Franklin Mining, Inc.

Issuer's Quarterly Report & Disclosure Statement

For the Period Ending March 31, 2015

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William A. Petty, Chairman, President & CEO

Franklin Mining, Inc's Common Stock
Trading Symbol: FMNJ **~ CUSIP:** 353879208
(Prior to August 16, 2012, Franklin Mining, Inc's CUSIP was 353879)

Franklin Mining, Inc. is responsible for this Information and Disclosure Statement. The information contained in this Statement has not been filed with or approved by the Securities and Exchange Commission, any state securities commission, the National Association of Securities Dealers, or any other regulatory body.

This document contains forward-looking statements. These forward-looking statements represent management's beliefs, plans and objectives about the future, as well as assumptions and judgments concerning such beliefs, plans and objectives. Forward-looking statements are evidenced by terms such as "anticipate," "believe," "estimate," "expect," "intend," "should" and other similar expressions. Although forward-looking statements reflect management's good faith, beliefs and projections, they are subject to risk and uncertainty, including, but not limited to, the impact of competitive products, product demand, market acceptance risks, fluctuations in operating results, political risk and other such occurrences which could cause Franklin Mining, Inc.'s actual results to differ materially from those expressed in any forward-looking statement(s) made by or on behalf of Franklin Mining, Inc.

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Franklin Mining, Inc.
Issuer's March 31, 2015 Quarterly Report & Disclosure Statement

MANAGEMENT DISCUSSION & ANALYSIS

This Management Discussion and Analysis ("MD&A") reviews the activities Franklin Mining, Inc. ("Franklin", "We" or "Us") and its subsidiaries, and compares the financial results of the Quarter ended March 31, 2015 with the same period of 2014. The MD&A should be read in conjunction with the unaudited consolidated financial statements and accompanying notes for all relevant periods, attached by reference and available for review at www.OTCMarkets.com. The Company prepares its consolidated financial statements in accordance with accounting standards generally accepted in the United States. All monetary values presented are stated in United States Dollars unless otherwise noted.

FORWARD LOOKING INFORMATION

Except of statements of historical fact, the discussion and analysis of financial performance and position including, without limitation, statement regarding projections, future plans, and objectives of Franklin Mining, Inc. are forward-looking statements that are subject to various risks and uncertainties. Forward–looking statements are based on management experience, historical results, current expectations and analyses, trends, government policies, and current business and economic conditions, including Franklin's analysis of its product and service offerings and its expectations regarding the effects of anticipated product and service offering changes and the potential benefits and such efforts and activities on Franklin's results of operations in future periods. The can be no assurance that such statements will prove to be accurate; actual results and future events could differ materially from those anticipated in such statements.

The Company

Franklin Mining, Inc (formerly WCM Capital, Inc, the "Company"), was incorporated December 1, 1976 under the laws of the State of Delaware, to engage in the exploration and exploitation of precious and non-ferrous metals, including gold, silver, lead, copper and zinc. WCM Capital, Inc, unable to generate significant revenues, officially ceased operations and later re-entered the exploration stage as Franklin Resources, Inc. on October 14, 2003 under the laws of the State of Nevada.

The Company's current name, Franklin Mining, Inc, was adopted by Corporate Resolution dated January 3, 2004 and Certificate of Amendment filed with the Nevada Secretary of State on February 3, 2004.

The Company has interests in a number of precious and non-ferrous metal properties, projects and operating agreements.

International opportunities in the Republic of Bolivia:

- an agreement for the exploration and exploitation of minerals and metals at the Escala Mina I; the Escala has historically been a successful producer of silver, lead and zinc.
- an agreement for processing gold and other precious metals; the La Joya has historically been a successful production site for gold.
- a processing facility constructed by a former joint-venture partner is currently not operational.
- a minimum 10,000 tons of product is in inventory, available for processing.
- a contract for daily deliveries of additional product will increase the inventory to be processed.

