Unaudited interim consolidated financial statements as of September 30, 2014 and 2013 and for the three-month and ninemonth periods then ended







Report on review of interim consolidated financial statements

To the Board of Directors of Compañía de Minas Buenaventura S.A.A.

Introduction

We have reviewed the accompanying interim consolidated statements of financial position of Compañía de Minas Buenaventura S.A.A. (a Peruvian public corporation) and Subsidiaries (together the "Group") as of September 30, 2014, the interim consolidated statements of change in equity for the nine-month periods ended September 30, 2014 and 2013, and the interim consolidated statements of profit or loss, statement of comprehensive income, and cash flows for the three-month and nine-month periods ended September 30, 2014 and 2013, and explanatory notes. The Group's Management is responsible for the preparation and presentation of these interim consolidated financial statements in accordance with IAS 34 "Interim Financial Reporting" (IAS 34). Our responsibility is to express a conclusion on these interim consolidated financial statements based on our review.

Scope of review

We conducted our review in accordance with International Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with generally accepted auditing standards in Peru and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim consolidated financial statements are not prepared, in all material respects, in accordance with IAS 34.

Lima, Peru

October 24, 2014

Paredes, Zaldívar, Burga & Asociados

Countersigned by:

C.P.C.C. Register No.14859

Consolidated statements of financial position

As of September 30, 2014 (unaudited) and December 31, 2013 (audited)

	Note	2014 US\$(000)	2013 US\$(000)
Assets			
Current assets Cash and cash equivalents Trade and other receivables, net Inventories, net Income tax credit	3(a) 4(a) 6	120,027 280,225 152,160 49,168	61,898 252,962 175,719 37,370
Prepaid expenses Derivative financial instruments Embedded derivatives for concentrates sales, net	5(a) 5(b)	13,019 3,775 - 618,374	14,597 - 1,857 - 544,403
Non-current assets			
Trade and other receivables, net Long-term inventories Investments in associates	4(a) 6 7(a)	24,178 43,247 2,344,401	28,079 23,366 2,358,410
Mining concessions, development costs, property, plant and equipment, net Investment properties, net Deferred income tax asset, net	8	1,726,712 11,341 65,912	1,515,460 - 83,525
Other assets, net		3,153 4,218,944	7,132 4,015,972
Total assets		4,837,318	4,560,375
Liabilities and shareholders' equity, net			<u> </u>
Current liabilities Overdrafts and borrowings Trade and other payables Provisions Income tax payable Financial obligations Derivative financial instruments Embedded derivatives for concentrates sales, net	9 10 11(a) 5(a) 5(b)	40,504 252,472 66,946 2,849 56,531 7,094 426,396	301,811 69,800 2,140 11,370 1,093
Non-current liabilities Trade and other payables Provisions Financial obligations Deferred income tax liability, net Financial liability at fair value through profit or loss	10 11(a) 7(c)	15,905 95,555 324,652 22,363 23,026 481,501	12,229 106,376 223,027 - - 341,632
Total liabilities		907,897	727,846
Shareholders' equity, net Capital stock, net of treasury shares for US\$(000)62,665 Investment shares, net of treasury shares for US\$(000)765 Additional paid-in capital Legal reserve Other reserves Retained earnings Other reserves of equity		750,497 1,396 219,055 162,688 269 2,503,753 1,745	750,497 1,396 219,055 162,663 269 2,421,238 104
Shareholders' equity, net attributable to equity holders of the parent Non-controlling interest		3,639,403 290,018	3,555,222 277,307
Total shareholders' equity, net		3,929,421	3,832,529
Total liabilities and shareholders' equity, net		4,837,318	4,560,375

Interim consolidated statements of profit or loss (unaudited)

For the three-month and nine-month periods ended September 30, 2014 and 2013

	Note	For the three-month periods ended September 30,			For the nine-month eriods ended September 30,		
		2014 US\$(000)	2013 US\$(000)	2014 US\$(000)	2013 US\$(000)		
Operating income							
Net sales	14(a)	308,088	335,283	879,766	949,255		
Royalty income	18(a)	9,532	10,538	24,956	37,033		
Total operating income		317,620	345,821	904,722	986,288		
Operating costs Cost of sales, without considering depreciation and amortization Depreciation and amortization	15	(161,255) (55,928)	(163,212) (38,656)	(453,848) (151,837)	(494,486) (122,171)		
Exploration in operating units	16	(25,744)	(39,140)	(79,379)	(135,190)		
Mining royalties		(7,377)	(7,272)	(21,857)	(23,867)		
Total operating costs		(250,304)	(248,280)	(706,921)	(775,714)		
Gross profit		67,316	97,541	197,801	210,574		
Operating expenses, net Administrative expenses Exploration in non-operating areas Paralyzed mining units Selling expenses Provision for contingencies Impairment loss on long-lived assets Other, net Total operating expenses, net Operating profit Other income, net Net share in the results of associates Financial income Financial expenses Net loss from currency exchange	17 1(b) 10 8	(23,946) (7,180) (4,056) (4,338) 7,862 (9,507) (41,165) 26,151 23,553 60,489 (1,093)	(19,316) (5,686) (4,063) (2,083) (1,795) (32,943) 64,598 40,866 697 (1,157)	(75,763) (32,375) (19,997) (13,122) (1,781) (794) 217 (143,615) 54,186 39,242 64,137 (7,683)	(56,484) (23,361) - (12,543) (4,476) - 7,834 (89,030) 121,544 173,840 2,353 (9,510)		
difference		(4,225)	(106)	(4,989)	(6,709)		
Total other income, net		78,724	40,300	90,707	159,974		
Profit before income tax Income tax expense	12(a)	104,875 (24,276)	104,898 (30,249)	144,893 (42,092)	281,518 (73,194)		
Net profit		80,599	74,649	102,801	208,324		
Attributable to: Equity holders of the parent Non-controlling interest		78,336 2,263 80,599	65,166 9,483 74,649	85,312 17,489 102,801	187,751 20,573 208,324		
Basic and diluted profit per share			<u> </u>		· · · · · · · · · · · · · · · · · · ·		
attributable to equity holders of the parent, stated in U.S. dollars		0.31	0.26	0.34	0.74		

