# ERIN VENTURES INC. INTERIM CONSOLIDATED FINANCIAL STATEMENTS March 31, 2005 (<u>Unaudited</u>) THE ACCOMPANYING FINANCIAL STATEMENTS FOR THE THREE AND NINE MONTHS ENDED MARCH 31, 2005 AND 2004 HAVE NOT BEEN REVIEWED OR AUDITED BY THE

COMPANY'S AUDITORS.

# INTERIM CONSOLIDATED BALANCE SHEETS

# March 31, 2005 and June 30, 2004 (<u>Unaudited</u>)

|                                                                                                     | <u>ASSETS</u> | March 31, 2005                                  | June 30, 2004                            |  |  |  |  |
|-----------------------------------------------------------------------------------------------------|---------------|-------------------------------------------------|------------------------------------------|--|--|--|--|
| Current Cash Mining tax credit receivable GST receivable Amount receivable – Note 2 Prepaid expense |               | \$ 40,422<br>3,700<br>2,214<br>160,120<br>2,625 | \$ 335,398<br>3,700<br>1,308<br>-<br>745 |  |  |  |  |
| Equipment<br>Investment<br>Resource properties                                                      |               | 209,081<br>3,037<br>1<br>254,329                | 341,151<br>3,711<br>1<br>254,329         |  |  |  |  |
|                                                                                                     | LIABILITIES   | \$ 466,448                                      | \$ 599,192                               |  |  |  |  |
| Current                                                                                             | DIADIDITIES   |                                                 |                                          |  |  |  |  |
| Accounts payable – Note 4                                                                           |               | \$ 179,008                                      | \$ 232,176                               |  |  |  |  |
| Note payable – Note 5                                                                               |               | 453,588                                         | 511,903                                  |  |  |  |  |
|                                                                                                     |               | 632,596                                         | 744,079                                  |  |  |  |  |
| SHAREHOLDERS' DEFICIENCY                                                                            |               |                                                 |                                          |  |  |  |  |
| Share capital – Notes 3 and 7<br>Shares subscribed – Note 7<br>Deficit                              |               | 8,599,419<br>28,000<br>(8,793,567<br>(166,148   |                                          |  |  |  |  |
|                                                                                                     |               | <u>\$ 466,448</u>                               | \$ 599,192                               |  |  |  |  |

# INTERIM CONSOLIDATED STATEMENTS OF LOSS AND DEFICIT for the three and nine months ended March 31, 2005 and 2004 (Unaudited)

