
TUMI RESOURCES LIMITED

INTERIM CONSOLIDATED FINANCIAL STATEMENTS

FOR THE THREE MONTHS ENDED

MARCH 31, 2010

(Unaudited - Prepared by Management)

**MANAGEMENT'S COMMENTS ON
UNAUDITED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

The accompanying unaudited interim consolidated financial statements of Tumi Resources Limited for the three months ended March 31, 2010, have been prepared by and are the responsibility of the Company's management. These statements have not been reviewed by the Company's external auditors.

TUMI RESOURCES LIMITED
INTERIM CONSOLIDATED BALANCE SHEETS
(Unaudited - Prepared by Management)

| | March 31, 2010 \$ | December 31, 2009 \$ |
|--|----------------------------------|-------------------------------------|
| A S S E T S | | |
| CURRENT ASSETS | | |
| Cash | 447,128 | 265,713 |
| Amounts receivable | 54,557 | 47,341 |
| Prepays | <u>7,743</u> | <u>4,662</u> |
| | 509,428 | 317,716 |
| PROPERTY AND EQUIPMENT (Note 3) | 114,836 | 120,512 |
| MINERAL RESOURCE INTERESTS (Note 4) | 3,844,818 | 3,800,501 |
| OTHER | <u>14,908</u> | <u>14,908</u> |
| | <u><u>4,483,990</u></u> | <u><u>4,253,637</u></u> |

L I A B I L I T I E S

| | | |
|--|----------------|----------------|
| CURRENT LIABILITIES | | |
| Accounts payable and accrued liabilities | <u>134,567</u> | <u>104,300</u> |

S H A R E H O L D E R S ' E Q U I T Y

| | | |
|-------------------------------------|-------------------------|-------------------------|
| SHARE CAPITAL (Note 5) | 14,193,224 | 13,897,174 |
| CONTRIBUTED SURPLUS (Note 7) | 1,981,060 | 1,980,735 |
| DEFICIT | <u>(11,824,861)</u> | <u>(11,728,572)</u> |
| | <u>4,349,423</u> | <u>4,149,337</u> |
| | <u><u>4,483,990</u></u> | <u><u>4,253,637</u></u> |

NATURE OF OPERATIONS AND ABILITY TO CONTINUE AS A GOING CONCERN (Note 1)

SUBSEQUENT EVENT (Note 13)

APPROVED BY THE DIRECTORS

"David Henstridge" , Director

"Nick DeMare" , Director

The accompanying notes and schedule are an integral part of these interim consolidated financial statements.

TUMI RESOURCES LIMITED
INTERIM CONSOLIDATED STATEMENTS OF
LOSS AND COMPREHENSIVE LOSS AND DEFICIT
(Unaudited - Prepared by Management)

| | Three Months Ended | |
|---|---------------------------|---------------------|
| | March 31 | |
| | 2010 | 2009 |
| | \$ | \$ |
| EXPENSES | | |
| Accounting and administration | 6,600 | 14,000 |
| Amortization | 1,661 | 8,178 |
| Consulting | 8,471 | 19,877 |
| General exploration | 37,573 | 33,397 |
| Investment conferences | 2,861 | 1,429 |
| Investor relations | 7,500 | 9,000 |
| Legal | - | 833 |
| Management fees | 24,000 | 20,364 |
| Office | 1,964 | 2,229 |
| Regulatory | 1,295 | 2,568 |
| Rent | 1,200 | 1,350 |
| Salaries and benefits | - | 4,007 |
| Shareholder costs | - | 300 |
| Stock-based compensation (Note 6) | 325 | 73,740 |
| Transfer agent | 1,125 | 1,439 |
| Travel and related | 5,512 | 10,180 |
| | <u>100,087</u> | <u>202,891</u> |
| LOSS BEFORE OTHER ITEMS | <u>(100,087)</u> | <u>(202,891)</u> |
| OTHER ITEMS | | |
| Interest and other income | 3,444 | 2,256 |
| Gain on sale of equipment | - | 1,453 |
| Foreign exchange | 354 | (4,568) |
| | <u>3,798</u> | <u>(859)</u> |
| NET LOSS AND COMPREHENSIVE LOSS FOR THE PERIOD | (96,289) | (203,750) |
| DEFICIT - BEGINNING OF PERIOD | <u>(11,728,572)</u> | <u>(10,722,498)</u> |
| DEFICIT - END OF PERIOD | <u>(11,824,861)</u> | <u>(10,926,248)</u> |
| LOSS PER COMMON SHARE - BASIC AND DILUTED | <u>(\$0.00)</u> | <u>(\$0.01)</u> |
| WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING - BASIC AND DILUTED | <u>31,647,039</u> | <u>28,987,928</u> |

The accompanying notes and schedule are an integral part of these interim consolidated financial statements.

TUMI RESOURCES LIMITED
INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited - Prepared by Management)

| | Three Months Ended March 31 | |
|---|--------------------------------|-----------|
| | 2010 | 2009 |
| | \$ | \$ |
| CASH PROVIDED FROM (USED FOR) | | |
| OPERATING ACTIVITIES | | |
| Net loss for the period | (96,289) | (203,750) |
| Adjustment for items not involving cash | | |
| Amortization | 1,661 | 8,178 |
| Stock-based compensation | 325 | 73,740 |
| Gain on sale of equipment | - | (1,453) |
| | (94,303) | (123,285) |
| Decrease (increase) in amounts receivable | (7,216) | 12,527 |
| Increase in prepaids | (3,081) | (9,568) |
| Increase (decrease) in accounts payable and accrued liabilities | 29,952 | (77,744) |
| | (74,648) | (198,070) |
| INVESTING ACTIVITIES | | |
| Expenditures on mineral resource interests | (39,987) | (152,482) |
| Proceeds on sale of capital assets | - | 1,715 |
| | (39,987) | (150,767) |
| FINANCING ACTIVITIES | | |
| Issuance of common shares | 300,000 | 495,000 |
| Share issue costs | (3,950) | (20,508) |
| | 296,050 | 474,492 |
| INCREASE (DECREASE) IN CASH - DURING THE PERIOD | 181,415 | 125,655 |
| CASH - BEGINNING OF PERIOD | 265,713 | 432,690 |
| CASH - END OF PERIOD | 447,128 | 558,345 |

SUPPLEMENTAL CASH FLOW INFORMATION - Note 10

The accompanying notes and schedule are an integral part of these interim consolidated financial statements.

