Papuan Precious Metals Corp.

Condensed Interim Consolidated Financial Statements

For the Three and Nine Months Ended

March 31, 2013

(Unaudited)

Papuan Precious Metals Corp.

Condensed Interim Consolidated Financial Statements
For the Three and nine Months Ended March 31, 2013

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Notice

The following unaudited condensed interim consolidated financial statements of the Company for the period ended March 31, 2013 have been prepared in accordance with International Financial Reporting Standards and are the responsibility of the Company's management. The Company's independent auditors have not performed an audit or a review of these condensed consolidated interim financial statements.

Papuan Precious Metals Corp.

Condensed Interim Consolidated Statement of Financial Position

Unaudited - Expressed in Canadian Dollars

TSX.V: **PAU**

	Note		March 31, 2013		June 30, 2012
ASSETS					
Current assets					
Cash and cash equivalents		**$**	**858,383**	$	1,652,920
Amounts receivable	11		**64,935**		19,526
Prepaid expenses			**52,408**		79,947
			975,726		1,752,393
Property and equipment	4		**49,894**		85,448
Exploration and evaluation assets	5		**4,818,615**		11,088,671
Total Assets			**5,844,235**		12,926,512
LIABILITIES					
Current liabilities					
Accounts payable and accrued liabilities	11		**144,413**		212,771
Total Liabilities			**144,413**		212,771
SHAREHOLDERS' EQUITY					
Share capital	6		**14,058,149**		14,058,149
Shares Held in Escrow	5		**(106,896)**		-
Other capital reserves			**5,537,490**		5,516,520
Deficit			**(13,788,921)**		(6,860,928)
			5,699,822		12,713,741
Total Liabilities and Shareholders' Equity		**$**	**5,844,235**	$	12,926,512

Nature and continuance of operations (Note 1)

Approved on May 28, 2013 by the Directors:

" Devinder Randhawa"

Devinder Randhawa, Director

"Ross McElroy"

Ross McElroy, Director

The accompanying notes are an integral part of the unaudited condensed interim consolidated financial statements.

Papuan Precious Metals Corp.
Condensed Interim Consolidated Statements of Comprehensive Loss

TSX.V: **PAU**

	Note	Three months ended March 31, **2013**	Three months ended March 31, 2012	Nine months ended March 31, **2013**	Nine months ended March 31, 2012
Expenses					
Business development		**$ -**	$ 2,500	**$ -**	$ 16,199
Consulting and management fees	8	**48,000**	76,625	**143,375**	195,132
Depreciation		**732**	4,508	**8,371**	10,798
Office and administration		**8,049**	35,686	**32,922**	84,172
Professional fees		**12,383**	13,410	**116,755**	170,821
Public relations and communications		**293**	65,497	**18,964**	186,314
Regulatory fees		**9,974**	10,546	**31,782**	23,872
Rent		**4,365**	4,026	**13,434**	10,664
Share-based compensation	6	**(15,029)**	76,640	**32,080**	328,892
Transfer agent		**2,583**	7,198	**6,979**	16,187
Wages and benefits	8	**39,007**	60,227	**127,695**	162,078
		110,357	356,863	**532,357**	1,205,129
Loss before other items		**(110,357)**	(356,863)	**(532,357)**	(1,205,129)
Other items - income / (expense)					
Interest		**1,133**	11,490	**9,075**	49,906
Foreign exchange gain (loss)		**(26,067)**	(220)	**(17,039)**	(834)
Exploration and evaluation write-down	5	**(1,939,675)**	-	**(2,381,985)**	-
Sale of Mineral Property	5	**(4,005,687)**	-	**(4,005,687)**	-
		(5,970,296)	11,270	**(6,395,636)**	49,072
Net loss and comprehensive loss for the period		**$ (6,080,653)**	$ (345,593)	**$ (6,927,993)**	$ (1,156,057)
Basic and diluted loss per common share		**(0.01)**	(0.01)	**(0.01)**	(0.01)
Weighted average number of of common shares outstanding		**69,480,256**	69,544,638	**69,480,256**	69,544,638

The accompanying notes are an integral part of the unaudited condensed interim consolidated financial statements.

Papuan Precious Metals Corp.