Interim consolidated statements of other comprehensive income (unaudited)

For the three-month and nine-month periods ended September 30, 2014 and 2013

	For the three-month periods ended September 30,			
	2014 US\$(000)	2013 US\$(000)	2014 US\$(000)	2013 US\$(000)
Net profit	80,599	74,649	102,801	208,324
Other comprehensive income to be reclassified to profit or loss in subsequent periods Net unrealized gain (loss) on hedging				
derivative financial instruments, note 5(a)	3,785	(948)	4,868	(948)
Other	-	-	(80)	(434)
Income tax effect	(1,311)	328	(1,685)	328
	2,474	(620)	3,103	(1,054)
Total other comprehensive income, net of				
income tax	83,073	74,029	105,904	207,270
Attributable to:				
Equity holders of the parent	79,674	64,852	86,953	187,003
Non-controlling interest	3,399	9,177	18,951	20,267
	83,073	74,029	105,904	207,270

Interim consolidated statements of changes in shareholders' equity (unaudited)

For the nine-month periods ended September 30, 2014 and 2013

Attributable to equity holders of the parent

	Capital sto	ock, net of treasu	ry shares								
	Number of shares outstanding	Common shares US\$(000)	Investment shares US\$(000)	Additional paid-in capital US\$(000)	Legal reserve US\$(000)	Other reserves US\$(000)	Retained earnings US\$(000)	Other reserves of equity US\$(000)	Total US\$(000)	Non- controlling interest US\$(000)	Total shareholders' equity, net US\$(000)
As of January 1, 2013	253,415,190	750,540	1,399	219,471	162,663	269	2,572,943	925	3,708,210	263,647	3,971,857
Net profit Other comprehensive income	- -	<u> </u>	<u>-</u>	<u> </u>	<u> </u>	<u> </u>	187,751	(748)	187,751 (748)	20,573 (306)	208,324 (1,054)
Total other comprehensive income Dividends declared and paid, note 13	-	-	-	-	-	-	187,751 (76,269)	(748)	187,003 (76,269)	20,267 (13,533)	207,270 (89,802)
Purchase of treasury shares	-	(43)	(3)	(416)			-	-	(462)	-	(462)
As of September 30, 2013	253,415,190	750,497	1,396	219,055	162,663	269	2,684,425	177	3,818,482	270,381	4,088,863
As of January 1, 2014	253,715,190	750,497	1,396	219,055	162,663	269	2,421,238	104	3,555,222	277,307	3,832,529
Net profit Other comprehensive income	-	-	-	-	-	-	85,312 -	- 1,641	85,312 1,641	17,489 1,462	102,801 3,103
Total comprehensive income Dividends declared and paid, note 13	-		-	-	-	-	85,312 (2,797)	1,641	86,953 (2,797)	18,951 (6,240)	105,904 (9,037)
Proceeds from expired dividends		<u> </u>		<u>-</u>	25		-		25		25
As of September 30, 2014	253,715,190	750,497	1,396	219,055	162,688	269	2,503,753	1,745	3,639,403	290,018	3,929,421

Interim consolidated statements of cash flows (unaudited)

For the three-month and nine-month periods ended September 30, 2014 and 2013

	For the three-month periods ended September 30,		For the nine-month periods ended September 30,	
On south and this this	2014 US\$(000)	2013 US\$(000)	2014 US\$(000)	2013 US\$(000)
Operating activities Proceeds from sales	322,657	201 002	0E6 201	1 020 400
Value added tax recovered	322,031	291,083 25,399	856,391 39,685	1,039,480 59,106
Royalties received	6,724	25,399 13,646	22,148	39,106
Dividends received	2,484	712	6,926	7,776
Interest received	477	1,992	4,306	4,133
Payments to suppliers and third parties	(131,594)	(176,678)	(519,735)	(654,597)
Payments to employees	(50,111)	(66,545)	(157,072)	(170,277)
Income tax paid	(13,449)	(11,392)	(31,393)	(66,380)
Payments of royalties	(5,882)	(10,497)	(16,848)	(27,991)
Payments of interest	80	(143)	(5,373)	(8,558)
·				
Net cash and cash equivalents provided by operating activities	131,386	67,577	199,035	222,516
Investing activities				
Proceeds from collection of loans to associates Proceeds from sale of mining concessions and	5,095	5,530	15,553	20,494
property, plant and equipment Proceeds from settlement of financial assets at fair value	79	1,948	169	4,963
through profit or loss Payments for mine development activities and acquisitions of mining concessions, property,	-	40,000	-	40,000
plant and equipment Payments for acquisition of shares in	(108,027)	(122,818)	(241,983)	(356,082)
subsidiaries, net of acquired cash	(80,373)	-	(80,373)	-
Purchase of investment properties	-	-	(11,705)	-
Contributions and investments in associates			, ,,	
and other	732	(1,654)	(820)	(5,339)
Net cash and cash equivalents used in				
investing activities	(182,494)	(76,994)	(319,159)	(295,964)
Financing activities				
Proceeds from financial obligations	3,119	-	186,558	60,000
Proceeds from borrowings	38,183	21,126	40,504	21,126
Payments of financial obligations	(6,179)	(41)	(39,772)	(142)
Dividends paid to non-controlling interest	(2,040)	(6,960)	(6,240)	(13,533)
Dividends paid	-	-	(2,797)	(76,269)
Purchase of treasury shares	<u>-</u>	_	(=\(\frac{1}{2}\)\rightarrow\frac{1}{2}	(462)
Net cash and cash equivalents provided by (used in) financing activities	33,083	14,125	178,253	(9,280)
Increase (decrease) in cash and cash equivalents for the period, net	(18,025)	4,708	58,129	(82,728)
Cash and cash equivalents at beginning of period	138,052	99,276	61,898	186,712
Cash and cash equivalents at end of period	120,027	103,984	120,027	103,984

