GUYANA GOLDFIELDS INC.

(An exploration stage entity)

Amended and Restated Interim Consolidated Financial Statements

(Unaudited)

(Expressed in Canadian Dollars)

Three and Nine Months Ended July 31, 2008

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The accompanying unaudited interim consolidated financial statements of Guyana Goldfields Inc. (an exploration stage entity) were prepared by management in accordance with Canadian generally accepted accounting principles. The most significant of these accounting principles have been set out in the October 31, 2007 audited consolidated financial statements. Only changes in accounting policies have been disclosed in these unaudited interim consolidated financial statements. Management acknowledges responsibility for the preparation and presentation of the unaudited interim consolidated financial statements, including responsibility for significant accounting judgments and estimates and the choice of accounting principles and methods that are appropriate to the Company's circumstances.

Management has established systems of internal control over the financial reporting process, which are designed to provide reasonable assurance that relevant and reliable financial information is produced.

The Board of Directors is responsible for reviewing and approving the unaudited interim consolidated financial statements together with other financial information of the Company and for ensuring that management fulfills its financial reporting responsibilities. An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the financial reporting process and the unaudited interim consolidated financial statements together with other financial information of the Company. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the unaudited interim consolidated financial statements together with other financial information of the Company for issuance to the shareholders.

Management recognizes its responsibility for conducting the Company's affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

GUYANA GOLDFIELDS INC.
(An exploration stage entity)
Interim Consolidated Balance Sheets
(Unaudited - Expressed in Canadian Dollars)

	July 31, 2008	October 31, 2007
Assets	(Restated - Note 13)	
Current assets		
Cash and cash equivalents	**$ 10,583,107**	$ 24,790,874
Short-term investments (Note 5)	**16,364,475**	9,802,365
Accounts receivable and prepaid expenses	**474,789**	653,970
Shares subscription receivable (Note 12(v))	**337,500**	-
	27,759,871	35,247,209
Mineral exploration properties (Note 6)	**41,520,415**	34,366,617
	$ 69,280,286	$ 69,613,826
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities	**$ 2,177,878**	$ 2,789,616
Shareholders' equity		
Share capital (Note 7)	**65,824,195**	62,676,137
Shares to be cancelled (Note 7(1))	**(299,295)**	-
Warrants (Note 8)	**2,694,890**	2,694,890
Stock options (Note 9)	**11,834,846**	11,013,176
Contributed surplus	**860,798**	394,165
Deficit	**(13,813,026)**	(9,954,158)
	67,102,408	66,824,210
	$ 69,280,286	$ 69,613,826

Nature of operations (Note 1)
Contingency (Note 11)
Subsequent events (Note 12)

See accompanying notes to unaudited interim consolidated financial statements.

GUYANA GOLDFIELDS INC.
(An exploration stage entity)
Interim Consolidated Statements of Operations and Comprehensive (Loss) Income
(Unaudited - Expressed in Canadian Dollars)

	Three Months Ended July 31, 2008	Three Months Ended July 31, 2007	Nine Months Ended July 31, 2008	Nine Months Ended July 31, 2007
Operating expenses				
(Gain) loss on foreign exchange	**$ (50,498)**	$ 238,928	**$ (343,295)**	$ 238,928
Management fees	**41,149**	50,301	**162,887**	473,624
Office	**20,159**	64,951	**285,363**	248,490
Professional fees	**38,752**	42,702	**204,937**	167,817
Shareholder information	**5,471**	4,996	**39,768**	32,416
Stock-based compensation (Note 9)	**625,208**	414,422	**2,616,066**	2,558,211
Transfer, listing and filing fees	**4,561**	2,537	**93,184**	92,189
Loss from operations	**(684,802)**	(818,837)	**(3,058,910)**	(3,811,675)
Other income (expense)				
Capital and other taxes	**-**	(15,000)	**-**	(172,069)
Gain on sale of short-term investments	**-**	5,620	**693,772**	2,301,085
Interest	**50,194**	261,346	**636,532**	954,474
Unrealized gain (loss) on short-term investments	**1,596,804**	2,529,776	**(2,055,262)**	2,159,381
Mineral exploration properties	**(25,000)**	-	**(75,000)**	-
	1,621,998	2,781,742	**(799,958)**	5,242,871
Net (loss) income and comprehensive (loss) income for the period	**$ 937,196**	$ 1,962,905	**$ (3,858,868)**	$ 1,431,196
Net (loss) income per share				
Basic	**$ 0.02**	$ 0.04	**$ (0.07)**	$ 0.03
Diluted	**$ 0.02**	$ 0.04	**$ (0.07)**	$ 0.03
Weighted average number of shares				
Basic	**52,007,485**	50,049,740	**51,624,806**	50,049,740
Diluted	**52,910,160**	53,456,916	**51,624,806**	53,456,916

See accompanying notes to unaudited interim consolidated financial statements.