Condensed Interim Consolidated Statements of Changes in Equity

Unaudited - Expressed in Canadian Dollars

TSX.V: **PAU**

	Note	Common Shares Shares	Common Shares Amount	Common Shares Held in Escrow	Other Capital Reserves	Deficit	Total Shareholders' Equity
Balance June 30, 2011		69,369,133	$ 14,004,136	$ -	$ 5,071,144	$ (4,689,913)	$ 14,385,367
Exercise of option/warrants		111,123	54,013	-	(8,420)	-	45,593
Share-based compensation		-	-	-	464,391	-	464,391
Net loss and comprehensive loss		-	-	-	-	(1,155,050)	(1,155,050)
Balance March 31, 2012		69,480,256	14,058,149	-	5,527,115	(5,844,963)	13,740,301
Share-based compensation		-	-	-	(10,595)	-	(10,595)
Net loss and comprehensive loss		-	-	-	-	(1,015,965)	(1,015,965)
Balance June 30, 2012		69,480,256	14,058,149	-	5,516,520	(6,860,928)	12,713,741
Treasury Shares held in escrow	5		-	106,896	-	-	**106,896**
Share-based compensation	6(d)	-	-	-	20,970	-	**20,970**
Net loss and comprehensive loss		-	-	-	-	(6,927,993)	**(6,927,993)**
Balance March 31, 2013		**69,480,256**	**$ 14,058,149**	**$ 106,896**	**$ 5,537,490**	**$ (13,788,921)**	**$ 5,913,614**

The accompanying notes are an integral part of the unaudited condensed interim consolidated financial statements.

Papuan Precious Metals Corp.

Condensed Interim Consolidated Statements of Cash Flows

TSX.V: **PAU**

	Three months ended March 31, 2013	2012	Nine months ended March 31, 2013	2012
Cash flows used in operating activities				
Net loss and comprehensive loss for the period	**$ (6,080,653)**	$ (345,593)	**$ (6,927,993)**	$ (1,156,058)
Items not affecting cash:				
Depreciation	**732**	4,508	**8,371**	10,798
Accrued Interest Income	**-**	(8,609)	**-**	(8,609)
Share-based compensation	**(15,029)**	76,640	**32,080**	328,892
Exploration and evaluation write-down	**1,939,675**	-	**2,381,985**	-
Sale of exploration and evaluation property	**4,005,687**	-	**4,005,687**	-
	(149,588)	(273,054)	**(499,870)**	(824,977)
Changes in non-cash working capital items:				
(Increase) decrease in amounts receivable	**(12,872)**	(12,290)	**(45,408)**	(29,029)
(Increase) decrease in prepaid expenses	**(13,274)**	(46,284)	**27,539**	(49,681)
Increase (decrease) in accounts payable and accrued liabilities	**(11,554)**	(93,890)	**(68,358)**	(112,877)
Cash used in continuing operations	**(187,288)**	(425,518)	**(586,097)**	(1,016,564)
Investing activities				
Exploration and evaluation additions	**(2,802)**	(1,260,424)	**(208,440)**	(5,095,851)
Cash used in investing activities	**(2,802)**	(1,260,424)	**(208,440)**	(5,095,851)
Decrease in cash and cash equivalents during the period	**(190,090)**	(1,685,942)	**(794,537)**	(6,112,415)
Cash and cash equivalents, beginning of period	**1,048,473**	4,478,272	**1,652,920**	8,904,745
Cash and cash equivalents, end of period	$ **858,383**	$ 2,792,330	$ **858,383**	$ 2,792,330

Supplemental disclosure with respect to cash flows (Note 7).

The accompanying notes are an integral part of the unaudited condensed interim consolidated financial statements.

1. Nature and Continuance of Operations

Papuan Precious Metals Corp. (the "Company") is a company incorporated under the Business Corporation Act of British Columbia, Canada. The registered office of the Company is 700-595 Howe Street, Vancouver, British Columbia, V6C 2T5. The principle address and records office of the Company is 700-1620 Dickson Ave., Kelowna, British Columbia, V1Y 9Y2. The Company's shares are publically listed on the TSX-Venture and OTCQX exchanges under the symbols *PAU* and *PAUFF* respectively.

The Company is engaged in the acquisition, exploration and development of exploration and evaluation assets in Papua New Guinea ("PNG"). The Company is considered to be in the exploration stage and to date has not generated significant revenues from operations. The Company has not yet determined whether its exploration and evaluation assets contain economically viable ore reserves and there is no guarantee that mineral deposits will be discovered in the future. The recoverability of the amounts shown for exploration and evaluation assets is dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the development of those reserves and upon future profitable production and/or proceeds from the disposition thereof.

