WILDCAT SILVER CORPORATION

Management's Discussion and Analysis

For the Three Months Ended March 31, 2013

Introduction

This management's discussion and analysis ("MD&A") of Wildcat Silver Corporation (the "*Company*", "*Wildcat*", "*we*", "*us*", or "*our*") covers the three months ended March 31, 2013. This MD&A takes into account information available up to and including May 14, 2013. This MD&A should be read in conjunction with the accompanying consolidated financial statements and notes for the three months ended March 31, 2013, which are available on the Company's website at www.wildcatsilver.com and on the SEDAR website at www.sedar.com.

The Company has prepared the consolidated financial statements in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") applicable to the preparation of interim financial statements including IAS 34, *Interim Financial Reporting*.

All dollar amounts reported herein are in US dollars unless indicated otherwise.

Cautionary Note Regarding Forward-Looking Information

Certain information contained in this document constitutes forward-looking statements. All statements, other than statements of historical facts, are forward looking statements, including without limitation, statements contained in the Company's resource estimate and Preliminary Economic Assessment regarding: expected annual silver production, mine life, silver, gold and copper recoveries, capital and operating costs, metal grades and other information; and the statements under "Objectives and Outlook" later in this document including progressing the Hermosa project through to pre-feasibility stage by mid-2013. Forward-looking statements are often, but not always, identified by the use of words such as *may*, *will*, *seek*, *anticipate*, *believe*, *plan*, *estimate*, *budget*, *schedule*, *forecast*, *project*, *expect, intend*, or similar expressions.

The forward-looking statements are based on a number of assumptions which, while considered reasonable by the Company, are subject to risks and uncertainties. The Company cautions readers that forward-looking statements involve and are subject to known and unknown risks, uncertainties and other factors which may cause actual results, performance or achievements to differ materially from those expressed in or implied by such forward-looking statements and forward-looking statements are not guarantees of future results, performance or achievement. These risks, uncertainties and factors include general business, economic, competitive, political, regulatory and social uncertainties; actual results of exploration activities and economic evaluations; fluctuations in currency exchange rates; changes in project parameters; changes in costs, including labour, infrastructure, operating and production costs; future prices of silver and other minerals; variations of mineral grade or recovery rates; operating or technical difficulties in connection with exploration, development or mining activities, including the failure of plant, equipment or processes to operate as anticipated; delays in completion of exploration, development or construction activities; changes in government legislation and regulation; the ability to maintain and renew existing licenses and permits or obtain required licenses and permits in a timely manner; the ability to obtain financing on acceptable terms in a timely manner; contests over title to properties; employee relations and shortages of skilled personnel and contractors; the speculative nature of, and the risks involved in, the exploration, development and mining business; and the factors discussed in the section entitled "Risks and Uncertainties" in this MD&A.

Although the Company has attempted to identify important risks, uncertainties and other factors that could cause actual performance, achievements, actions, events, results or conditions to differ materially from those expressed in or implied by the forward-looking information, there may be other risks, uncertainties and other factors that cause performance, achievements, actions, events, results or conditions to differ from those anticipated, estimated or intended. Unless otherwise indicated, forward-looking statements contained herein are as of the date hereof and the Company disclaims any obligation to update any forward-looking statements, whether as a result of new information, future events or results or otherwise, except as required by applicable law.

About Reserves and Resources

This MD&A uses the terms measured, indicated and inferred resources as a relative measure of the level of confidence in the resource estimate. Readers are cautioned that: (a) mineral resources are not economic mineral reserves; (b) the economic viability of resources that are not mineral reserves has not been demonstrated; and (c) it should not be assumed that further work on the stated resources will lead to mineral reserves that can be mined economically. In addition, inferred resources are considered too geologically speculative to have any economic considerations applied to them. It cannot be assumed that all or any part of an inferred mineral resource will ever be upgraded to a higher category. Under Canadian rules, estimates of inferred mineral resources may not form the basis of feasibility or pre-feasibility studies or economic studies except for preliminary economic assessments as defined under NI 43-101. Readers should also refer to the Company's Annual Information Form for the period ended December 31, 2012 and other continuous disclosure documents available at www.sedar.com, which is subject to the qualifications and notes set forth therein.