TUMI RESOURCES LIMITED
NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED MARCH 31, 2010
(Unaudited - Prepared by Management)

1. NATURE OF OPERATIONS AND ABILITY TO CONTINUE AS A GOING CONCERN

Tumi Resources Limited (the “Company”) is a junior mineral exploration company currently engaged in the acquisition and exploration of precious metals on mineral properties located in Mexico and Sweden. On the basis of information to date, the Company has not yet determined whether these properties contain economically recoverable ore reserves. The underlying value of the mineral resource interests is entirely dependent on the existence of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete development and upon future profitable production. Mineral resource interests represent costs incurred to date, less amounts amortized and/or written off, and do not necessarily represent present or future values.

These interim consolidated financial statements have been prepared in accordance with Canadian generally accepted accounting principles (“Canadian GAAP”) applicable to a going concern, which assumes that the Company will be able to meet its obligations and continue its operations for its next fiscal year. Realizable values may be substantially different from carrying values as shown and these financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. At March 31, 2010 the Company had not yet achieved profitable operations, had working capital of \$374,861, has accumulated losses of \$11,824,861 since inception and expects to incur further losses in the development of its business, all of which casts substantial doubt about the Company’s ability to continue as a going concern. The operations of the Company have primarily been funded by the issuance of common shares. Continued operations of the Company are dependent on the Company’s ability to complete equity financings or generate profitable operations in the future. Management’s plan in this regard is to secure additional funds through future equity financings, which may be unavailable or unavailable on reasonable terms.

2. SIGNIFICANT ACCOUNTING POLICIES

These interim consolidated financial statements of the Company have been prepared by management in accordance with Canadian GAAP. The preparation of financial statements in conformity with Canadian GAAP requires management to make estimates and assumptions that affect the amounts reported in the interim consolidated financial statements and accompanying notes. Actual results could differ from those estimates. The interim consolidated financial statements have, in management's opinion, been properly prepared using careful judgement with reasonable limits of materiality. These interim consolidated financial statements should be read in conjunction with the most recent annual consolidated financial statements. The significant accounting policies follow that of the most recently reported annual financial statements.

Future Accounting Policies

Business Combinations, Consolidated Financial Statements and Non-Controlling Interests

The CICA issued three new accounting standards in January 2009: Section 1582, *Business Combinations*, Section 1601, *Consolidated Financial Statements*, and Section 1602, *Non-Controlling Interests*. These new standards will be effective for fiscal years beginning on or after January 1, 2011. The Company is in the process of evaluating the requirements of the new standards.

TUMI RESOURCES LIMITED
NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED MARCH 31, 2010
(Unaudited - Prepared by Management)

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

Section 1582 replaces Section 1581, *Business Combinations*, and establishes standards for the accounting for a business combination. It provides the Canadian equivalent to International Financial Reporting Standards (“IFRS”) 3, *Business Combinations*. The section applies prospectively to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after January 1, 2011. Sections 1601 and 1602 together replace Section 1600, *Consolidated Financial Statements*. Section 1601, establishes standards for the preparation of consolidated financial statements. Section 1601 applies to interim and annual consolidated financial statements relating to fiscal years beginning on or after January 1, 2011. Section 1602 establishes standards for accounting for a non-controlling interest in a subsidiary in consolidated financial statements subsequent to a business combination. It is equivalent to the corresponding provisions of IFRS IAS 27, *Consolidated and Separate Financial Statements*, and applies to interim and annual consolidated financial statements relating to fiscal years beginning on or after January 1, 2011.

International Financial Reporting Standards

The AcSB has announced that Canadian publicly accountable enterprises will be required to adopt IFRS effective January 1, 2011. Although IFRS employs a conceptual framework that is similar to Canadian GAAP, there are significant differences in recognition, measurement and disclosure. The Company has undertaken a project to assess the potential impacts of the transition to IFRS and has developed a detailed project plan to ensure compliance with the new standards. The Company has completed the initial phase of the implementation project including the detailed diagnostic analysis which included a high-level impact assessment to identify key areas that may be impacted by the adoption of IFRS. This analysis resulted in the prioritization of areas to be evaluated in the next phase of the project plan, component evaluation. This phase, which is currently in progress, includes the analysis of accounting policy alternatives available under IFRS as well as the determination of changes required to existing information systems and business processes. The Company is currently assessing the impact of the adoption of IFRS on our results of operations, financial position and financial statement disclosures.

3. PROPERTY AND EQUIPMENT

| | March 31 2010 | December 31, 2009 |
|--------------------------------|--------------------------|------------------------------|
| | \$ | \$ |
| Condominium | 132,840 | 132,840 |
| Office furniture and equipment | 14,711 | 14,711 |
| Vehicles | 67,840 | 67,840 |
| | <u>215,391</u> | <u>215,391</u> |
| Less accumulated amortization | <u>(100,555)</u> | <u>(94,879)</u> |
| | <u><u>114,836</u></u> | <u><u>120,512</u></u> |

TUMI RESOURCES LIMITED
NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED MARCH 31, 2010
(Unaudited - Prepared by Management)

4. MINERAL RESOURCE INTERESTS

| | March 31, 2010 | | | December 31, 2009 | | |
|----------------|----------------------------|-----------------------------------|------------------|----------------------------|-----------------------------------|------------------|
| | Acquisition Costs \$ | Exploration Expenditures \$ | Total \$ | Acquisition Costs \$ | Exploration Expenditures \$ | Total \$ |
| Sweden | | | | | | |
| Bergslagen (a) | 260,747 | 1,340,987 | 1,601,734 | 260,354 | 1,302,522 | 1,562,876 |
| Mexico | | | | | | |
| La Trini (b) | 586,272 | 1,409,559 | 1,995,831 | 586,272 | 1,404,100 | 1,990,372 |
| Sonora (c) | <u>35,910</u> | <u>211,343</u> | <u>247,253</u> | <u>35,910</u> | <u>211,343</u> | <u>247,253</u> |
| | <u>882,929</u> | <u>2,961,889</u> | <u>3,844,818</u> | <u>882,536</u> | <u>2,917,965</u> | <u>3,800,501</u> |

(a) Bergslagen District, Sweden

The Company has acquired, through staking, mineral concessions in Sweden. As at March 31, 2010, the Company maintains ten exploration properties located in the Bergslagen District in south-central Sweden.