These condensed interim consolidated financial statements have been prepared by management on a going concern basis with the assumption that the Company will continue in operation for the foreseeable future and 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. The Company has no significant source of revenue and has significant cash requirements to meet its administrative overhead and to maintain its mineral property interests. The Company's continuance as a going concern is dependent on its ability to secure equity debt and/or joint venture financing and to generate profitable future operations.

These financial statements do not include any adjustments to assets and liabilities should the Company be unable to continue as a going concern. Management has carried out an assessment of the going concern assumption and has concluded that the company has sufficient cash and cash equivalents as well as no debt obligations outside the normal course accounts payable and accrued liabilities. As at March 31, 2013 the Company has cash and cash equivalents of $858,383 ($2,792,330 at March 31, 2012) and working capital of $831,313 ($2,466,175 at March 31, 2012).

2. Basis of Presentation

These condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard 34 – *Interim Financial Reporting* ("IAS-34") as issued by the International Accounting Standards Board ("IASB") and should be read in conjunction with the Company's audited consolidated financial statements for the year ended June 30, 2012. The annual statements include information necessary or useful to understanding the Company's business and financial statement presentation. In particular, the Company's significant accounting policies and the use of judgements and estimates are presented in Note 3 of the annual statements. These policies, judgements and estimates have been consistently applied in the preparation of these condensed interim consolidated financial statements.

These condensed interim consolidated financial statements have been prepared in Canadian dollars on a historical cost basis except for certain financial instruments which are measured at fair value.

The issuance of these financial statements has been authorized by the Board of Directors on May 28th, 2013.

(Unaudited - Expressed in Canadian Dollars)

3. New Standards, Amendments and Interpretations not yet Adopted

The IASB issued the following pronouncements that are effective for years beginning January 1, 2013 or later and may affect the Company future financial statements;

IAS 1 – *Presentation of Financial Statements*

IAS 12 – *Deferred Tax*

IAS 24 – *Related Party Disclosures*

IAS 28 – *Investments in Associates*

IFRS 7 - *Financial Instruments: Disclosures*

IFRS 9 – *Financial Instruments*

IFRS 10 – *Consolidated Financial Statements*

IFRS 11 – *Joint Arrangements*

IFRS 12 – *Disclosures of Interests in Other Entities*

IFRS 13 – *Fair Value Measurement*

These new and revised accounting standards have not yet been adopted by the Company. The process of assessing the impact of these standards on the financial statements and the decision on whether to early adopt has not yet been completed.

4. Property and Equipment

Cost	Geological Equipment	Office Equipment	Computer Equipment	Computer Software	Motor Vehicles	Total
As at June 30, 2011	$ 29,772	$ 992	$ 25,535	$ 48,508	$ 73,184	$ 177,991
Additions	9,239	-	2,766	9,704	1,913	23,622
Disposals	(4,819)	(992)	(8,490)	(12,564)	(24,080)	(50,945)
As at June 30, 2012	34,192	-	19,811	45,648	51,017	150,668
As at March 31, 2013	**34,192**	**-**	**19,811**	**45,648**	**51,017**	**150,668**
Accumulated Depreciation						
As at June 30, 2011	$ 6,690	$ 799	$ 1,743	$ 19,382	$ 21,054	$ 49,668
Depreciation	7,180	193	8,992	22,668	22,045	61,078
Disposals	(1,238)	(992)	(6,655)	(12,563)	(24,080)	(45,526)
As at June 30, 2012	12,632	-	4,080	29,487	19,019	65,220
Depreciation	4,938	-	2,662	12,147	11,382	31,129
Disposals	-	-	1,998	2,425	-	4,423
As at March 31, 2013	**17,570**	**-**	**8,740**	**44,059**	**30,401**	**100,772**
Net Book Value						
As at July 1, 2010	3,594	758	2,118	4,572	7,831	18,873
As at June 30, 2011	23,082	193	23,792	29,126	52,130	128,323
As at June 30 30, 2012	21,560	-	15,731	16,161	31,999	85,448
As at March 31, 2013	**$ 16,622**	**$ -**	**$ 11,069**	**$ 1,587**	**$ 20,616**	**$ 49,894**

(Unaudited - Expressed in Canadian Dollars)