Domestic properties in Clear Creek County, Colorado are currently under re-negotiation of mineral rights:

- the Company owns portions of the original Franklin Mining and Milling Co property.
- negotiations in January 2013 resulted in the cancellation of judgments and related debts totaling $2,263,051.

Additional background, current operations:

- in a previously announced joint-venture agreement, Huiracocha International Service assumed responsibility for management and production expense of the Minera Aurifera Nueva "La Joya," Ltda mining concession.
- a delay in the start of this agreement has been experienced; operations previously projected to begin by Quarter IV, 2014 have not yet begun.
- in June 2013, the Company announced an agreement to reacquire Franklin Oil and Gas, Inc; terms of the agreement have not been disclosed; the acquisition has not had a material impact on the Company's financial results.
- to be renamed and operated as the Company's Energy Division, it is anticipated that Franklin Oil and Gas will, in the future, explore new energy-based opportunities throughout South America on behalf of major international oil and gas production companies.

Additional background, current situation:

- in 2010, Franklin's Board of Directors authorized a 1-for-2000 reverse split of the Company's issued and outstanding common shares.

- effective upon market's opening, August 16, 2012 **each 2,000 common shares were consolidate into one common share**, par value of $0.001.

- the Company's outstanding common shares were reduced from 198,103,400,000 to 99,051,487 (after rounding-up all fractional shares to the next whole share).

- following the reverse split, **authorized and issued Preferred Series A shares remained unchanged at 10,000,000**

- on October 16, 2013, **authorized common shares were reduced** to 1,990,000,000

- **no new issuances of common stock were made during the period of this report.**

- **537,147,155 common shares were outstanding** as of March 31, 2015.

- as of June 30, 2014, **the Company had issued 10,000,000 shares of an authorized 10,000,000 shares of Series A Preferred Stock** under the control of a single shareholder.

> **NOTE:** in an earlier Disclosure Statement, the Company's common share par value was mistakenly stated as $0.01; all other known references to par value are correct.
>
> Management apologizes for this error and any confusion it may have created.

Subsequent events:

On April 2, 2015, Franklin Mining announced that the Depository Trust Company (DTC) had lifted the "Deposit Chill" on the Company's common stock effective January 30, 2015 and resumed accepting deposits. Confirmation of this action was received by Lorin A. Rosen, Esq from DTC's General Counsel office. Ms Rosen represented Franklin in efforts to resolve issues surrounding a Chill having been placed on Common Stock.

It is believed the removal of the DTC Chill should improve liquidity of the Company's common stock and serve to increase the number of shareholders.

On April 22, 2015 Franklin Mining announced having filed its 2014 Annual Disclosure Statement and Financial Statements with OTC Markets Group, Inc in fulfillment of requirements to be acknowledged as providing current information.

Summary Analysis, Current Operations

Franklin Mining, Inc. is an exploration stage enterprise currently focused on mining opportunities in the Republic of Bolivia

- The Company's financial statements have been prepared in accordance with generally accepted accounting principles requiring management to make certain estimates and assumptions affecting the reported amounts of assets and liabilities at the date of the financial statements as well as reported amounts of revenues and expenses during the reporting period. While actual results could differ from these estimates, management does not expect such variances – if any – to have a material effect on the financial statements.

- Revenues – if any – from the sale of metals and minerals will be recognized by the Company only upon receipt of final settlement (funds).

- There were no revenues to report for the Quarter ending March 31, 2015.

- To date, the Company's operating expenses have been met by obtaining capital from management and significant shareholders.

- **The Company has incurred recurring operating losses, and as of December 31, 2014 had an accumulated deficit of $50,663,208.**

- On December 31, 2014, **the Company was indebted to related parties in the aggregate amount of $656,880.** These notes bear interest at a rate of 8.0% per annum, and are due on demand.

- On December 31, 2014, **the Company was indebted to unrelated third-party entities in the aggregate amount of $244,178.** These notes bear interest at a rate of 8.0% per annum, and are due on demand.