|                                               |           | Three months ended March 31, |    | Nine months ended March 31, |                  |                       |
|-----------------------------------------------|-----------|------------------------------|----|-----------------------------|------------------|-----------------------|
|                                               |           | <u>2005</u>                  |    | 2004                        | <u>2005</u>      | 2004                  |
| Administrative Expenses                       |           |                              |    |                             |                  |                       |
| Accounting and audit fees                     | \$        | 4,300                        | \$ | 4,750                       | \$ 13,700        | \$ 11,163             |
| Amortization                                  |           | 225                          |    | 240                         | 674              | 720                   |
| Consulting fees– Note 4                       |           | -                            |    | 9,884                       | 10,000           | 19,249                |
| Filing fees                                   |           | 2,741                        |    | 4,925                       | 4,256            | 10,465                |
| Interest                                      |           | 13,532                       |    | 11,549                      | 46,309           | 57,592                |
| Investor relations                            |           | 15,000                       |    | -                           | 45,000           | 49,133                |
| Legal fees                                    |           | 1,721                        |    | 5,000                       | 7,678            | 5,000                 |
| Management fees – Note 4                      |           | 15,000                       |    | 15,000                      | 45,000           | 50,000                |
| Office and miscellaneous – Note 4             |           | 15,147                       |    | 22,749                      | 39,577           | 51,321                |
| Rent – Note 4                                 |           | 2,235                        |    | 2,235                       | 10,396           | 10,705                |
| Telephone                                     |           | 3,736                        |    | 1,777                       | 15,511           | 13,587                |
| Transfer agent fees                           |           | 936                          |    | 989                         | 3,358            | 3,140                 |
| Travel and promotion – Note 4                 |           | 18,056                       |    | 3,587                       | 50,127           | 18,636                |
| Web site                                      |           | 201                          |    | 206                         | 801              | 606                   |
| Loss before other items                       |           | (92,830)                     |    | (82,891)                    | (292,387)        | (301,317)             |
| Other items:                                  |           |                              |    |                             |                  |                       |
| Interest income                               |           | -                            |    | -                           | 2                | 405                   |
| Foreign exchange gain (loss)                  |           | (67)                         |    | -                           | (14,489)         | -                     |
| Gain on settlement of accounts payable        |           | -                            |    | -                           | -                | 7,032                 |
| Write-off of advance receivable               |           | _                            |    | (31,620)                    | _                | (49,059)              |
| Property investigation costs – Note 4         |           | (18,804)                     |    | -                           | (85,086)         | -                     |
| Development plan – Piskanja property          |           |                              |    |                             |                  |                       |
| - Note 4                                      |           | (22,500)                     | _  |                             | (37,800)         | (82,681)              |
| Net loss for the period                       | \$        | (134,201)                    | \$ | (114,511)                   | (429,760)        | (425,620)             |
| Deficit, beginning of the period              |           |                              |    |                             | (8,363,807)      | (7,784,534)           |
| Deficit, end of the period                    |           |                              |    |                             | \$ (8,793,567)   | <u>\$ (8,210,154)</u> |
| Basic and diluted loss per share              | <u>\$</u> | (0.01)                       | \$ | (0.01)                      | <u>\$ (0.01)</u> | <u>\$ (0.01)</u>      |
| Weighted average number of shares outstanding |           | 35,769,390                   |    | 33,362,037                  | 35,769,390       | 33,362,037            |
| $\boldsymbol{\omega}$                         |           | , , , , , , , ,              | _  | <del></del>                 | ,, <u> </u>      |                       |

# INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS for the three and nine months ended March 31, 2005 and 2004 (Unaudited)

|                                                           | Three months ended March 31, |                      |    | Nine months ended March 31, |    |                      |    |             |
|-----------------------------------------------------------|------------------------------|----------------------|----|-----------------------------|----|----------------------|----|-------------|
|                                                           |                              | <u>2005</u>          |    | <u>2004</u>                 |    | <u>2005</u>          |    | <u>2004</u> |
| Operating Activities                                      | Φ.                           | (104.001)            | Φ. | (114 511)                   | ф  | (420.750)            | Φ. | (125 (20)   |
| Net loss for the period Items not affecting cash:         | \$                           | (134,201)            | \$ | (114,511)                   | \$ | (429,760)            | \$ | (425,620)   |
| Amortization                                              |                              | 225                  |    | 240                         |    | 674                  |    | 720         |
| Foreign exchange loss                                     |                              | 67                   |    | 240                         |    | 14,489               |    | 720         |
| Gain on settlement of accounts                            |                              | 0,1                  |    |                             |    | 11,100               |    |             |
| payable                                                   |                              | -                    |    | -                           |    | -                    |    | (7,032)     |
| Accrued interest payable                                  |                              | 12,751               |    | <u>-</u>                    |    | 41,685               |    | <u> </u>    |
|                                                           |                              | (121,158)            |    | (114,271)                   |    | (372,912)            |    | (431,932)   |
| Changes in non-cash working capital                       |                              | , ,                  |    | , , ,                       |    |                      |    |             |
| accounts related to operations                            |                              |                      |    |                             |    |                      |    |             |
| Mining tax credit                                         |                              | -                    |    | -                           |    | -                    |    | 7,954       |
| GST receivable                                            |                              | 748                  |    | -                           |    | (906)                |    | (789)       |
| Amount receivable Prepaid expenses                        |                              | (160,120)<br>(2,625) |    | (918)                       |    | (160,120)<br>(1,880) |    | -           |
| Accounts payable                                          |                              | (2,023)<br>(17,181)  |    | 34,819                      |    | (67,657)             |    | (33,344)    |
| riceounts payable                                         |                              | (17,101)             |    | 31,012                      |    | (07,057)             |    | (33,311)    |
|                                                           |                              | (300,336)            |    | (79,119)                    |    | (603,47 <u>5</u> )   |    | (653,259)   |
| Financing Activities                                      |                              |                      |    |                             |    |                      |    |             |
| Issuance of common shares                                 |                              | 192,499              |    | 445,712                     |    | 408,499              |    | 703,782     |
| Shares subscribed, net of fees paid                       |                              | (164,499)            |    | (124,858)                   |    | -                    |    | 26,796      |
| Notes payable                                             |                              |                      |    | 1,251                       |    | (100,000)            |    | (195,148)   |
|                                                           |                              | 28,000               |    | 320,854                     |    | 308,499              |    | 730,578     |
| Increase (decrease) in cash during the                    |                              |                      |    |                             |    |                      |    |             |
| period                                                    |                              | (272,336)            |    | 241,735                     |    | (294,976)            |    | 77,319      |
| Cash, beginning of the period                             |                              | 312,758              |    | 110,911                     |    | 335,398              |    | 275,327     |
| Cash, end of the period                                   | \$                           | 40,422               | \$ | 352,646                     | \$ | 40,422               | \$ | 352,646     |
| Supplemental disclosure of cash flow infor Cash paid for: | matic                        | on;                  |    |                             |    |                      |    |             |
| Interest                                                  | \$                           |                      | \$ | 10,000                      | \$ | 19,017               | \$ | 24,436      |
| Income taxes                                              | \$                           |                      | \$ | <u> </u>                    | \$ |                      | \$ | <u> </u>    |