On April 28, 2008, the Company entered into an agreement with Goldsearch Limited (“Goldsearch”), whereby Goldsearch was granted an option to earn an undivided 70% interest in the Company’s Jugansbo, Sala 4, and Hallefors mineral concessions in the Bergslagen District, Sweden, by incurring a total of 1,000,000 Euros on exploration expenditures by April 28, 2011, with 100,000 Euros incurred by April 28, 2009 (incurred) and cumulative expenditures of 300,000 Euros by April 28, 2010.

(b) La Trini, Mexico

The Company owns a 100% interest in the La Trini and Mololoa mineral claims (“La Trini Project”). The La Trini Project covers 356 hectares and is located in the Jalisco silver belt approximately 100 kilometres northwest of Guadalajara, Jalisco State, Mexico.

The La Trini Project is subject to a 1% net smelter return royalty (“NSR”) and the Company has the right to reduce the NSR to 0.5% through a cash payment of US \$1,000,000.

(c) Sonora, Mexico

As at March 31, 2010, the Company maintains a portfolio of three mineral prospects located in Sonora State, Mexico.

On June 1, 2007, the Company signed a letter agreement with Minera Genminmex S.A. (“Genminmex”). Under the terms of the letter agreement, Genminmex may earn a 60% interest in two exploration concessions covering the Batamote 1 and 2, located in Sonora, Mexico, by incurring expenditures of US \$2,000,000 over five years. Upon earning the 60% interest, Genminmex may earn an additional 10% interest by incurring an additional US \$3,000,000 over seven years or completing a final feasibility study.

See also Note 13.

TUMI RESOURCES LIMITED
NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED MARCH 31, 2010
(Unaudited - Prepared by Management)

5. SHARE CAPITAL

Authorized: unlimited common shares with no par value

| Issued: | Three Months ended March 31, 2010 | | Year Ended December 31, 2009 | |
|------------------------------|--------------------------------------|--------------------------|---------------------------------|--------------------------|
| | Shares | Amount \$ | Shares | Amount \$ |
| Balance, beginning of period | <u>31,447,039</u> | <u>13,897,174</u> | <u>27,795,706</u> | <u>13,379,705</u> |
| Issued during the period | | | | |
| For cash | | | | |
| private placements | 3,000,000 | 300,000 | 3,651,333 | 547,700 |
| Less share issue costs | <u>-</u> | <u>(3,950)</u> | <u>-</u> | <u>(30,231)</u> |
| | <u>3,000,000</u> | <u>296,050</u> | <u>3,651,333</u> | <u>517,469</u> |
| Balance, end of period | <u><u>34,447,039</u></u> | <u><u>14,193,224</u></u> | <u><u>31,447,039</u></u> | <u><u>13,897,174</u></u> |

- (a) During the three months ended March 31, 2010, the Company completed a non-brokered private placement financing of 3,000,000 units, at a price of \$0.10 per unit for gross proceeds of \$300,000. Each unit consisted of one common share and one non-transferable share purchase warrant. Each warrant entitles the holder to purchase one additional share for a period of two years, at a price of \$0.15 per share on or before March 25, 2012. The Company paid a finder's fee of \$1,200. The Company also incurred \$2,750 for filing fees on this private placement.

A director of the Company purchased 250,000 units of the private placement.

- (b) A summary of the number of common shares reserved pursuant to the Company's outstanding warrants at March 31, 2010 and 2009, and the changes for the three months ending on those dates is as follows:

| | 2010 | | 2009 | |
|------------------------------|-------------------------|--|-------------------------|--|
| | Number | Weighted Average Exercise Price \$ | Number | Weighted Average Exercise Price \$ |
| Balance, beginning of period | 3,718,333 | 0.20 | - | - |
| Issued | <u>3,000,000</u> | 0.15 | <u>3,367,000</u> | 0.20 |
| Balance, end of period | <u><u>6,718,333</u></u> | 0.20 | <u><u>3,367,000</u></u> | 0.20 |

The following table summarizes information about the number of common shares reserved pursuant to the Company's warrants outstanding at March 31, 2010:

| Number | Exercise Price \$ | Expiry Date |
|-------------------------|----------------------|--------------------------|
| 2,567,000 | 0.25 | February 18, 2011 |
| 800,000 | 0.25 | March 25, 2011 |
| 351,333 | 0.20 / 0.25 | December 23, 2010 / 2011 |
| <u>3,000,000</u> | 0.15 | March 25, 2012 |
| <u><u>6,718,333</u></u> | | |

TUMI RESOURCES LIMITED
NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED MARCH 31, 2010
(Unaudited - Prepared by Management)

6. STOCK OPTIONS AND STOCK-BASED COMPENSATION

The Company has established a rolling stock option plan (the "Plan"), in which the maximum number of common shares which can be reserved for issuance under the Plan is 10% of the issued and outstanding shares of the Company. The exercise price of the options is set at the Company's closing share price on the day before the grant date, less allowable discounts in accordance with the policies of the TSX Venture Exchange. Options granted may be subject to vesting provisions as determined by the Board of Directors and have a maximum term of five years.

During the three months ended March 31, 2010 the Company did not grant any stock options. During the three months ended March 31, 2009 the Company granted 853,000 stock options to the Company's employees, directors, officers and consultants and recorded compensation expense of \$68,240.

During the three months ended March 31, 2010 the Company recorded \$325 (2009 - \$5,500) compensation expense for options which had vested during the period.

The fair value of stock options granted and vested during the three months ended March 31, 2010 and 2009, is estimated using the Black-Scholes option pricing model with the following assumptions:

| | 2010 | 2009 |
|-------------------------|-------------|----------------------|
| Risk-free interest rate | 1.66% | 1.22% - 1.81% |
| Estimated volatility | 145% | 126% - 141% |
| Expected life | 2.50 years | 2.25 years - 3 years |
| Expected dividend yield | 0% | 0% |

Option-pricing models require the use of estimates and assumptions including the expected volatility. Changes in the underlying assumptions can materially affect the fair value estimates and, therefore, existing models do not necessarily provide a reliable measure of the fair value of the Company's stock options.

