

Notice of No Auditor Review of Interim Financial Statements

Under National Instrument 51-102, "Continuous Disclosure Obligations", Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The company's external auditors, Collins Barrow Calgary LLP, have not performed a review of these financial statements.

Anglo Minerals Ltd.
Consolidated Balance Sheet
March 31, 2005

	March 31, 2005 <i>(unaudited)</i>	June 30, 2004 <i>(audited)</i>
Assets		
Current assets		
Cash	\$ 888,679	\$ 15,818
Accounts receivable	33,215	32,174
Prepaid expenses and deposit	<u>30,388</u>	<u>-</u>
	952,282	47,992
Due from an officer and director	-	1
Mineral properties and deferred costs (Schedule)	<u>383,321</u>	<u>577,447</u>
	<u>\$ 1,335,603</u>	<u>\$ 625,440</u>
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities	\$ 15,895	\$ 87,541
Due to an officer and director	480	-
Loans payable	<u>-</u>	<u>3,500</u>
	<u>16,375</u>	<u>91,041</u>
Shareholders' Equity		
Share capital (note 5)	1,916,078	1,867,078
Share subscriptions (note 5[d])	437,500	-
Contributed surplus	10,000	10,000
Deficit	<u>(1,044,350)</u>	<u>(1,342,679)</u>
	<u>1,319,228</u>	<u>534,399</u>
	<u>\$ 1,335,603</u>	<u>\$ 625,440</u>

Approved by the Board,

(signed) "Todd Montgomery", Director

(signed) "Randy Ludwar", Director

Anglo Minerals Ltd.

Consolidated Statement of Income and Deficit

(unaudited)

	Three Months Ended March 31,		Nine Months Ended March 31,		Cumulative from Inception on October 11,
	2005	2004	2005	2004	1994
Revenue					
Option payment	\$ 377,944	\$ -	\$ 377,944	\$ -	\$ 377,944
Interest income	<u>208</u>	<u>-</u>	<u>208</u>	<u>-</u>	<u>208</u>
	<u>378,152</u>	<u>-</u>	<u>378,152</u>	<u>-</u>	<u>378,152</u>
Expenses					
Advertising and promotion	-	-	-	-	35,665
Bank charges and other	90	1,646	1,166	5,145	44,438
Cost of impaired properties written off	-	7,500	-	12,487	708,444
Office	16,666	5,797	26,857	14,109	196,868
Professional fees	9,623	6,097	21,812	13,194	252,605
Salaries and consulting fees	12,772	4,564	29,508	9,211	184,920
Transfer agent costs	2,480	2,259	5,952	4,840	61,790
Travel	-	-	-	-	14,283
Amortization	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>2,500</u>
	<u>41,631</u>	<u>27,863</u>	<u>85,295</u>	<u>58,986</u>	<u>1,501,513</u>
Income before the following	336,521	(27,863)	292,857	(58,986)	(1,123,361)
Gain on disposal of investment in private company	-	-	-	-	56,446
Recovery of amount due from an officer and director	-	4,901	5,472	45,881	-
Gain on settlement of accounts payable	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>22,565</u>
Net income (loss)	336,521	(22,962)	298,329	(13,105)	<u><u>\$(1,044,350)</u></u>
Deficit, beginning of period	<u>(1,380,871)</u>	<u>(1,288,939)</u>	<u>(1,342,679)</u>	<u>(1,298,796)</u>	
Deficit, end of period	<u><u>\$(1,044,350)</u></u>	<u><u>\$(1,311,901)</u></u>	<u><u>\$(1,044,350)</u></u>	<u><u>\$(1,311,901)</u></u>	
Basic and diluted net income (loss) per share	<u><u>\$ 0.01</u></u>	<u><u>\$ 0.00</u></u>	<u><u>\$ 0.01</u></u>	<u><u>\$ 0.00</u></u>	
Weighted average number of shares outstanding:					
- voting	16,815,721	14,205,953	16,487,416	13,617,741	
- non-voting	<u>22,950,000</u>	<u>22,950,000</u>	<u>22,950,000</u>	<u>22,950,000</u>	
	<u>39,765,721</u>	<u>37,155,953</u>	<u>39,437,416</u>	<u>36,567,741</u>	

Anglo Minerals Ltd.