5. Exploration and Evaluation Assets

	New Hanover	Mt Suckling		Waria Petromin Farm-in			
Exploration Costs	New Hanover *EL 1566*	Mt Suckling *EL 1424*	Upper Ada'u River *EL 1618*	Waria River *EL 1271*	Ondowa Creek *EL 1732*	Bowutu Mtns *EL 1943*	Total CDN $
Balance June 30, 2012	4,711,387	4,481,975	468,710	1,177,212	227,530	21,857	11,088,671
Camp and field costs	45,443	672	-	99	-	-	**46,214**
Charter hire	-	-	-	-	-	-	**-**
Drilling	-	-	-	-	-	-	**-**
Geological and other consulting	5,664	38	-	3,212	-	-	**8,914**
Geochemistry	(692)	997	-	-	171	-	**476**
Geophysics	308	-	-	-	-	-	**308**
Tenement expense	130	18,482	2,468	130	130	3,517	**24,856**
Project costs	54,472	17,530	5,960	6,905	6,827	6,234	**97,928**
Travel	8,080	6,074	-	-	-	-	**14,154**
Freight	48	185	-	-	-	-	**232**
Stock-based compensation	(6,225)	(3,682)	(381)	(306)	(488)	(28)	**(11,110)**
Additions	107,228	40,296	8,047	10,040	6,639	9,723	**181,973**
Write Down of Assets	-	(452,227)	(476,757)	(1,187,252)	(234,169)	(31,580)	**(2,381,985)**
Sale of Asset	-	(4,070,044)	-	-	-	-	**(4,070,044)**
Balance March 31, 2013	**4,818,615**	**-**	**-**	**-**	**-**	**-**	**4,818,615**

(Unaudited - Expressed in Canadian Dollars)

5. Exploration and Evaluation Assets (continued)

For the Year Ended June 30, 2011

Exploration Costs	New Hanover		Mt Suckling		Waria Petromin Farm-in			Waria	Bewani	Total
	New Hanover	Lavongai	Mt Suckling	Upper Ada'u River	Waria River	Ondowa Creek	Bowutu Mtns	Goroa East	Bewani Mountains	
	EL 1566	*ELA 1856*	*EL 1424*	*EL 1618*	*EL 1271*	*EL 1732*	*EL 1943*	*EL 1683*	*EL 1574*	CDN $
Balance June 30, 2011	$ 2,261,222	$ 6,152	$ 1,572,463	$ 429,339	$ 970,693	$ 188,887	$ 8,545	$ 246,473	$213,803	$ 5,897,577
Camp and field costs	495,455	1,477	228,467	10,136	58,741	8,258	921	8,225	4,307	815,987
Charter hire	447,732	-	1,232,351	-	77,331	-	-	-	-	1,757,504
Drilling	821,810	-	961,553	-	-	-	-	-	-	1,783,363
Geological and other consulting	177,506	-	88,586	3,042	5,482	1,365	-	3,116	2,614	281,711
Geochemistry	212,763	-	77,286	-	4,077	3,111	-	3,306	-	300,543
Geophysics	10,309	-	10,987	-	8,993	-	-	-	-	30,289
Tenement expense	13,445	112	112	5,204	112	112	523	4,149	2,332	26,103
Project costs	163,412	12,096	152,262	16,421	33,395	20,248	11,708	17,835	14,943	442,320
Travel	33,455	-	4,518	90	6,243	2,184	-	1,126	2,365	49,981
Freight	16,060	82	107,834	82	82	82	83	82	82	124,469
Stock-based compensation	58,218	-	45,556	4,396	11,973	3,283	77	92	4,533	128,128
Additions	2,450,165	13,767	2,909,512	39,371	206,519	38,643	13,312	37,931	31,176	5,740,396
Write-downs	-	(19,919)	-	-	-	-	-	(284,404)	(244,979)	(549,302)
Balance June 30, 2012	$ 4,711,387	$ -	$ 4,481,975	$ 468,710	$ 1,177,212	$ 227,530	$ 21,857	$ -	$ -	$ 11,088,671

5. Exploration and Evaluation Assets

Title to Exploration and Evaluation assets involves certain inherent risks due to the difficulties of determining the validity of certain claims. The Company has investigated title to its Exploration and Evaluation assets and, to the best of its knowledge, title to its properties are in good standing under the Mining Act 1992 of the Independent State of Papua New Guinea. The State of Papua New Guinea may elect at the time a "Special Mining Licence" is granted, which entitles the holder to commence mine construction, to acquire up to a 30% participating interest in mining projects on a fully contributing basis. The New Hanover license renewals have been applied for but the Company has not received official notification of the renewals. The Company has not received any indication that the licenses will not be renewed.