Notes to the interim consolidated financial statements (unaudited)

As of September 30, 2014 and 2013

1. Identification and business activity

(a) Identification -

Compañía de Minas Buenaventura S.A.A. (hereinafter "Buenaventura" or "the Company") is a Peruvian publicly traded corporation incorporated in 1953 in Lima city. Buenaventura's stock is traded on the Lima and New York Stock Exchanges through American Depositary Receipts (ADRs), which represent Company's shares deposited in the Bank of New York. The Company's legal domicile is located at Calle Las Begonias N° 415, San Isidro, Lima, Peru.

(b) Business activity -

The Company and its Subsidiaries (hereinafter "the Group") are principally engaged in the exploration, mining, concentration, smelting and marketing of polymetallic ores and metals.

The Company operates directly nine mining units located in Peru: Uchucchacua, Orcopampa, Julcani, Mallay, Breapampa, Poracota, Recuperada, Antapite and Shila-Paula; currently, the last four mining units are paralyzed. In addition, the Group has a controlling interest in Sociedad Minera El Brocal S.A.A. (hereinafter "El Brocal") which operates the Colquijirca mine, in Minera La Zanja S.R.L. (hereinafter "La Zanja") which operates La Zanja mine, and in other entities engaged in mining, energy and services activities.

(c) The interim consolidated financial statements include the financial statements of the following subsidiaries:

		Ownersh September	
	Country of incorporation and operation	Direct	Indirect
Investments and mining concessions held,			
exploration and exploitation of minerals			
Compañía Minera Condesa S.A.	Peru	100.00	-
Inversiones Colquijirca S.A.	Peru	99.99	-
Sociedad Minera El Brocal S.A.A.	Peru	2.71	51.36
El Molle Verde S.A.C.	Peru	100.00	-
Minera La Zanja S.R.L.	Peru	53.06	-
Compañía Minera Colquirrumi S.A.	Peru	100.00	-
Minera Julcani S.A. de C.V.	Mexico	100.00	-
Compañía de Minas Buenaventura Chile Ltda.	Chile	100.00	-
S.M.R.L. Chaupiloma Dos de Cajamarca	Peru	20.00	40.00
Metalúrgica Los Volcanes S.A.	Peru	100.00	-
Cerro Hablador S.A.C.	Peru	99.00	1.00
Apu Coropuna S.R.L.	Peru	70.00	-
Minera Azola S.A.C.	Peru	99.00	1.00
Canteras Del Hallazgo S.A.C., note 7(c)	Peru	100.00	-
Compañía Minera Nueva Italia S.A.	Peru	=	52.30
Electric power activity			
Consorcio Energético de Huancavelica S.A.	Peru	100.00	-
Empresa de Generación Huanza S.A.	Peru	-	100.00
Empresa de Generación Huaura S.A.C.	Peru	0.01	99.99
Services			
Buenaventura Ingenieros S.A.	Peru	100.00	-
Bisa Construcción S.A.	Peru	-	100.00
Contacto Corredores de Seguros S.A.	Peru	-	100.00
Bisa Argentina S.A.	Argentina	56.00	44.00
Industrial activities			
Procesadora Industrial Río Seco S.A.	Peru	100.00	-

(continued)

2. Basis of preparation and presentation, and changes in the accounting policies

2.1 Basis of preparation and presentation -

The unaudited interim consolidated financial statements have been prepared and presented in accordance with IAS 34 - "Interim Financial Reporting", as issued by the International Accounting Standards Board.

The unaudited interim consolidated financial statements have been prepared on a historical cost basis, from the records of the Group, except for financial assets and liabilities presented at fair value through profit or loss. The unaudited interim consolidated financial statements are stated in U.S. dollars and all values have been rounded to the nearest thousands, except when otherwise indicated.

The unaudited interim consolidated financial statements provide comparative information for prior periods, however, do not include all information and disclosures required in the annual consolidated financial statements, and should be read in conjunction with the Group's audited consolidated financial statements as of December 31, 2013 and for the year then ended.

2.2. New standards and interpretations adopted by the Group Several standards and amendments apply from January 1, 2014, however, they do not impact
the unaudited interim consolidated financial statements of the Group as of September 30, 2014.

3. Cash and cash equivalents

(a) This caption is made up as follow:

	As of September 30, 2014 US\$(000)	As of December 31, 2013 US\$(000)
Cash	720	753
Bank accounts	54,605	61,145
Time deposits (b)	64,702	
	120,027	61,898

(b) As of September 30, 2014, it mainly corresponds to time deposits denominated in U.S. dollars and maintained in Banco de Crédito del Perú, which yield interest at annual rates between 0.10 and 0.16 percent and have original maturities between three and nine days.

4. Trade and other receivables, net

(a) This caption is made up as follow:

	As of September 30, 2014 US\$(000)	As of December 31, 2013 US\$(000)
Trade receivables, net (b)		
Domestic customers	115,665	108,836
Foreign customers	79,695	55,926
Related parties, note 18(b)	11,392	9,421
	206,752	174,183
Allowance for doubtful accounts	(21,741)	(21,741)
	185,011	152,442
Other receivables		
Value added tax credit	60,181	72,668
Application for devolution of value added tax credit	31,002	13,727
Due from third parties	16,939	16,670
Advances to suppliers	2,764	3,630
Loans to employees	1,627	1,427
Claims to third parties	1,058	14
Related parties, note 18(b)	586	15,890
Other accounts receivable	5,235	4,573
	119,392	128,599
Total trade and other receivables, net	304,403	281,041
Classification by maturity:		
Current portion	280,225	252,962
Non-current portion	24,178	28,079
Total trade and other receivables, net	304,403	281,041

⁽b) The increase in trade receivables balance as of September 30, 2014 as compared to the balance as of December 31, 2013 was mainly due to: (i) higher amount of revenue from domestic customers caused by the higher prices of lead and zinc as of September 30, 2014, compared to those existing as of December 31, 2013, and, (ii) higher quantity of copper (fine metric tons) invoiced to foreign customers as of September 30, 2014.

