

Financial Statements of

ICON INDUSTRIES LIMITED

Year ended December 31, 2006

Report Date – March 20, 2007

AUDITORS' REPORT

To the Shareholders of
Icon Industries Limited

We have audited the balance sheets of Icon Industries Limited as at December 31, 2006 and 2005 and the statements of operations and deficit and cash flows for the years then ended. 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 Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2006 and 2005 and the results of its operations and its cash flows for the years then ended in accordance with Canadian generally accepted accounting principles.

"DAVIDSON & COMPANY LLP"

Vancouver, Canada

Chartered Accountants

March 20, 2007

A Member of **SC INTERNATIONAL**

ICON INDUSTRIES LIMITED
BALANCE SHEETS
AS AT DECEMBER 31

	2006	2005
ASSETS		
Current		
Cash	\$ 342	\$ 17,019
Receivables	4,130	19,985
	4,472	37,004
Mineral property investment (Note 3)	754,042	693,709
Equipment (Note 4)	1,419	1,959
	\$ 759,933	\$ 732,672
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current		
Accounts payable and accrued liabilities	\$ 210,400	\$ 203,792
Shareholders' equity		
Share capital (Note 5)	10,785,886	10,755,136
Share subscriptions receivable (Note 5)	-	(125,000)
Contributed surplus (Note 5)	153,078	93,449
Deficit	(10,389,431)	(10,194,705)
	549,533	528,880
	\$ 759,933	\$ 732,672

Nature and continuance of operations (Note 1)

Commitments and contingencies (Notes 3 and 5)

Subsequent events (Note 10)

On behalf of the Board:

Signed "T. Barry Coughlan" _____ Director Signed "William S. Harper" _____ Director

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

ICON INDUSTRIES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2006

	2006	2005
EXPENSES		
Accounting and audit	\$ 14,812	\$ 29,817
Advertising and promotion	1,167	1,380
Amortization	540	721
Consulting fees	-	11,100
Legal	1,949	5,307
Management fees	60,000	60,000
Office and miscellaneous	4,210	22,503
Rent	1,072	23,473
Stock-based compensation	59,629	42,138
Transfer agent and regulatory fees	23,591	13,773
Travel and accommodation	3,201	32,199
	(170,171)	(242,411)
OTHER ITEMS		
Interest income	1,445	1,268
Write-down of mineral property (Note 3)	(26,000)	-
Write-off of deferred costs (Note 3)	-	(4,990)
Loss before income tax recovery	(194,726)	(246,133)
Income tax recovery (Note 9)	-	212,271
Loss for the year	(194,726)	(33,862)
Deficit, beginning of year	(10,194,705)	(10,160,843)
Deficit, end of year	\$ (10,389,431)	\$ (10,194,705)
Basic and diluted loss per common share	\$ (0.02)	\$ (0.01)
Weighted average number of common shares outstanding	9,739,370	8,384,740

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

ICON INDUSTRIES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2006

	2006	2005
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss for the year	\$ (194,726)	\$ (33,862)
Items not affecting cash:		
Amortization	540	721
Stock-based compensation	59,629	42,138
Write-down of mineral property	26,000	-
Write-off of deferred costs	-	4,990
Income tax recovery	-	(212,271)
Changes in non-cash working capital items:		
Receivables	15,855	34,209
Prepaid expenses and deposits	-	64,900
Accounts payable and accrued liabilities	39,973	44,591
Cash used in operating activities	(52,729)	(54,584)
CASH FLOWS FROM INVESTING ACTIVITIES		
Expenditures on mineral property investment	(88,948)	(227,075)
Acquisition of equipment	-	(250)
Cash used in investing activities	(88,948)	(227,325)
CASH FLOWS FROM FINANCING ACTIVITIES		
Share subscriptions received	125,000	-
Capital stock issued	-	2,600
Cash from financing activities	125,000	2,600
Change in cash during the year	(16,677)	(279,309)
Cash position, beginning of year	17,019	296,328
Cash position, end of year	\$ 342	\$ 17,019

Supplemental disclosure with respect to cash flows (Note 8)

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

ICON INDUSTRIES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2006

1. NATURE AND CONTINUANCE OF OPERATIONS

The Company is a public company listed on Tier 2 of the TSX Venture Exchange. The Company is in the business of acquiring, exploring and developing mineral resource properties, primarily in the gold industry.