New Hanover

The Company owns a 100% interest in the New Hanover license located 100 km west of the New Ireland provincial capital in the south-western portion of the island. The project is comprised of two exploration licenses (EL 1566 – New Hanover & ELA 1856 - Lavongai) covering 594km^2 situated in the Lihir-Tabar mineralization belt. Through its ground exploration, aerial and ground IP surveys the company identified a highly prospective anomaly at the Kuliuta prospect and completed a 2,583m drilling program in November, 2011. This drilling encountered a high level sub-volcanic stock containing trace native copper as stockworks, fracture fillings and disseminations, typical of a porphyry copper system. Narrow intervals of sulphide copper stockworks were also intersected. Located 4km southeast of Kuliuta, the Metewoi prospect covers approximately 8km^2 of quartz-alunite lithocap rock where significant gold and copper results from outcrop samples have identified the exploration potential for high-sulphidation epithermal gold and porphyry copper-gold mineralization. Detailed assessment mapping along with soil, panned concentrate, rock and costean sampling of the area are to continue in order to meet our minimum expenditure requirements of approximately $35,000 over the next 12 months.

Mt. Suckling

The Mt. Suckling license is situated at the eastern end of New Guinea's Central Range east of Port Moresby on the southwest flanks of Mt. Suckling in Northern Province. The project was comprised of two exploration licenses; EL 1424 – Mount Suckling (206 km^2) & EL 1618 Upper Ada'u River (112 km^2).

On November 28, 2012 the Company relinquished EL 1618 - Upper Ada'u River. Management is of the opinion that preliminary exploration results did not warrant further expenditures on exploration and in order to minimize our future commitments, the property was dropped. A charge of $442,310 to net and comprehensive loss was recognized in the period.

On November 30, 2012, The Company entered into an agreement for the sale of a 90% interest in its Mount Suckling project (EL 1424 Mt. Suckling) to Suckling Minerals Limited. The sale was completed on January 28, 2013, subject to certain filing requirements in Papua New Guinea. The Company will maintain a 10% carried interest and retain a 2% net smelter royalty ('NSR") on the project. The purchaser, Suckling Minerals Limited, was formed by PPM's former Chief Operating Officer and director David Lindley and former director Tony Kelly. The former directors have delivered 5,344,791 PPM shares valued at $106,896 to the Company for cancellation in consideration for the Mt Suckling tenement. The shares will be held according to an escrow agreement whereby the shares will be cancelled over a 24 month period or until such time as the transfer of the exploration licence is approved by the Mining Resource Authority of PNG. Suckling Minerals Limited has the option to purchase the 10% carried interest for a payment of $4.7 million, subject to maintaining the property in good standing and also has the option to purchase the 2% NSR at any time for a cash payment of C$2 million.

The Company has written down the remaining 10% interest in EL 1424 - Mt. Suckling and a charge of $452,227 to net and comprehensive loss was recognized in the period.

Waria River

The Waria River project was comprised of four exploration licenses covering 731km^2 in the Central New Guinea Range.

PPM earned a 50% interest in EL 1271 – Waria River and EL 1732 – Ondowa Creek having met expenditure commitments of $1.2m in September, 2011 pursuant to a farm-in agreement with Petromin PNG Holdings (“Petromin”). On March 21, 2013, the Company gave notice to Petromin that the Company forthwith relinquished any further right to the properties held under the farm-in agreement. Management concluded that the area was of no further interest and no further expenditures were to be committed to the properties. A charge to net and comprehensive loss has been recognized in the quarter for EL 1271 – Waria River of $1,187,252, and EL 1732 – Ondowa Creek of $234,169.

PPM owned a 100% interest in EL 1683 – Goroa East and ELA 1943 – Bowutu Mountains. The relinquishment of EL 1683 – Goroa East in June 2012 resulted in a charge of $284,404 to net and comprehensive loss. In March 2013, the remaining Waria prospects were surrendered resulting in the Company writing down EL 1943 – Bowutu Mountains with a charge to net and comprehensive loss of $31,580.

6. Share Capital and Reserves

The Company is authorized to issue an unlimited number of common shares without par value.

(a) Reverse Take-over

On September 28, 2010 Jalna Minerals Ltd (“Jalna”) and Papuan Precious Metals Corp. (“Papuan”) amalgamated under the Papuan Precious Metals Corp (‘the Company”). From an accounting perspective, Papuan is considered to have acquired Jalna, and hence the transaction has been recorded as a reverse takeover. The transaction has been accounted for as a business combination using the purchase method of accounting. The purchase price has been determined based on the number of shares that PPM would have had to issue on the date of closing to give the owners of Jalna the same percentage equity of the combined entity as they hold subsequent to the amalgamation. For financial reporting purposes:

(a) the Company is considered to be a continuation of Papuan, the legal subsidiary except with regard to the authorized and issued share capital, which is that of Jalna, the legal parent.