A summary of the Company's outstanding stock options at March 31, 2010 and 2009, and the changes for the three months ending on those dates is as follows:

| | 2010 | | 2009 | |
|------------------------------|--------------------------------|---|--------------------------------|---|
| | Options Outstanding | Weighted Average Exercise Price \$ | Options Outstanding | Weighted Average Exercise Price \$ |
| Balance, beginning of period | 2,639,600 | 0.31 | 2,480,000 | 0.56 |
| Granted | - | - | 853,000 | 0.15 |
| Expired | - | - | (638,000) | 0.51 |
| Balance, end of period | <u>2,639,600</u> | 0.31 | <u>2,695,000</u> | 0.44 |

TUMI RESOURCES LIMITED
NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED MARCH 31, 2010
(Unaudited - Prepared by Management)

6. STOCK OPTIONS AND STOCK-BASED COMPENSATION (continued)

The following table summarizes information about the stock options outstanding and exercisable at March 31, 2010:

| Number Outstanding | Number Exercisable | Exercise Price \$ | Expiry Date |
|-----------------------|-----------------------|-------------------------|---------------|
| 300,000 | 300,000 | 0.80 | June 12, 2010 |
| 65,000 | 65,000 | 0.15 | June 12, 2010 |
| 553,600 | 553,600 | 0.50 | April 9, 2011 |
| 292,000 | 292,000 | 0.15 | April 9, 2011 |
| 171,000 | 171,000 | 0.30 | July 20, 2011 |
| 853,000 | 853,000 | 0.15 | March 5, 2012 |
| <u>405,000</u> | <u>400,000</u> | 0.15 | July 14, 2012 |
| <u>2,639,600</u> | <u>2,634,600</u> | | |

7. CONTRIBUTED SURPLUS

Contributed surplus for the three months ended March 31, 2010 and 2009, is comprised of the following:

| | 2010 \$ | 2009 \$ |
|--|------------------|------------------|
| Balance, beginning of period | 1,980,735 | 1,846,100 |
| Stock-based compensation on options (Note 6) | 325 | 73,740 |
| Stock-based compensation on agent's warrants | <u>-</u> | <u>8,710</u> |
| Balance, end of period | <u>1,981,060</u> | <u>1,928,550</u> |

8. RELATED PARTY TRANSACTIONS

During the three months ended March 31, 2010 and 2009, the Company:

- i) incurred \$6,600 (2009 - \$18,350) for office rent and accounting, management and administration services provided by a director and private corporations owned by a director of the Company;
- ii) incurred \$24,000 (2009 - \$24,000) for management services provided by the President of the Company. Of this amount, \$nil (2009 - \$3,636) has been capitalized as geological costs in mineral resource interests and \$24,000 (2009 - \$20,364) expensed as management fees; and
- iii) received \$3,444 (2009 - \$1,897) from Tinka Resources Limited ("Tinka") for rental of its condominium in Peru, and was reimbursed \$2,550 (2009 - \$8,700) for shared office personnel from public companies with certain directors in common.

As at March 31, 2010, \$4,500 (2009 - \$23,950) remained outstanding and has been included in accounts payable and accrued liabilities.

Unless otherwise stated, related party transactions are measured at the exchange amount, being the amount of consideration established and agreed to by the related parties.

TUMI RESOURCES LIMITED
NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED MARCH 31, 2010
(Unaudited - Prepared by Management)

9. SEGMENTED INFORMATION

The Company is involved in mineral exploration and development activities in Mexico and Sweden. The Company also owns a condominium in Peru. The Company is in the exploration stage and, accordingly, has no reportable segment revenues or operating results.

The Company's total assets are segmented geographically as follows:

| | March 31, 2010 | | | | |
|----------------------------|--------------------------|------------------|---------------|------------------|------------------|
| | Canada | Mexico | Peru | Sweden | Total |
| | \$ | \$ | \$ | \$ | \$ |
| Current assets | 448,345 | 42,661 | - | 18,422 | 509,428 |
| Property and equipment | - | 11,427 | 94,640 | 8,769 | 114,836 |
| Mineral resource interests | - | 2,243,084 | - | 1,601,734 | 3,844,818 |
| Other assets | - | - | - | 14,908 | 14,908 |
| | <u>448,345</u> | <u>2,297,172</u> | <u>94,640</u> | <u>1,643,833</u> | <u>4,483,990</u> |
| | December 31, 2009 | | | | |
| | Canada | Mexico | Peru | Sweden | Total |
| | \$ | \$ | \$ | \$ | \$ |
| Current assets | 243,709 | 50,179 | - | 23,828 | 317,716 |
| Property and equipment | - | 13,634 | 96,301 | 10,577 | 120,512 |
| Mineral resource interests | - | 2,237,625 | - | 1,562,876 | 3,800,501 |
| Other assets | - | - | - | 14,908 | 14,908 |
| | <u>243,709</u> | <u>2,301,438</u> | <u>96,301</u> | <u>1,612,189</u> | <u>4,253,637</u> |

10. SUPPLEMENTAL CASH FLOW INFORMATION

Non-cash activities were conducted by the Company for the three months ended March 31, 2010 and 2009, as follows:

| | 2010 | 2009 |
|---|----------------|-------------|
| | \$ | \$ |
| Operating activities | | |
| Amortization | 4,015 | - |
| Accounts payable for mineral resource interests | 4,993 | - |
| | <u>9,008</u> | <u>-</u> |
| Investing activity | | |
| Expenditures on mineral resource interests | <u>(9,008)</u> | <u>-</u> |
| Financing activities | | |
| Contributed surplus | - | 8,710 |
| Share issue costs | - | (8,710) |
| | <u>-</u> | <u>-</u> |

TUMI RESOURCES LIMITED
NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED MARCH 31, 2010
(Unaudited - Prepared by Management)

11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Fair value estimates of financial instruments are made at a specific point in time, based on relevant information about financial markets and specific financial instruments. As these estimates are subjective in nature, involving uncertainties and matters of significant judgment, they cannot be determined with precision. Changes in assumptions can significantly affect estimated fair values.

The carrying value of cash, amounts receivable and accounts payable and accrued liabilities approximate their fair value because of the short-term nature of these instruments.

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit Risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to amounts receivable. Management believes that the credit risk concentration with respect to financial instruments included in amounts receivable is remote.

Liquidity Risk

Liquidity risk is the risk that the Company will not have the resources to meet its obligations as they fall due. The Company manages this risk by closely monitoring cash forecasts and managing resources to ensure that it will have sufficient liquidity to meet its obligations. All of the Company's liabilities are classified as current and are anticipated to mature within the next fiscal year. The Company intends to settle these with funds from its positive working capital position.

Market Risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices. These fluctuations may be significant.