- During the six months ended June 30, 2013 **the Company received notice of a settlement of the judgment payable and related debts totaling $2,263,051** in exchange for certain mineral properties in the state of Colorado.

    - The Company had previously impaired the value of the mineral properties to $0.00.

    - **Accordingly the Company recorded a gain on the settlement of debt for the $2,263,051 settled.**

The ability of the Company to continue as a going concern is dependent upon obtaining adequate capital to fund operating losses until it becomes profitable. Should the Company be unable to obtain adequate capital, it could be forced to cease operations.

In order to continue as a going concern, the Company will need, among other things, additional capital resources. Management's plans to obtain resources needed for the Company's continued operations may be found in a combination of two or more of the following options:

- The sale of equity to current and prospective new shareholders (private placements)
- Convertible debentures and similar instruments
- Borrowed operating funds (debt)
- Traditional financing of capital equipment
- Lease and/or rental of short-term and non-capital equipment
- Conversion of debt to equity

Of the available options for securing operating capital, the Company has made several conversions of debt to equity and will consider such transactions in the future.

- However, management cannot provide any assurances that the Company will be successful in securing sufficient resources by any combination of available options.

- Financial statements referenced in this report do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

Management's Plan for Continued Operations

The Company is pursuing development of its international mining opportunities.

A planned return to royalty based future agreements was developed in 2014 and implemented beginning early-2015.

As with any such mining venture, actual results of the Company's Plan of Operation could differ materially from what has been projected in the forward-looking statements contained in earlier portions of this discussion.

- Franklin's return to royalty based future agreements with local partners is intended to strengthen working relationships for all parties and guard against not achieving profitability by investing in local mines with successful histories and/or existing infrastructure.

- Manpower requirements sufficient to meet production goals established for existing joint-ventures is not thought to be an obstacle.

Anticipating royalty-based processing to be fully underway by mid-2015, the Company has approved a plan to recruit additional executive staff in the following positions: a Chief Financial Officer together with a President will assure daily financial, operations and executive management of the Company's agreements.

An outside consultation service will assist the Company's senior executives in the identification of potential new mining and energy opportunities

In March 2015, the Company announced having completed negotiations to obtain processing equipment for introduction in Bolivia.

New Age Mining Equipment Company, Pipe Creek, Texas manufactures mining equipment specifically for small-scale operations. Based on the reverse helix spiral concept, units can be designed with capabilities of 3 to 30 tons per hour. Each unit is considered environmentally safe complete with water treatment and water re-cycling capabilities.

Equipment recently introduced is expandable to a maximum 30 ton hourly capacity.

Forward-Looking Statements

Forward-looking statements represent the Company's beliefs, plans and objectives about its future as well as positive assumptions and judgments concerning those beliefs, plans and objectives.

However, there are risks and uncertainties pertaining to the Company's business that should be noted:

- Fluctuations in demand for our core products (gold, silver, lead, zinc and other minerals and metals) has the potential to negatively impact revenues
- Fluctuation of pricing for our core products has the potential to negatively impact revenues
- Unforeseen environmental issues leading to additional costs, delays or other disruptions in operations could be encountered
- An inability to obtain debt or equity financing will subject the Company to delay(s) in projected start date(s) and/or require increased production rates
- Disruptions in the supply chain for non-capital equipment and supplies would have the potential to delay or halt production or prevent increased daily production rates
- Delayed deliveries of capital equipment would have the potential to delay start dates and increased production rates
- Economic and political uncertainties in Bolivia or elsewhere in the world would potentially delay or halt production or prevent increased daily production rates
- Social and civil unrest in Bolivia or elsewhere in the world has the potential to delay or halt production or prevent increased daily production rates

Item 1.0 **Exact name of the issuer and its predecessor(s)**
and
Item 2.1 **Address of the issuer's principal executive offices**

Franklin Mining, Inc.
formerly WCM Capital, Inc; *formerly* Franklin Resources, Inc
318 N. Carson Street, Suite 208, Carson City, Nevada 89701
Telephone: (866) 307-4810 ~ www.FranklinMining.com