Non-cash Transactions – Note 5

# NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS March 31, 2005 (Unaudited)

#### Note 1 Interim Reporting

While the information presented in the accompanying interim financial statements is unaudited, it includes all adjustments which are, in the opinion of management, necessary to present fairly the financial position, results of operations and cash flows for the interim periods presented. It is suggested that these interim financial statements be read in conjunction with the Company's audited June 30, 2004 financial statements. These statements follow the same accounting policies and methods of their application as the Company's June 30, 2004 annual financial statements.

#### Note 2 <u>Amount Receivable</u>

During the period ended March 31, 2005, the Company advanced \$160,120 (Euro 100,000) to the Macedonian government for a potential acquisition. The Company's offer was not accepted and the Company expects the amount to be returned.

#### Note 3 Share Capital

#### a) Authorized:

Unlimited voting common shares without par value Unlimited preferred shares without par value

#### b) <u>Issued and fully paid common shares:</u>

|                                |             | <u>Number</u> | <u>Amount</u> |
|--------------------------------|-------------|---------------|---------------|
| Balance, June 30, 2004         |             | 35,039,763    | \$ 8,190,920  |
| For cash:                      |             |               |               |
| Pursuant to private placements | - at \$0.25 | 812,000       | 203,000       |
| · · ·                          | - at \$0.30 | 693,662       | 208,099       |
| Less: issue costs              |             | -             | (30,600)      |
| Exercise of warrants           | - at \$0.35 | 80,000        | 28,000        |
| Balance, March 31, 2005        |             | 36,625,425    | \$ 8,599,419  |

#### c) Commitments:

#### Stock-based Compensation Plan

The Company has granted directors and employees common share purchase options. These options are granted with an exercise price equal to the market price of the Company's shares on the date of the grant. Unless otherwise noted, share purchase options vest when granted.

Erin Ventures Inc.
Notes to the Interim Consolidated Financial Statements
March 31, 2005
(Unaudited) – Page 2

#### Note 3 <u>Share Capital</u> – (cont'd)

#### c) Commitments: - (cont'd)

#### Stock-based Compensation Plan – (cont'd)

A summary of the stock option plan is presented below:

Nine months ended March 31, 2005 2004 Weighted Weighted Average Average Exercise Exercise **Shares** Price Shares Price Outstanding at beginning of period 300,000 \$0.25 960,000 \$0.45 **Expired** (660,000)\$0.53 Outstanding at end of period 300,000 \$0.25 300,000 \$0.25

At March 31, 2005 the Company has 300,000 share purchase options outstanding entitling the holders thereof the right to purchase one common share for each option held for \$0.25 per share until January 18, 2006.

