



ANDEAN AMERICAN MINING CORP.

STRATEGIC PLANNING COMMITTEE MANDATE

The following Mandate has been approved and adopted by the Board of Directors (the “Board”) of Andean American Mining Corp.

The Strategic Planning Committee is responsible for:

Adopting a strategic planning process and ensuring that it is consistently applied;

Reviewing and recommending to the Board the Company’s annual strategic Plan, in the light of management’s assessment of the opportunities and risks of the business, the competitive and political environment and the Company’s financial and operational capacity; and

Reviewing and making recommendations to the Board regarding major development proposals, including acquisitions, investments, divestitures and major expansions.