(continued)

5. Derivative financial instruments

(a) Hedge copper price operations -

El Brocal's operating activities includes extraction, production, concentration and commercialization of polymetallic ores, mainly copper. The volatility of copper's price since the year 2013 has caused that El Brocal's management decided to enter into future contracts. These contracts, which have been negotiated since August 8, 2013, are intended to reduce the volatility of cash flows attributable to the fluctuations in the copper price, according to the risk strategy approved by El Brocal's Board of Directors. The contracts have a maturity date in December 2014, and they are related to 50 percent of the annual production of copper (25 percent as of December 31, 2013).

As of September 30, 2014 and December 31, 2013, fair value of open futures contracts of El Brocal amounts to an asset of US\$3,775,000 and a liability of US\$1,093,000, respectively. Net change corresponds to an unrealized gain amounted to US\$4,868,000, which is presented as other comprehensive income for the period, in the interim consolidated statement of other comprehensive income.

(b) Embedded derivatives for concentrates sales, net -

The Group's sales of concentrates are based on commercial contracts, under which a provisional sales value is determined based on future quotations (forward). The adjustment to sales is considered an embedded derivative, which is required to be separated from the host contract. Commercial contracts are linked to market prices of London Metal Exchange at the dates of the expected settlements of the open positions at the date of the consolidated statement of financial position.

As of September 30, 2014, fair value of embedded derivatives for concentrates sales is presented as a liability amounted to US\$7,094,000 (as an asset amounted to US\$1,857,000 as of December 31, 2013). The embedded derivative does not qualify for hedge accounting; therefore, changes in its fair value are directly recognized as an adjustment to Net sales caption in the interim consolidated statement of profit or loss, see note 14(a).

6. Inventories, net

This caption is made up as follow:

	As of September 30, 2014 US\$(000)	As of December 31, 2013 US\$(000)
Finished goods	22,813	45,617
Products in process	132,381	112,287
Spare parts and supplies	48,094	47,828
	203,288	205,732
Provision for impairment of value of inventories	(7,881)	(6,647)
	195,407	199,085
Classification by use:		
Current portion	152,160	175,719
Non-current portion	43,247	23,366
	195,407	199,085

7. Investments in associates

(a) This caption is made up as follow:

	Minera Yanacocha S.R.L. (c) US\$(000)	Sociedad Minera Cerro Verde S.A.A. (d) US\$(000)	Compañía Minera Coimolache S.A. US\$(000)	Canteras del Hallazgo S.A.C. (e) US\$(000)	Other minor investments US\$(000)	Total US\$(000)
As of January 1, 2014	1,368,797	904,315	43,367	39,231	2,700	2,358,410
Dividends received	-	-	(6,926)	-	-	(6,926)
Contributions granted	-	-	-	2,011	-	2,011
Purchase of shares	-	-	-	104,026	820	104,846
Adjustments / eliminations	(7,914)	-	-	(145,268)	-	(153,182)
Share in net profit (loss)	(35,041)	57,055	17,219	-	9	39,242
As of September 30, 2014	1,325,842	961,370	53,660		3,529	2,344,401

(b) The table below presents the net share in profit (loss) of associates:

	For the thi periods ended	ree-month September 30,	For the nine-month periods ended September 30,		
	2014 US\$(000)	2013 US\$(000)	2014 US\$(000)	2013 US\$(000)	
Sociedad Minera Cerro Verde S.A.A.	14,868	33,564	57,055	81,562	
Compañía Minera Coimolache S.A.	6,342	4,911	17,219	15,120	
Minera Yanacocha S.R.L.	2,333	2,391	(35,041)	77,158	
Other minor investments	10		9		
	23,553	40,866	39,242	173,840	

(c) Investments that the Company maintains in Minera Yanacocha S.R.L, through Compañía Minera Condesa S.A., and in Sociedad Minera Cerro Verde S.A.A., represent the most significant investments of the Company. Relevant information about these investments and recent acquisition of 50.98 percent of Canteras del Hallazgo S.A.C.'s capital stock is presented below:

Investment in Minera Yanacocha S.R.L. -

The Company, through its subsidiary Compañía Minera Condesa S.A., holds 43.65 percent of the capital stock of Minera Yanacocha S.R.L. (hereinafter "Yanacocha"). This entity has a gold mine located in Cajamarca, Peru, and is engaged in gold production and exploration and development of gold and copper in their own concessions or concessions owned by S.M.R.L. Chaupiloma Dos de Cajamarca, with which signed a contract of use of mineral rights.

During the last several years, Yanacocha has been developing the Conga project, which consists in two deposits of gold and porphyry of copper located at northeast of the Yanacocha operating area in the provinces of Celendin, Cajamarca and Hualgayoc, in Cajamarca region.

Due to local political and community protests by a potential impact on water resources, construction and development activities at the Congaproject are suspended since November 2011. Currently, Yanacocha's management is developing only the water sustainability activities recommended by independent experts, mainly, construction of water reservoirs, before to carrying out any development activities of the project.

Investment in Sociedad Minera Cerro Verde S.A.A. -

Sociedad Minera Cerro Verde S.A.A. (hereinafter "Cerro Verde") is involved in extracting, producing and marketing of cathodes and copper concentrate from its mining unit located in Uchumayo, Arequipa, Peru.