Description of Business

Wildcat is a mineral exploration company engaged in the exploration of the Hermosa property, which is located in Santa Cruz County, Arizona. The Company is incorporated in British Columbia, Canada with one primary operating subsidiary: Arizona Minerals Inc. ("Arizona Minerals"), which is 80% owned. The remaining 20% interest in Arizona Minerals is held by 5348 Investments Ltd. ("5348 Investments"), a wholly owned subsidiary of Diamond Hill Investment Corp. ("Diamond Hill"), which is controlled by a director of the Company. Diamond Hill also has a 2% net smelter royalty interest in the Hermosa property. Wildcat shares trade under the symbol WS on the Toronto Stock Exchange.

The Hermosa property is a polymetallic mineral exploration project located approximately 100 kilometres southeast of Tucson, Arizona and about 15 kilometres north of the US - Mexico border. The primary metals at Hermosa are currently silver and gold with manganese, zinc and copper as potential by-products. During 2012, the Company completed updated resource estimates and an updated Preliminary Economic Assessment ("PEA") for the Hermosa project. The Company is currently working towards completing a pre-feasibility study by mid-2013.

Pre-Feasibility Study

Following completion of the resource estimate and PEA updates on the Hermosa project in 2012, the Company immediately initiated work on a pre-feasibility study, which is being led by M3 Engineering and Technology Corporation of Tucson, Arizona.

A significant input to the pre-feasibility will be the results of the metallurgical test-work that has been primarily focused on optimizing silver recoveries and ascertaining the economic recoverability of the manganese, zinc and copper by-products. In particular, the Company has been exploring the magnetic attributes of the Manto Oxide Zone material to determine if the process plant feed can be concentrated through magnetic separation. The Company has also been exploring the potential to recover manganese, zinc and copper by-products through flotation after the material has been reduced in the kiln. Test-work is ongoing and being conducted by Hazen Research, Inc. in Golden, Colorado and Kemetco Laboratories of Richmond, in B.C., Canada.

The prefeasibility study is scheduled for completion in the second quarter of 2013.

Financing

On May 6, 2013, the Company closed its previously announced acquisition of all of the outstanding common shares of Riva Gold Corporation ("Riva"). Riva was a Canadian-based mineral exploration company that had been assessing strategic alternatives and evaluating potential opportunities and had a cash balance of approximately C$8.1 million. In connection with the acquisition, Riva provided a C$1.0 million loan to the Company. Riva does not hold any mineral properties. Consideration for the acquisition consists of 9.9 million common shares of the Company based on the agreed share exchange ratio of one common share of Wildcat for each 4.7 Riva common shares.

The loan from Riva of C$1.0 million was received in March 2013 following the announcement of the acquisition. The loan is secured against the Company's investment in the shares of Arizona Minerals, bears interest at the Bank of Montreal's prime lending rate plus 4% and matures on December 31, 2013. Following the closing of the acquisition the loan will eliminate on the consolidation of Riva with the Company.

Project Costs Capitalized

The following shows total costs deferred on the Company's Hermosa property during the three months ended March 31, 2013 and 2012:

	2013	2012
Drilling	$ -	$ 1,622,483
Drill access and restoration	59,617	475,797
Assay and analysis	4,789	499,741
Salaries, benefits and stock based compensation	499,958	348,028
Geologic consulting and support	252,792	380,680
Engineering and metallurgy	1,092,208	311,693
Environmental baseline studies	334,798	144,450
Other	128,660	239,599
	$ 2,372,822	$ 4,022,471

During the three months ended March 31, 2013 the Company capitalized expenditures of $2,372,822 on its Hermosa property compared to $4,022,471 in the same period of 2012. The costs for 2013 primarily reflect engineering and metallurgical test-work associated with pre-feasibility work as well as ongoing environmental baseline studies. The costs for 2012 relate to exploration drilling through to the completion of the drilling program in March, 2012 and the first update to the Company's resource estimate that was released in February, 2012.

The increase in salaries, benefits and stock based compensation capitalized to the project in 2013 compared to 2012 is primarily due to bonus incentives for 2012 performance together with hiring additional personnel.

Engineering and metallurgy costs increased in 2013 compared to 2012 reflecting the work being undertaken to determine the economic recoverability of the manganese, zinc and copper by-products and process optimization of the silver recoveries. These costs also include resource estimation, mine planning, engineering and similar costs associated with the ongoing work on the pre-feasibility study.

Environmental baseline studies costs were higher in 2013 as a result of the higher number of studies being undertaken.