These financial statements have been prepared in accordance with Canadian generally accepted accounting principles with the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation. Continued operations of the Company are dependent on the Company's ability to receive continued financial support, complete public equity financings, or generate profitable operations in the future.

	2006	2005
Deficit	\$ (10,389,431)	\$ (10,194,705)
Working capital (deficiency)	(205,928)	(166,788)

2. SIGNIFICANT ACCOUNTING POLICIES

Use of estimates

The preparation of financial statements in accordance with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the year. Actual results could differ from these estimates.

Equipment and amortization

Equipment is recorded at cost and amortization is calculated using the following annual rates and methods:

Office equipment and furniture	20% declining balance
Computer equipment	30% declining balance

Mineral properties

All costs related to the acquisition, exploration and development of mineral properties are capitalized by property. If economically recoverable ore reserves are developed, capitalized costs of the related property are reclassified as mining assets and amortized using the unit of production method. When a property is abandoned, all related costs are written off to operations. If, after management review, it is determined that the carrying amount of a mineral property is impaired, that property is written down to its estimated net realizable value. A mineral property is reviewed for impairment whenever events or changes in circumstances indicate that its carrying amount may not be recoverable.

The amounts shown for mineral properties do not necessarily represent present or future values. Their recoverability is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development, and future profitable production or proceeds from the disposition thereof.

The Company becomes eligible from time to time for non-repayable government grants in connection with exploration expenditures on its mineral property. These grants are recorded as a reduction in deferred exploration costs when there is reasonable assurance that i) the Company has complied with all conditions necessary to obtain the grant and ii) the amount of the grant can be determined.

ICON INDUSTRIES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2006

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd...)

Asset retirement obligations

The Company recognizes the fair value of a liability for an asset retirement obligation in the year in which it is incurred when a reasonable estimate of fair value can be made. The carrying amount of the related long-lived asset is increased by the same amount as the liability.

Changes in the liability for an asset retirement obligation due to the passage of time will be measured by applying an interest method of allocation. The amount will be recognized as an increase in the liability and an accretion expense in the statement of operations. Changes resulting from revisions to the timing or the amount of the original estimate of undiscounted cash flows are recognized as an increase or a decrease in the carrying amount of the liability and the related long-lived asset.

As at December 31, 2006 and 2005, the Company had no asset retirement obligations.

Flow-through common shares

Canadian tax legislation permits a company to issue flow-through shares whereby the deduction for tax purposes relating to qualified resource expenditures is claimed by the investors rather than the Company. Recording these expenditures for accounting purposes gives rise to taxable temporary differences.

When flow-through expenditures are renounced, a portion of the future income tax assets that were not recognized in previous years, due to the recording of a valuation allowance, are recognized as a recovery of income taxes in the statement of operations.

Stock-based compensation

In connection with incentive stock options granted by the Company to its officers, directors, employees and consultants, an expense is recognized over the vesting period based on the estimated fair value of the options on the date of the grant as determined using the Black-Scholes option pricing model. The expense is charged to stock-based compensation and the offset is credited to contributed surplus. Cash received on exercise of incentive stock options is credited to capital stock.

Income taxes

Future income taxes are recorded using the asset and liability method. Under the asset and liability method, future tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Future tax assets and liabilities are measured using the enacted or substantively enacted tax rates expected to apply when the asset is realized or the liability settled. The effect on future tax assets and liabilities of a change in tax rates is recognized in income in the year that substantive enactment or enactment occurs. To the extent that the Company does not consider it more likely than not that a future tax asset will be recovered, it provides a valuation allowance against the excess.

