AVNEL GOLD MINING LIMITED

CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2008

Management's Responsibility

Management's Responsibility for Financial Statements

The accompanying consolidated financial statements have been prepared by and are the responsibility of the Board of Directors and Management of the Company.

The consolidated financial statements have been prepared in accordance with United States generally accepted accounting principles and reflect Management's best estimates and judgements based on currently available information. The Company has developed and maintains a system of internal accounting controls in order to ensure, on a reasonable and cost effective basis, the reliability of its financial information.

The consolidated financial statements have been audited by Ernst & Young LLP. Their report outlines the scope of their examination and opinion on the consolidated financial statements.

Roy Meade	Howard Miller
Director Mining	Chairman
March 30, 2009	March 30, 2009

REPORT OF INDEPENDENT AUDITORS

We have audited the accompanying consolidated balance sheets of Avnel Gold Mining Limited as of December 31, 2008 and 2007, and the related consolidated statements of operations, cash flows and stockholders' equity, for each of the three years in the period ended December 31, 2008. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. We were not engaged to perform an audit of the Company's internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Avnel Gold Mining Limited at December 31, 2008 and 2007, and the consolidated results of its operations and its cash flows for each of the three years in the period ended December 31, 2008, in conformity with U.S. generally accepted accounting principles.

The accompanying financial statements have been prepared assuming that Avnel Gold Mining Limited will continue as a going concern. As more fully described in Note 1, the Group has incurred recurring operating losses and a future working capital deficiency. These conditions raise substantial doubt about the Group's ability to continue as a going concern. Management's plans in regard to these matters also are described in Note 1. The 2008 financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the outcome of this uncertainty.

Ernst & Young LLP London
London
31 March, 2009

Avnel Gold Mining Limited

Consolidated Balance Sheets

December 31, 2008 and 2007

Expressed in thousands of US Dollars

	Note	2008	2007
ASSETS			
Cash and cash equivalents		$ 277	$ 1,007
Inventories	4	5,499	3,137
Prepaid and other assets		911	934
Total current assets		6,687	5,078
Property, plant and equipment, at cost	5		
Mining properties and capitalized mine development costs		23,000	21,863
Other property and equipment		8,970	8,325
		31,970	30,188
Accumulated depreciation		6,814	5,164
Net property, plant and equipment		25,156	25,024
Total Assets		$ 31,843	$ 30,102
LIABILITIES AND STOCKHOLDERS' EQUITY			
Accounts payable	6	$ 954	$ 1,136
Tax creditor	6	1,324	1,120
Other accrued liabilities	6	2,168	2,203
Current portion of long-term debt	6,7	2,880	880
Total current liabilities		7,326	5,339
Notes payable - long term	7	10,941	10,941
Retirement and rehabilitation obligations	8	911	840
Total liabilities		19,178	17,120
Common stock: Authorised - unlimited number of ordinary shares of no par value Issued and outstanding 73,909,372 (2007: 64,366,529)	9	28,093	25,141
Additional paid in capital		4,898	4,716
Retained deficit		(20,289)	(16,832)
Accumulated other comprehensive income		(37)	(43)
Total stockholders' equity		12,665	12,982
Total Liabilities and Stockholders' Equity		$ 31,843	$ 30,102

The accompanying notes are an integral part of these consolidated financial statements

Howard B Miller
Chairman

Roy Meade
Director Mining

Avnel Gold Mining Limited
Consolidated Statement of Operations
For the Years Ended December 31, 2008, 2007 and 2006
Expressed in thousands of US Dollars
(except share and per share information)

	Notes	2008	2007	2006
REVENUE				
Metal revenue		$ 17,800	$ 15,938	$ 11,872
EXPENSES				
Operating		13,349	10,895	9,448
Depreciation		1,650	1,777	1,416
Exploration		928	456	710
Administration expense	13	3,135	2,699	2,161
Total expenses		19,062	15,827	13,735
(Loss)/profit from operations		(1,262)	111	(1,863)
Other income (expense)				
Interest expense		(713)	(818)	(795)
Exchange gain (loss)		(1,480)	(196)	(12)
Total other expense		(2,193)	(1,014)	(807)
Loss before tax		(3,455)	(903)	(2,670)
Income taxes	14	(2)	(1)	(5)
Net loss		$ (3,457)	$ (904)	$ (2,675)
Loss per share		$(0.05)	$(0.01)	$(0.05)
Weighted average shares outstanding		71,068,219	62,382,062	55,920,189

The accompanying notes are an integral part of these consolidated financial statements

Avnel Gold Mining Limited

Consolidated Statement of Cash Flows

For the Years Ended December 31, 2008, 2007 and 2006

Expressed in thousands of US Dollars

	2008	2007	2006
Cash flows from operating activities:			
Net loss	$ (3,457)	$ (904)	$ (2,675)
Reconciled to net cash (used in) provided by operating activities			
Depreciation	1,650	1,777	1,418
Accretion and reclamation liability	71	66	35
Stock based compensation	181	225	450
Change in tax creditor	204	376	467
Changes in operating assets and liabilities			
Inventories	(2,362)	(623)	(395)
Prepaid and other assets	23	(844)	(6)
Accounts payable	(182)	(26)	120
Other accrued liabilities	742	1,695	787
Net cash (used in)/provided by operating activities	(3,130)	1,743	201
Cash flows from investing activities:			
Purchases and development of			
Property, plant and equipment	(1,782)	(4,803)	(4,402)
Net cash used in investing activities	(1,782)	(4,803)	(4,402)
Cash flows from financing activities:			
Issue of share capital	2,182	2,847	1
Proceeds from notes payable issued	2,000	-	-
Net cash provided by financing activities	4,182	2,847	1
Net decrease in cash and cash equivalents	(730)	(213)	(4,200)
Cash and cash equivalents at beginning of period	1,007	1,220	5,420
Cash and cash equivalents at end of period	$ 277	$ 1,007	$ 1,220

Supplemental disclosures of cash flow information

The Company paid interest of $179,000, $70,000 and $70,000 in 2008, 2007 and 2006 respectively. The Company paid income taxes of $2,000, $3,000 and $4,000 in 2008, 2007 and 2006 respectively.