Costs Expensed, Net Loss and Comprehensive Loss

	Three months ended March 31, 2013	2012
Expenses:		
Stock based compensation	$ 156,653	$ 535,879
Salaries and benefits	437,734	410,045
Filing and regulatory	19,834	19,671
Office and administrative	69,627	92,883
Professional services	51,328	51,541
Investor relations	49,900	26,470
Insurance	18,971	20,180
Legal	7,667	2,783
Travel	4,265	544
Fiscal and advisory services	2,159	2,674
Directors' fees	2,727	2,747
Interest and finance charges	3,403	1,826
Depreciation	2,476	1,716
Foreign exchange (gain) loss	(2,743)	171,142
Interest and other income	(1,073)	(19,023)
Impairment of marketable securities	289,454	-
Net loss	(1,112,382)	(1,321,078)
Other comprehensive loss (income):		
Unrealized loss on marketable securities	-	29,967
Impairment of marketable securities transferred to the income statement	(239,866)	-
Foreign currency translation gain	19,536	(237,548)
	220,330	207,581
Comprehensive loss	$ (892,052)	$ (1,113,497)

For the three months ended March 31, 2013, the Company reported a net loss of $1,112,382 ($0.008 per common share) compared to a net loss of $1,321,078 ($0.010 per common share) for the same period in 2012.

The decrease in stock based compensation expense in 2013 compared to 2012 reflects the grant of stock options to the Company's non-executive directors in June 2011 and March 2012. These stock options vest as to 50% on the date of the grant and 50% one year from the grant date and accordingly, would have been fully expensed in periods prior to the three months ended March 31, 2013.

There was a foreign exchange gain included in income of $2,743 for the three months ended March 31, 2013 compared to a loss of $171,142 for the same period of 2012. The foreign exchange arises primarily on the Company's US$ cash holdings and reflects movements in the US to Canadian dollar exchange rates and the relative size of the US$ holdings during the respective periods. The loss is included in income as the parent company's functional currency is Canadian dollars. A loss on the translation of the parent's Canadian dollar financial statements into US dollars for presentation purposes of $19,536 (March 31, 2012 gain of $237,548) is included in other comprehensive income.

As a consequence of the previously discussed acquisition of Riva, the Company recorded an unrealized permanent impairment loss of $49,588 in the income statement in the three months ended March 31, 2013 with respect to the mark-to-market of the one million Riva shares the Company still holds. The Company also transferred the unrealized loss of $239,866 previously recorded in accumulated other comprehensive loss to the income statement. The market value of the Riva shares at March 31, 2013 was $128,003. After taking account of the transfer of this unrealized loss and the loss on the translation of the financial statements into US dollars that were both reported through other comprehensive income, there was a comprehensive loss of $892,052 in the three months ended March 31, 2013 compared to a comprehensive loss of $1,113,497 in 2012.

Liquidity, Capital Resources and Going Concern

At March 31, 2013, the Company had cash and cash equivalents of $471,592 compared to $1,136,193 at December 31, 2012. The decrease in the Company's cash position since December 31, 2012 is attributable to expenditures on exploration and associated activities on the Company's Hermosa project and for general corporate costs, net of cash inflows from funding from non-controlling interests and the C$1.0 million loan from Riva.

Operating activities used cash in the amount of $351,510 in the three months ended March 31, 2013 compared to a use of cash of $617,133 in the same period of 2012. The decreased use of cash is primarily attributable to movements in working capital as accounts receivable balances were reduced and accounts payable increased relative to the movements in the same period of 2012.

Cash inflow from financing activities of $1,129,400 for three months ended March 31, 2013 is primarily attributable to the loan the Company obtained from Riva of C$1.0 million, that was drawn down in March, 2013. The loan is due on December 31, 2013, bears interest at the Bank of Montreal's prime lending rate plus 4% and is secured against the Company's shares in Arizona Minerals. As previously disclosed, following the closing of the acquisition of Riva, the loan will eliminate on the consolidation of Riva with the Company. The Company also received funding from non-controlling interests of $156,069 with respect to their share of costs incurred on the Hermosa project. Cash inflow from financing activities for the comparable period of 2012 primarily relates to funding from non-controlling interests of $253,421.

Investing activities for the three months ended March 31, 2013 used cash of $1,434,632 compared to $4,496,420 in the same period of 2012. The decrease in the use of cash relates to the decrease in expenditures on the Company's Hermosa project, as previously discussed as well as the impact of the relative increase in accounts payable associated with the project at March 31, 2013 as compared to March 31, 2012.