FranklinMining.CEO@GMail.com ~ Info@FranklinMining.com

Item 2.2 **Address of the issuer's Investor Relations contact**

Andrew S. Austin, President, A S Austin Company
3990 Old Town Ave, A-106, San Diego, CA 92110
Telephone: 858-537-7439
asaustincompanypresident@gmail.com ~ www.ASAustinCo.com

Item 3.0 **Security Information**

Trading Symbol:	FMNJ
CUSIP:	353879208
Common Stock:	1,990,000,000 shares authorized as of October 30, 2013 and 537,147,155 shares issued as of March 31, 2015 $0.001 par value
Preferred Stock:	10,000,000 Series A authorized and issued shares as of March 31, 2015 $0.001 par value
Name and address of the Issuer's transfer agent:	Olde Monmouth Stock Transfer Co, Inc. A New Jersey corporation, registered under the Exchange Act 200 Memorial Parkway, Atlantic Highlands, NJ 07716 (732) 872-2727
Restrictions on the Transfer of Security:	None
Trading Suspension Orders Issued by the SEC, Past 12 Months:	None

Item 4.0 **Issuance History**

The Company did not execute any securities offerings – public or private – during Fiscal Years ending December 31, 2012 or December 31, 2013 or December 31, 2014 or during the Quarter ending March 31, 2015.

Item 5.0 Financial Statements

Unaudited consolidated financial statements and accompanying footnotes for the period ending March 31, 2015 are attached by reference to this Disclosure Statement and available for review at www.OTCMarkets.com:

- Consolidated Balance Sheets
- Consolidated Statements of Operations
- Consolidated Statements of Stockholder Equity (Deficit)
- Consolidated Statements of Cash Flows
- Notes to the Consolidated Financial Statements

The Company's quarterly financial statements are prepared in-house by a qualified accountant, stated in United States dollars, using accounting principles generally accepted in the United States of America.

Item 6.0 The Nature of the Issuer's Business, Products & Services

- Franklin Mining, Inc. (the "Company") is an exploration stage company currently exploring opportunities in the Republic of Bolivian and evaluating the potential for resuming operations in Clear Creek, Colorado.

- Franklin Mining, Inc. (the "Company" formerly WCM Capital, Inc.) re-domiciled from Delaware to Nevada and incorporated under the laws of the State of Nevada on October 14, 2003 as Franklin Resources, Inc. The current name, Franklin Mining, Inc, was adopted by Corporate Resolution on January 3, 2004 with a Certificate of Amendment filed at the Secretary of State, State of Nevada on February 3, 2004.

- The Company's primary SIC codes are 1041 (Gold Ores) and 1044 (Silver Ores); the secondary code is 1031 (Lead and Zinc).

- The Company's fiscal year-end date is December 31.

- Franklin Mining, Inc. is the parent company and has no subsidiary companies.

- The Company is not currently providing any product or service in any market.

- Beyond current stages of exploration – after the Company enters the production stage – there could be additional labor, safety and environmental issues that might increase the cost of specific activities; these same issues could prevent or delay the commencement or continuance of operations. Compliance with known laws and regulations does not appear to pose the potential for future negative impact on operations or financial results. However, such laws and regulations are frequently changed and the Company is unable to predict the ultimate cost of compliance with future changes. Various permits and licenses are required from government bodies for operations to begin or continue and the Company can offer no assurance that such permits and licenses, if required, would be received.

Note 7.0 The Nature and Extent of the Issuer's Facilities

The Company was originally formed to engage in the exploration, development and mining of precious and non-ferrous metals, including gold, silver, lead, copper and zinc, and owns or has an interest in a number of precious and non-ferrous metal properties.