GUYANA GOLDFIELDS INC.

(An exploration stage entity)

Interim Consolidated Statements of Changes in Shareholders' Equity

(Unaudited - Expressed in Canadian Dollars)

	Nine months ended July 31, 2008	Year ended October 31, 2007
Share capital (Restated - Note 13)		
Balance at beginning of period	**$ 62,676,137**	$ 45,602,919
Issued on exercise of warrants	**-**	12,205,232
Value of warrants exercised	**-**	3,345,904
Issued on exercise of options	**2,150,500**	871,820
Value of options exercised	**1,305,258**	650,262
Cancellation of shares (Note 7(1))	**(12,700)**	-
Share purchase loans (Note 7(2))	**(295,000)**	-
Balance at end of period	**$ 65,824,195**	$ 62,676,137
Shares to be cancelled		
Balance at beginning of period	**$ -**	$ -
Activity during the period	**(299,295)**	-
Balance at end of period	**$ (299,295)**	$ -
Warrants		
Balance at beginning of period	**$ 2,694,890**	$ 6,293,327
Exercised	**-**	(3,345,904)
Expired	**-**	(252,533)
Balance at end of period	**$ 2,694,890**	$ 2,694,890
Stock options		
Balance at beginning of period	**$ 11,013,176**	$ 8,853,426
Granted	**1,490,350**	1,877,802
Value of the options vested during the period	**1,125,716**	932,210
Exercised	**(1,305,258)**	(650,262)
Cancelled and expired	**(489,138)**	-
Balance at end of period	**$ 11,834,846**	$ 11,013,176
Contributed surplus		
Balance at beginning of period	**$ 394,165**	$ 141,632
Value of warrants expired	**-**	252,533
Value of options cancelled and expired	**489,138**	-
Share repurchased in excess of average issue costs (Note 7(1))	**(22,505)**	-
Balance at end of period	**$ 860,798**	$ 394,165

See accompanying notes to unaudited interim consolidated financial statements.

GUYANA GOLDFIELDS INC.

(An exploration stage entity)

Interim Consolidated Statements of Changes in Shareholders' Equity

(Unaudited - Expressed in Canadian Dollars)

	Nine months ended July 31, 2008	Year ended October 31, 2007
Deficit		
Balance at beginning of period	**$ (9,954,158)**	$ (12,582,322)
Transitional adjustment from new accounting policy	**-**	2,077,268
Adjustment - related party transaction	**-**	(509,442)
Net (loss) income	**(3,858,868)**	1,060,338
Balance at end of period	**$ (13,813,026)**	$ (9,954,158)
Total (Restated - Note 13)	**$ 67,102,408**	$ 66,824,210

See accompanying notes to unaudited interim consolidated financial statements.

GUYANA GOLDFIELDS INC.
(An exploration stage entity)
Interim Consolidated Statements of Cash Flows
(Unaudited - Expressed in Canadian Dollars)