(b) the retained earnings (deficit) and other equity balances are the retained earnings (deficit) and other equity balances of Papuan immediately prior to the transaction.

(c) the assets and liabilities of the legal subsidiary are recognized and measured at their pre-transaction carrying amounts and the net assets of the Company (Papuan and Jalna) have been measured at their estimated fair value.

(d) comparative information presented in the condensed interim consolidated financial statements is that of Papuan.

(Unaudited - Expressed in Canadian Dollars)

(b) Private Placement Financings

There were no common share offerings, exercise of warrants or options during the six month period ended December 31, 2012.

July 6, 2010: The Company, formerly Jalna Minerals Ltd, completed the first tranche of a non-brokered Private Placement financing pursuant to the reverse take-over agreement. There were 22,452,003 subscription receipts issued for units of the proposed amalgamated company (PPM) at a price of $0.30 per unit and gross proceeds were $6,735,601. The Company paid agents' commissions of $408,278, $49,636 in fees and issued 1,360,928 broker warrants exercisable at $0.40 per share for a 3 year period.

October 15, 2010: The Company completed the second and final tranche of a non-brokered Private Placement raising $1,000,000 with 3,333,334 units issued at a price of $0.30 per unit. Each unit consisted of one PPM common share and a full warrant exercisable for one common share at $0.40 for a period of 3 years. The Company paid agents' commissions of $19,464, $54,268 in fees and issued 64,878 broker warrants exercisable at $0.40 per share for a 3 year period.

March 8, 2011: A private placement financing of 15,600,002 units at a price of $0.45 per unit raised $7,020,000. Each unit consists of one common share plus one-half of a common share purchase warrant, with each whole warrant exercisable to purchase a common share at a price of $0.55 for a period of 1 ½ years. Finder's Fees of $468,681 and fees of $29,990 were paid. Additionally, 1,041,514 broker warrants were granted where each warrant is exercisable to purchase one common share at $0.55 per share for a period of one year. As of September 30, 2012, the warrants on the foregoing placement have expired.

(c) Stock Options and Warrants

The Company has a share-holder approved stock option plan which allows the Board of Directors to grant stock options to directors, officers, employees, contractors and consultants. The exercise price of each option is based on the market price of the Company's common stock at the date of grant less any applicable discount. The options can be granted for a maximum term of five years and vesting terms are determined by the Board of Directors at the date of grant.

As at March 31, 2013, stock options and share purchase warrants outstanding were:

Stock Options

Date Issued	Number Outstanding	Exercise Price	Number Excercisable	Expiry Date
October 15, 2010	1,950,000	$ 0.30	1,950,000	October 15, 2013
July 12, 2011	600,000	$ 0.40	600,000	July 12, 2014
As at March 31, 2013	2,550,000		2,550,000	

Warrants

Issue Date	Exercise Price	Shares Issuable	Expiry Date
July 6, 2010	$ 0.40	23,705,231	July 6, 2013
October 15, 2010	$ 0.40	3,398,211	October 15, 2013
As at March 31, 2013		**27,103,442**	

(Unaudited - Expressed in Canadian Dollars)

	Stock Options			Warrants		
	Number Outstanding		Weighted Average Exercise Price	Number Outstanding		Weighted Average Exercise Price
Outstanding, June 30, 2011	4,520,000	$	0.30	36,048,458	$	0.44
Granted	1,100,000		0.40	-		-
Exercised	-		-	(111,123)		0.41
Forfeited	(1,150,000)		0.31	-		-
Expired	-		-	(1,033,891)		0.55
Outstanding, June 30, 2012	4,470,000	$	0.32	34,903,444		0.43
Forfeited	(1,920,000)		0.33	-		-
Expired	-		-	(7,800,002)		0.55
As at March 31, 2013	**2,550,000**	**$**	**0.32**	**27,103,442**	**$**	**0.40**

(d) Share-based Compensation

During the nine months ended March 31, 2013 no stock options were granted and no options were exercised. Pursuant to the granting and vesting of options issued, total stock based compensation recognized in the statement of operations during the nine months ended March 31, 2013 was $32,080 (2012 – $110,452). Forfeitures of options granted resulted in a reversal of $11,110 previously capitalized to Exploration and Evaluation asset (2012: $118,067). All options are recorded at fair value determined using the Black-Scholes option pricing model.

