purchase options.

The estimated fair value of awards of stock-based compensation are charged to expense over their vesting period, with offsetting amounts recognized as contributed surplus. Upon exercise of share purchase options, the consideration paid by the option holder, together with the amount previously recognized in contributed surplus, is recorded as an increase to share capital.

1.13 Changes in Accounting Policies Including Initial Adoption

Going Concern

Effective June 1, 2008, the Company adopted the amendments to the guidelines of CICA Handbook Section 1400, General Standards of Financial Statement Presentation. The Canadian Accountability Standards Board amended Section 1400, to include requirements for management to assess and disclose an entity's ability to continue as a going concern. The adoption of these amendments resulted in no disclosure changes to the Company's financial statements.

Financial Instruments

Effective June 1, 2008, the Company adopted the new guidelines of CICA Handbook Section 3862, Financial Instruments – Disclosures, and Section 3863, Financial Instruments – Presentation. These standards replace CICA Handbook Section 3861, Financial Instruments – Disclosure and Presentation.

These standards increase the disclosures previously required, enabling users to evaluate the significance of financial instruments for an entity's financial position and performance, including disclosures about fair value. In addition, qualitative and quantitative disclosure is required about exposure to risks arising from financial instruments, including specified minimum disclosures about credit risk, liquidity risk and market risk. The quantitative disclosures must provide information about the extent to which the Company is exposed to such risk, based on information provided internally to the entity's key management personnel.

Capital Disclosures

Effective June 1, 2008, the Company adopted the new guidelines of CICA Handbook Section 1535, Capital Disclosures, which requires companies to disclose their objectives, policies and processes for managing capital, quantitative data about what the entity regards as capital, and whether they have complied with externally imposed capital requirements and, if not in compliance, the consequences of such non-compliance.

1.14 Financial and Other Instruments

The carrying value of the Company's financial instruments, consisting of cash and cash equivalents, investments, prepaid expenses and deposits and accounts payable and accrued liabilities approximates their fair values due to the short maturity of those instruments. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest or credit risks arising from these financial instruments.

Currency risk is the risk to the Company's earnings that arises from fluctuations of foreign exchange rates and the degree of volatility of these rates. The Company does not use derivative instruments to reduce its exposure to foreign currency risk.

The recoverability of amounts from the properties will be dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in underlying properties, the ability of the Company to obtain necessary financing to satisfy the expenditure requirements under the property agreements and to complete the development of the properties and upon future profitable production or proceeds from the sale thereof. The outcome of these matters cannot be predicted with any certainty at this time.

1.15 International Financial Reporting Standards ("IFRS")

In February 2008, the Canadian Accounting Standards Board ("AcSB") confirmed the mandatory changeover date to IFRS for Canadian profit-oriented publicly accountable entities ("PAE's") such as the Company.

The AcSB requires that IFRS compliant financial statements be prepared for annual and interim financial statements commencing on or after January 1, 2011. For PAE's with a May 31 period-end, the first unaudited interim financial statements under IFRS will be the quarter ending May 31, 2011, with comparative financial information for the quarter ended May 31, 2010. The first audited annual financial statements will be for the period ending May 31, 2012, with comparative financial information for the period ended May 31, 2011. This also means that all the opening balance sheet adjustments relating to the adoption of IFRS must be reflected in the June 1, 2011 opening balance sheet which will be issued as part of the comparative financial information in the August 31, 2011 unaudited interim financial statements.

The Company intends to adopt these requirements as set out by the AcSB and other regulatory bodies. At this time, the impact of adopting IFRS cannot be reasonably quantified. During fiscal 2010, the Company will continue to evaluate the impact of IFRS on the Company and develop and put in place a plan for the conversion to IFRS. If the Company decides not to early adopt the standards, the actual conversion work will occur in late 2010 and 2011, in anticipation of the preparation of the May 31, 2011 balance sheet that will be required for comparative purposes for all periods ending in fiscal 2012.

1.16 Other

1.16.1 Disclosure of Outstanding Share Capital as at April 29, 2010:

	Number	Book Value
Common Shares	50,487,937	$ 1,574,138
Contributed Surplus	-	$ 178,982

Registered shareholders as at December 18, 2009 were given the option to exchange one Platoro common share ("Old Share") for one New Platoro common share ("New Share") and 0.132 common shares of Copper Ridge. During the period ended February 28, 2010, the Company reported the cancellation of the 50,487,937 Old Shares and the share capital amount of $3,907,471. The Company distributed Copper Ridge shares as a return of capital to the Company's shareholders valued at $2,333,333 (see 1.4.1) and reported the issuance of 50,487,937 New Shares for an amount of $1,574,138.

As at April 21, 2010, there were no outstanding stock options and warrants.