Loss per common share

The Company uses the treasury stock method to compute the dilutive effect of options, warrants and similar instruments. Under this method the dilutive effect on loss per share is recognized on the use of the proceeds that could be obtained upon exercise of options, warrants and similar instruments. It assumes that the proceeds would be used to purchase common shares at the average market price during the year.

Basic loss per share is calculated using the weighted average number of common shares outstanding during the year.

ICON INDUSTRIES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2006

3. MINERAL PROPERTY INVESTMENT

	2006	2005
BERESFORD LAKE PROPERTY, MB		
ACQUISITION COSTS		
Cash payments	\$ 50,001	\$ 12,000
Common share issuances	30,750	-
	80,751	12,000
DEFERRED EXPLORATION EXPENDITURES		
Assaying	1,265	6,014
Consulting - geological	2,423	38,127
Contracted labour	-	5,200
Drilling	-	214,462
Equipment and rentals	285	4,400
Maps, photos, reproductions, and reports	-	4,578
Project administration	362	593
Supplies	15	2,296
Travel and accommodation	1,232	9,149
	5,582	284,819
COSTS FOR THE YEAR BEFORE RECOVERIES	86,333	296,819
RECOVERY OF COSTS DURING THE YEAR	-	(19,789)
NET COSTS FOR THE YEAR	86,333	277,030
WRITE-DOWN OF MINERAL PROPERTY	(26,000)	-
BALANCE, BEGINNING OF THE YEAR	693,709	416,679
BALANCE, END OF THE YEAR	\$ 754,042	\$ 693,709

Title to mineral properties involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mineral properties. The Company has investigated title to its mineral properties and, to the best of its knowledge, title to all of its properties are in good standing.

Beresford Lake Property

The Company acquired a 100% interest in the Beresford Lake Property (the "Property") near Bisset, Manitoba pursuant to an option agreement (the "Option") with Stephen Stares, Michael Stares, and Wayne Reid (collectively the "Optionors"). To acquire its 100% interest, the Company paid the Optionors \$82,001 and issued 300,001 common shares of the Company with a value of \$60,750. The Option also included a work commitment which the Company has met. The Property is subject to a 2% net smelter royalty ("NSR") with the Company having the right to purchase 1% of the NSR for \$1,000,000 with a first right of refusal to the remaining 1%. The Option contains a provision for the acquisition of additional claim units in an area of interest surrounding the Property.

The Option also contains a provision that if the Optionors acquired the rights to the Mirage Claim, which is located in close proximity to the Property, the Company would be required to pay \$4,000 and issue an additional 50,000 common shares in order to have that claim included in the Property. During the year ended December 31, 2004, the Company settled a dispute concerning the acquisition of an option on the Mirage Claim by issuing 15,000 common shares valued at \$9,000 to Peter Dunlop and then paid \$4,000 and issued 50,000 common shares valued at \$13,000 to complete the acquisition of the option on the Mirage Claim.

ICON INDUSTRIES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2006

3. MINERAL PROPERTY INVESTMENT (cont'd...)

Beresford Lake Property (cont'd...)

Also during the year ended December 31, 2004, the Company entered into a letter of intent with San Gold Resources Corporation ("San Gold") to acquire an option (the "MB4942 Option") on mineral claim #MB4942 (the "Claim") in Manitoba, paying San Gold \$10,000 and issuing 50,000 common shares with a value of \$16,000. In addition, in order to keep in good standing under the terms of the option and earn a 100% interest in the Claim, the Company was obligated i) to pay a total of \$200,000 and issue a total of 550,000 common shares to San Gold in stages over three years and ii) to spend a total of \$475,000 on exploration of the Claim in stages over four years. The Claim is subject to a 2% NSR in favor of San Gold with the Company having the right to purchase 1% of the NSR for \$1,000,000 with a first right of refusal to the remaining 1%. During the current year the MB4942 Option was abandoned and total related costs of \$26,000 were written off to operations.

