



**British Columbia Securities Commission**

**QUARTERLY AND YEAR END REPORT**

BC FORM 51-901F  
(previously Form 61)

**INCORPORATED AS PART OF: SCHEDULE A**

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<b>ISSUER DETAILS</b>		FOR QUARTER ENDED			DATE OF REPORT		
NAME OF ISSUER		Y			M		
MANO RIVER RESOURCES INC.		02	10	31	02	12	30
ISSUER ADDRESS							
600 – 890 WEST PENDER STREET							
CITY/	PROVINCE	POSTAL CODE	ISSUER FAX NO.	ISSUER TELEPHONE NO.			
VANCOUVER	BC	V6C 1J9	604-687-1327	604-689-1700			
CONTACT PERSON			CONTACT'S POSITION		CONTACT TELEPHONE NO.		
SHIRAZ (RAZ) HUSSEIN			CONTROLLER		604-689-1700		
CONTACT EMAIL ADDRESS			WEB SITE ADDRESS				
N/A			www.manoriver.com				

**CERTIFICATE**

*The three schedules required to complete this Report are attached and the disclosure contained therein has been approved by the Board of Directors. A copy of this Report will be provided to any shareholder who requests it.*

DIRECTOR'S SIGNATURE	PRINT FULL NAME	DATE SIGNED		
"TOM G. ELDER"	TOM G. ELDER	Y	M	D
		02	12	30
DIRECTOR'S SIGNATURE	PRINT FULL NAME	DATE SIGNED		
"GUY E. PAS"	GUY E. PAS	Y	M	D
		02	12	30

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# **MANO RIVER RESOURCES INC.**

## **Consolidated Interim Financial Statements**

For The Nine Months Ended October 31, 2002

(Stated in U.S. Dollars)

*(Prepared by Management without audit)*

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# MANO RIVER RESOURCES INC.

## Consolidated Balance Sheets

(Prepared by Management without audit)

(Stated in U.S. Dollars)

	Nine months ended October 31, 2002 \$	Year ended January 31, 2002 \$
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash and cash equivalents	39,643	125,098
Accounts receivable	6,164	2,778
	45,807	127,876
<b>Investments (Note 3)</b>	34,496	134,496
<b>Resource properties (Note 4)</b>	4,041,196	3,955,000
<b>Deferred exploration costs</b>	7,479,270	6,878,104
<b>Reclamation bond (Note 5)</b>	340,610	340,610
	11,941,379	11,436,086
<b>LIABILITIES</b>		
<b>Current Liabilities</b>		
Accounts payable	163,832	144,002
Due to related parties (Note 9)	348,414	712,997
	512,246	856,999
<b>Convertible debenture (Note 7)</b>	200,000	-
<b>Provision for reclamation (Note 5)</b>	340,610	340,610
<b>SHAREHOLDERS' EQUITY</b>		
<b>Share capital (Note 6)</b>	15,403,920	14,357,213
<b>Subscriptions</b>	-	120,900
<b>Cumulative translation difference</b>	(21,755)	(21,755)
<b>Deficit</b>	(4,493,642)	(4,217,881)
	10,888,523	10,238,477
	11,941,379	11,436,086

Approved by the Directors

*"Tom G. Elder"*

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DIRECTOR

*"Guy E. Pas"*

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DIRECTOR

# MANO RIVER RESOURCES INC.

## Consolidated Statements of Loss

(Prepared by Management without audit)

(Stated in U.S. Dollars)

	Three months ended October 31, 2002 \$	Three months ended October 31, 2001 \$	Nine months ended October 31, 2002 \$	Nine months ended October 31, 2001 \$
<b>REVENUE</b>				
Interest income	3,151	7,385	7,658	15,937
<b>Expenses</b>				
Administrative and office expenses	832	2,870	4,494	8,290
Bank and interest charges	191	8,085	512	8,758
Directors fees	8,000	4,500	21,000	16,500
Foreign exchange loss (gain)	(3,779)	(3,792)	922	1,513
Loss on sale of investments	-	-	5,568	-
Management fees	12,000	57,500	67,500	142,000
Mine maintenance expenses	12,292	36,331	41,212	61,729
Nominated broker and adviser	9,959	5,087	32,930	18,858
Professional fees, legal, audit and accounting	11,833	4,830	76,776	53,508
Transfer agent and regulatory fees	2,354	4,334	26,405	19,540
Travel and promotion	-	6,100	6,100	18,300
	53,682	125,845	283,419	348,996
<b>Loss for the period</b>	(50,531)	(118,460)	(275,761)	(333,059)
<b>Loss per share</b>	(0.000)	(0.001)	(0.002)	(0.003)

# MANO RIVER RESOURCES INC.

## Consolidated Statements of Deficit

(Prepared by Management without audit)

(Stated in U.S. Dollars)

	Nine months ended October 31, 2002 \$	Year ended January 31, 2002 \$
<b>Deficit, Beginning of year</b>	(4,217,881)	(1,934,758)
<b>Loss for the period</b>	(275,761)	(2,283,123)
<b>Deficit, end of period</b>	(4,493,642)	(4,217,881)

# MANO RIVER RESOURCES INC.

## Consolidated Statements of Cash Flows

(Prepared by Management without audit)

(Stated in U.S. Dollars)