The accompanying notes are an integral part of these consolidated financial statements

Avnel Gold Mining Limited

Consolidated Statement of Changes in Stockholders' Equity

	Common Stock		Additional Paid in	Accumulated	Accumulated Other Comprehensive	Total Stockholders'
	Shares	Amount	Capital	Deficit	Income/(loss)	Equity
At January 1, 2006	55,329,605	20,728	4,041	(13,253)	1	11,517
Issuance of common stock in payment of interest	792,923	688	-	-	-	688
Exercise of stock options	1,000	1	-	-	-	1
Stock based compensation	-	-	450	-	-	450
Issue costs	-	40	-	-	-	40
Net loss	-	-	-	(2,675)	-	(2,675)
Other comprehensive gain						
Exchange gain	-	-	-	-	3	3
Comprehensive loss						(2,672)
At December 31, 2006	56,123,528	21,457	4,491	(15,928)	4	10,024
Issuance of common stock in payment of interest	1,159,731	837	-	-		837
Issuance of common stock for cash net of issue costs	7,083,270	2,847	-	-		2,847
Stock based compensation	-	-	225	-		225
Net loss	-	-		(904)		(904)
Other comprehensive loss						
Exchange loss	-	-		-	(47)	(47)
Comprehensive loss						(951)
At December 31, 2007	64,366,529	$ 25,141	$ 4,716	$ (16,832)	$ (43)	$ 12,982
Issuance of common stock in payment of interest	2,999,986	770	-	-		770
Issuance of common stock for cash net of issue costs	6,542,857	2,182	-	-		2,182
Stock based compensation	-	-	182	-		182
Net loss	-	-		(3,457)		(3,457)
Exchange profit	-	-		-	6	6
Comprehensive loss						(3,451)
At December 31, 2008	73,909,372	28,093	4,898	(20,289)	(37)	12,665

The accompanying notes are an integral part of these consolidated financial statement

1. Nature of Operations, Liquidity and Going Concern

Nature of Operations

Avnel Gold Mining Limited (the "Company") was incorporated under the laws of Guernsey on February 18, 2005. On February 22, 2005, Elliott Associates L.P., Elliott International L.P. (collectively "Elliott") and Fern Trust ("Fern") acquired 100% of the issued and outstanding common shares of the Company in exchange for 95% of the issued and outstanding shares of Avnel Gold, Limited ("Avnel Cayman"), a company incorporated in the Cayman Islands, pursuant to a reorganization agreement. Under the reorganization agreement, obligations of Avnel Cayman to Elliott and Fern in respect of existing shareholder loans of Avnel Cayman were assumed by the Company. The reorganization has been accounted for as an exchange between entities under common control whereby the assets and liabilities of the Avnel Cayman group are initially recognized at their carrying amounts in the accounts of the Avnel Gold Mining Limited group at the date of the transfer.

The Company, Elliott and Fern also entered into a transfer agreement and call option agreement with the minority shareholder of Avnel Cayman. Pursuant to the transfer agreement, the Company (i) purchased from the minority shareholder the remaining 5% (5,000 shares) of ordinary shares of Avnel Cayman outstanding for $5,000, this amount was paid for by Elliott on behalf of the Company, (ii) granted to the minority shareholder a call option on the shares of the Company as described in a call option agreement (the "Call Option Agreement") and (iii) furthermore agreed to purchase all the rights and obligations with respect to loans of $725,000 owed by Avnel Cayman to the minority shareholder for a consideration of $725,000. At the date of the transfer agreement, the $725,000 consideration was paid jointly by Fern and Elliott at which point the Company agreed to re-pay Elliott and Fern under the original terms of the loan. Under the Call Option Agreement, the minority shareholder has the right to purchase (i) 1,050,000 common shares of the Company at an exercise price of $0.275 at any time before 5p.m. on December 31, 2009 and (ii) three percent of the aggregate number of Common Shares which are issuable upon the conversion of the convertible loan notes (the "Convertible Loan Notes") issued to Elliot and Fern at an exercise price equal to that of the convertible loan notes at any time before 5p.m. on December 31, 2009.

Avnel Cayman was incorporated in the Cayman Islands on September 28, 2001. On February 14, 2003 it entered into a Foundation Agreement with the Government of Mali for the development of the existing gold mining property at Kalana. Under the terms of the Foundation Agreement, a subsidiary company, SOMIKA, was established in Mali to develop the mining property. Eighty per cent of the voting equity is held by Avnel Cayman and 20 per cent is held beneficially by the Government of Mali.

Avnel Cayman agreed to invest $2,500,000 in the project, of which $1,600,000 was invested on inception, $300,000 was paid in 2004 and $600,000 was paid in 2005. Additionally, Avnel Cayman agreed to spend $1,375,000 on exploration and development over the first three years of the project all of which had been spent as of December 31, 2005.

On April 14 2008 the Company completed a re-financing which involved three transactions with its principal shareholders, Elliott International, L.P. ("**Elliott International**") and certain of its affiliates (collectively "**Elliott**"), and the Fern Trust, and two other Avnel shareholders. First, a non-brokered private placement of 6,542,857 ordinary shares in the capital of Avnel (the "**Offering**") was made to Elliott International and The Liverpool Limited Partnership, an affiliate of Elliott International, and two other Avnel shareholders, at a price of $0.35 per ordinary share for gross proceeds of CDN$2,290,000 (US$2,231,000). Second, a secured term loan in the principal amount of US$3,000,000 was provided by Manchester Securities Corp., an affiliate of Elliott International, to Avnel (the "**Loan Facility**"), which is to be repaid on December 31, 2009. The Loan Facility is secured by a security interest granted over all of the ordinary shares of Avnel Gold, Limited held by the Company and Avnel's interest under an intercompany loan agreement among Avnel, Avnel Gold, Limited and Société d'Exploitation des Mines d'Or de Kalana, S.A. Third, the maturity date of the term loan notes (the "**Term Loan Notes**") previously issued by Avnel on June 30, 2005 to each of Elliott and the Fern Trust was extended from December 31, 2008 to December 31, 2009 (the "**Term Note Extensions**"). The Term Loan Notes continued on the same terms in all other respects.

Avnel Mali SARL ("Avnel Mali") was incorporated in Mali in 2003 and is a 100% owned subsidiary of Avnel Gold Mining Limited. During 2006, Avnel Mali acquired 100% of the interest in the Fougadian Exploration Permit, an area of 150 square kilometres which lies to the south of the Kalana Permit. If an exploitation company is formed, then the Government of the Republic of Mali is entitled to a 10% interest and Avnel Mali will hold the remaining 90% interest. In the first year after the award of the permit, Avnel Mali was required to spend a total of CFA 158,000,000 on the permit which is equivalent to $330,000 at the 2007 average exchange rate. As at December 31, 2007, Avnel Mali had complied with the requirement to spend CFA 158,000,000 on Fougadian Exploration Permit. The exploration permit is valid for a period of three years, renewable twice with 50% surface area reduction at each renewal.