#### **Share Purchase Warrants**

At March 31, 2005 the Company has 1,505,662 common share purchase warrants outstanding entitling the holders thereof the right to purchase one common share for each warrant held as follows:

| <u>Number</u> | Exercise Price | Expiry Date       |
|---------------|----------------|-------------------|
| 812,000       | \$0.35         | September 9, 2005 |
| 693,662       | \$0.50         | January 17, 2006  |
| 1,505,662     |                |                   |

During the nine months ended March 31, 2005 2,780,000 common share purchase warrants, previously outstanding and exercisable at \$0.50-0.75 per share, expired unexercised.

Erin Ventures Inc. Notes to the Interim Consolidated Financial Statements March 31, 2005 (Unaudited) – Page 3

### Note 4 Related Party Transactions

The Company incurred the following costs charged by directors of the Company:

|                                      |           | Nine months ended March 31, |    |             |  |
|--------------------------------------|-----------|-----------------------------|----|-------------|--|
|                                      |           |                             |    |             |  |
|                                      |           | <u>2005</u>                 |    | <u>2004</u> |  |
| Consulting fees                      | \$        | 7,000                       | \$ | -           |  |
| Development plan – Piskanja property |           | 10,500                      |    | 15,000      |  |
| Management fees                      |           | 45,000                      |    | 50,000      |  |
| Office and miscellaneous             |           | 2,438                       |    | -           |  |
| Property investigation costs         |           | 14,700                      |    | -           |  |
| Travel and promotion                 |           | 14,538                      |    | 2,250       |  |
|                                      | <u>\$</u> | 94,176                      | \$ | 67,250      |  |

The charges were measured by the exchange amount, which is the amount agreed upon by the transacting parties.

As at March 31, 2005 accounts payable includes \$Nil (June 30, 2004: \$26,217) due to directors of the Company. This amount is comprised of unpaid management fees, consulting fees and travel costs.

# Note 5 Note Payable

|                                                      | M  | arch 31, | June 30,      |
|------------------------------------------------------|----|----------|---------------|
|                                                      |    | 2005     | <u>2004</u>   |
|                                                      |    |          |               |
| Note payable bearing interest at 12% per annum,      |    |          |               |
| compounded semi-annually on June 30 and December 31, |    |          |               |
| unsecured and payable on demand. The interest rate   |    |          |               |
| increases to 18% per annum 15 days after notice of   |    |          |               |
| demand.                                              | \$ | 453,588  | \$<br>511,903 |

Subsequent to March 31, 2005, the Company re-negotiated the terms of the note payable to bear interest at 15% per annum effective April 1, 2005, compounded semi-annually on June 30 and December 31, and is due October 5, 2006. The interest rate increases to 22% per annum, 15 days after note is due.

Erin Ventures Inc.
Notes to the Interim Consolidated Financial Statements
March 31, 2005
(Unaudited) – Page 4

#### Note 6 Non-cash Transactions

Investing and financing activities that do not have a direct impact on current cash flows are excluded from the statement of cash flows as follows:

During the period ended March 31, 2004:

- The Company issued 2,300,000 common shares to settle accounts payable totalling \$552,000.
- The Company overaccrued during the year ended June 30, 2003, mining tax credits in the amount of \$9,717. The mining tax credit available has been reduced by this amount and resource property costs were increased by the corresponding amount.

These transactions were excluded from the statements of cash flows.

#### Note 7 <u>Subsequent Event</u> – Note 5

Subsequent to March 31, 2005, the Company received \$351,980 with respect to a proposed private placement of 1,357,071 units at \$0.28 per unit pursuant to a private placement. Each unit consists of one common share of the Company and one common share purchase warrant to purchase one common share for each warrant held at \$0.31 per share until March 24, 2006. As at March 31, 2005, the Company had received \$28,000 with respect to this private placement for total proceeds of \$379,980. This private placement is subject to regulatory approval.