At March 31, 2013 the Company had cash and cash equivalents of $471,592 and accounts payable and accrued liabilities of $1,883,230 excluding the provision for reclamation and restoration and estimated withholding taxes. Following the closing of the Riva acquisition the Company received approximately C$6.9 million in cash and eliminated the liability for the loan from Riva of C$1.0 million. The Company is in the process of updating its cash forecast for the balance of 2013 and 2014 but anticipates that its cash on-hand following the acquisition will be sufficient to cover non-discretionary spending into mid-2014. The extent and timing of discretionary spending on the Hermosa project will determine whether the Company will need additional funding during that timeframe.

At March 31, 2013 the Company had cash flow commitments as follows ($000's):

	< 1 Year	1-3 Years	3-5 Years	> 5 Years	Total
Accounts payable and accrued liabilities	$ 3,637	$ -	$ -	$ -	$ 3,637
Due to related parties	17	-	-	-	17
Loan payable	985	-	-	-	985
Operating lease obligations	186	476	381	154	1,197
	$ 4,825	$ 476	$ 381	$ 154	$ 5,836

Quarterly Review of Financial Information

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

Unaudited	Year ended December 31, 2013	Year ended December 31, 2012				Six months ended December 31, 2011[1]		Year ended June 30, 2011
($000s, unless otherwise stated)	Q1	Q4	Q3	Q2	Q1	Q2	Q1	Q4
Net loss	$ (1,112)	$ (637)	$ (894)	$ (1,524)	$ (1,321)	$ (1,066)	$ (120)	$ (1,219)
Foreign exchange gain (loss)	$ 3	$ 15	$ (99)	$ 108	$ (171)	$ (221)	$ 1,043	$ 6
Exploration and evaluation additions	$ 2,373	$ 2,135	$ 2,482	$ 2,240	$ 4,022	$ 4,227	$ 3,840	$ 3,219
US$ to C$ Exchange rate - period end	$ 1.0156	$ 0.9949	$ 0.9837	$ 1.0191	$ 0.9991	$ 1.0170	$ 1.0482	$ 0.9645
Basic and diluted net income (loss) per share	$ (0.01)	$ -	$ (0.01)	$ (0.01)	$ (0.01)	$ (0.01)	$ -	$ (0.01)

(1) The Company changed it fiscal year end to December 31.

The most significant factors influencing the Company's quarterly results over the last eight quarters are:

- The loss of $289,454 on the impairment of the Company's one million shares in Riva recorded in the first quarter of 2013.
- The foreign exchange gain of $1,042,470 in the quarter ended September 30, 2011 and loss of $221,403 in the quarter ended December 31, 2011 primarily arising on the parent company's holdings of US dollars. An approximately offsetting amount arising on the translation of the parent company's books for reporting purposes is included in other comprehensive income.
- The increase in salaries and benefits expense associated with severance paid on the departure of the Company's former President and Chief Executive Officer in the second quarter of 2012.
- The timing of stock option grants on stock based compensation expense including the higher expense where a portion of the grant vests immediately. The first quarter of the year ended December 31, 2012 and fourth quarter of the year ended June 30, 2011 were particularly impacted.
- The impact on additions to exploration and evaluation expenditures on the commencement of the drilling exploration program late in the second quarter of the year ended June 30, 2011. The drilling was completed in the first quarter of 2012 and the final assays completed in the second quarter of 2012. Additions in the second and third quarters of 2012 primarily reflect engineering and metallurgical work associated with the new process and updated PEA.

Objectives and Outlook

The Company's immediate focus for 2013 is to complete the pre-feasibility study on the Hermosa project and then to advance the project through feasibility and initiate permitting. Significant tasks currently being undertaken include:

- Completing additional test-work to determine the economic feasibility of recovering the manganese, zinc and remaining copper from the Manto Oxide Zone.
- Finalizing the results of the pilot plant studies to provide parameters for a full scale commercial operation and to further refine the manganese reduction process on the Manto Oxide Zone materials.
- Continuing to assess and test the Upper Silver Zone materials in an effort to improve silver recovery.