Gold production commenced in January 2004 and the principal markets are European based bullion trading concerns.

The U.S. Dollar is the functional currency of the Company's principal operations

Liquidity and Going Concern

The consolidated financial statements have been presented on the basis that the Company is a going concern. Accordingly, the financial statements do not include adjustments relating to the carrying value of assets, the amounts and classification of liabilities, or other adjustments that might result should the Company be unable to continue as a going concern. The Company has current liability debts of $2.9 million due for repayment on 31 December 2009, and this debt repayment and continuing operations of the Company are dependent on its ability to generate future cashflows from its mining operations or obtain additional financing. There is a risk that additional financing will not be available on a timely basis or on acceptable terms. Management are actively looking at several re-financing and restructuring options to address this issue and expect that financing options will be available to enable the Company to continue to operate as a going concern. In the event that the Company is unable to repay this debt, refinance such debt, or secure additional financing and continue as a going concern, material adjustments would be required to the carrying value of the assets and liabilities and the balance sheet classifications used.

The Company's cash flow and profitability is dependent primarily on the volume of production, gold prices, operating costs, interest rates on borrowings and investments and discretionary expenditure levels including exploration, resource development and general and administrative costs. With the world economy in recession sources of finance are more difficult to obtain and more expensive. Since the Company has subsidiaries operating in UK, Mali and the Cayman Islands, exposure also arises from fluctuations in currency exchange rates, political risks and varying levels of taxation. While the Company seeks to manage these risks, many of these factors are beyond its control.

2. Management Estimates and Assumptions

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements, as well as reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

3. Summary of Significant Accounting Policies

Basis of Presentation

The consolidated financial statements of the Company include the accounts of Avnel Gold Mining Limited and its subsidiaries Avnel Gold, Limited (Cayman Islands, 100%), Kalana Mine Services Limited (United Kingdom, 100 %), SOMIKA (Mali, 80 %) and Avnel Mali SARL (Mali, 100%). All intercompany balances and transactions have been eliminated in the consolidated financial statements.

The consolidated financial statements have been prepared in accordance with generally accepted accounting principles in the United States (U.S. GAAP) which differs in certain respects from accounting principles generally accepted in Canada (Canadian GAAP), as described in Note 15 to these consolidated financial statements.

Comparative Figures

Where changes in presentational format of the financial statements have been made during the year, comparative figures have been restated accordingly.

Cash and Cash Equivalents

Cash and cash equivalents include highly liquid investments with remaining maturities of three months or less at the date of purchase and which are not subject to significant risk from changes in interest rates.

Inventories

Processed ores are stated at the lower of average cost or market. There were no material amounts of gold in work in progress or held in sand and ore stockpiles. Materials and supplies are stated at cost on a first in first out (FIFO) basis.

Property, Plant and Equipment

All costs, other than acquisition costs, are expensed prior to the establishment of proven and probable reserves. Gains or losses resulting from the sale or abandonment of properties are included in operations. Acquisition and development costs associated with properties brought into production are charged to operations using the units-of-production method based on estimated proven and probable reserves which can be recovered. Acquisition costs were incurred in relation to the purchase of the assets of the gold mining property at Kalana. Development costs represent costs in relation to improving and extending mine infrastructure to access ore bodies at the Kalana mine. Costs of start-up activities and on-going costs to maintain production are expensed as incurred. Fixed asset costs include production facilities and equipment, vehicles and office equipment. Production facilities and equipment are stated at cost and are amortized over the estimated proven and probable reserves which can be recovered from the related property. The weighted average useful life of production facilities and equipment is eight years. Vehicles and office equipment are stated at cost and are depreciated using the straight-line method over estimated useful lives of three to five years. Maintenance and repairs are charged to expense as incurred. Gains or losses on dispositions are included in operations.

Impairments

The Company evaluates the carrying value of its properties and equipment when events or changes in circumstances warrant and tests for recoverability of the long life asset value. With respect to properties, a test for recoverability is performed to determine if the estimated future cash flows exceed the carrying amount of the assets. Measurement of any impairment loss is determined by the estimated fair value of the assets based on the best information available, comparable asset values in the market and the use of valuation techniques. Any estimates of future cash flows are subject to risks and uncertainties and it is reasonably possible that changes in estimates could occur which may affect the expected recoverability of investments in mining properties. The carrying value of the Company's estimate of mineral resource has been estimated as at in excess of the net book value of the Company's assets at the balance sheet date using comparative market value of resources, taken from recent mine transactions conducted at arms length between willing parties. Based on these estimates management believe that no impairment to the carrying values exist at the balance sheet date. The company has not recorded any impairment losses in any of the periods.

Site Reclamation

The fair value of a retirement or rehabilitation obligation is recognised as an asset and a liability in the period when it is incurred. The liability is discounted and an accretion expense is recognised using the credit-adjusted risk free rate in effect when the liability is incurred. The retirement asset is included in mining properties and charged to operations using the units of production method based upon estimated proven and probable reserves which can be recovered.

Revenue Recognition

Revenue from the sale of gold is recognized upon delivery and when title passes. Gains and losses on gold forward sales agreements are recognised in metal revenue on the delivery date identified at the contract inception. Gold forward sales agreements are exempt from the provisions of Statement of Financial Accounting Standard No. 133 "Accounting for Derivative Instruments and Hedging Activities" (FAS 133) as normal course sales requiring settlement through physical delivery.

Income Taxes

The Company computes deferred income taxes under the asset and liability method prescribed by Statement of Financial Account Standards No. 109 "Accounting for Income Taxes" (FAS 109). This method recognizes the tax consequences of temporary differences between the financial statement amounts and the tax bases of certain assets and liabilities by applying statutory rates in effect when the temporary differences are expected to reverse. The Company records a valuation allowance against any portion of those deferred income tax assets that management believes will, more likely than not, fail to be realised.