	Three Months Ended July 31, 2008	Three Months Ended July 31, 2007	Nine Months Ended July 31, 2008	Nine Months Ended July 31, 2007
	(Restated - Note 13)		**(Restated - Note 13)**	
Operations				
Net (loss) income for the period	**$ 937,196**	$ 1,962,905	**$ (3,858,868)**	$ 1,431,196
Items not involving cash				
Unrealized (loss) gain on short-term investments	**(1,596,804)**	(2,529,776)	**2,055,262**	(2,159,381)
Gain on sale of short-term investments	**-**	(5,620)	**(693,772)**	(2,301,085)
Stock-based compensation (Note 9)	**625,208**	414,422	**2,616,066**	2,558,211
Changes in non-cash working capital				
Accounts receivable and prepaid expenses	**569,422**	793,169	**179,181**	260,466
Accounts payable and accrued liabilities	**(456,885)**	56,220	**(611,738)**	(261,516)
	78,137	691,320	**(313,869)**	(472,109)
Financing				
Proceeds from exercise of stock options	**550,000**	119,000	**1,813,000**	834,500
Proceeds from exercise of warrants	**-**	-	**-**	12,205,232
Repurchase of common shares (Note 7(1))	**(334,500)**	-	**(334,500)**	-
Share purchase loans issued (Note 7(2))	**(295,000)**	-	**(295,000)**	-
	(79,500)	119,000	**1,183,500**	13,039,732
Investing				
Net of purchase and sale of short-term investments	**(9,100,122)**	(1,138,415)	**(7,923,600)**	1,022,148
Expenditure on mineral exploration properties	**(1,647,339)**	(2,275,617)	**(7,153,798)**	(7,620,143)
	(10,747,461)	(3,414,032)	**(15,077,398)**	(6,597,995)
Net change in cash and cash equivalents	**(10,748,824)**	(2,603,712)	**(14,207,767)**	5,969,628
Cash and cash equivalents, beginning of period	**21,331,931**	34,359,790	**24,790,874**	25,786,450
Cash and cash equivalents, end of period	**$ 10,583,107**	$ 31,756,078	**$ 10,583,107**	$ 31,756,078
Cash and cash equivalents consist of:				
Cash	**$ 6,754,004**	$ 9,329,266	**$ 6,754,004**	$ 9,329,266
Guaranteed investment certificates	**3,829,103**	22,426,812	**3,829,103**	22,426,812
	$ 10,583,107	$ 31,756,078	**$ 10,583,107**	$ 31,756,078

See accompanying notes to unaudited interim consolidated financial statements.

1. Nature of operations

Guyana Goldfields Inc. (the "Company") was incorporated under the name Chiboug Copper Company Limited pursuant to the Quebec Mining Companies Act on January 24, 1953. On January 24, 1995, the Company changed its name to Guyana Goldfields Inc. During 2005, the Company continued under the Canada Business Corporations Act. The Company is an exploration stage entity engaged in the acquisition, exploration, evaluation and development of principally gold resource properties in Guyana.

2. Summary of significant accounting policies

The unaudited interim consolidated financial statements have been prepared by the Company in accordance with Canadian generally accepted accounting principles ("GAAP"). The preparation of the financial statements is based on accounting policies and practices consistent with those used in the preparation of the audited annual consolidated financial statements except as noted below. The accompanying unaudited interim consolidated financial statements should be read in conjunction with the notes to the Company's audited consolidated financial statements for the year ended October 31, 2007, since they do not contain all disclosures required by GAAP for annual financial statements. These unaudited interim consolidated financial statements reflect all normal and recurring adjustments which are, in the opinion of management, necessary for a fair presentation of the respective interim periods presented.

Capital disclosures and financial instruments – disclosures and presentation

On December 1, 2006, the CICA issued three new accounting standards: Capital Disclosures (Handbook Section 1535), Financial Instruments – Disclosures (Handbook Section 3862), and Financial Instruments – Presentation (Handbook Section 3863). These new standards became effective for the Company on November 1, 2007.

Capital Disclosures
Handbook Section 1535 specifies the disclosure of (i) an entity's objectives, policies and processes for managing capital; (ii) quantitative data about what the entity regards as capital; (iii) whether the entity has complied with any capital requirements; and (iv) if it has not complied, the consequences of such non-compliance. The Company has included disclosures recommended by the new Handbook section in Note 3 to these unaudited interim consolidated financial statements.

Financial Instruments
Handbook Sections 3862 and 3863 replace Handbook Section 3861, Financial Instruments – Disclosure and Presentation, revising and enhancing its disclosure requirements, and carrying forward unchanged its presentation requirements. These new sections place increased emphasis on disclosures about the nature and extent of risks arising from financial instruments and how the entity manages those risks. The Company has included disclosures recommended by the new Handbook section in Note 4 to these unaudited interim consolidated financial statements.