(a) Interest Rate Risk

The Company is exposed to interest rate risk to the extent that the cash and cash equivalents bear floating rates of interest. The interest rate risk on cash and cash equivalents and on the Company's obligations are not considered significant.

(b) Foreign Currency Risk

The Company has operations in Canada, Mexico and Sweden subject to foreign currency fluctuations. The Company's operating expenses are incurred in Canadian Dollars, Swedish Krona and Mexican Pesos, and the fluctuation of the Canadian dollar in relation to these other currencies will have an impact upon the profitability of the Company and may also affect the value of the Company's assets and the amount of shareholders' equity. The Company has not entered into any agreements or purchased any instruments to hedge possible currency risks. At March 31, 2010, 1 Canadian Dollar was equal to 12.18 Mexican Pesos and 7.11 Swedish Krona.

TUMI RESOURCES LIMITED
NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS
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(Unaudited - Prepared by Management)

11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

Balances are as follows:

| | Mexican Pesos | Swedish Krona | CDN \$ Equivalent |
|--|--------------------------|--------------------------|------------------------------|
| Cash | 49,509 | 48,804 | 10,929 |
| Amounts receivable | 469,967 | 73,151 | 48,874 |
| Accounts payable and accrued liabilities | <u>(40,246)</u> | <u>(276,311)</u> | <u>(42,167)</u> |
| | <u>479,230</u> | <u>(154,356)</u> | <u>17,636</u> |

Based on the net exposures as of March 31, 2010 and assuming that all other variables remain constant, a 10% fluctuation on the Canadian Dollar against the Mexican Peso and Swedish Krona would result in an increase or decrease of approximately \$1,764.

12. CAPITAL MANAGEMENT

The Company's objective when managing capital is to safeguard its ability to continue as a going concern. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition and exploration of mineral properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The Company defines capital that it manages as share capital, cash equivalents and short-term investments. The properties in which the Company currently has an interest are in the exploration stage; as such the Company has historically relied on the equity markets to fund its activities. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

13. SUBSEQUENT EVENT

Subsequent to March 31, 2010 the Company entered into an option agreement to acquire a 90% interest in three mineral claims comprising 167 hectares located in Sonora, Mexico, by making a total of US \$330,000 (US \$30,000 paid) over four years. The Company retains the right of first refusal to purchase the remaining 10% interest.

TUMI RESOURCES LIMITED
INTERIM CONSOLIDATED SCHEDULE OF MINERAL RESOURCE INTERESTS

(Unaudited - Prepared by Management)

| | Three Months Ended March 31, 2010 | | | Total | Year ended December 31, 2009 |
|--------------------------------------|-----------------------------------|-----------------------|------------------------------|-------------------------|------------------------------------|
| | Mexico | | Sweden | | Total |
| | La Trini \$ | Sonora \$ | Bergslagen District \$ | | |
| BALANCE - BEGINNING OF PERIOD | <u>1,990,372</u> | <u>247,253</u> | <u>1,562,876</u> | <u>3,800,501</u> | <u>4,030,421</u> |
| COSTS INCURRED DURING PERIOD | | | | | |
| EXPLORATION | | | | | |
| Amortization | 2,208 | - | 1,807 | 4,015 | 21,318 |
| Assays | - | - | - | - | 56,931 |
| Assay preparation | - | - | - | - | 5,312 |
| Camp costs | - | - | - | - | 2,141 |
| Consulting | - | - | - | - | 8,901 |
| Database | - | - | - | - | 831 |
| Equipment rental | - | - | - | - | 4,945 |
| Exploration site costs | - | - | - | - | 12,156 |
| Fuel | - | - | - | - | 3,889 |
| Geological | - | - | 2,222 | 2,222 | 14,903 |
| Geophysics | - | - | 34,436 | 34,436 | - |
| Maps | - | - | - | - | 1,047 |
| Property holding costs | 3,251 | - | - | 3,251 | 14,679 |
| Repair and maintenance | - | - | - | - | 986 |
| Salaries and benefits | - | - | - | - | 46,320 |
| Travel | - | - | - | - | 5,550 |
| | <u>5,459</u> | <u>-</u> | <u>38,465</u> | <u>43,924</u> | <u>199,909</u> |
| ACQUISITION | | | | | |
| Staking and related costs | - | - | 393 | 393 | 12,025 |
| | <u>5,459</u> | <u>-</u> | <u>38,858</u> | <u>44,317</u> | <u>211,934</u> |
| BALANCE BEFORE WRITE-OFFS | <u>1,995,831</u> | <u>247,253</u> | <u>1,601,734</u> | <u>3,844,818</u> | <u>4,242,355</u> |
| WRITE-OFFS | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>(441,854)</u> |
| BALANCE - END OF PERIOD | <u><u>1,995,831</u></u> | <u><u>247,253</u></u> | <u><u>1,601,734</u></u> | <u><u>3,844,818</u></u> | <u><u>3,800,501</u></u> |

TUMI RESOURCES LIMITED

MANAGEMENT'S DISCUSSION AND ANALYSIS FOR THE THREE MONTHS ENDED MARCH 31, 2010

Background

This discussion and analysis of financial position and results of operation is prepared as at May 25, 2010 and should be read in conjunction with the unaudited interim consolidated financial statements for the three months ended March 31, 2010 of Tumi Resources Limited (the "Company"). Those financial statements have been prepared in accordance with Canadian generally accepted accounting principles ("GAAP"). Except as otherwise disclosed, all dollar figures included therein and in the following management discussion and analysis ("MD&A") are quoted in Canadian dollars. Additional information relevant to the Company's activities, can be found on SEDAR at www.sedar.com.

Company Overview

The Company is a junior mineral exploration company primarily engaged in the acquisition and exploration of precious metals on mineral properties located in Mexico and Sweden with the aim of developing them to a stage where they can be exploited at a profit or to arrange joint ventures whereby other companies provide funding for development and exploitation. As of the date of this MD&A, the Company has not earned any production revenue, nor found any proved reserves on any of its properties. The Company is a reporting issuer in British Columbia and Alberta and trades on the TSX Venture Exchange ("TSXV") under the symbol "TM", on the Frankfurt Exchange under the symbol "TUY" and on the Pink Sheets under the symbol "TUMIF". On May 7, 2009, the Company filed a Form 15F to voluntarily terminate its reporting obligations with the U.S. Securities and Exchange Commission ("SEC") as a foreign private issuer under the Securities Act of 1934. As a result, the Company's common stock are no longer quoted on the Over-the-Counter Bulletin Board, however the Company continues to be quoted on the Pink Sheets.