Foreign Currency

Transactions expressed in foreign currencies are translated into U.S. Dollars at the rate of exchange prevailing on the date of transaction. Monetary assets and liabilities expressed in foreign currencies are translated into U.S. Dollars at the rates of exchange prevailing on the balance sheet date.

The financial statements of overseas subsidiaries are remeasured into their functional currency. Mining properties and other non-current assets are remeasured at historical rates. Monetary assets and liabilities are remeasured at current rates. Revenue and expense transactions are remeasured at the average rate for the period. Remeasurement gains and losses are included in income.

The assets and liabilities of subsidiaries with functional currencies other than the U.S. Dollar are translated into U.S. Dollars at the rates of exchange prevailing on the balance sheet date. Revenue and expense transactions are translated at the weighted average rate for the period. Translation gains and losses are included in other comprehensive income.

Foreign Operations Risk

The Company's main operating subsidiary is incorporated under the laws of Mali, and its principal mining facilities are located in Mali. Accordingly, the Company is directly affected by political and economic conditions in Mali. There can be no assurance that the Government of Mali will be successful in its attempt to keep prices and exchange rates stable. Instability in Mali may have a material adverse effect on the Company.

Interest
Interest is capitalized during the development phase of a project. Interest capitalization commences with the first expenditure for a qualifying asset and ends when the asset is substantially complete and ready for its intended use (the date when production commences). The amount of interest cost that may be capitalized for any accounting period may not exceed the actual interest cost that is incurred during the period.

To determine the amount of interest to be capitalized for a particular accounting period, the average accumulated investment in a qualifying asset during that period is calculated. If a specific borrowing is made to acquire the qualifying asset, the interest rate incurred on that borrowing may be used to determine the amount of interest costs to be capitalized. That interest rate is applied to the average accumulated investment for the period to calculate the amount of capitalized interest cost on the qualifying asset. Capitalized interest cost on average accumulated investments in excess of the amount of the specific borrowing is calculated by use of the weighted average interest rate incurred on other borrowings outstanding during the period.

Stock Based Compensation
The Company accounts for stock-based compensation in accordance with Statement of Financial Accounting Standards No. 123R. Stock options awarded to employees are accounted for at estimated fair value, based on the binomial model, and any related expense is recognized over the requisite service period. Compensation charged amounted to $182,000 in 2008, $225,000 in 2007 and $450,000 in 2006.

Loss per Common Share
Loss per common share is based on the weighted average number of common shares outstanding during the period. The fully diluted loss per common share has not been disclosed as the inclusion of unexercised options or warrants would be anti-dilutive.

Impact of Recently Issued Accounting Pronouncements
In September 2006, the FASB issued Statement of Financial Accounting Standards No. 157, Fair Value Measurements. This standard defines fair value, establishes a framework for measuring fair value in accounting principles generally accepted in the United States of America, and expands disclosure about fair value measurements. FAS No. 157 applies under other accounting standards that require or permit fair value measurements. Accordingly, this statement does not require any new fair value measurement. FAS No. 157 is applicable to the Company from January 1, 2008. The adoption of FAS No. 157 did not have a material impact on its consolidated financial statements.
In February 2007, the FASB issued Statement of Financial Accounting Standards No. 159, "The Fair Value Option for Financial Assets and Financial Liabilities. FAS No. 159 permits entities to choose to measure many financial instruments and certain other items at fair value. The objective is to expand the use of fair value measurements in accounting for financial instruments. FAS No. 159 is effective to the Company from January 1, 2008. The adoption of FAS No. 159 did not have a material impact on its consolidated financial statements.
In December 2007, the FASB issued Statement of Financial Accounting Standards No. 160, "Non-controlling Interests in Consolidated Financial Statements –an Amendment of ARB No. 51". The objective of this Statement is to improve the relevance, comparability, and transparency of the financial information that a reporting entity provides in its consolidated financial statements related to the non-controlling interest held by others in entities that are

Tabular amounts expressed in thousands of US Dollars

reporting entity. The Company does not consolidate entities with material non-controlling interests and the provisions of FAS 160 are not expected to have a material impact on its consolidated results of operations and financial condition.

In March 2008, the FASB issued Statement of Financial Accounting Standards No. 161, "Disclosures about Derivative Instruments and Hedging Activities, an Amendment of FASB Statement No. 133" (Statement 161). Statement 161 requires entities to provide greater transparency about (a) how and why an entity uses derivative instruments, (b) how derivative instruments and related hedged items are accounted for under Statement 133 and its related interpretations, and (c) how derivative instruments and related hedged items affect an entity's financial position, results of operations, and cash flows. The Company does not expect the adoption of SFAS No. 161 to have a material impact on its consolidated financial statements.

In May 2008, the FASB issued Statement of Financial Accounting Standards No. 162, “the Hierarchy of Generally Accepted Accounting Principles” (“FAS 162”) which identifies the sources of accounting principles and the framework for selecting the principles to be used in the preparation of financial statements of nongovernmental entities that are presented in conformity with U.S. generally accepted accounting principles. FAS No. 162 was effective November 15 2008. The Company does not expect the adoption of FAS No. 162 to have a material impact on its consolidated financial statements.

4. Inventories

	2008	2007
Metal inventory	$ 3,563	$ 954
Materials and supplies	1,936	2,183
	$ 5,499	$ 3,137

Metal inventory consists of 554 oz of gold held at Kalana mine site and 3,289 oz held to the credit of the company’s gold bullion account in Switzerland. The high stock level of gold bullion held in Switzerland resulted from the Company decision to hold the gold bullion to meet the forward gold sale requirements in January 2009 as there was very little gold production from the Kalana mine in December due to the breakdown of the winder gearbox. There were no material amounts of gold in work in progress or held in sand and ore stockpiles. The gold was valued at cost of $711/oz (2007: $458 per oz.)

5. Property, Plant and Equipment

Tabular amounts expressed in thousands of US Dollars

	Mine acquisition costs	Capitalized Development	Fixed Assets	Total
Cost				
Balance December 31, 2006	$ 3,436	$ 15,213	$ 6,736	$ 25,385
Additions	13	3,201	1,589	4,803
Balance December 31, 2007	3,449	18,414	8,325	30,188
Additions	6	1,131	645	1,782
Balance December 31, 2008	$ 3,455	$ 19,545	$ 8,970	$ 31,970
Accumulated Depreciation				
Balance December 31, 2006	$ 345	$ 1,012	$ 2,032	$ 3,389
Expense for year	195	755	825	1,775
Balance December 31, 2007	540	1,767	2,857	5,164
Expense for year	165	956	529	1,650
Balance December 31, 2008	$ 705	$ 2,723	$ 3,386	$ 6,814
Net Book Value				
December 31, 2007	$ 2,909	$ 16,647	$ 5,468	$ 25,024
December 31, 2008	$ 2,750	$ 16,822	$ 5,584	$ 25,156

All property, plant and equipment of the Company relates to the Kalana Mine in Mali except for corporate fixed assets which have a net book value of $24,000 at December 31, 2008 (2007 - $41,000).