2. Summary of significant accounting policies (continued)

Capital disclosures and financial instruments – disclosures and presentation (continued)

Future accounting changes

International Financial Reporting Standards ("IFRS")
In January 2006, the CICA's Accounting Standards Board ("AcSB") formally adopted the strategy of replacing Canadian GAAP with IFRS for Canadian enterprises with public accountability. The current conversion timetable calls for financial reporting under IFRS for accounting periods commencing on or after January 1, 2011. On February 13, 2008 the AcSB confirmed that the use of IFRS will be required in 2011 for publicly accountable profit-oriented enterprises. For these entities, IFRS will be required for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011.

The Company is currently assessing the impact of these new accounting standards on its financial statements.

Goodwill and Intangible Assets
In November 2007, the CICA approved Handbook Section 3064, "Goodwill and Intangible Assets" which replaces the existing Handbook Sections 3062, "Goodwill and Other Intangible Assets" and 3450 "Research and Development Costs". This standard is effective for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2009, with earlier application encouraged. The standard provides guidance on the recognition, measurement and disclosure requirements for goodwill and intangible assets.

The Company is currently assessing the impact of these new accounting standards on its financial statements.

3. Capital Management

The Company's objective when managing capital is to maintain adequate levels of funding to support development of its Aurora Mine Property, to expand regional exploration activities within Guyana and to maintain corporate and administrative functions.

The Company manages its capital structure in a manner that provides sufficient funding for development of its Aurora Mine Property, exploration in Guyana and operational activities. Funds are primarily secured through equity capital raised by way of private placements. There can be no assurances that the Company will be able to continue raising equity capital in this manner.

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 invests all capital that is surplus to its immediate needs in short-term, liquid and highly rated financial instruments, such as cash and other short-term guaranteed deposits, all held with major Canadian financial institutions.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

There were no changes in the Company's approach to capital management during the three and nine months ended July 31, 2008. The Company is not subject to externally imposed capital requirements.

4. Risk Factors

The Company's major mineral properties are the Peters Mine Property, Aurora Mine Property and Aranka Properties. Unless the Company acquires or develops additional material properties, the Company will be mainly dependent upon these three properties. If no additional major mineral properties are acquired by the Company, any adverse development affecting these three properties would have a material adverse effect on the Company's financial condition and results of operations.

Other risk factors and their 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 cash and cash equivalents, short-term investments and accounts receivable. Cash and cash equivalents and short-term investments are held with reputable financial institutions which are closely monitored by management. Financial instruments included in accounts receivable consist of sales tax receivable from government authorities in Canada, accrued interest and deposits held with consultants and other service providers. All accounts receivable and deposits held with consultants and other service providers are in good standing as of July 31, 2008. Management believes that the credit risk concentration with respect to financial instruments included in cash and cash equivalents, short-term investments and accounts receivable is minimal.

Liquidity risk
The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at July 31, 2008, the Company had a cash and cash equivalents balance of $10,583,107 (October 31, 2007 - $24,790,874) to settle current liabilities of $2,177,878 (October 31, 2007 - $2,789,616). All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

Market risk
Market risk is the risk of loss that may arise from changes in interest rates, foreign exchange rates, commodity prices and mineral properties.

Interest rate risk
The Company has cash balances and no interest-bearing debt. The Company's current policy is to invest excess cash in short-term, liquid and highly rated financial instruments, such as cash and other short-term guaranteed deposits, all held with major Canadian financial institutions. The Company periodically monitors the investments it makes and is satisfied with the creditworthiness of its financial institutions.

Foreign currency risk
The Company's functional currency is the Canadian dollar and major purchases are transacted in Canadian dollars. The Company funds certain operations, exploration and administrative expenses in Guyana on a cash call basis using US dollar currency converted from its Canadian dollar bank accounts held in Canada. The Company maintains US dollar bank accounts in Canada, Barbados, and Guyana and Guyanese bank accounts in Guyana. Management believes the foreign exchange risk derived from currency conversions is negligible and therefore does not hedge its foreign exchange risk.

Commodity price risk
The Company is exposed to price risk with respect to commodity prices. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices as it relates to gold to determine the appropriate course of action to be taken by the Company.

4. Risk Factors (continued)

Market risk (continued)

Mineral property risk
The business of mining and exploring for minerals involves a high degree of risk and there can be no assurance that planned exploration and development programs will result in profitable mining operations. The recoverability of amounts shown for mineral exploration properties is dependant upon completion of the acquisition of the mineral property interests, the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain necessary financing to complete the development and future profitable production. Changes in future conditions could require material write downs of the carrying values of a mineral property.

Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it is acquiring an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements, noncompliance with regulatory requirements, the risk of foreign investment, increases in taxes and royalties, renegotiation of contracts, currency exchange fluctuations and political uncertainty.

Sensitivity analysis

The Company has, for accounting purposes, designated its cash and cash equivalents and short-term investments as held for trading, which are measured at fair value. Accounts receivable are classified for accounting purposes as loans and receivables, which are measured at amortized cost which equals fair market value. Accounts payable and accrued liabilities are classified for accounting purposes as other financial liabilities, which are measured at amortized cost which also equals fair market value.

As of July 31, 2008, the carrying and fair value amounts of the Company's financial instruments are approximately equivalent.

Based on management's knowledge and experience of the financial markets, the Company believes the following movements are "reasonably possible" over a nine month period:

(i) Cash and cash equivalents are subject to floating interest rates. As at July 31, 2008, if interest rates had decreased/increased by 1% with all other variables held constant, the loss for the nine months ended July 31, 2008 would have been approximately $79,000 higher/lower, as a result of lower/higher interest income from cash and cash equivalents. Similarly, as at July 31, 2008, shareholders' equity would have been approximately $79,000 lower/higher as a result of lower/higher interest income from cash and cash equivalents due to a 1% decrease/increase in interest rates.

(ii) The Company's short-term investments consist of short-term guaranteed deposits and equity investments listed on Canadian exchanges. All amounts are denominated in Canadian dollars. Short-term guaranteed deposits are subject to floating interest rates and equity investments are subject to fair value fluctuations. As at July 31, 2008, if interest rates had decreased/increased by 1% and the quoted market price of equity investments had decreased/increased by 10% with all other variables held constant, the loss for the nine months ended July 31, 2008 would have been approximately $757,000 higher/lower, as a result of the lower/higher interest income and lower/higher quoted market price of equity investments. Similarly, as at July 31, 2008, shareholders' equity would have been approximately $757,000 lower/higher as a result of a 1% decrease/increase in interest rates and a 10% decrease/increase in the quoted market price of equity investments.

(Unaudited - Expressed in Canadian Dollars)

4. Risk Factors (continued)

Market risk (continued)

Sensitivity analysis (continued)

(iii) Financial instruments denominated in US and Guyanese dollars are subject to foreign currency risk. As at July 31, 2008, had the US and Guyanese dollar weakened/strengthened by 10% against the Canadian dollar with all other variables held constant, the Company's loss for the nine months ended July 31, 2008 would have been approximately $20,500 higher/lower as a result of foreign exchange losses/gains on translation of non-Canadian dollar denominated financial instruments. Equity would have been approximately $20,500 lower/higher had the US and Guyanese dollar weakened/strengthened by 10% as a result of foreign exchange losses/gains on translation of non-Canadian dollar denominated financial instruments.

(iv) Commodity price risk could adversely affect the Company. In particular, the Company's future profitability and viability of development depends upon the world market price of gold. Gold has fluctuated widely in recent years. There is no assurance that, even as commercial quantities of gold may be produced in the future, a profitable market will exist for them. A decline in the market price of gold may also require the Company to reduce its mineral properties, which could have a material and adverse effect on the Company's value. As of July 31, 2008, the Company is not a gold producer. As a result, commodity price risk may affect the completion of future equity transactions such as equity offerings and the exercise of stock options and warrants. This may also affect the Company's liquidity and its ability to meet its ongoing obligations.

(v) Mineral property risk is significant. In particular, if an economic ore body is not found, the Company cannot enter into commercial production and generate sufficient revenues to fund its continuing operations. There can be no assurance that the Company will generate any revenues or achieve profitability or provide a return on investment in the future from any of the properties it may have an interest in.