The following assumptions were used for the valuation of stock options:

	March 31, 2013	**March 31, 2012**
Annualised Volatility	**96.75% - 99.5%**	96.75% - 99.5%
Risk Free interest rate	**1.77%**	1.77%
Expected Life - Years	**3**	3
Dividend Rate	**0%**	0%

7. Supplemental Disclosure with respect to Cash Flows

Cash and Cash Equivalents		**March 31, 2013**		March 31, 2012
Cash	**$**	**5,959**	$	193,330
Redeemable term deposits		**852,424**		2,599,000
	$	**858,383**	$	2,792,330

Due Within the Year		**March 31, 2013**		March 31, 2012
Trades Payable	**$**	**23,820**	$	357,123
Accrued Liabilities		**120,593**		116,291
	$	**144,413**	$	473,414

There were no cash payments for interest or income taxes during the nine months ended March 31, 2013 and March 31, 2012.

(Unaudited - Expressed in Canadian Dollars)

Non-cash transactions for the nine months ended March 31, 2013 included:

- Incurring exploration and evaluation assets related expenditures of $3,850 through accounts payable and accrued liabilities;
- Recognizing stock-based compensation expense of $32,080;
- Forfeiture of options under the stock-based compensation program previously capitalized in Exploration and Evaluation assets in the amount of $11,110.

Significant non-cash transactions for the nine months ended March 31, 2012 included:

- Incurring exploration and evaluation assets related expenditures of $355,731 through accounts payable and accrued liabilities;
- Recognizing stock-based compensation expense of $328,892;
- Reclassifying $18,967 from other capital reserves to share capital on exercise of warrants.

8. Related Party Transactions

The comprehensive costs for key management personnel for the nine months ended March 31, 2013 and 2012 are as follows:

	March 31, 2013	March 31, 2012
Wages and consulting fees paid to key management personnel	**$ 249,000**	$ 365,000
Share-based payments for options granted to key management personnel	**26,781**	165,693
	$ 275,781	$ 530,693

Share-based payments represent the fair value calculations of options in accordance with IFRS-2 *Share-based Payments* granted to key management personnel.

Included in accounts payable and accrued liabilities at March 31, 2013 is $ 30,000 (March 31, 2012 - $27,114) owing to officers and companies controlled by a director for consulting fees, general and administrative costs. 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.

9. Segmented Information

The Company operates under one business segment being the exploration of mineral property interests operating in two different geographical locations; Canada and Papua New Guinea. The loss from operations for the periods ended March 31, 2013 and 2012 are considered to be solely related to this segment.

Total assets by geographic area are as follows:

	March 31, 2013		March 31, 2012	
	Canada	**Papua New Guinea**	Canada	Papua New Guinea
Property and equipment	**$ 2,891**	**$ 47,003**	$14,861	$ 95,798
Exploration and evaluation assets	**-**	**4,818,615**	-	10,904,233
	$ 2,891	**$ 4,865,619**	$14,861	$ 11,000,031

10. Capital Management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the development and exploration of its exploration and evaluation assets and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

The Company is dependant on external financing to fund its activities. The capital structure of the Company currently consists of common shares, stock options and share purchase warrants. Changes in the equity accounts of the Company are disclosed in the Statement of Shareholders' Equity. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, acquire or dispose of assets or adjust the amount of cash, cash equivalents, and short-term investments. Any issuance of common shares requires approval of the Board of Directors.

In order to facilitate the management of its capital requirements, the Company prepares annual expenditure budgets, which are approved by the Board of Directors and updated as necessary depending on various factors, including capital deployment and general market and industry conditions.

The Company anticipates pursuing potential farm-out and joint venture option agreements and continuing to access equity markets to fund the sustained exploration of its mineral properties and to ensure the future growth of the business.

11. Financial Instruments and Risk Management

IFRS-7 *Financial Instruments: Disclosures* establishes a fair value hierarchy that reflects the significance of the inputs used in making measurements. The fair value hierarchy has the following levels:

Level 1: quoted (unadjusted) prices in active markets for identical assets and liabilities

Level 2: inputs other than quoted direct prices included in Level 1 that are observable for the asset or liability, either directly(i.e. as prices) or indirectly (i.e. derived from prices): and

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs)

The Company's financial instruments consist of cash and cash equivalents, short-term investments, amounts receivable and accounts payable and accrued liabilities. For cash and cash equivalents, amounts receivable and payable and accrued liabilities, carrying value is considered to be a reasonable approximation of fair value due to the short-term nature of these instruments.