During the year ended December 31, 2004, the Company paid \$9,016 to acquire six additional adjacent mineral claims to form part of the Property.

During the year ended December 31, 2005, the Company recorded \$19,789 as a recovery of costs in connection with the Manitoba Mineral Exploration Assistance Program, which refunds to the Company a portion of the exploration expenses incurred on the Property.

Proposed acquisition – Rio Negro mineral property

During the year ended December 31, 2004, the Company entered into a letter of intent (the "LOI") to acquire, subject to certain conditions precedent, all of the common shares of CORPONIQUÉL, SOCIEDAD ANONIMA ("CORPONIQUÉL"), a private company incorporated in Guatemala. CORPONIQUÉL's sole asset is a 100 % interest in the Rio Negro mineral property (the "Property") located in Guatemala, Central America.

Under the terms of the LOI, the Company had a one year period to complete the acquisition. The acquisition was not completed within this one year period and the rights granted to the Company pursuant to the LOI lapsed. Deferred costs related to the proposed acquisition, totaling \$4,990, were written off to operations during the year ended December 31, 2005.

4. EQUIPMENT

	2006		
	Cost	Accumulated Amortization	Net Book Value
Office equipment and furniture	\$ 2,332	\$ 1,945	\$ 387
Computer equipment	7,743	6,711	1,032
	<u>\$ 10,075</u>	<u>\$ 8,656</u>	<u>\$ 1,419</u>
	2005		
	Cost	Accumulated Amortization	Net Book Value
Office equipment and furniture	\$ 2,332	\$ 1,848	\$ 484
Computer equipment	7,743	6,268	1,475
	<u>\$ 10,075</u>	<u>\$ 8,116</u>	<u>\$ 1,959</u>

ICON INDUSTRIES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2006

5. SHARE CAPITAL AND CONTRIBUTED SURPLUS

	Number of Shares	Share Capital	Contributed Surplus
Authorized			
Unlimited common shares without par value			
Issued			
Balance, December 31, 2004	8,368,548	\$ 10,839,807	\$ 51,311
Issued during the year for:			
Cash – exercise of warrants	10,000	2,600	-
Cash – private placement	1,250,000	125,000	-
Income tax recovery on exploration expenditures renounced	-	(212,271)	-
Stock-based compensation	-	-	42,138
Balance, December 31, 2005	9,628,548	10,755,136	93,449
Issued during the year for:			
Mineral property investment	200,001	30,750	-
Stock-based compensation	-	-	59,629
Balance, December 31, 2006	9,828,549	\$ 10,785,886	\$ 153,078

Private placements

During the year ended December 31, 2005, the Company issued 312,500 units for total proceeds of \$125,000 pursuant to a non-brokered private placement. Each unit consisted of three flow-through common shares, three flow-through share purchase warrants, one non flow-through common share and one non flow-through share purchase warrant. Each flow-through share purchase warrant entitles the holder to acquire one flow-through common share for \$0.20 to December 30, 2006. Each non flow-through warrant entitles the holder to acquire one non flow-through common share at \$0.20 to December 30, 2006. The total proceeds of \$125,000 were recorded as subscriptions receivable at December 31, 2005 and were received in January, 2006.

Property acquisitions

During the year ended December 31, 2006, the Company issued common shares in connection with its mineral property as follows:

Month of issue	Number of shares	Issue price per share	Share Capital
April, 2006	150,000	\$0.16	\$ 24,000
October, 2006	50,001	\$0.135	6,750
Total	200,001		\$ 30,750

During the year ended December 31, 2005, no shares were issued in connection with its mineral property.