5. Short-term investments

Short-term investments are comprised of:

	July 31, 2008	October 31, 2007
Short-term guaranteed deposits, expiry date greater than 90 days	**$ 9,000,000**	$ -
Marketable securities at cost	**4,925,470**	5,305,343
Unrealized gain	**2,439,005**	4,497,022
Total	**$ 16,364,475**	$ 9,802,365

(Unaudited - Expressed in Canadian Dollars)

6. Mineral exploration properties

Description	Balance October 31, 2007	Additions (Recoveries)	Balance July 31, 2008
Peters Mine Property	$ 3,029,679	$ (158,579)	$ 2,871,100
Aurora Mine Property	28,637,939	6,418,512	35,056,451
Aranka Properties	2,698,999	893,865	3,592,864
	$ 34,366,617	$ 7,153,798	$ 41,520,415

On a quarterly basis, management of the Company review mineral exploration properties to ensure deferred expenditures include only costs and projects that are eligible for capitalization. Specific changes to mineral exploration properties that occurred from November 1, 2007 to July 31, 2008 are as follows:

Coppermine River Project

On June 26, 2008, the Company and Coronation Minerals Inc. ("Coronation") announced that they have entered into an agreement which allows Coronation to acquire the remaining 50% interest of the Coppermine River Project (the "Coppermine Agreement"). Coronation had originally acquired its initial 50% in the Coppermine River Project in 2002. Terms of the Coppermine Agreement call for Coronation to issue 5,000,000 common shares to the Company. The Company will also retain a 1.5% net smelter return royalty over the unpatented claims only, and a right of first refusal to participate in future financings of Coronation.

The Company currently holds approximately 14% of the issued and outstanding common shares of Coronation, and three (3) directors act on both the Boards of Coronation and the Company. In addition, J. Patrick Sheridan is the President and Chief Executive Officer of both companies. As a result, Coronation is a related party of the Company, and the agreement for Coronation to acquire the remaining 50% of the Coppermine River Project from the Company constitutes a related party transaction under Multilateral Instrument 61-101 "Protection of Minority Security Holders in Special Transactions" ("MI 61-101"). Upon completion of the Coppermine Agreement, the Company will hold or control approximately 19.8% of the issued and outstanding shares of Coronation.

There has been no prior valuation in respect of the Coppermine Agreement. The Coppermine Agreement is not subject to the formal valuation requirements of MI 61-101 by virtue of subsection 5.5(a) and is also exempt from minority shareholder approval requirements by virtue of subsection 5.7(1)(a), as at the relevant time neither the fair market value of the assets being acquired nor the fair market value of the consideration being paid under the Coppermine Agreement will exceed 25% of Coronation's market capitalization as calculated in compliance with MI 61-101.

As of July 31, 2008, the 5,000,000 common shares of Coronation have not been issued.

Aranka Properties

On January 15, 2008, Aranka Gold Inc. ("Aranka") announced it has entered into three option agreements to acquire mineral exploration and development rights to a total of (approximately) 77,893 acres in three separate land packages. The option agreements are outlined below:

Fish Creek/Pomeroon Head Property (60,759 acres)
Aranka may earn a 100% interest in the property by paying $390,000 US over a four year period. The vendors shall retain a 2% net smelter royalty (N.S.R.) and Aranka maintains the right to purchase the N.S.R. for $2,000,000 US. Due to disappointing results in July 2008, Aranka has decided to abandon the Fish Creek/Pomeroon Head Property.

(Unaudited - Expressed in Canadian Dollars)

6. Mineral exploration properties (continued)

Aranka Properties (continued)

Oko Group of Properties (8,000 acres)
Aranka may earn a 100% interest in the property by making annual payments totalling $285,000 US over a four year period. The vendor shall retain a 2% N.S.R. and Aranka has the right to purchase the N.S.R. for $2,000,000 US.

Aremu Mine Property (9,134 acres)
Aranka shall have the option to acquire a 100% interest in ten mining permits (the "Mining Permits") located on the right bank of the Aremu River in Guyana. As consideration, Aranka must pay an aggregate of $123,000,000 Guyanese dollars (approx. US$600,000) and issue 50,000 common shares to the Optionors (issued and valued at $100,000). The Mining Permits are subject to a 2% Net Smelter Royalty ("NSR"). After acquiring 100% interest in the Mining Permits, Aranka has the option to purchase the entire NSR from the Optionors by making a further payment of $410,000,000 Guyanese dollars (approx. US$2,000,000).