Cash and cash equivalents and short-term investments are designated as held for trading and therefore carried at fair value, with the unrealized gain or loss recorded on the statement of comprehensive loss.

The Company's financial instruments are exposed to a number of financial and market risks, including credit, liquidity and foreign exchange risks. The Company does not currently have in place any active hedging or derivative trading policies to manage these risks since the Company's management does not believe that the current size, scale and pattern of its operations would warrant such hedging activities.

(a) Credit Risk

Credit Risk is the risk that a counterparty to a financial instrument will not discharge its obligations, resulting in a financial loss to the Company. The Company has procedures in place to minimize its exposure to Credit Risk. Company management evaluates credit risk on an ongoing basis including counterparty credit rating and activities related to trade and other receivables and other counterparty concentrations as measured by amount and percentage.

(Unaudited - Expressed in Canadian Dollars)

The primary sources of credit risk for the Company arise from:

1. Cash and Cash Equivalents;
2. Short-term Investments; and
3. Amounts Receivable.

The Company has not had any credit losses in the past, nor does it expect to have any credit losses in the future. At March 31, 2013 and 2012, the Company has no financial assets that are past due or impaired due to credit risk defaults.

The Company's maximum exposure to credit risk is minimal as cash and cash equivalents are deposited with reputable financial institutions, the balances of which are as follows:

	Class Level	**March 31, 2013**	March 31, 2012
Cash and cash equivalents	1	**$ 858,383**	$ 2,792,330
Amounts receivable and Prepaids	3	**117,342**	147,259
		$ 975,725	$ 2,939,589

(b) Liquidity Risk

Liquidity Risk is the risk that the Company will not be able to meet its obligations with respect to financial liabilities as they fall due. The Company's financial liabilities are comprised of accounts payable and accrued liabilities. The Company frequently assesses its liquidity position by reviewing the timing of amounts due and the Company's current cash flow position to meet its obligations. The Company manages its Liquidity Risk by maintaining sufficient cash and cash equivalents and short-term investment balances to meet its anticipated operational needs.

The Company's financial liabilities, consisting of Accounts Payable and Accrued Liabilities, arose as a result of expenditures directly related to exploration of its Exploration and Evaluation assets and other corporate expenses. Payment terms on these liabilities are typically 30 to 60 days from receipt of invoice and generally do not bear interest.

The following table summarizes the remaining contractual maturities of the Company's financial liabilities:

Due within the year	**March 31, 2013**	March 31, 2012
Accounts payable and accrued liabilities	**$ 144,413**	$ 473,414

(c) Market Risk

Market Risk is potential that the fair value for assets will fluctuations due to changes in market conditions on items classified as held-for-trading, available-for-sale or future cash flows from assets or liabilities considered to be held-to-maturity, other financial liabilities and loans or receivables of a financial instrument. The Company evaluates market risk on an ongoing basis and has established policies and procedures for mitigating its exposure to foreign exchange fluctuations. The Company is not exposed to interest rate risk as it does not hold debt balances and is not generally charged interest on accounts payable balances.

(d) Foreign Exchange Risk

The Company operates on an international basis therefore foreign exchange risk exposures arise from transactions denominated in foreign currencies. Although the functional currency of the Company is Canadian dollars ("CAD"), the Company simultaneously conducts business in US Dollars ("USD"), Papua New Guinea Kina ("PGK") and Australian Dollars ("AUD"). Derivative instruments are currently not used to reduce exposure to fluctuations in foreign currency exchange rates.

Changes in the value of USD, AUD and PGK against the CAD affect the costs of operations and resultant capital expenditures. The Company primarily maintains its cash balances in CAD and exchanges currency on an as needed basis thereby reducing the exchange risk on cash balances.

The Company is exposed to currency risk through the following Canadian dollar equivalent of financial assets and liabilities denominated in currencies other than CAD:

	March 31, 2013		March 31, 2012	
	AUD	**PGK**	AUD	PGK
Cash and Cash Equivalents	**$ -**	**$ 6,178**	$ 3,087	$ 58,645
Accounts Payable and Accrued Liabilities	**-**	**(3,850)**	-	(426,094)
	$ -	**$ 2,328**	$ 3,087	$ (367,449)

Based on the above net exposures at March 31, 2013, a 10% change for/against the Canadian dollar in the AUD would result in a $Nil change (March 31, 2012 - $309) to the Company's net loss. Similarly a 10% change in the PGK against the Canadian dollar would result in a $233 (March 31, 2012 - $36,745) change in the Company's net loss.