- Working with the US Forest Service to obtain approval for an approximately 48-hole drill program to generate geotechnical, groundwater and in-pit exploration information that will be required to complete a feasibility study for the Hermosa project.
- Continuing to advance the environmental base-line studies that have been progressing through the year. These studies are necessary, to differing degrees, for both the 48-hole drill program discussed above, and the National Environmental Protection Act Environmental Impact Statement that will be required to enable the construction and operation of a mine on the Hermosa property.

The Company is on schedule for the mid-2013 completion of the additional metallurgical test-work and the associated pre-feasibility study.

In addition to the work program to advance the Hermosa project highlighted above, the Company is also evaluating other opportunities and strategies to increase shareholder value.

Share Capital Information

As at May 14, 2013, the Company had an unlimited number of common shares authorized for issuance with 143,138,481 issued and outstanding and an unlimited number of preferred shares authorized with nil outstanding. Also at May 14, 2013, the Company had outstanding 7,990,351 stock options held by directors, officers, consultants and employees.

Proposed Transactions

There are no undisclosed proposed transactions that will materially affect the performance of the Company.

Off-Balance Sheet Arrangements

The Company does not have any material off-balance sheet arrangements.

Related Party Transactions

In addition to the related party transactions or balances disclosed elsewhere in this MD&A, the Company had the following related party transactions.

Non-controlling interest represents the 20% interest in the common shares of Arizona Minerals held by 5348 Investments, a wholly-owned subsidiary of Diamond Hill.

Pursuant to a shareholders' agreement (the "Shareholders' Agreement") governing the affairs of Arizona Minerals, the Company controls the affairs of Arizona Minerals and acts as the operator of the Hermosa property. Funding expenditures on the property are in accordance with the Shareholders' Agreement, which provides 5348 Investments with a 10% carried interest. The Shareholders' Agreement provides for dilution of 5348 Investments' equity interest in the event it fails to fund its share of any equity funding for approved programs. Accounts receivable includes $92,810 (December 31, 2012 – $120,451) outstanding from 5348 Investments, which were subsequently received by the Company.

The Company shares office space, equipment, personnel and various administrative services with other companies related by virtue of certain common directors and management. These services have been mainly provided through a management company equally owned by the related companies. Costs incurred by the management company are allocated between the related companies based on time incurred and use of services and are charged at cost. In addition, certain other professional administrative services have been provided by other related companies and charged at cost. During the three months ended March 31, 2013 the Company was charged $325,871 (March 31, 2012 – $418,088) and charged out $nil (March 31, 2012 – $4,434) in connection with these arrangements. Included in these amounts is $16,396 (March 31, 2012 – $30,374) with respect to office space owned by Diamond Hill. At March 31, 2013, accounts receivable includes a balance due from related companies of $96

(December 31, 2012 – $49,921) and there is an amount due to related companies of $17,405 (December 31, 2012 – $8,559) with respect to these arrangements. Amounts are due on demand, unsecured, and have no terms of repayment.

Other assets of $90,821 (December 31, 2012 – $92,710) relate to the Company's share of jointly owned assets held by the management company.

Critical Accounting Policies and Estimates

The Company's accounting policies are described in note 3 to its consolidated financial statements for the year ended December 31, 2012. The preparation of its consolidated financial statements requires management to make judgements, estimates and assumptions in the process of applying the Company's accounting policies that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the consolidated financial statements and reported amounts of expenses during the reporting period. Estimates and assumptions are continually evaluated. However, actual outcomes could materially differ from these estimates. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in future periods affected.

Information about critical judgements and estimates in applying accounting policies that have the most significant effect on amounts recognized in the consolidated financial statements are as follows:

Judgements:

- Mineral properties and exploration and evaluation expenditures – consideration for impairment. The Company uses its judgement to determine first, whether a triggering event has occurred that may require it to consider if a mineral property should be subject to impairment testing and second, if this is the case, to determine the applicable factors relevant in determining the value of the property.

Estimates:

- Accounts payable and accrued liabilities – estimation of ultimate withholding tax liability with respect to the Company's acquisition of 80% of the common shares of Arizona Minerals.
- Mineral property and exploration and evaluation expenditures impairment estimation – If it has been determined that a triggering event has occurred requiring the Company to calculate whether an impairment charge is required against its mineral properties and exploration and evaluation expenditures, the Company may consider the resource estimates for that mineral property, if applicable in its calculations. The Company calculates its resources based on information compiled by qualified persons as defined by NI 43-101. There are numerous uncertainties inherent in estimating resources and assumptions that are valid at the time of estimation may change significantly when new information becomes available. Changes in the forecast prices of commodities, exchange rates, production costs or recovery rates may change the economic status of the resource and result in it being revised.