Escrow shares

Of the issued and outstanding capital stock, nil (2005 - 15,000) common shares are held in escrow and may not be released without regulatory approval.

ICON INDUSTRIES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2006

5. SHARE CAPITAL AND CONTRIBUTED SURPLUS (cont'd...)

Stock option plan

The Company has adopted a stock option plan (the "Stock Option Plan") under which it can grant up to a maximum of 1,925,709 options or 20% of the issued and outstanding shares of the Company at the date of grant, whichever is less. The purpose of the Stock Option Plan is to advance the interests of the Company by providing directors, officers and employees with a financial incentive for the continued improvement in the performance of the Company and encouragement for them to remain with the Company. The term of any option granted under the Stock Option Plan may not exceed 5 years. Options will, in general, vest as to 25% upon TSX Venture Exchange approval and 12.5% per quarter thereafter. No individual may hold options to purchase common shares of the Company exceeding 10% of the total number of common shares outstanding from time to time.

Options and warrants

Share purchase option and share purchase warrant transactions are as follows:

	Number of Options	Weighted Average Exercise Price (\$)	Number of Warrants	Weighted Average Exercise Price (\$)
Balance December 31, 2004	1,270,000	0.27	2,150,000	0.37
Transactions during the year:				
Granted/issued	-	-	1,250,000	0.20
Exercised	-	-	(10,000)	0.26
Cancelled/expired	(655,000)	0.30	(250,000)	0.50
Balance December 31, 2005	615,000	0.25	3,140,000	0.29
Transactions during the year:				
Granted/issued	1,000,000	0.15	-	-
Exercised	-	-	-	-
Cancelled/expired	-	-	(1,890,000)	0.35
Balance December 31, 2006	1,615,000	0.19	1,250,000	0.20
Number of share purchase options exercisable and weighted average exercise price at December 31, 2006	1,057,500	0.21		

During the year ended December 31, 2006, 1,000,000 options were granted to officers directors and consultants of the Company.

At December 31, 2006, incentive stock options and share purchase warrants were outstanding as follows:

	Number	Exercise Price (\$)	Expiry Date
Options	395,000	0.21	September 12, 2008
	220,000	0.31	July 14, 2009
	900,000	0.15	February 3, 2011
	100,000	0.15	September 25, 2011
Balance December 31, 2006	1,615,000		
Warrants	1,250,000	0.20	December 30, 2007
Balance December 31, 2006	1,250,000		

ICON INDUSTRIES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2006

5. SHARE CAPITAL AND CONTRIBUTED SURPLUS (cont'd...)

Options and warrants (cont'd...)

On December 21, 2006, the Company extended the expiry date of the 1,250,000 common share purchase warrants issued on December 30, 2005 which was scheduled to expire on December 30, 2006, for one year to December 30, 2007.

Stock-based compensation

For stock options granted to employees, officers, directors and consultants, the Company recognizes as an expense the estimated fair value of the stock options granted. The fair value of each stock option granted is estimated on the date of grant using the Black-Scholes option-pricing model.

For the year ended December 31, 2006 an expense of \$59,629 (2005-\$42,138) was recorded in the financial statements of the Company as stock-based compensation and the offset was credited to contributed surplus. The fair value of stock options granted was determined using the following assumptions:

	<u>Weighted Average</u>	
	<u>2006</u>	<u>2005</u>
Risk-free interest rate	3.98%	-
Expected life of options	5 years	-
Annualized volatility	85.09%	-
Dividend rate	-	-
Fair value per option granted	\$0.10	-

6. RELATED PARTY TRANSACTIONS

Related party transactions not elsewhere disclosed therein are:

The Company paid or accrued amounts to related parties during the year ended December 31 as follows:

	<u>2006</u>	<u>2005</u>
Accounting and financial fees to a director of the Company	\$ -	\$ 15,000
Geological consulting fees and expenses to companies controlled by directors of the Company	150	1,934
Legal fees expensed to a law firm controlled by a director of the Company	1,949	5,307
Management fees to a director and officer of the Company	60,000	60,000
Rent and office services to a company with directors in common with the Company	-	900

The amounts charged to the Company for the services provided have been determined by negotiation among the parties and, in certain cases, are covered by signed agreements. These transactions were in the normal course of operations and were measured at the exchange amount which is the amount of consideration established and agreed to by the related parties.