Forward Looking Statements

Certain information included in this discussion may constitute forward-looking statements. Forward-looking statements are based on current expectations and entail various risks and uncertainties. These risks and uncertainties could cause or contribute to actual results that are materially different than those expressed or implied. The Company disclaims any obligation or intention to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.

Exploration Projects Update

Sweden

The Company has been operating within Bergslagen District of Sweden looking for undiscovered silver and base metal deposits. Bergslagen lies immediately to the northwest of Stockholm and covers an area of approximately 200kms east-west by 150kms north-south. Bergslagen is highly mineralized and is one of the most important ore districts in Europe, containing deposits of iron, manganese, base-metals and silver.

The Company maintains ten properties in the Bergslagen District where five projects are undergoing detailed exploration:

Sala

Sweden's largest historic silver producer, the Sala mine operated for nearly 400 years and produced some of the richest silver ores in the world. More than 200 million ounces of silver are estimated to have been recovered with reported grades of up to 7,000 g/t Ag.

At Sala, the Company has completed a literature search of all historical data from the area, detailed ground mapping and 44 line-kms of detailed ground EM covering the old mine and surrounding prospective ground. As a result of this work a drill target was defined immediately to the west of and parallel to the old mine and extending to the southwest.

The potential target strike length is about one kilometre. There is evidence of old drill holes in this area; no information about these holes has been found in the public domain.

During 2008, ten holes totalling 2,282m have been completed on this target zone. Best results from the program include:

- 6.6m at 76 g/t silver, 7% zinc and 1.1% lead (Hole 08-001)
- 7.1m at 81 g/t silver and 10.4% zinc (Hole 08-003)
- 22.1m at 34 g/t silver and 6.3% zinc (Hole 08-003)
- 9.85m at 203 g/t silver and 6.4% zinc (Hole 08-003)
- 6.9m at 66 g/t silver and 7.1% zinc (Hole 08-008)

The mineralization intersected in holes 08-004, 08-006 and 08-008, at a distance of up to 500m along strike from the initial intersection in hole 08-001, demonstrates a one kilometre long massive sulphide target zone to the west of the Sala mine. With funding, this target zone deserves further drilling.

Tomtebo

Earliest records indicate that the Tomtebo mine was first discovered and developed in the mid-17th century producing ores containing copper, zinc, silver and gold. Following an airborne electromagnetic (“EM”) survey completed last autumn, flown along lines spaced 100m apart, the data has been reviewed, modelled and interpreted by an independent geophysicist in Australia. Numerous conductive zones were identified in the database; most were of “cultural” origin (powerlines, culverts, electric fences, buildings), but a few appear to be legitimate targets near the old workings at Tomtebo.

In December of 2007, the Company completed an induced polarization (“IP”) survey covering an area of 1,000m by 800m centered on an airborne electromagnetic (“EM”) anomaly located by the survey as worthy of follow-up. The IP survey supports the existence of the EM anomaly and, in addition, several previously unknown anomalies with high chargeability and low resistivity were detected.

A drill permit has been approved for an initial drill program at Tomtebo which will be undertaken as soon as practicable.

Vitturn

One of the better known historic mineral fields in the Bergslagen District is Stollberg where there are deep abandoned, base metal and silver mines. Numerous old mines and workings occur along this north-south trending belt over a distance of 12kms. At the northern end of the field the Company owns the Vitturn 1, 2 and 3 licences and believes the host mineral sequence may extend under till cover into this licence area. In order to test the theory, the Company let a contract for a gradient array IP survey totalling about 19 line kms over the zone of interest. The results have been received and interpretation underway.

The induced polarization survey to test the Company’s theory that the favourable mineral horizon extends northwards under till cover into Vitturn 1 and 2 was completed in June, 2008. An independent geophysicist has interpreted the results on behalf of the Company and has reported: “The data quality for the survey is of a very high standard with both the observed resistivity and chargeability data very coherent. The most obvious feature delineated by the data is the coincident high chargeable-low resistivity body that strikes in NNW orientation for approximately 400m. The correlation of the elevated chargeability and the low resistivity, with the good levels of data quality and the high coherency of the chargeability decays makes this a priority anomaly”.

A drill permit has been approved for an initial drill program at Vitturn to test this anomaly which will be undertaken as soon as practicable.

Jonsmossen

The Company has received all results from the 2008 airborne electromagnetics (“EM”) and magnetic surveys over two of the Company’s 100% owned licence areas in the Bergslagen District of Sweden. The licence areas were flown on a 100m line spacing. Preliminary interpretation of the geophysical results suggests significant EM anomalies underlie both areas. At Jonsmossen, a thorough analysis of the data has revealed the existence of two significant EM anomalies

in a prospective stratigraphic horizon, extending from ground level to more than 100m below the surface. A surface inspection of the area has revealed the absence of anthropogenic (cultural) causes for the anomalies suggesting that they may be caused by conductive minerals below the ground surface.

The Jonsmossen licence is located at the southern end of the well known Stollberg historic mineral field and has a similar geological setting, where numerous deep, abandoned silver and base metal mines are found along a north-south trending belt over a distance of 12km. Production records indicate that the historic Stollberg mine produced 3.7 million tons of lead-zinc-silver ore until its closure in 1981.

During the quarter three lines of pole-dipole IP were completed over the area of the EM anomalies. The results have been received and interpretation is underway.

Lovasen

During the quarter on line of pole-dipole IP was completed over the area of an EM anomaly. The results have been received and interpretation is underway.

Jugansbo, Hällefors and Sala 4

These three licenses have been farmed out to Goldsearch Limited (ASX-GSE) who may earn up to a 70% interest in the properties by incurring exploration expenditures of 1 million Euros within three years.