Consolidated Statement of Cash Flows

(unaudited)

	Three Months Ended March 31,		Nine Months Ended March 31,		Cumulative from Inception on October 11, 1994
	2005	2004	2005	2004	
Operating activities					
Net income (loss)	\$ 336,521	\$ (22,962)	\$ 298,329	\$ (13,105)	\$(1,044,350)
Items not involving cash					
Cost of impaired properties written off	-	7,500	-	12,487	708,444
Amortization	-	-	-	-	2,500
Gain on disposal of investment in private company	-	-	-	-	(56,446)
Recovery of amount due from an officer and director	-	(4,901)	(5,472)	(45,881)	-
Gain on settlement of accounts payable	-	-	-	-	(22,565)
Option payment received in excess of mineral property and deferred costs	(377,944)	-	(377,944)	-	(377,944)
	(41,423)	(20,363)	(85,087)	(46,499)	(790,361)
Changes in non-cash working capital balances relating to operating activities (note 7)	(90,632)	(75,500)	(72,687)	(69,040)	35,743
	(132,055)	(95,863)	(157,774)	(115,539)	(754,618)
Financing activities					
Advances (repayment of advances) from an officer and director	(1,912)	-	481	-	481
Repayment of loans payable	(3,500)	-	(3,500)	-	-
Repayment of advances from related parties	-	-	-	(2,600)	-
Proceeds on issuance of shares	462,500	100,000	487,500	100,000	1,968,692
Share issuance costs	-	-	(1,000)	-	(123,237)
Repayment on cancellation of common shares	-	-	-	-	(26,992)
Redemption of share capital	-	-	-	-	(25,000)
	457,088	100,000	483,481	97,400	1,793,944
Investing activities					
Acquisition of investment in private company	-	-	-	-	(41)
Proceeds on disposal of investment in private company	-	-	-	-	56,487
Repayment of advances to an officer and director, net	-	4,901	5,472	45,881	-
Additions to mineral properties and deferred costs, net of recoveries	(383,589)	(1,068)	(388,589)	(19,100)	(1,691,425)
Proceeds on disposal of mineral properties and deferred costs	960,659	(7,500)	960,659	23,500	1,527,402
Organization costs	-	-	-	-	(2,500)
Changes in non-cash working capital balances relating to investing activities (note 7)	(30,388)	7,500	(30,388)	(22,500)	(40,570)
	546,682	3,833	547,154	27,781	(150,647)
Cash inflow	871,715	7,970	872,861	9,642	888,679
Cash (bank indebtedness), beginning of period	16,964	1,487	15,818	(185)	-
Cash, end of period	\$ 888,679	\$ 9,457	\$ 888,679	\$ 9,457	\$ 888,679

Anglo Minerals Ltd.

Consolidated Schedule of Mineral Properties and Deferred Costs

(unaudited)