7. Share capital

The Company is authorized to issue an unlimited number of common shares. The issued and outstanding common shares consist of the following:

	Number of Shares	Amount (Restated - Note 13)
Balance, October 31, 2007	51,285,643	$ 62,676,137
Issued on exercise of options	861,500	2,150,500
Value of options exercised	-	1,305,258
Cancellation of shares (1)	(10,000)	(12,700)
Share purchase loans (2)	-	(295,000)
Balance, July 31, 2008	52,137,143	$ 65,824,195

(1) During the 12 month period beginning on December 31, 2007 and ending on December 30, 2008, the Company can purchase on the Toronto Stock Exchange up to 1,025,712 common shares of the Company. The price which the Company will pay for any such shares will be the market price at the time of acquisition. The actual number of common shares which may be purchased and the timing of any such purchases will be determined by the Company.

During the nine months ended July 31, 2008, the Company purchased, for cancellation, 10,000 common shares for total consideration of $35,205. Of the $35,205 paid, $12,700 was charged to share capital and $22,505 was a charge to contributed surplus. As at July 31, 2008, 85,000 common shares for total consideration of $299,295 remain to be cancelled.

(2) For the three and nine months ended July 31, 2008, the Company loaned two consultants of the Company $295,000 to exercise stock options of the Company. The loans have been recorded as a reduction of share capital. The loans are unsecured, non-interest bearing and due on demand. As at July 31, 2008, the amount of the share purchase loans was $295,000. No loans were forgiven or repaid during the period or subsequently.

(Unaudited - Expressed in Canadian Dollars)

8. Warrants

The following table shows the continuity of warrants during the period:

	Number of Warrants	Allocated Value
Balance, October 31, 2007 and July 31, 2008	1,730,000	$ 2,694,890

The following are the warrants outstanding as at July 31, 2008:

Number of Warrants	Fair Value	Exercise Price	Expiry Date
1,730,000	$ 2,694,890	$ 4.40	March 8, 2011

9. Stock options

The following table shows the continuity of stock options during the period:

	Number of Options	Allocated Value of Vested Options	Weighted Average Exercise Price
Balance, October 31, 2007	4,177,950	$ 11,013,176	$ 3.93
Granted (i)(ii)	400,000	1,490,350	6.84
Value of options vested during the period	-	1,125,716	-
Exercised	(861,500)	(1,305,258)	2.50
Cancelled and expired	(115,000)	(489,138)	5.81
Balance, July 31, 2008	3,601,450	$ 11,834,846	$ 4.53

(i) On November 21, 2007, the Company granted 50,000 options to acquire 50,000 shares of the Company to a consultant at a price of $8.14 per share. The fair value of these options at the date of grant was estimated using the Black Scholes valuation model with the following assumptions: a five year expected term; 71% volatility; risk-free interest rate of 3.76% per annum; and a dividend rate of 0%. The fair value assigned to these options was $249,500 which is expensed to the statement of operations and comprehensive (loss) income with a corresponding amount allocated to contributed surplus as the options are vested.

(ii) On April 14, 2008, the Company granted 350,000 options to acquire 350,000 shares of the Company to directors and officers of the Company at a price of $6.65 per share. The fair value of these options at the date of grant was estimated using the Black Scholes valuation model with the following assumptions: a five year expected term; 73% volatility; risk-free interest rate of 3.00% per annum; and a dividend rate of 0%. The fair value assigned to these options was $1,428,000 which is expensed to the statement of operations and comprehensive (loss) income with a corresponding amount allocated to contributed surplus as the options are vested.

(iii) The weighted average fair value of the total options granted was $6.84.

(Unaudited - Expressed in Canadian Dollars)

9. Stock options (continued)

The following are the stock options outstanding at July 31, 2008:

Number of Options	Exercise Price		Expiry Date
474,950	$	2.43	September 27, 2009
489,000	$	2.02	February 1, 2010
547,500	$	2.00	April 28, 2010
500,000	$	3.30	November 21, 2010
50,000	$	3.62	November 29, 2010
335,000	$	3.70	January 24, 2011
200,000	$	8.03	May 29, 2011
250,000	$	7.24	June 19, 2011
30,000	$	9.06	October 16, 2011
125,000	$	11.10	November 14, 2011
200,000	$	11.00	February 21, 2012
50,000	$	8.14	November 21, 2012
350,000	$	6.65	April 14, 2013
3,601,450			

10. Related party transactions

Accounts payable and accrued liabilities includes $87,128 (October 31, 2007 - $90,589) due to the Chief Executive Officer and former Chief Financial Officer of the Company. The balances are non-interest bearing and are payable on demand.