(continued)

Tax contingency

On June 23, 2004, Law No.28258 -Mining Royalty Law, was approved, and requires the holders of mining concessions to pay a royalty return for the exploitation of metallic and non-metallic mining resources, which is calculated using rates from one to three percent of the value of concentrate or its equivalent, according to the international market prices of the commodity published by the Ministry of Energy and Mines.

Based on the 1998 stability agreement, the payment of mining royalties was not applicable to Cerro Verde, because the contribution was created after Cerro Verde signed the stability contract with the Peruvian Government.

The Peruvian tax authority (SUNAT) has assessed mining royalties related to ore processed by Cerro Verde's concentrator, which commenced operations in late 2006. Such assessments cover the period from October 2006 to December 2007, as well as years 2008 and 2009. SUNAT has issued resolutions rejecting the claims of Cerro Verde. Cerro Verde has appealed such decisions at the Tax Court. On July 23, 2013, SUNAT notified the final decision of the Tax Court confirming the assessments for the periods from October to December 2006, and for the years 2007 and 2008. By means of the decision of the Tax Court, the administrative stage for the appeal of these proceedings ended.

In September 2013, Cerro Verde filed judiciary appeals to Judiciary Court (Civil Court of the Superior Court of Arequipa) suing SUNAT, the Ministry of Energy and Mines and Tax Court for requiring Cerro Verde to pay mining royalties during the term of the stability agreement in force until December 31, 2013. Cerro Verde believes that the Stability Agreement entered into with the Peruvian Government in 1998 (which was in force from January 1, 1999 to December 31, 2013) guarantees that all minerals extracted from their production unit are included in the stabilized tax and administrative regime, which does not include the obligation to pay the mining royalties.

On October 1, 2013, SUNAT issued a payment order to Cerro Verde by 492 million of Nuevos Soles (US\$176 million based on current exchange rates, including interest and penalties of US\$104 million). As permitted by law, Cerro Verde requested and was granted an installment payment program that defers payment for six months and thereafter satisfies the amount via 66 equal monthly payments. During year 2014, Cerro Verde has made payments of US\$29 million, according to the payment schedule set with SUNAT.

In Cerro Verde management's and legal advisors' opinion, Cerro Verde has sound legal grounds; consequently, they expect to obtain favorable results on these legal proceedings.

Investment in Canteras del Hallazgo S.A.C. -

On August 18, 2014, Buenaventura acquired from Minera Gold Fields Perú S.A. (hereinafter "Gold Fields") the 50.98 percent of shares of the capital stock of Canteras del Hallazgo S.A.C., which represents the entire interest of Gold Fields in net equity of this entity.

Canteras del Hallazgo S.A.C. is a Peruvian company incorporated in 2009 and owner of the Chucapaca mining project, which is located in the district of Ichuña, province of General Sánchez Cerro, Moquegua department, Peru. According to previous studies, there is evidence of the existence of gold, silver, copper and antimony in the concession area, specifically in Canahuire deposit.

Consideration given for the acquisition of Canteras del Hallazgo S.A.C. amounted to US\$104,026,000, and includes: a cash payment of US\$81,000,000, plus a contingent consideration of US\$23,026,000, which corresponds to present value of future royalty payments, equivalent to 1.5 percent of future sales of minerals extracted from acquired mining properties. This amount has been determined using the income approach valuation technique, using a 10 percent discount rate. Contingent consideration is presented as a non-derivative financial liability at fair value through profit or loss, in the interim consolidated statement of financial position. Changes in fair value of this liability will be recognized in profit or loss in the corresponding period. The Group has the right of preemption of this royalty whether Gold Fields decides to sell it.

The Group has recognized a profit of US\$59,879,000, presented as a financial income in the interim consolidated statement of profit or loss, as a consequence of comparing the fair value of the investment held by Buenaventura at the time of acquiring the additional 50.98 percent (US\$99,986,000) with the carrying value at that date (US\$40,107,000).

Assets acquired and liabilities assumed:

Fair values of Canteras del Hallazgo S.A.C.'s identifiable assets and liabilities as of the date of acquisition were the following:

	US\$(000)
Assets	
Cash and cash equivalents	684
Income tax credit	29
Value added tax credit	10,599
Mining concessions, property, plant and equipment, net	202,710
	214,022
Liabilities	
Deferred income tax liability	9,286
Trade and other payables	719
Provisions	6
	10,011
Total identifiable net assets at fair value	204,011

Net assets recognized as of September 30, 2014 are based on a provisional determination of their fair values. The Group's Management expects to have final fair values as of December 31, 2014.

On September 22, 2014, the Buenaventura's General Shareholders Meeting approved the merger between Buenaventura (as absorbing company) and Canteras del Hallazgo S.A.C. (as absorbed company), which will enter into force once it is legally registered in the Public Registry, which is expected to occur during the last two months of year 2014.

8. Mining concessions, development costs, property, plant and equipment, net

This caption is made up as follow:

	Cost US\$(000)	Accumulated depreciation / amortization US\$(000)	Provision for impairment of long-lived assets US\$(000)	Net cost US\$(000)
As of January 1, 2014	2,534,901	(1,000,430)	(19,011)	1,515,460
Additions	374,859	(159,949)	-	214,910
Disposals / sales	(7,936)	5,072	-	(2,864)
Provision for impairment of long-lived				
assets		-	(794)	(794)
As of September 30, 2014	2,901,824	(1,155,307)	(19,805)	1,726,712

Main additions during the nine-month period ended September 30, 2014 were the following:

	US\$(000)
Mining concessions, property, plant and equipment obtained from the acquisition of Canteras del	202,710
Hallazgo S.A.C., note 7(c)	
Operations expansion project of Sociedad Minera El Brocal S.A.A.	44,632
Stripping costs of Sociedad Minera El Brocal S.A.A.	30,193
Development costs of Tambomayo mining project of Compañía de Minas Buenaventura S.A.A.	28,543
Construction of hydroelectric plant of Empresa de Generación Huanza S.A.	12,706
Development costs of Trapiche mining project of El Molle Verde S.A.C.	10,427
Other minor	45,648
	374,859

9. Overdrafts and borrowings

As of September 30, 2014, this caption mainly includes a bank loan denominated in U.S. dollars, granted by Banco de Crédito del Perú in August 2014 for US\$40,000,000, which accrues interest at an effective annual rate of 1.5 percent and matures in August 2015.