Mexico

As at March 31, 2010 the Company maintained the 100% rights to five properties located in the Mexican states of Jalisco and Sonora. There are two high priority projects which will be the focus of the Company's immediate ongoing Mexican exploration program, these projects are as follows:

La Trini

Between December 2005 and October 2007 the Company undertook three reverse circulation drill programs at La Trini. At the completion of analyses of all Phase 3 drill holes, a resource calculation was undertaken which has increased the historical resources by about 25%. The calculation was undertaken by an independent qualified geologist in keeping with NI43-101 requirements. Current resources are:

| Category | Ag Cut-off (g/t) | Tonnes | Avg. Grade Ag (g/t) | Avg. Grade Au (g/t) | Troy Ounces Ag/Short Ton | Troy Ounces Au/Short Ton |
|-----------|------------------|-----------|---------------------|---------------------|--------------------------|--------------------------|
| Indicated | 30 | 1,661,359 | 121.3 | 0.88 | 3.54 | 0.026 |
| Inferred | 30 | 192,880 | 98.6 | 0.92 | 2.88 | 0.027 |

Sonora - Batamote

This property, located in northern Sonora, is underlain by geology that has some similarities to the Phoenix property, and it contains several small artisanal mine workings along highly altered structures, presumably mined for gold and silver. This large concession lies a few kilometres west of the advanced stage El Chanate gold deposit.

During May 2007, the Company announced that the Batamote concessions had been farmed out to Minera Genminmex S.A. who has the right to earn a 70% interest by spending US \$5 million over seven years.

Sonora - Mezquite

In May 2010, the Company acquired the Mezquite silver-zinc-lead project located about 250 kms by road east of Hermosillo, Sonora. Three mineral claims totalling 167 hectares have been optioned from two private Mexican owners. The agreement gives the Company the right to acquire a 90% interest for a total of US \$330,000 over four years of which US \$30,000 has been paid. The Company retains the first right of refusal to purchase the remaining 10% interest. The vendors retain no royalties. The claims are underlain by historical workings, principally La Perla (aka Mezquite) shaft and surrounding surface workings.

The disseminated nature of the mineralization is ideal for a geophysical exploration method such as induced polarization (IP). The Company intends to immediately undertake further mapping and sampling and seek a contract for up to 12.5 line-km of IP.

The qualified person for all of the Company's projects is David Henstridge, the Company's president and CEO, a fellow of the Australasian Institute of Mining and Metallurgy and a member of the Australian Institute of Geoscientists.

Selected Financial Data

The following selected financial information is derived from the unaudited interim consolidated financial statements of the Company prepared in accordance with Canadian GAAP.

| | Fiscal 2010 | Fiscal 2009 | | | | Fiscal 2008 | | |
|----------------------------------|---------------|---------------|---------------|---------------|---------------|---------------|---------------|---------------|
| | Mar. 31 \$ | Dec. 31 \$ | Sep. 30 \$ | Jun. 30 \$ | Mar. 31 \$ | Dec. 31 \$ | Sep. 30 \$ | Jun. 30 \$ |
| Operations: | | | | | | | | |
| Revenues | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Expenses | (100,087) | (88,085) | (132,856) | (126,504) | (202,891) | (132,863) | (96,154) | (305,451) |
| Other items | 3,798 | 413 | (449,887) | (5,405) | (859) | (1,542,626) | (131,692) | 30,199 |
| Net income (loss) | (96,289) | (87,672) | (582,743) | (131,909) | (203,750) | (1,675,489) | (227,846) | (275,252) |
| Basic and diluted loss per share | (0.00) | (0.00) | (0.02) | (0.00) | (0.01) | (0.06) | (0.00) | (0.01) |
| Dividends per share | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Balance Sheet: | | | | | | | | |
| Working capital | 374,861 | 213,416 | 271,792 | 470,143 | 589,206 | 284,862 | 658,737 | 1,082,202 |
| Total assets | 4,483,990 | 4,253,637 | 4,260,781 | 4,799,378 | 4,905,813 | 4,742,979 | 6,281,660 | 6,518,231 |
| Total long-term liabilities | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |

Results of Operations

During the three months ended March 31, 2010 (the "2010 period") the Company reported a net loss of \$96,289 (\$0.00 per share), a decrease in loss of \$107,461 from the net loss of \$203,750 (\$0.01 per share), for the three months ended March 31, 2009 (the "2009 period"). The decrease in loss in the 2010 period is primarily attributed to the recognition of stock based compensation of \$73,740 during the 2009 period compared to \$325 during the 2010 period.

General and administrative expenses decreased by \$102,804 from \$202,891 during the 2009 period to \$100,087 during the 2010 period. Specific expenses of note are as follows:

- general exploration costs increased slightly by \$4,176, from \$33,397 during the 2009 period to \$37,573 during the 2010 period. Fluctuations in general exploration is affected by allocations to direct property costs;
- the Company has been engaged in an ongoing program in communicating with its investors and investment community. The Company retained Mining Interactive Corp ("Mining Interactive") to provide investor relations activities on behalf of the Company. During the 2010 period the Company paid Mining Interactive \$7,500 (2009 - \$9,000);
- stock based compensation of \$325 (2009 - \$73,740) was recorded in the 2010 period relating to the granting and vesting of stock options;
- management fees expensed have increased by \$3,636, from \$20,364 in the 2009 period to \$24,000 in the 2010 period. The increase was due solely to a decrease in the portion of the President's remuneration being capitalized as geological costs;
- accounting and administration fees of \$6,600 (2009 - \$14,000) for bookkeeping and accounting services provided by Chase Management Ltd. ("Chase") a private company owned by a director of the Company. In addition, the Company paid \$1,200 (2009 - \$1,350) to Chase for office space provided; and
- consulting fees decreased by \$11,406, from \$19,877 in the 2009 period to \$8,471 in the 2010 period. During the 2010 and 2009 period the Company was charged by consultants for administrative services and shared office personnel.

During the 2010 period the Company reported \$3,444 interest and other income compared to \$2,256 during the 2009 period. Interest income of \$nil (2009 - \$359) was generated from short-term investments and other income of \$3,444 (2009 - \$1,897) from the rental of its condominium in Peru.

During the 2010 period the Company incurred \$44,317 (2009 - \$48,578) on acquisition costs and exploration activities on its mineral resource interests. In aggregate, the Company capitalized \$38,858 (2009 - \$31,260) on its Swedish properties and \$5,459 (2009 - \$17,318) on its Mexican Properties. See "Exploration Projects Update".

During the three months ended March 31, 2010 the Company completed a non-brokered private placement financing of 3,000,000 units for gross proceeds of \$300,000. The proceeds are intended to be used for exploration activities on the Company's mineral properties and general corporate overhead.