Included in accounts payable and accrued liabilities at December 31, 2006 is \$162,831 (2005 - \$117,313) owing to related parties for services rendered to the Company.

Included in receivables at December 31, 2006 is \$174 (2005 - \$3,281) owing from companies with common directors.

7. FINANCIAL INSTRUMENTS

The Company's financial instruments consist of cash, receivables and accounts payable and accrued liabilities. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency, or credit risk arising from these financial instruments. The fair value of these financial instruments approximates their carrying values, unless otherwise noted.

ICON INDUSTRIES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2006

8. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

	2006	2005
Cash paid for interest expense during the year	\$ -	\$ -
Cash paid for income taxes during the year	\$ -	\$ -

The significant non-cash transactions during the year ended December 31, 2006 were the issuance of 200,001 common shares with a value of \$30,750 towards the acquisition of the Beresford Lake Property (Note 3).

During the year ended December 31, 2005, there were no significant non-cash transactions.

Included in mineral property costs at December 31, 2006 is \$16,590 (2005 - \$49,955) incurred through accounts payable and accrued liabilities.

9. INCOME TAXES

Income tax expense (recovery) varies from the amount that would be computed by applying the combined federal and provincial income tax rate as follows:

	2006	2005
Loss before income tax recovery	\$ (194,726)	\$ (246,133)
Expected income tax recovery at statutory rates	\$ (70,335)	\$ (85,900)
Non-deductible expenses	31,242	16,699
Tax loss benefit (recognized) not recognized	39,093	(143,070)
Actual income tax recovery	\$ -	\$ (212,271)

The significant components of the Company's future tax assets are as follows:

	2006	2005
Net operating loss carry forwards	\$ 457,011	\$ 548,684
Capital loss carryforwards	106,933	120,282
Equipment and furniture	80,681	90,565
Cumulative exploration and development expenses	1,705,403	1,851,602
	2,350,028	2,611,133
Less: valuation allowance	(2,350,028)	(2,611,133)
Net future tax assets	\$ -	\$ -

The Company has incurred approximately \$1,474,000 of operating losses which, if unutilized, will expire through 2026. Subject to certain restrictions, the Company also has capital losses and resource exploration expenditures available to reduce taxable income of future years. Future tax benefits which may arise as a result of these losses and resource deductions have not been recognized in these financial statements, as their realization is not judged likely to occur.

ICON INDUSTRIES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2006

10. SUBSEQUENT EVENTS

Subsequent to December 31, 2006:

- a) The Company issued 542,246 common shares to settle accounts payable and accrued liabilities totaling \$81,337.
- b) The Company entered into an assignment agreement for the assignment of an option to acquire a 100% interest in certain mineral claims in the Otish Mountain area of Quebec. The assignor will be issued 500,000 common shares as consideration for the assignment. To earn its 100% interest the Company is required to pay \$250,000 and issue 1,000,000 common shares to the owner of the claims by the second anniversary of the agreement and incur exploration expenditures totaling \$1,000,000 by the third anniversary of the agreement. The claims are subject to a 2% NSR. The Company will have the right to purchase 50% of the NSR for \$1,000,000.
- c) The Company granted 100,000 incentive stock options to a director at an exercise price of \$0.41 per share for a period of five years.
- d) The Company announced a \$450,000 private placement by the issuance of 3,000,000 units (of which 1,000,000 units are flow-through) at \$0.15 per unit, each unit consisting of one common share and one share purchase warrant exercisable at \$0.30 for a two year period.