The Company's principal mining properties were the Franklin Mines, located near Idaho Springs in Clear Creek County, Colorado, for which the Company acquired exclusive rights to explore, develop, mine, and extract all minerals located in approximately 51 mining claims of which 28 are patented (Franklin Mines) and the Franklin Mill, a crushing and flotation mill which is located on the site of the Franklin Mines (Franklin Mill). The Company was unable to generate significant revenues, and officially ceased all mining operations. A more thorough discussion of this asset is available as Note 1.a in Financial Statements. The Company is subject to a disputed liability attached to the Clear Creek County, Colorado property; for further discussion of this liability, please see Note 3 in current Financial Statements.

The Company does not hold title to any other real estate properties, has no mortgages and no plans to acquire, renovate, improve or develop any real estate properties.

In 2011, the Company's executive offices were relocated from San Antonio, Texas to Las Vegas, Nevada as part of an internal plan to reduce overhead expense and refocus an executive and management presence in Bolivia.

The Company's longtime Nevada Registered Agent closed their business in January 2014 resulting in the Las Vegas offices relocating to Carson City, Nevada where offices are provided by the Company's Commercial Registered Agent as part of a larger representation package.

The Company recently downsized both the La Paz and Santa Cruz, Bolivia offices; it has also authorized a search for appropriate office space in the City of Oruro for the purpose of allowing company staff better access to monitoring product deliveries and processing.

All facilities are rented on a month-to-month basis.

All leased and rented equipment and facilities are fully insured.

Note 8.1 Names of Officers, Directors and Control Persons

William A. Petty, Chairman, President and Chief Executive Officer
Mr Petty owns or controls 100.0% of the Company's Authorized Preferred Shares and 25.5% of the Company's issued and outstanding Common Shares

Kurt Spenkoch, Director, Secretary, Treasurer
Mr Spenkoch owns or controls 3.5% of the Company's issued and outstanding Common Shares

No other officer, director or investor holds more than 10.0% of any class of the Company's securities.

Note 8.2 **Officers, Directors and Control Persons** who, during the last five years, have been:

Convicted or named as a defendant in a pending criminal proceeding: **None.**

Permanently or temporarily enjoined, barred, suspended or otherwise limited in any business, securities, commodities, or banking activities by any authority: **None.**

In violation of any federal or state securities or commodities law: **None.**

Note 8.3 **Beneficial Shareholders (Percentages: Shares, Class)**

William A. Petty, Chairman & CEO owns or controls 100.0% of the Company's Authorized Preferred Shares and 25.5% of the Company's issued and outstanding Common Shares

An institutional investor was previously issued the post-split equivalent of 11.19% of the Company's common stock, with restrictive legend, to be held as collateral for funding. The funding agreement was not consummated, the Company's funds were never received and those shares are being returned to the Treasury.

No other individual or institution owns or controls more than 10.0% of any class of the Company's securities.

Note 9.0 **Third Party Providers**

Counsel:

Mark E. Pena, Attorney & Counselor at Law
4230 So MacDill Avenue, Suite 1, Tampa, FA 33611 ~ (813) 251-1289

Alex R. Stavrou, Attorney
4230 So MacDill Avenue, Suite 1, Tampa, FA 33611 ~ (813) 251-1201

Investment Banking Consultants and Advisors:

The Company currently has no Investment Banking Consultant or Advisor at this time

Promoter(s):

The Company currently has no Promoter(s) at this time

Investor Relations Consultant:

Andrew S. Austin, President
A S Austin Company
3990 Old Town Ave, A-106, San Diego, CA 92110 ~ (858) 537-7439

Business Communications Consultant:

Stephen Nichols
13423 Blanco Road, #205, San Antonio, TX ~ (210) 913-5093

Issuer's Certification:

I, William A. Petty, certify that:

1. I have reviewed this Quarterly Report & Disclosure Statement of Franklin Mining, Inc. for the period ending March 31, 2015.

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of material fact or omit to state a material fact necessary to make the statements made, in light of the circumstance under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and;

3. Based on my knowledge, the financial statements and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the Issuer as of March 31, 2015 and for the period presented in this disclosure statement.

May 20, 2015

/s/ William A. Petty
Chairman, President *and* Chief Executive Officer
Franklin Mining, Inc.