Financial Condition / Capital Resources

As at March 31, 2010, the Company had working capital of \$374,861. In light of the current financial market conditions the Company has reduced ongoing corporate overhead and personnel and non-essential expenditures, including the postponement of certain exploration activities until market conditions improve. The Company does not have sufficient financial resources to meet ongoing level of corporate activities for the ensuing year. The Company will need to raise additional financings to meet its planned exploration activities on all of its mineral resource interest projects and ongoing corporate overheads. In addition, exploration activities may change due to ongoing results and recommendations or the Company may acquire additional mineral properties, which may entail significant funding or exploration commitments. The Company has relied solely on equity financing to raise the requisite financial resources. While it has been successful in the past, there can be no assurance that the Company will be successful in raising future financings should the need arise.

Contractual Commitments

The Company has no contractual commitments.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

Proposed Transactions

The Company does not have any proposed transactions.

Critical Accounting Estimates

A detailed summary of all the Company's significant accounting policies is included in Note 2 to the annual consolidated financial statements for the year ended December 31, 2009.

Changes in Accounting Principles

Future Accounting Policies

Business Combinations, Consolidated Financial Statements and Non-Controlling Interests

The CICA issued three new accounting standards in January 2009: Section 1582, *Business Combinations*, Section 1601, *Consolidated Financial Statements*, and Section 1602, *Non-Controlling Interests*. These new standards will be effective for fiscal years beginning on or after January 1, 2011. The Company is in the process of evaluating the requirements of the new standards.

Section 1582 replaces Section 1581, *Business Combinations*, and establishes standards for the accounting for a business combination. It provides the Canadian equivalent to International Financial Reporting Standards ("IFRS") 3, *Business Combinations*. The section applies prospectively to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after January 1, 2011. Sections 1601 and 1602 together replace Section 1600, *Consolidated Financial Statements*. Section 1601, establishes standards for the preparation of consolidated financial statements. Section 1601 applies to interim and annual

consolidated financial statements relating to fiscal years beginning on or after January 1, 2011. Section 1602 establishes standards for accounting for a non-controlling interest in a subsidiary in consolidated financial statements subsequent to a business combination. It is equivalent to the corresponding provisions of IFRS IAS 27, *Consolidated and Separate Financial Statements*, and applies to interim and annual consolidated financial statements relating to fiscal years beginning on or after January 1, 2011.

International Financial Reporting Standards

In 2006, the AcSB published a new strategic plan that will significantly affect financial reporting requirements for Canadian companies. The AcSB strategic plan outlines the convergence of Canadian GAAP with IFRS over an expected five year transitional period. In February 2008, the AcSB announced that 2011 is the changeover date for publicly-listed companies to use IFRS, replacing Canada's own GAAP. The date is for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011. Companies will be required to provide comparative IFRS information for the previous fiscal year.

The Company has commenced the scoping and planning phase of its changeover plan. The Company has designated the appropriate resources to the project to develop an effective plan and will continue to assess resource and training requirements as the project progresses. The Company has identified the following four phases of its conversion plan: scoping and planning, detailed assessment, operations implementation and post implementation. The scoping and planning phase involves establishing a project management team, mobilizing organizational support for the conversion plan, identifying major areas affected and developing an implementation plan. The Company expects to complete the scoping and planning phase during the 2010 fiscal year. The detailed assessment phase ("Phase 2") will result in accounting policies and transitional exemptions decisions, quantification of financial statement impact, preparation of shell financial statements and identification of business processes and resources impacted. The operations implementation phase ("Phase 3") includes the design of business, reporting and system processes to support the compilation of IFRS compliant financial data for the opening balance sheet at January 1, 2010 and thereafter. Phase 3 also includes ongoing training, testing of the internal control environment and updated processes for disclosure controls and procedures. Post implementation ("Phase 4") will include sustainable IFRS compliant financial data and processes for fiscal 2011 and beyond. The Company will continue to monitor changes in IFRS throughout the duration of the implementation process and assess their impacts on the Company and its reporting.

Transactions with Related Parties

During the 2010 period, the Company:

- i) incurred \$6,600 (2009 - \$18,350) for office rent and accounting, management and administration services provided by a director and private corporations owned by a director of the Company;
- ii) incurred \$24,000 (2009 - \$24,000) for management services provided by the President of the Company. Of this amount, \$nil (2009 - \$3,636) has been capitalized as geological costs in mineral resource interests and \$24,000 (2009 - \$20,364) expensed as management fees; and
- iii) received \$3,444 (2009 - \$1,897) from Tinka Resources Limited ("Tinka") for rental of its condominium in Peru, and was reimbursed \$2,550 (2009 - \$8,700) for shared office personnel from public companies with certain directors in common.

As at March 31, 2010, \$4,500 (2009 - \$23,950) remained outstanding and has been included in accounts payable and accrued liabilities.

Unless otherwise stated, related party transactions are measured at the exchange amount, being the amount of consideration established and agreed to by the related parties.

Risks and Uncertainties

The Company competes with other mining companies, some of which have greater financial resources and technical facilities, for the acquisition of mineral concessions, claims and other interests, as well as for the recruitment and retention of qualified employees.

The Company is in compliance in all material regulations applicable to its exploration activities. Existing and possible future environmental legislation, regulations and actions could cause additional expense, capital expenditures, restrictions and delays in the activities of the Company, the extent of which cannot be predicted. Before production can commence on any properties, the Company must obtain regulatory and environmental approvals. There is no assurance that such approvals can be obtained on a timely basis or at all. The cost of compliance with changes in governmental regulations has the potential to reduce the profitability of operations.

The Company's mineral properties are located in Mexico and Sweden and consequently the Company is subject to certain risks, including currency fluctuations and possible political or economic instability which may result in the impairment or loss of mining title or other mineral rights, and mineral exploration and mining activities may be affected in varying degrees by political stability and governmental regulations relating to the mining industry.

Investor Relations Activities

The Company provides information packages to investors; the package consists of materials filed with regulatory authorities. The Company updates its website (www.tumiresources.com) on a continuous basis. The Company has an arrangement with Mining Interactive to provide market awareness and investor relations activities at a current monthly fee of \$2,500. The arrangement may be terminated by either party on 15 days notice. During the three months ended March 31, 2010, the Company paid Mining Interactive \$7,500 (2009 - \$9,000).

Outstanding Share Data

The Company's authorized share capital is unlimited common shares with no par value. As at May 25, 2010, there were 34,447,039 outstanding common shares, 2,639,600 stock options outstanding with exercise prices ranging from \$0.15 to \$0.80 per share and 6,718,333 warrants outstanding with exercise prices ranging from \$0.15 to \$0.25 per share.