For the three and nine months ended July 31, 2008, fees of $88,566 and $283,764, respectively (three and nine months ended July 31, 2007, fees of $98,300 and $617,624, respectively) were paid to the Chief Executive Officer and former/current Chief Financial Officer of the Company. These expenditures have been allocated as follows:

	Three Months Ended July 31, 2008	Three Months Ended July 31, 2007	Nine Months Ended July 31, 2008	Nine Months Ended July 31, 2007
Management fees	$ 40,566	$ 50,300	$ 139,764	$ 473,624
Mineral exploration expenditures, Aurora Mine Property	48,000	48,000	144,000	144,000
	$ 88,566	$ 98,300	$ 283,764	$ 617,624

For the three and nine months ended July 31, 2008, fees of $13,775 and $43,875, respectively (three and nine months ended July 31, 2007, fees of $13,650 and $38,309, respectively) were paid to a director of the Company. These expenditures have been allocated to mineral exploration properties.

For the three and nine months ended July 31, 2008, fees of $9,000 (three and nine months ended July 31, 2007 - $nil) were paid to a director of the Company. These fees have been allocated to professional fees.

Included in accounts receivable is $26,303 (October 31, 2007 - $nil) owing from Coronation. The balance pertains to office expenses paid on behalf of Coronation by the Company.

10. Related party transactions (continued)

Aranka Gold Inc.

Included in accounts receivable is $26,303 (October 31, 2007 - $nil) owing from Aranka. The balance pertains to office expenses paid on behalf of Aranka by the Company.

For the three and nine months ended July 31, 2008, the Company paid Aranka $235,581 and $893,865, respectively (three and nine months ended July 31, 2007 - $nil) for exploration expenditures pursuant to the back-in agreement ("agreement"). Pursuant to the agreement, the Company is required to pay 50% of all Aranka exploration expenditures on a cash call basis.

11. Contingency

The Company's mining and exploration activities are subject to various government laws and regulations relating to the protection of the environment. These environmental regulations are continually changing and generally becoming more restrictive. As at July 31, 2008, the Company does not believe that there are any significant environmental obligations requiring material capital outlays in the immediate future and anticipates that such obligations will only arise when mine development commences.

12. Subsequent events

(i) On August 15, 2008, 85,000 common shares of the Company were cancelled by the Company (Note 7(1)).

(ii) On August 26, 2008, 750,000 common shares of the Company were bought by the Company at a market price of $3.10 per common share plus commission for an aggregate amount of $2,340,000. These shares will be held for cancellation.

(iii) On August 26, 2008, the Company issued 100,000 stock options to the Chief Financial Officer of the Company and 65,000 stock options to a consultant. The stock options have an exercise price of $3.18 and an expiry date of August 26, 2013.

(iv) On August 29, 2008, the Company and Coronation announced that Coronation has received the approval of the TSX Venture Exchange to complete the acquisition of the remaining 50% interest of the Coppermine River Project. It is anticipated that the closing of the transactions contemplated by the Coppermine Agreement and the issuance of the 5,000,000 common shares is expected to occur in late September 2008.

(v) Subsequent to the quarter end, the Company received $295,000 in connection with the exercise of stock options, which amount is included in shares subscription receivable.

(vi) The Company is currently in the process of cancelling 17,000 common shares that were issued in error.

13. Restatement

These unaudited interim consolidated financial statements have been amended and restated to reflect that at July 31, 2008, the Company has decreased the accounts receivable and prepaid expenses from $1,107,289 to $474,789 by reclassifying (i) $337,500 to shares subscription receivable for the exercise of stock options; and (ii) share purchase loans of $295,000 to share capital in accordance with EIC 132. As a result, the net correction as at July 31, 2008 is a decrease of $295,000 in total current assets and total assets and a decrease of $295,000 in total shareholders' equity and total current liabilities added to total shareholders' equity. The Company has revised the related interim consolidated statement of cash flows for the three and nine months ended July 31, 2008 to include the above corrections. The Company has also revised the related disclosures in these restated consolidated financial statements to include the above corrections.