6. Accounts Payable and Accrued Liabilities

	2008	2007
Trade creditors	$ 954	$ 1,136
Tax creditor	1,324	1,120
Accrued expenses	1,882	1,797
Interest payable to related parties	286	406
Current portion of long-term debt	2,880	880
	$ 7,326	$ 5,339

7. Notes Payable – long term

	2008	2007
Convertible loan notes	$ 10,941	$ 10,941
	$ 10,941	$ 10,941

The long term debt of the Company consists entirely of shareholder loans provided by Elliott and Fern, the major shareholders of Avnel (the "Shareholder Loans"). At June 30, 2005 an aggregate principal amount of $19,255,000 of the Shareholder Loans, together with accrued interest thereon in the amount of $2,627,000, was converted into equal amounts of common shares (see Note 9) and convertible loan notes with an aggregate principal amount of $10,941,000.

Each convertible loan note is convertible by the holder into common shares of the Company at Cdn$0.898299 per share at any time prior to the close of business of the Company on the fifth business day prior to June 30, 2010. The number of shares issuable on conversion is equal to the principal amount to be converted divided by the U.S. Dollar equivalent of Cdn$0.898299. The U.S Dollar equivalent is derived by reference to the Bank of Canada noon rate on the date of conversion. The total number of common shares that could be issued if all the loan notes are converted is dependent on the U.S. Dollar to Canadian Dollar exchange rate. Using the Bank of Canada noon rate as of December 31, 2008, this would equate to 14,893,320 common shares.

The convertible loan notes bear interest at the six month U.S. LIBOR plus 2% payable bi-annually. The Company may elect to pay the interest in common shares in lieu of cash. The numbers of shares payable in lieu of interest is calculated by dividing the cash value of the interest payable by the U.S. Dollar equivalent of the 20-day weighted average trading price of the common shares with the last day being five trading days before the interest payment date. During 2008, the Company issued 2,999,986 common shares (2007: 1,159,731 common shares) of the Company in settlement of accrued interest of $769,657 (2007: $836,671).

Subsequent to the end of the year the Company issued 5,277,817 common shares of the Company in settlement of the $135,761 interest and paid cash of $150,693 totalling $286,453 of interest accrued at December 31, 2008.

Upon maturity, the Company may elect to repay the outstanding principal amount in common shares at Cdn$0.898299 per share if the 40-day weighted average trading price of the common shares prior to the conversion date is equal to the Canadian Dollar equivalent of $1.20. The term of the convertible loan notes is five years with a maturity date of June 30, 2010.

The Company has term loans provided by Elliott and the Fern Trust with an aggregate principal of $879,673. The loans mature on December 31, 2009 and bear interest at a rate of 8% per annum, payable bi-annually. During 2008, the Company paid an amount of $70,567 (2007: $70,374) in settlement of the interest on term loans.

The Company has a secured $3,000,000 bridge loan facility arranged with an affiliate of Elliott which has aggregate principal of $2,000,000 drawn at December 31, 2008. The loans mature on December 31, 2009 and bear interest at a rate of 10% per annum, payable bi-annually. During 2008, the Company paid an amount of $108,611 in settlement of the interest on term loans.

8. Retirement and rehabilitation obligations

During 2006, the Company commissioned an environmental report by an independent party. This estimated an increase in estimated cash flow for the retirement and rehabilitation of Kalana Mine from $1,000,000 to $2,236,000. The increase in fair value was estimated at $325,000. The environmental liability is based on the work required to be carried out on the tailings facilities to ensure stabilisation of the facility and re-vegetation of the tailings surface area, the capping of the underground shafts and the reclamation of plant, workshops and buildings where appropriate. The area disturbed by mining operations will then be re-vegetated. There will then be an ongoing monitoring of the water quality and re-vegetation programmes.

The Company has used a credit-adjusted risk-free rate of 8.5% to discount future cash flows in arriving at the fair value of its asset retirement and rehabilitation obligations. This is also the rate at which shareholders advanced funds to the Company in 2004. The company still considers that 8.5% is an appropriate credit-adjusted risk-free rate.

A reconciliation of the asset retirement obligation carrying amounts is shown below:

Tabular amounts expressed in thousands of US Dollars

Asset retirement obligation as at December 31, 2006	**$**	**774,000**
Accretion expenses recorded in 2007		66,000
Asset retirement obligation as at December 31, 2007	**$**	**840,000**
Accretion expenses recorded in 2008		71,000
Asset retirement obligation as at December 31, 2008	**$**	**911,000**

9. Share Capital

Avnel's authorized share capital consists of an unlimited number of common shares of no par value. The total number of common shares issued is shown in the Statement of Changes of Stockholders' Equity.

On June 30, 2005, the Company completed its initial public offering with the issue of 12,393,605 units (the "Units") of the Company at a price of Cdn$0.76 per Unit. Each Unit consisted of one common share (the "Common Shares") of Avnel and one-half of one Common Share purchase warrant, each whole Common Share purchase warrant entitled the holder to purchase one Common Share (the "Warrant Shares") at a price of Cdn$1.06 per Warrant Share at any time before 5p.m. on June 30, 2010.

The Company granted the Agents of the IPO a non-transferable option to purchase 279,666 Units at the offer price up to June 30, 2007. All of the Units granted to the Agents of the IPO have now expired without being exercised.

As discussed in Note 7 above, Shareholder Loans together with accrued interest thereon in the total amount of $10,941,000 were converted into 34,800,000 common shares on June 30, 2005.

On November 29, 2005 the Company completed a private placement of 7,936,000 units at Cdn$1.00 per unit, each unit comprising one common share and one common share purchase warrant, which was exercisable for two years at Cdn$1.30 per share. All of the warrants granted during the completion of the private placement have now expired without being exercised.