Changes in Accounting Policies

Certain new standards, interpretations and amendments to existing standards have been issued by the International Accounting Standards Board (IASB) or International Financial Reporting Interpretations Committee (IFRIC) that are mandatory for accounting periods beginning on or after January 1, 2013, except for IFRS 9, which has now been extended to periods on or after January 1, 2015. Some updates that are not applicable or are not consequential to the Company may have been excluded from the list below.

- IFRS 9, *Financial Instruments: Classification and Measurement* is the first part of a new standard on classification and measurement of financial assets that will replace IAS 39, *Financial Instruments: Recognition and Measurement*. IFRS 9 has two measurement categories: amortized cost and fair value. All equity instruments are measured at fair value. A debt instrument is at amortized cost only if the entity is holding it to collect contractual cash flows and the cash flows represent principal and interest. Otherwise it is at fair value through profit or loss. The Company has not yet assessed the impact of this standard on its financial reporting.

- IFRS 10, *Consolidated Financial Statements* builds on existing principles by identifying the concept of control as the determining factor in whether an entity should be included within the consolidated financial statements of the parent company and provides additional guidance where it is difficult to assess. IFRS 10 replaces the consolidated requirements in SIC-12, *Consolidated-Special Purpose Entities*, and IAS 27, *Consolidated and Separate Financial Statements*. The Company determined that the adoption of IFRS 10 did not result in any change in the consolidation status of its subsidiary.

- IFRS 11, *Joint Arrangements* provides for a more realistic reflection of joint arrangements by focusing on the rights and obligations of the arrangement, rather than its legal form. The standard addresses inconsistencies in the reporting of joint arrangements by requiring a single method to account for interests in jointly controlled entities. IFRS 11 supersedes IAS 31, *Interests in Joint Ventures* and SIC-13, *Jointly Controlled Entities – Non-Monetary Contributions by Venturers*. The Company has determined that the adoption of IFRS 11 did not result in any changes in the disclosure in its financial statements.

- IFRS 12, *Disclosures of Interest in Other Entities* provides the disclosure requirements for all forms of interests in other entities, including subsidiaries, joint agreements, associates and consolidated structured entities. This standard will require additional disclosures by the Company with respect to its 80% owned subsidiary, Arizona Minerals, primarily as a result of the 20% non-controlling interest. The Company adopted IFRS 12 effective January 1, 2013. The adoption of IFRS 12 will result in incremental disclosures in our annual consolidated financial statements.

- IFRS 13, *Fair Value Measurement* provides a single source of guidance on how to measure fair value where its use is already required or permitted by other IFRS and enhances disclosure requirements for information about fair value measurements. The Company assessed its financial instruments on January 1, 2013 and determined that the adoption of IFRS 13 did not result in any significant changes in the disclosure of its financial statements.

Financial Instruments

The Company's financial instruments are classified into the following categories of financial assets and liabilities (shown at carrying value):

Category	Measurement		March 31, 2013		December 31, 2012
Cash and cash equivalents	Loans and receivables	$	471,592	$	1,136,193
Accounts receivable	Loans and receivables	$	121,081	$	310,891
Due from related party	Loans and receivables	$	1,435,000	$	1,427,000
Investment in marketable securities	Available for sale	$	128,003	$	180,923
Accounts payable and accrued liabilities	Other financial liabilities	$	3,318,230	$	2,111,008
Due to related parties	Other financial liabilities	$	17,405	$	8,559
Loan payable	Other financial liabilities	$	984,640	$	-

The Company's financial instruments carried at fair value on the balance sheet comprise the investment in marketable securities, classified as Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities. The carrying values of the other financial instruments in the table above approximate their fair values as a result of their short-term nature.

Financial Risk Management

The Company is exposed to various financial instrument risks and assesses the impact and likelihood of this exposure and attempts to manage the risk, where possible. These risks include market risk, liquidity risk and credit risk.

a) Market risk

Market risk represents the risk that the fair value of cash flows of a financial instrument will fluctuate because of changes in market prices. In particular:

Foreign exchange risk

Foreign exchange risk represents the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rate.