	Three Months Ended March 31,		Nine Months Ended March 31,		Cumulative from Inception on October 11,
	2005	2004	2005	2004	1994
Firebag Coal Project					
Mineral properties and exploration expenses					
Balance, beginning of period	\$ 327,010	\$ 326,948	\$ 327,010	\$ 326,168	\$ -
Additions	-	62	-	842	661,842
Proceeds on disposition	(327,010)	-	(327,010)	-	(661,842)
Balance, end of period	<u>-</u>	<u>327,010</u>	<u>-</u>	<u>327,010</u>	<u>-</u>
Deferred costs					
Balance, beginning of period	255,437	258,516	250,437	252,251	-
Additions	268	1,006	5,268	7,271	445,873
Proceeds on disposition	(255,705)	-	(255,705)	-	(445,873)
Balance, end of period	<u>-</u>	<u>259,522</u>	<u>-</u>	<u>259,522</u>	<u>-</u>
Total costs	<u>\$ -</u>	<u>\$ 586,532</u>	<u>\$ -</u>	<u>\$ 586,532</u>	<u>\$ -</u>
Potash Project					
Mineral properties and exploration expenses					
Balance, beginning of period	\$ -	\$ -	\$ -	\$ -	\$ -
Additions	371,440	-	371,440	-	371,440
Balance, end of period	<u>371,440</u>	<u>-</u>	<u>371,440</u>	<u>-</u>	<u>371,440</u>
Deferred costs					
Balance, beginning of period	-	-	-	-	-
Additions	11,881	-	11,881	-	11,881
Balance, end of period	<u>11,881</u>	<u>-</u>	<u>11,881</u>	<u>-</u>	<u>11,881</u>
Total costs	<u>\$ 383,321</u>	<u>\$ -</u>	<u>\$ 383,321</u>	<u>\$ -</u>	<u>\$ 383,321</u>
Other Projects					
Mineral properties, exploration expenses and deferred costs					
Balance, beginning of period	\$ -	\$ -	\$ -	\$ 25,000	\$ -
Additions	-	-	-	10,987	750,187
Proceeds on disposition	-	7,500	-	(23,500)	(41,743)
Write-down	-	(7,500)	-	(12,487)	(708,444)
Total costs	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
Total Project Costs for the Period					
Mineral properties and exploration expenses	\$ 371,440	\$ 327,010	\$ 371,440	\$ 327,010	\$ 371,440
Deferred costs	<u>11,881</u>	<u>259,522</u>	<u>11,881</u>	<u>259,522</u>	<u>11,881</u>
Total costs	<u>\$ 383,321</u>	<u>\$ 586,532</u>	<u>\$ 383,321</u>	<u>\$ 586,532</u>	<u>\$ 383,321</u>

Anglo Minerals Ltd.
Notes to Consolidated Financial Statements
March 31, 2005
(unaudited)

1. Nature of operations

The company is engaged in the business of mineral exploration and development. Since inception, the efforts of the company have been devoted to exploration of natural resources and acquisition of mineral rights. The company has yet to determine whether these properties contain economically recoverable reserves. The recoverability of the amounts shown for mineral properties and deferred costs is dependent on the existence of economically recoverable reserves and future profitable production from the mineral properties. To date, no development projects have been completed and no production commenced. Also, no significant revenues have been earned and the company is considered to be in the development stage.

On December 29, 2004, the shareholders voted in favour of a change in business to include the energy sector.

2. Significant accounting policies

The accounting policies of the interim consolidated financial statements are the same as those described in the company's June 30, 2004 audited consolidated financial statements, except as described in note 3. The disclosures in the interim consolidated financial statements do not conform in all respects to the requirements of Canadian generally accepted accounting principles for annual financial statements. The interim consolidated financial statements should be read in conjunction with the June 30, 2004 consolidated financial statements.

3. New accounting policies

Option payments received

Option payments received from third parties for the right to explore mineral properties are recorded first as a reduction of the specific mineral property and deferred exploration costs to which the payments relate, and any excess is included on the statement of income and deficit.

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4. Asset retirement obligations

Effective July 1, 2004, the company has adopted retroactively the recommendations of CICA Handbook Section 3100, "Asset Retirement Obligations". This standard requires liability recognition for retirement obligations associated with long-lived assets, such as mineral properties, and includes returning such properties to their original condition.

The standard requires the company to recognize the fair value of the liability for an asset retirement obligation in the period in which it is incurred and record a corresponding increase in the carrying value of the related long-lived asset. Fair value is determined through a review of engineering studies, industry guidelines, and management estimates. Fair value is estimated using the present value of the estimated future cash outflows to abandon the asset at the company's credit-adjusted risk-free interest rate. The liability is subsequently adjusted for the passage of time, and is recognized as an accretion expense in the consolidated statement of loss. The liability is also adjusted due to revisions in either the timing or the amount of the original estimated cash flows associated with the liability. The increase in the carrying value of the asset is amortized using the unit-of-production basis over economically recoverable reserves.