10. Provisions

This caption is made up as follow:

	As of January 1, 2014	Accretion	Debit (credit) in profit or loss	Disbursements	As of September 30, 2014
	US\$(000)	US\$(000)	US\$(000)	US\$(000)	US\$(000)
Provision for closure of mining units and					
exploration projects	136,357	2,117	-	(9,988)	128,486
Provision for environmental liabilities	9,224	_,	(78)	(2,259)	6,887
Provision for obligations with local	-,		(,)	(_//	5,55
communities	6,974	-	842	(1,927)	5,889
Provision for security contingencies	1,679	-	3,679	(163)	5,195
Provision for labor contingencies	6,021	=	(643)	(327)	5,051
Workers' profit sharing payable	7,206	-	4,120	(6,996)	4,330
Provision for stock appreciation rights	1,971	-	1,931	(1,598)	2,304
Board of Directors' participation	1,604	-	1,778	(1,405)	1,977
Provision for environmental contingencies	4,031	-	(2,097)	(529)	1,405
Employee bonuses	-	=	11,897	(11,897)	-
Other provisions	1,109	-	(25)	(107)	977
	176,176	2,117	21,404	(37,196)	162,501
Classification by maturity:					
Current portion	69,800				66,946
Non-current portion	106,376				95,555
	176,176				162,501

11. Financial obligations

(a) This caption is made up as follow:

	As of September 30, 2014 US\$(000)	As of December 31, 2013 US\$(000)
Empresa de Generación Huanza S.A.		
Banco de Crédito del Perú - Finance lease (b)	201,603	119,000
Sociedad Minera El Brocal S.A.A.		
Banco de Crédito del Perú - Leaseback (c)	164,636	115,397
Buenaventura Ingenieros S.A.		
Banco de Crédito del Perú - Finance lease (d)	14,944	
Total financial obligations	381,183	234,397
Classification by maturity:		
Current portion	56,531	11,370
Non-current portion	324,652 	223,027
Total financial obligations	381,183	234,397

- (b) On December 2, 2010, Empresa de Generación Huanza S.A. entered into a finance lease contract with Banco de Crédito del Perú, with the following terms and conditions:
 - Principal: US\$119,000,000.
 - Annual interest rate: Three-month Libor plus 4.00 percent.
 - Term: 6 years since August 2014, with final maturity in November 2020.
 - Guarantee: Leased equipments.
 - Amortization: Through 26 quarterly variable installments and a final installment of US\$44,191,000.

On June 30, 2014, Banco de Crédito del Perú extended the finance lease contract above mentioned, through the addition of a new tranche with the following terms and conditions:

- Principal: US\$108,780,000.
- Annual interest rate: Three-month Libor plus 4.20 percent.
- Term: 6 years since August 2014, with final maturity in November 2020.
- Guarantee: Leased equipments.
- Amortization: Through an initial installment of US\$23,780,000, 26 quarterly variable installments and a final installment of US\$68,905,000.

(continued)

- (c) On September 25, 2013, General Shareholders Meeting of El Brocal approved to enter into a sale and finance leaseback contract through the sale of assets by the same value, consisting on equipment, machinery and production plants located in the Colquijirca mining unit, with the following terms and conditions:
 - Principal: US\$180,000,000.
 - Annual interest rate: Three-month Libor plus 5.00 percent.
 - Term: 5 years since March 20, 2014, with final maturity in year 2019.
 - Amortization: Through 20 quarterly variable installments.

The financing is secured by a trust agreement on receivables, sales contracts and cash inflows on commercial contracts; and other related to the administration, use, disposal and claim of the assets specified in the contract.

In connection with the above financing, El Brocal complied with the following financial ratios as of September 30, 2014:

- (i) Debt service coverage ratio: Higher than 1.3 from January 1, 2014.
- (ii) Leverage ratio: Less than 1.0.
- (iii) Debt ratio:
 - a. Less than 5.0 from the closing date to March 31, 2014;
 - b. Less than 4.5 as of June 30, 2014;
 - c. Less than 4.0 as of September 30, 2014;
 - d. Less than 3.0 as of December 31, 2014;
 - e. Less than 2.5 from January 1, 2015 to December 31, 2015; and,
 - f. Less than 2.0 from January 1, 2016 and thereafter.

These financial ratios are calculated based on the financial statements of El Brocal as of each quarter ending March, June, September and December.

The compliance with the financial ratios described above is monitored by El Brocal's management.

- (d) On March 28, 2014, Buenaventura Ingenieros S.A. entered into a finance lease contract with Banco de Crédito del Perú, for the construction of an administrative building, with the following terms and conditions:
 - Principal: US\$14,944,000.
 - Annual interest rate: 4.60 percent.
 - Term: 5 years and 4 months since April 2014, with final maturity in July 2019.
 - Guarantee: Leased property.
 - Amortization: Through 64 monthly installments of US\$208,000 each.