The Company incurs expenditures in Canadian and US dollars with the majority of the expenditures being incurred in US dollars exploring on its Hermosa property. The parent company has adopted a policy of converting the majority of its cash balances into US dollars, except to the extent Canadian dollars are required to fund corporate operations. As the functional currency of the parent company is Canadian dollars, foreign exchange risk arises because the amount of the US dollar cash and cash equivalents will vary in Canadian dollar terms due to changes in exchange rates. However, to the extent the US dollar balances will be used to fund future exploration expenditures on the Hermosa property the risk is negated and provides more certainty in terms of the funds available for that purpose.

At March 31, 2013, the Company is exposed to currency risk through the following assets and liabilities denominated in US dollars held by the parent company:

		March 31, 2013		December 31, 2012
Cash and cash equivalents	US$	93,201	US$	281,688
Accounts receivable		8,125		8,125
Due from related party		1,527,810		1,547,451
Accounts payable and accrued liabilities		(1,471,642)		(1,434,565)
	US$	157,494	US$	402,699

As at March 31, 2013, based on the above net exposures a 10% change in the Canadian-US dollar exchange rate would impact the Company's earnings by approximately $16,000 (December 31, 2012 – $40,000). As the Company reports in US dollars this amount would be offset by an approximately equivalent amount as part of other comprehensive income.

Price and Interest rate risk

Price risk is the risk that the fair value or future cash flows from a financial instrument will fluctuate because of changes in market prices other than those arising from interest rate and currency risk. The Company's investment in marketable securities, which is carried on the balance sheet at March 31, 2013 at $128,003 (December 31, 2012 – $180,923), is subject to price risk as the quoted price of the security fluctuates.

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not materially exposed to interest rate risk at this time.

b) Liquidity risk

Liquidity risk represents the risk that the Company will be unable to meet its obligations associated with its financial liabilities. The Company manages its liquidity risk by maintaining sufficient readily available cash in order to meet its liquidity requirements at any point in time.

c) Credit risk

Credit risk represents the risk that one party to a financial instrument will cause a financial loss to the other party by failing to discharge an obligation. Credit risk arises for the Company from cash and cash equivalents held with banks and financial institutions, as well as credit exposure on outstanding accounts receivable and amounts due from a related party. The maximum exposure to credit risk is equal to the carrying value of the financial assets.

The Company manages its exposure to credit risk by holding its cash and cash equivalents through Canadian or US chartered banks, with short-term investments held in high-interest bank accounts and GIC's.

Risks and Uncertainties

An investment in the Company's common shares is highly speculative and subject to a number of risks and uncertainties. Only those persons who can bear the risk of the entire loss of their investment should invest in the Company's common shares. An investor should carefully consider the risks referred to below and the other information filed with the Canadian securities regulators before investing in the Company's common shares. Wildcat's business is subject to a number of risks and uncertainties including those described in the Company's Annual Information Form and Management's Discussion and Analysis for the year ended December 31, 2012, which are available on the Company's website at www.wildcatsilver.com and SEDAR at www.sedar.com. Any of the risks and uncertainties described in the above-noted documents could have a material adverse effect on the Company's business and financial condition and accordingly, should be carefully considered in evaluating the Company's business.

Evaluation of Disclosure Controls and Procedures

The Chief Executive Officer ("CEO") and the Chief Financial Officer ("CFO") are responsible for establishing and maintaining disclosure controls and procedures and internal control over financial reporting. As required by National Instrument 52-109 issued by the Canadian Securities Administrators, the Company carried out an evaluation of the design and effectiveness of the Company's disclosure controls and procedures and internal controls over financial reporting as of December 31, 2012. The evaluation was carried out under the supervision and with the participation of the CEO and the CFO. Based on the evaluation, the Company's CEO and CFO concluded that the Company's disclosure controls and procedures are effective in providing reasonable assurance that material information relating to the Company and its consolidated subsidiaries is made known to them by others within those entities, particularly during the period in which the annual filings are being prepared. In addition, the Company's CEO and CFO concluded that the Company's internal controls over financial reporting are effective in providing reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for the Company and its consolidated subsidiaries for the period in which the annual filings are being prepared.

There were no changes in the controls, which materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting during the three months ended March 31, 2013.