To July 1, 2004 and March 31, 2005, no significant asset retirement obligations have been incurred. As a result, this change in accounting policy had no impact on the consolidated financial statements.

5. Share capital

(a) Authorized

Unlimited number of voting common shares
Unlimited number of non-voting common shares
Unlimited number of preferred shares issuable in series with
such rights and restrictions as the directors may
determine prior to issuance

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(b) Issued

	Nine Months ended March 31,			
	2005		2004	
	Number	Stated Value	Number	Stated Value
Common shares - voting				
Balance, beginning of period	16,326,832	\$ 1,516,997	13,326,832	\$ 1,366,997
Private placement (note 5[c])	<u>1,000,000</u>	<u>50,000</u>	<u>2,000,000</u>	<u>100,000</u>
Balance, end of period	<u>17,326,832</u>	<u>1,566,997</u>	<u>15,326,832</u>	<u>1,466,997</u>
Common shares - non-voting				
Balance, beginning and end of period	<u>22,950,000</u>	<u>472,318</u>	<u>22,950,000</u>	<u>472,318</u>
		<u>2,039,315</u>		<u>1,939,315</u>
Less: Share issuance costs				
Balance, beginning of period		122,237		120,914
Additions		<u>1,000</u>		<u>-</u>
Balance, end of period		<u>123,237</u>		<u>120,914</u>
		<u>\$ 1,916,078</u>		<u>\$ 1,818,401</u>

(c) During the three months ended March 31, 2005, pursuant to a private placement, the company issued 1,000,000 common shares for proceeds of \$50,000.

(d) Share subscriptions

During the three months ended March 31, 2005, pursuant to a private placement, the company received subscriptions for 3,500,000 common shares for proceeds of \$437,500. The shares were not issued prior to March 31, 2005.

(e) On December 29, 2004, the shareholders voted in favour of a resolution converting 2,295,000 non-voting common shares into voting common shares on a pro rata basis, and the cancellation of the remaining 20,655,000 non-voting shares. The transaction is subject to conditions for approval of the release of the shares from escrow by the TSX Venture Exchange. Conditional approval was granted on October 4, 2004, with a remaining outstanding condition being the receipt of a payment relating to the option agreement (note 9). The required payment has been received, however, an application has not yet been made for release of the shares from escrow, and accordingly, the shares have not been cancelled or converted.

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Notes to Consolidated Financial Statements
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6. Stock-based compensation

The company has a stock option plan under which directors, officers, management, consultants and employees of the company are eligible to receive stock options. The aggregate number of shares to be issued upon the exercise of all options granted under the plan shall not exceed 3,200,000 shares of the company at the time of granting the options. The maximum number of shares granted to any one optionee shall not exceed 5% of outstanding common shares of the company. Options granted under the plan generally have a term of five years but may not exceed five years and vest as to 25% on each of the days which is 6, 12, 18, and 24 months after being granted. The exercise price of each option shall be determined by the directors at the time of grant but shall not be less than the price permitted by the stock exchange(s) on which the company's common shares are then listed.

The company records stock-based compensation expense upon vesting of options issued to directors, employees or consultants.

A summary of the status of the company's stock option plan as at March 31, 2005 and 2004 is as follows:

	March 31, 2005		March 31, 2004	
	Number of Options	Weighted- Average Exercise Price	Number of Options	Weighted- Average Exercise Price
Outstanding, beginning of period	2,550,000	\$ 0.13	2,550,000	\$ 0.13
Granted	<u>650,000</u>	\$ 0.13	<u>-</u>	\$ 0.13
Outstanding, end of period	<u>3,200,000</u>	\$ 0.13	<u>2,550,000</u>	\$ 0.13

The following table summarizes information about stock options outstanding and exercisable at March 31, 2005:

Exercise Price	Number	Weighted- Average Remaining Contractual Life
\$ 0.13	<u>2,550,000</u>	1.43 years

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Using the Black-Scholes option pricing model the options granted during the period are valued at \$58,500. As none of these options have vested during the three months ending March 31, 2005, no stock-based compensation expense has been recorded.