The Company granted the Agents of the private placement offering a non-transferable option to purchase 558,600 units at the offer price up to May 29, 2007. All of the units granted to the Agents of the private placement have now expired without being exercised.

On February 7, 2007, the Company announced that it was issuing rights to subscribe for additional common shares to eligible shareholders. The Company issued to shareholders one right for every common share held. The shareholder was able to subscribe for one common share for every eight rights held for a purchase price of Cdn$0.50. The Company raised gross proceeds of Cdn$3,541,635 ($3,005,000) and issued 7,083,270 common shares. Elliott entered into a stand-by agreement with the Company pursuant to which Elliott agreed to purchase, or arrange the purchase of all common shares issuable on the exercise of rights which were not acquired by other holders of rights.

The exercise price of the rights was at less than 90% of the market value of the shares. This has triggered the anti-dilutive provisions in the warrant and convertible loan note agreements leading to a change in exercise price and number of common shares issuable as shown in the tables below:

	Exercise Price	
	Pre-rights issue	As at December 31, 2008 Cdn$

Tabular amounts expressed in thousands of US Dollars

	Cdn$	
Warrants issued through the IPO on June 30, 2005	1.06	1.007654
Convertible Loan Notes	0.95	0.898299
Minority shareholder warrants ("A1" warrants)	0.275(US$)	0.260034 (US$)

	Common Shares Issuable	
	Pre-rights issue	As at December 31, 2008
Warrants issued through the IPO on June 30, 2005	6,196,801	6,518,713
Minority shareholder warrants	1,485,400	1,414,038

On April 14, 2008 the Company completed a re-financing with its principal shareholders, Elliott International, L.P. ("**Elliott International**") and certain of its affiliates, (collectively "**Elliott**"), and the Fern Trust, and two other Avnel shareholders. A non-brokered private placement of 6,542,857 ordinary shares in the capital of Avnel (the "**Offering**") was made to Elliott International and The Liverpool Limited Partnership, an affiliate of Elliott International, and two other Avnel shareholders, at a price of $0.35 per ordinary share for gross proceeds of CDN$2,290,000 (US$2,231,000).

The details of the common shares issued and outstanding are as follows:

Common shares issued and outstanding as at December 31, 2006	**56,123,528**
Issued in lieu of interest due on convertible loan notes	1,159,731
Issue of common stock for cash	7,083,270
Common shares issued and outstanding as at December 31, 2007	**64,366,529**
Issued in lieu of interest due on convertible loan notes	2,999,986
Issue of common stock for cash	6,542,857
Common shares issued and outstanding as at December 31, 2008	**73,909,372**

Tabular amounts expressed in thousands of US Dollars

A summary of options or rights to purchase common shares of Avnel is shown in the following tables

	As at December 31, 2006	Rights issue	Forfeited or expired	Granted	Other (6)	As at December 31, 2007
Warrants issued through the IPO on June 30, 2005	6,196,801	321,912	-	-	-	**6,518,713**
Warrants issued through the Private Placement on November 29, 2005	7,936,000	456,748	(8,392,748)	-	-	**-**
Agents' warrants related to the IPO (4)	419,499	21,792	(441,291)	-	-	**-**
Broker's warrants related to the private placement (5)	1,117,200	58,036	(1,175,236)	-	-	**-**
Minority shareholder warrants (2)	1,485,400	-	-	-	(74,358)	**1,411,042**
Convertible loan notes (1)	13,433,235	773,141	-	-	(2,171,637)	**12,034,739**
Stock Option Plan (3)	1,599,000	-	(175,000)	300,000	-	**1,724,000**
CEO Compensation Option (3)	2,500,000	-	-	-	-	**2,500,000**
Options or rights to purchase common shares	**34,687,135**	**1,631,629**	**(10,184,275)**	**300,000**	**(2,245,995)**	**24,188,494**

	As at December 31, 2007	Rights issue	Forfeited or expired	Granted	Other (6)	As at December 31, 2008
Warrants issued through	6,518,713	-	-	-	-	**6,518,713**

Tabular amounts expressed in thousands of US Dollars

the IPO on June 30, 2005

Minority shareholder warrants (2)	1,411,042	-	-	-	-	**1,411,042**
Convertible loan notes (1)	12,034,739	-	-	-	2,858,581	**14,893,320**
Stock Option Plan (3)	1,724,000	-	(900,000)	2,050,000	-	**2,874,000**
CEO Compensation Option (3)	2,500,000	-	-	-	-	**2,500,000**
Options or rights to purchase common shares	**24,188,494**	**-**	**(900,000)**	**2,050,000**	**2,858,581**	**28,197,075**

Notes to the table

1. See note 7 to the financial statements
2. See note 1 to the financial statements of the Company pursuant to which Avnel granted to the minority shareholder two warrants providing, respectively, a right to acquire (i) 1,050,000 common shares at $0.275 and (ii) three percent of the aggregate number of Common Shares which are issuable upon the conversion of the convertible loan notes issued to Elliot and Fern at an exercise price equal to that of the convertible loan notes
3. See note 13 to the financial statements
4. Comprises 279,666 units, each unit being a warrant to purchase one common share and one half of one common share purchase warrant
5. Comprises 558,600 units, each unit being a warrant to purchase one common share and one common share purchase warrant
6. Both the convertible loan notes and part of the minority shareholder warrant are denominated in U.S. dollars. The number of shares in to which the instruments can be converted is dependant on the exchange rate between the U.S. dollar and the Canadian dollar.

10. Commitments and Contingencies

The Company has entered into operating leases for office space and equipment with a company related to Fern. Pursuant to these leases which expire in June 2012, future minimum payments will amount to £265,000 up until the end of the lease, which at the 2008 year end exchange rate, is equivalent to $384,000 per annum.

The Company has entered into an operating lease for an office building in Bamako, Mali. The lease expires in June 2009. The remaining commitment at December 31, 2008 is $6,000.

11. Fair Value Accounting

In October 2008, the FASB issued FSP No FAS 157-3 to provide guidance on how fair value of a financial asset is to be determined when the market for that financial asset is inactive. FAS 157 establishes three levels of the fair value hierarchy as follows:

Level 1 Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.

Level 2 Quoted prices in markets that are not active, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability.

Level 3 Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable.

Tabular amounts expressed in thousands of US Dollars

The following table sets out the financial assets and liabilities measured at fair value at December 31, 2008 by level within the fair value hierarchy.