Assays and Quality Assurance/Quality Control

To ensure reliable sample results, the Company has a rigorous QA/QC program in place that monitors the chain-of-custody of samples and includes the insertion of blanks, duplicates, and certified reference standards in each batch of samples. Core is photographed and split in half with one-half retained in a secured facility for verification purposes. Sample preparation (crushing and pulverizing) is performed at Skyline Laboratories, an ISO/IEC accredited lab located in Tucson, Arizona. Skyline Laboratories prepares two pulps of all samples and completes analysis of one pulp sample by ICP for Cu% (copper), Pb% (lead), Zn% (zinc) and Mn% (manganese). The second pulp is shipped to Inspectorate Labs, an ISO: 9001-2008 accredited laboratory in Reno, Nevada, where the duplicate pulp is analyzed for Au (gold) and Ag (silver). Silver values are determined by gravimetric fire assay (1 AT) with gold values determined by an AA finish from the same dore bead: Final silver value is the weight of the dore bead minus the AA gold value. In certain drill holes Skyline completes analyses of pulps for gold (FA-1AT/AA) and silver is determined by multi-acid digestion/AA finish. If the silver value is greater than 150 gpt the sample is redone by gravimetric FA (1AT) with the gravimetric gold value subtracted. At both labs if the FA/AA Au value is greater than 3 gpt the Au assay is repeated by FA gravimetric methods. Certain duplicate pulps have gold-silver QA/QC checks run at Skyline by the above methods. Also certain duplicate pulps also have Cu, Pb, Zn, Mn QA/QC checks using ICP/AA methods and 30 element spectral ICP determined at Inspectorate after 4-acid digestion.

Qualified Persons

The updated mineral resource estimate released on August 9, 2012 was prepared under the guidance of Scott Wilson, President of Scott E. Wilson Consulting, Inc., an independent qualified person as defined by National Instrument 43-101. Mr. Wilson is a Certified Professional Geologist and member of the American Institute of Professional Geologists (CPG #10965) and a Registered Member (#4025107) of the Society of Mining, Metallurgy and Exploration, Inc., a professional association and designation recognized by the Canadian regulatory authorities.

The results of the updated Hermosa PEA, which were released on October 1, 2012 were prepared by an integrated team led by M3 Engineering and Technology Corporation ("M3") of Tucson, Arizona, under the supervision of Joshua Snider, PE. Other significant contributors to the PEA include Tetra Tech Inc., NewFields, Scott E. Wilson Consulting Inc, and Easton Process Consulting. In addition, pilot plant test-work was completed by Hazen Research Inc. in Golden, Colorado. Joshua Snider, PE, an independent Qualified Person under the standards set forth by NI 43-101, reviewed the information in relation to the PEA contained in the October 1, 2012 press release and included in this MD&A. Mr. Snider is a Civil Engineer with M3 and has over 15 years of experience in the engineering and mining industry. Metallurgical test results were reviewed, verified, and interpreted by Christopher Easton, BSc., a Qualified Person under the standards set forth by NI 43-101. Mr. Easton is the president of Easton Process Consulting Inc. has 23 years of mineral processing and metallurgical engineering experience, and is a Qualified Professional Member in Metallurgy of MMSA.

Head Office	#600 – 837 West Hastings Street Vancouver, BC, Canada V6C 3N6 Telephone: (604) 484-3597 Facsimile: (604) 687-1715
Directors	R. Stuart Angus Donald B. Clark Gilmour Clausen (Vice Chairman) Robert P. Wares Richard W. Warke (Chairman)
Officers	Richard W. Warke – Chief Executive Officer Donald R. Taylor – President and Chief Operating Officer Paul J. Ireland – Chief Financial Officer Letitia Cornacchia – Vice President, Investor Relations and Corporate Communications Gregory F. Lucero – Vice President, Sustainable Development Charles J. Magolske – Vice President, Corporate Development Purni Parikh – Vice President, Corporate Secretary William J. Pennstrom, Jr. – Vice President, Technical Services
Registrar and Transfer Agent	Computershare Investors Services Inc. #401 - 510 Burrard Street Vancouver, BC V6C 3B9
Auditors	PricewaterhouseCoopers LLP Chartered Accountants 250 Howe Street, Suite 700 Vancouver, BC V6C 3S7
Solicitors	Davies Ward Phillips & Vineberg LLP 155 Wellington Street West Toronto, Ontario M5V 3J7
Shares Listed	Toronto Stock Exchange (TSX) Trading symbol ~ WS
Investor Relations	Info@wildcatsilver.com (416) 860-6310