7. Statement of cash flows

(a) Change in non-cash working capital

	Three Months Ended March 31,		Nine Months Ended March 31,		Cumulative from Inception on October 11, 1994
	2005	2004	2005	2004	
Operating activities					
Increase in accounts receivable	\$ (1,981)	\$ (3,249)	\$ (1,041)	\$ (3,540)	\$ (2,715)
Increase (decrease) in accounts payable, net of gain on settlement of accounts payable	<u>(88,651)</u>	<u>(72,251)</u>	<u>(71,646)</u>	<u>(65,500)</u>	<u>38,458</u>
	<u>\$ (90,632)</u>	<u>\$ (75,500)</u>	<u>\$ (72,687)</u>	<u>\$ (69,040)</u>	<u>\$ 35,743</u>
Investing activities					
Increase in accounts receivable	\$ -	\$ -	\$ -	\$ (30,000)	\$ (30,500)
Increase in accounts payable, net of settlement of accounts payable by the issuance of shares	-	7,500	-	7,500	20,318
Increase in prepaid expenses and deposits	<u>(30,388)</u>	<u>-</u>	<u>(30,388)</u>	<u>-</u>	<u>(30,388)</u>
	<u>\$ (30,388)</u>	<u>\$ 7,500</u>	<u>\$ (30,388)</u>	<u>\$ (22,500)</u>	<u>\$ (40,570)</u>

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(b) Non-cash transactions

The following non-cash transactions have been excluded from the statements of cash flows:

	<u>Nine Months Ended</u> <u>March 31,</u>		Cumulative from Inception on October 11,
	2005	2004	1994
Acquisition of coal lease rights in exchange for voting common shares and non-voting shares	\$ <u>-</u>	\$ <u>-</u>	\$ <u>524,798</u>
Acquisition of mining claim in exchange for voting common shares	\$ <u>-</u>	\$ <u>-</u>	\$ <u>25,000</u>
Settlement of debt in exchange for voting common shares	\$ <u>-</u>	\$ <u>-</u>	\$ <u>20,318</u>

8. Related party transactions

- (a) During the nine months ended March 31, 2005, the company paid consulting fees of \$15,000 (2004 - \$6,000) to the president of the company.
- (b) During the nine months ended March 31, 2005, a director provided the company with accounting services of \$4,773 (2004 - \$3,211). The total amount owing to the director of \$1,784 (2004 - \$2,748) is included in accounts payable and accrued liabilities.
- (c) During the nine months ended March 31, 2005, a legal practice owned by an individual who became a director in December of 2004 provided legal services of \$4,478 (2004 - \$NIL).

Management is of the opinion that these transactions are in the normal course of operations and are measured at the exchange amount which is the amount of consideration established and agreed to by the related parties.

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9. Letter agreement

Pursuant to a letter agreement, dated May 17, 2004, the company has granted a private company an irrevocable option to purchase certain oil sands permits and coal lease applications. The company received \$25,000 upon granting the option. The option is exercisable in five equal tranches over dates ranging from January 15, 2005 to February 15, 2006 for an aggregate purchase price of \$5,000,000. If any particular tranche is not exercised, that particular tranche of the option shall expire unless extended by mutual consent of both parties.

On January 20, 2005, the company received a \$975,000 option payment relating to the exercise of an option to acquire one-fifth of the company's interest in the properties under option. Related transaction costs were \$14,341, for net proceeds of \$960,659.

Subsequent to March 31, 2005, the company received a cash payment of \$3,880,000, being the net present value of the remaining scheduled payments under the option agreement, as a final settlement of all amounts owing under the agreement.

10. Subsequent events

Subsequent to March 31, 2005, the company applied for permits to prospect for subsurface materials in Saskatchewan. In the event the permits are issued, the company will have an 85% working interest in the properties covered by the permits. If the company is successful in obtaining some or all of the permits, it intends to conduct an exploration program on the properties.