$'000	Total	Level 1	Level 2	Level 3
Assets				
Cash equivalents	277	277	-	-
Forward Gold sale	454	-	454	-
	731	277	454	-
Liabilities				
Trade payables	954	954	-	-
Short term debt	2,880	-	2,880	-
Long term debt	10,941	-	10,941	-
	14,775	954	13,821	-

The cash and cash equivalents and trade payables are classified as level 1 of the fair value hierarchy because they are valued using current market prices.

The mark to market value of the forward sales agreement and short and long term debt are classified as level 2 of the fair view hierarchy because the contracts are not traded in the market but the carrying amounts approximate fair value based on the maturity of the instruments and the debt bears interest at market rates.

The Company does not acquire, hold or issue financial instruments for trading purposes. The estimated fair values of the Company's financial instruments approximate carrying values at December 31, 2008.

In March 2008, the Company entered into a forward sale contract for 10,000 ounces of gold at an average price of $956 per ounce. The Company believes that these forward sales qualified as normal sales contracts under FAS 133 and recorded the revenues when the gold sold forward was delivered. These forward sales agreements were entered into with Elliott, one of the shareholders of the Company. At December 31, 2008, the mark to market value of the Company's forward sales agreement at a spot gold price of $865/oz was $454,000.

The credit risk in relation to financial instruments is the risk that a third party might fail to fulfil its performance obligations under the terms of a financial instrument. The Company holds the majority of its cash and cash equivalents at large, reputable financial institutions. For forward sales, when the mark-to-market value is positive, this creates credit risk. When the mark-to-market value of a forward sale is negative, there is minimal credit risk. A table showing the concentration of credit risk as at December 31, 2008 is shown in the following table.

	United Kingdom	Mali	Total
Cash and cash equivalents	$ 36	$ 241	$ 277
Number of counterparties	1	1	2

12. Related Party Transactions

As described in note 10, the Company has entered into operating leases for office space and equipment with Fern. Rent expense amounted to $153,000 (2007: $138,000; 2006: $109,000) and the amount outstanding at December 31, 2008 $384,000 (2007: nil). The rental payments are denominated in Sterling so the U.S. Dollar amount payable is subject to fluctuation with the movement in exchange rates between Sterling and the U.S. Dollar.

As described in note 11, the company has entered into forward sales agreements with a shareholder. Metal revenue includes $5,002,000 from forward sales agreements (2007: $3,029,000; 2006: $5,286,000) and the amount outstanding at December 31, 2008 was $4,563,000 (2007: nil; 2006: nil).

SOMIKA purchased $466,000 of explosives during 2008 (2007: $451,000; 2006: $276,000) from African Explosives Limited ("AEL"). Mr. Ibrahim Kantao, a director of Avnel and SOMIKA, is also the Director-General of AEL Mali.

The Company received shareholder loans as described in Note 7.

13. Employee Stock Based Compensation

(i) The Stock Option Plan

On February 23, 2005, the board of directors of Avnel adopted the Company's Stock Option Plan (the "Plan") effective upon the completion of the IPO Offering of June 30, 2005. The Plan was adopted by the board of directors in order to have a stock option plan which complies with the rules and policies of the Toronto Stock Exchange in place upon completion of the IPO Offering. Under the terms of the Plan, options can be granted to directors, employees or consultants of the Company. Other than the vesting date which can be determined by the Board of the Company as it sees appropriate, the terms and conditions applicable to the consultants' options are the same as for directors and employees. The maximum number of Common Shares reserved for issuance under the Plan is 6,436,653. Options granted under the Plan are subject to the following terms and conditions:
On 29 May 2008 the Company's Stock Option plan was re-approved.

(a) the maximum number of common shares which may be reserved for issuance under the Plan, together with any other compensation arrangement of the Company, to insiders shall not exceed 5% of the outstanding common shares, and to any one insider and such insider's associates in any 12 month period shall not exceed 5% of the outstanding common shares. Under the Plan the maximum number of common shares reserved for issuance to any one person shall be 5% of the outstanding common shares at the date of issuance.

(b) The exercise price of an option shall not be lower than the closing price of the common shares on the TSX on the day immediately preceding the day of grant of such option.

(c) The Board of the Company shall determine the time during which any options may vest and the method of vesting or that no vesting restriction shall exist.

(d) Options shall have a maximum term of ten years from the date of the grant, subject to any limits of any law or other regulatory body having jurisdiction.

(e) Unless otherwise determined by the Board of the Company, an option will terminate 90 days after an optionee ceases to be an eligible participant (i.e. upon ceasing to be a director, officer or consultant of the Company).

(f) In the event of the death of an eligible participant, the option will be exercisable, unless by its terms it sooner terminates or expires, within 90 days following such death by the persons to whom the eligible participant's rights, under the Plan, pass by will or the laws of descent and distribution, and

(g) Options are non-transferable without the consent of the Company's Board.

Tabular amounts expressed in thousands of US Dollars

Generally, other than options that vest on the grant date, the period from grant date to vesting is between one and three years.

(ii) The CEO Compensation Option

On February 23, 2005, Avnel granted to Roy Meade, Chief Executive Officer of Avnel, an option (the "CEO Compensation Option") to acquire up to 2.5 million common shares of Avnel at an exercise price per share of the Canadian Dollar equivalent of US$0.275. One third of the option was exercisable on June 30, 2005, one-third on February 23, 2006 and the remaining one-third was exercisable on February 23, 2007. The maximum number of options that can be issued under the CEO Compensation Option is 2.5 million. As at December 31, 2007, none of these options had been exercised. Mr. Meade's entitlement to any unexercised portion of the CEO Compensation Option will terminate in the event he leaves employment of Avnel at his own volition prior to the exercise date. The CEO Compensation Options do not form part of Avnel's Stock Option Plan. Mr Mead was appointed Director Mining on 1 January 2009 and the changes to the terms of these options will be put to shareholder approval in 2009 Annual General Meeting.

At the time of the Company's reorganization referred to in Note 1, the CEO Compensation Option was granted to replace the existing arrangement between Mr Meade and Avnel Cayman in September 2003 under which no compensation was recorded as performance conditions were not met.