12. Income tax

(a) Current and deferred portions of income tax expense are presented below:

	For the three-month periods ended September 30,		For the ni periods ended	
	2014 US\$(000)	2013 US\$(000)	2014 US\$(000)	2013 US\$(000)
Income tax				
Current	8,287	13,070	21,153	39,091
Deferred	13,450	13,140	14,651	25,701
	21,737	26,210	35,804	64,792
Mining royalties and special mining tax				
Current	2,010	2,178	3,889	7,342
Deferred	529	1,861	2,399	1,060
	2,539	4,039	6,288	8,402
Total income tax	24,276	30,249	42,092	73,194

Currently, the Peruvian tax authority is reviewing the Company's income tax returns for the years 2008, 2009 and 2010, and the value added tax returns for the period from January to December 2008.

(b) Reconciliation between income tax expense and profit multiplied by legal income tax rate is presented below:

	For the three-month periods ended September 30,		For the nir periods ended S	
	2014 US\$(000)	2013 US\$(000)	2014 US\$(000)	2013 US\$(000)
Profit before income tax	104,875	104,898	144,893	281,518
Theoretical income tax expense	31,462	31,469	43,468	84,455
Permanent items and other:				
Gain recognized on the acquisition of				
Canteras del Hallazgo S.A.C., note 7(c)	(17,903)	-	(17,903)	-
Effect of share in the results of		(12,259)		(52,152)
associates	(7,066)		(11,773)	
Mining royalties and special mining tax	(480)	(448)	(67)	726
Effect of translation into U.S. dollars	14,401	12,025	15,375	19,434
Non-deductible expenses for tax		(6,547)		7,649
purposes	(1,428)		3,939	
Exchange difference on tax loss carry-		7		2,238
forward	580		578	
Amortization of mining concessions	16	3	36	1,010
Other permanent items	2,155	1,960	2,151	1,432
Income tax expense	21,737	26,210	35,804	64,792
Mining royalties and special mining tax	2,539	4,039	6,288	8,402
Total income tax expense	24,276	30,249	42,092	73,194

13. Dividends declared and paid

(a) The table below presents information about dividends declared and paid during the nine-month periods ended September 30, 2014 and 2013:

Meetings	Date	Dividends declared and paid US\$(000)	Dividends per share US\$
Dividends declared and paid - Year 2014			
Mandatory Annual Shareholders' Meeting	March 27, 2014	3,032	0.01
Less - Dividends on treasury shares		(235)	
		2,797	
Dividends declared and paid - Year 2013			
Mandatory Annual Shareholders' Meeting	March 26, 2013	82,690	0.30
Less - Dividends on treasury shares		(6,421)	
		76,269	

(b) Dividends declared by subsidiaries and corresponding to non-controlling interest are presented below:

	For the three-month periods ended September 30,		For the nine-month periods ended September 30,	
	2014 US\$(000)	2013 US\$(000)	2014 US\$(000)	2013 US\$(000)
S.M.R.L. Chaupiloma Dos de Cajamarca	2,040	3,520	6,240	10,820
Sociedad Minera El Brocal S.A.A.				2,713
	2,040	3,520	6,240	13,533

14. Net sales

(a) This caption is made up as follow:

	For the three-month periods ended September 30,			
	2014 US\$(000)	2013 US\$(000)	2014 US\$(000)	2013 US\$(000)
Sales by product				
Gold	151,290	153,680	433,149	508,854
Silver	95,365	78,081	276,037	278,193
Copper	72,954	52,784	202,396	123,115
Lead	10,701	12,294	28,752	43,457
Zinc	12,203	17,288	25,337	56,536
	342,513	314,127	965,671	1,010,155
Commercial deductions	(51,285)	(41,020)	(130,199)	(118,548)
Embedded derivatives for concentrates				
sales	(13,051)	17,906	(7,883)	4,769
Hedge operations	115	156	1,979	156
Adjustments to current period liquidations	1,535	15,337	356	2,882
	279,827	306,506	829,924	899,414
Sales of services, electric power				
and other minor	28,261	28,777	49,842	49,841
	308,088	335,283	879,766	949,255

(b) The tables below present information about volumes of metallic content sold and average sales prices for the three-month and nine-month periods ended September 30, 2014 and 2013:

Volumes of metallic contents sold were the following:

	For the thr periods ended		Increase (decrease)
	2014	2013	
Gold	118,822 OZ	115,824 OZ	2,998 OZ
Silver	4,867,652 OZ	4,482,882 OZ	384,770 OZ
Copper	10,625 MT	7,670 MT	2,955 MT
Lead	4,847 MT	6,122 MT	(1,275) MT
Zinc	5,157 MT	9,438 MT	(4,281) MT

	For the ni periods ended	Increase (decrease)	
	2014	2013	
Gold	337,050 OZ	357,097 OZ	(20,047) OZ
Silver	14,013,267 OZ	12,387,186 OZ	1,626,081 OZ
Copper	29,812 MT	17,159 MT	12,653 MT
Lead	13,350 MT	20,741 MT	(7,391) MT
Zinc	11,271 MT	30,281 MT	(19,010) MT

Net average sales prices were the following:

		For the three-month periods ended September 30,		
	2014 US\$	2013 US\$		
Gold	1,273.32/0Z	1,334.74/0Z	(61.42)/OZ	
Silver	19.59/OZ	20.71/OZ	(1.12)/OZ	
Copper	6,864.24 / MT	7,155.10/MT	(290.86)/MT	
Lead	2,208.54/MT	2,086.83/MT	121.71/MT	
Zinc	2,369.19/MT	1,867.78/MT	501.41/MT	
	For the nine-month periods ended September 30,		Increase (decrease)	
	2014 US\$	2013 US\$		
Gold	1,285.12/OZ	1,428.44/0Z	(143.32)/OZ	
Silver	19.70/OZ	22.60/0Z	(2.90)/OZ	
Copper	6,789.15/MT	7,175.04/MT	(385.89)/MT	
Lead	2,153.75/MT	2,095.02/MT	58.73/MT	
Zinc	2,248.04/MT	1,866.99 / MT	381.05/MT	

(continued)

15. Cost of sales, without considering depreciation and amortization

This caption is made up as follow:

	For the three-month periods ended September 30,		For the nine-month periods ended September 30,	
	2014 US\$(000)	2013 US\$(000)	2014 US\$(000)	2013 US\$(000)
Beginning balance of finished goods and				
products in process	136,052	138,046	157,904	158,478
Cost of production				
Services provided by third parties	82,588	70,380	211,715	213,192
Direct labor	31,613	29,266	84,384	82,951
Consumption of materials and supplies	26,389	28,089	76,760	88,820
Electricity and water	9,441	7,930	24,961	22,250
Rentals	7,981	6,251	15,748	10,273
Transport	4,013	3,982	11,222	13,358
Insurances	2,074	2,539	5,865	7,591
Maintenance and repair	1,792	2,103	5,472	5,441
Provision for impairment of value of finished				
goods	(89)	(1,765)	(924)	(610)
Other production expenses	14,595	12,858	15,935	29,209
Total cost of production of the period	180,397	161,633	451,138	472,475
Ending balance of finished goods and products				
in process	(155,194)	(136,467)	(155,194)	(136,467)
Cost of sales, without considering depreciation				
and amortization	161,255	163,212	453,848	494,486

The balance of this caption decreased by US\$40,638,000 during the nine-month period ended September 30, 2014, as compared to the balance of the same period in 2013, mainly explained by the effect of lower costs incurred related to the four paralyzed mining units, see note 1(b).

16. Exploration in operating units

The balance of this caption decreased by US\$55,811,000, from US\$135,190,000 during the ninemonth period ended September 30, 2013 to US\$79,379,000 during the same period of 2014, mainly explained by the lower exploration activities performed in Poracota and Antapite mining units, due to lower expectations about reserves in such mining units.

17. Administrative expenses

Change in this caption by US\$19,279,000 is mainly because during the first nine-month period of year 2013, the Group reversed a provision for stock appreciation rights (income) by US\$20,446,000, as a result of a reduction in the price of the ADR's of the Company at the end of that period as compared to December 31, 2012, while during the first nine-month period of year 2014, the Group recorded an increase of such provision (expense) by US\$1,931,000, see note 10.

18. Related parties transactions

(a) Main transactions made by the Group with its associates are presented below:

	For the three-month periods ended September 30,		For the nine-month periods ended September 30,	
	2014 US\$(000)	2013 US\$(000)	2014 US\$(000)	2013 US\$(000)
Royalties collected from Minera				
Yanacocha S.R.L. by:				
S.M.R.L. Chaupiloma Dos de Cajamarca	9,532	10,538	24,956	37,033
Sales of mineral to Minera				
Yanacocha S.R.L. by:				
Compañía de Minas Buenaventura S.A.A.	265	1,682	2,775	5,333
Sales of supplies to Compañía Minera Coimolache S.A. by:				
Compañía de Minas Buenaventura S.A.A.	263	2	907	4
Income for services rendered to Minera				
Yanacocha S.R.L. by:				
Consorcio Energético de Huancavelica S.A.				
(electric power transmission)	305	229	686	686
Buenaventura Ingenieros S.A. (execution				
of specific work orders)	234	317	371	626
Income for services rendered to Sociedad				
Minera Cerro Verde S.A.A. by:				
Buenaventura Ingenieros S.A. (engineering				
services)	(323)	9	506	659
BISA Construcción S.A. (construction				
services)				
	1,280	56	1,362	56
Income for services rendered to				
Compañía Minera Coimolache S.A. by:				
Buenaventura Ingenieros S.A. (engineering				
services)	130	141	404	557
Consorcio Energético de Huancavelica S.A.				
(electric power transmission)	125	125	374	374
Compañía de Minas Buenaventura S.A.A.				
(administrative and management				
services)	246	221	760	756

(continued)

	For the three-month periods ended September 30,		For the nine-month periods ended September 30,	
	2014 US\$(000)	2013 US\$(000)	2014 US\$(000)	2013 US\$(000)
Dividends received from:				
Compañía Minera Coimolache S.A.	2,484	712	6,926	7,776
Contributions and investments made to:				
Canteras del Hallazgo S.A.C.	536	1,654	2,011	5,339
Loans collected from:				
Compañía Minera Coimolache S.A.	5,095	5,530	15,553	20,494
Interest income on loans granted to:				
Compañía Minera Coimolache S.A.	18	182	141	713

(b) As a result of the transactions indicated in paragraph (a), the Group has the following accounts receivable and payable to associates:

	As of September 30, 2014	As of December 31, 2013
	US\$(000)	US\$(000)
Trade and other receivables -		
Trade		
Minera Yanacocha S.R.L.	11,350	9,220
Compañía Minera Coimolache S.A.	42	201
	11,392	9,421
Other		
Minera Yanacocha S.R.L.	350	-
Compañía Minera Coimolache S.A. (c)	236	15,890
	586	15,890
	11,978	25,311
Classification by maturity:		
Current portion	11,978	23,068
Non-current portion		2,243
	11,978	25,311

	As of September 30, 2014 US\$(000)	As of December 31, 2013 US\$(000)
Trade and other payables		
Compañía Minera Coimolache S.A.	1,456	614
Minera Yanacocha S.R.L.	451	783
Canteras del Hallazgo S.A.C.		30
	1,907	1,427
Classification by maturity:		
Current portion	1,656	970
Non-current portion	<u>251</u>	<u>457</u>
	1,907	1,427

(c) Compañía Minera Coimolache S.A. ("Coimolache") -

On October 18, 2010, the Shareholders' Meeting of Coimolache approved the development program and financial support of Tantahuatay Project; total budget for this project was estimated in US\$110,000,000 and the financing structure agreed by shareholders was: 30 percent as capital contributions and the remaining 70 percent as shareholders' loans. On August 8, 2014, Coimolache paid the entire outstanding loan.

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