(iii) Summary of Options Granted

The fair value of the options for both the stock option plan and the CEO Compensation Option has been estimated using the Binomial option model with the following assumptions:

Risk-free interest rate	3.5% - 4.2%
Expected option term	10 years
Expected volatility	40% - 74%
Expected dividend yield	Nil%

The maximum expected option term of ten years has been used as Avnel does not have any previous history of issuing options and has no reason to conclude that a shorter term is more appropriate. The interest rate assumptions used are available by reference to Canadian market data. Credifinance, the Company's advisors for the initial public offering, estimated the volatility of Avnel by reference to their proprietary databases of similar companies as being 40%. This figure was accepted by Avnel, and has been used to calculate the fair value of options as there was insufficient trading data for the Company's shares.

Using these assumptions the total value of the options granted amounts to $1,904,376. For the year ended December 31, 2008 administration expense includes compensation expense of $182,000 (2007- $225,000) and the corresponding amount has been credited to Additional Paid in Capital.

The table below summarizes the options granted and outstanding at December 31, 2008.

	Shares	Weighted average exercise price	Weighted average remaining contractual term	Aggregate Intrinsic Value
Stock Option Plan				

Outstanding at December 31, 2006	1,599,000	$	0.65	8.7	$	116
Granted	300,000	$	0.69	-		-
Exercised	-		-	-		-
Forfeited	175,000	$	0.64	-		-
Expired	-		-	-		-
Outstanding at December 31, 2007	1,724,000	$	0.65	8.0	$	-
Granted	2,050,000	$	0.45			
Exercised	-					
Forfeited	900,000	$	0.64			
Outstanding at December 31, 2008	2,874,000	$	0.50	8.6	$	-

CEO Compensation Option						
Outstanding at December 31, 2006	2,500,000	US$	0.28	8.1	$	1,134
Granted	-		-	-		-
Exercised	-		-	-		-
Forfeited	-		-	-		-
Expired	-		-	-		-
Outstanding at December 31, 2007	2,500,000	US$	0.28	7.1	$	451
Granted	-		-	-		-
Exercised	-		-	-		-
Forfeited	-		-	-		-
Expired	-		-	-		-
Outstanding at December 31, 2008	2,500,000	US$	0.28	6.1		-
Exercisable at December 31, 2008	2,500,000	US$	0.28	6.1		-

A summary of the status of the Company's non-vested share options as of December 31, 2008, and changes during the years ended December 31, 2008 and December 31, 2007 is presented below.

	Shares	Weighted average grant-date fair value		Actual grant-date exercise price range	
Stock Option Plan					
Non-vested at December 31, 2006	900,000	C$	0.54	C$	0.76-0.91
Granted	300,000	C$	0.50	C$	0.76
Vested	(300,000)	C$	0.53	C$	0.76
Forfeited	(100,000)	C$	0.53	C$	0.76
Non-vested at December 31, 2007	800,000	C$	0.53	C$	0.76
Granted	2,050,000	C$	0.06	C$	0.45
Vested	(2,450,000)	C$	0.18	C$	0.45-0.76
Forfeited	(900,000)	C$	0.44	C$	0.45-0.91
Non-vested at December 31, 2008	-	C$	-	C$	-
CEO Compensation Option					
Non-vested at December 31, 2006	(833,334)	C$	0.38		

Granted	-		-
Vested	(833,334)	C$	0.38
Forfeited	-		-
Non-vested at December 31, 2007	-		-
Granted	-		-
Vested	-		-
Forfeited	-		-
Non-vested at December 31, 2008	-		-

14. Provision for taxes based on income

The Company has income tax expense for the years ended December 31, 2008, 2007 and 2006 resulting from taxable income in companies which cannot be offset by losses incurred in other companies which operate in different tax jurisdictions.

The Company's statutory income tax rate for the years ended December 31, 2008, 2007 and 2006 is nil in the jurisdictions of Guernsey and the Cayman Islands in which the Company and Avnel Cayman are incorporated.

	2008	2007	2006
Statutory tax rate applied to pre-tax loss representing			
Income tax benefit of loss before tax	$ Nil	$ Nil	$ Nil
Reconciling item:			
Foreign tax charges	2	1	5
Income tax expense	$ 2	$ 1	$ 5

The components of deferred income taxes, net as of December 31 2008, 2007 and 2006, are as follows (in thousands):

Deferred taxes:	2008	2007	2006
Property, plant and equipment	1,076	342	905
Net operating loss and credit carryforwards	(2,967)	(3,596)	(5,970)
	1,892	3,254	5,065
Valuation allowance	(1,892)	(3,254)	(5,065)
Total deferred taxes	Nil	Nil	Nil

No other deferred tax assets and liabilities resulting from temporary differences in recognition of income and expenses for tax and financial reporting purposes existed at December 31, 2008, 2007 or 2006.

The provision for income taxes for the years ended December 31, 2008, 2007 and 2006 result in effective tax rates of (0.1)%, (0.1)% and (0.2)%, respectively.

15. Canadian Generally Accepted Accounting Principles

Canadian Generally Accepted Accounting Principles ("Canadian GAAP") vary in certain respects from U.S. GAAP. The effect of the principal measurement differences on the Company's consolidated financial statements are described below.

Tabular amounts expressed in thousands of US Dollars

Convertible Loan Notes

Under Canadian GAAP, the Company's convertible loan notes would be recorded in part as debt and in part as shareholders' equity, rather than entirely as debt as considered under U.S. GAAP. The amount recorded as debt represents the present value of future interest and principal amounts of the notes. The amount will be accreted to the face value of the notes over the term to maturity through periodic charges to interest expense.

Under Canadian GAAP, the convertible loan notes liability would originally decrease by $916,000, and other paid in capital, included in shareholders' equity, would increase by $916,000.

The following table presents the net loss and loss per share following Canadian GAAP:

	2008	2007	2006
Net loss under US GAAP	$ (3,457)	$ (904)	$ (2,675)
Accretion of convertible notes	(183)	(183)	(184)
Net loss under Canadian GAAP	(3,640)	(1,087)	(2,859)
Net loss per share under Canadian GAAP	$ (0.05)	$ (0.02)	$ (0.05)

16. Contingent Liability

The three year period Malian tax audit on SOMIKA for years ended 2005, 2006 and 2007 was carried out during the year. The tax audit resulted in a report received in November 2008 from the tax inspector disputing various tax items including tax allowances on interest, withholding tax on foreign suppliers and VAT exemption. Management has taken internal and external advice on these issues and have been in discussion with all parties involved, and is unable to estimate the amount of any potential loss at this time. However management believe that no material tax liability exists at the balance sheet date.