	Three months ended October 31, 2002 \$	Three months ended October 31, 2001 \$	Nine months ended October 31, 2002 \$	Nine months ended October 31, 2001 \$
<b>Operating Activities</b>				
Loss for the period	(50,531)	(118,460)	(275,761)	(333,059)
Changes in non-cash working capital items	(50,531)	(118,460)	(275,761)	(333,059)
Loss on sale of investments	-	-	5,568	-
Accounts receivable	2,168	(1,212)	(3,386)	2,009
Accounts payable	76,128	(3,276)	19,830	(7,763)
	27,765	(122,948)	(253,749)	(338,813)
<b>Financing Activities</b>				
Issuance of share capital (net of costs)	-	-	631,412	555,793
Proceeds from sale of investments	-	-	94,432	-
Convertible debenture	-	-	200,000	-
Due to related parties	56,470	136,111	(70,188)	337,157
	56,470	136,111	855,656	892,950
<b>Investing Activities</b>				
Acquisition of resource properties	-	-	(86,196)	-
Deferred exploration expenditures	(247,835)	(223,068)	(601,166)	(691,062)
	(247,835)	(223,068)	(687,362)	(691,062)
<b>Increase (decrease) In cash and term deposits</b>	<b>(163,600)</b>	<b>(209,905)</b>	<b>(85,455)</b>	<b>(136,925)</b>
<b>Cash - beginning of period</b>	<b>203,243</b>	<b>294,300</b>	<b>125,098</b>	<b>221,320</b>
<b>Cash - end of period</b>	<b>39,643</b>	<b>84,395</b>	<b>39,643</b>	<b>84,395</b>

### Supplemental disclosure of non-cash financing and investing activities

During the quarter ended October 31, 2002, the Company:

Issued 6,427,545 common shares in settlement of \$415,295 due to related parties.

During the quarter ended October 31, 2001, the Company:

Issued 3,531,016 common shares in settlement of \$353,454 due to related parties.

# MANO RIVER RESOURCES INC.

## Statement of Deferred Exploration Costs

(Prepared by Management without audit)

(Stated in U.S. Dollars)

	Three months ended October 31, 2002 \$	Three months ended October 31, 2001 \$	Nine months ended October 31, 2002 \$	Nine months ended October 31, 2001 \$
<b>Deferred exploration expenditures</b>				
Accommodation and meals	14,251	5,038	33,396	14,509
Assays incl. Shipment	1,467	29,595	2,283	84,269
Communications	6,915	10,207	22,825	25,992
Community relations	947	2,000	947	5,000
Consultants	52,157	34,740	101,101	75,842
Data, Images, Reports and maps	233	4,034	2,269	9,827
Geologists' support	5,212	2,964	8,688	5,719
License, Permit fees	10,000	37	123,735	1,037
Project/Field office costs ,other	50,956	27,976	68,471	76,968
Recon and geochem	1,228	13,127	6,610	17,071
Salaries and wages	81,733	45,549	178,421	113,861
Transportation	22,736	19,277	52,420	37,899
<b>Net expenditures during the period</b>	<b>247,835</b>	<b>194,544</b>	<b>601,166</b>	<b>467,994</b>
<b>Balance, Beginning of period</b>	<b>7,231,435</b>	<b>6,371,019</b>	<b>6,878,104</b>	<b>6,097,569</b>
<b>Balance, end of period</b>	<b>7,479,270</b>	<b>6,565,563</b>	<b>7,479,270</b>	<b>6,565,563</b>

**MANO RIVER RESOURCES INC.**  
**Notes to the Financial Statements**  
**For The Nine Months Ended October 31, 2002**

*(Prepared by Management without audit)*

*(Stated in U.S. Dollars)*

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**1. NATURE OF OPERATIONS AND CONTINUING OPERATIONS**

The Company is engaged in the acquisition, exploration and development of gold and diamond properties. The Company is in the development stage and has no source of cash flows other than loans from related parties or equity offerings.

These consolidated financial statements are prepared on a going concern basis which assumes that the Company will be able to realize assets and discharge liabilities in the normal course of business. The Company's ability to continue on a going concern basis depends on its ability to successfully raise additional financing. If the Company cannot obtain additional financing the Company may be forced to realize its assets at amounts significantly lower than the current carrying value.

**2. SIGNIFICANT ACCOUNTING POLICIES**

These financial statements have been prepared in accordance with generally accepted accounting principles in Canada and reflect the following significant accounting policies. The United States dollar has been identified as the Company's currency of measurement and is used for external reporting purposes.

*(a) Principles of consolidation*

These financial statements include the accounts of Mano River Resources Inc. and its principal subsidiary, Mano River Resources Ltd. and its subsidiaries.

*(b) Cash and cash equivalents*

Cash and cash equivalents consists of cash on hand, deposits in banks and highly liquid investments with an original maturity of ninety days or less.

*(c) Investments*

Investments are recorded at the lower of cost and net realizable value

*(d) Resource properties and deferred exploration costs*

The Company follows the method of accounting for its mineral properties whereby all costs related to acquisition, exploration and development are capitalized by property.

*(e) Loss per share*

Loss per share is computed using the weighted average number of shares outstanding during the year.

**MANO RIVER RESOURCES INC.**  
**Notes to the Financial Statements**  
**For The Nine Months Ended October 31, 2002**

*(Prepared by Management without audit)*

*(Stated in U.S. Dollars)*

**3. INVESTMENTS**

	October 31, 2002	January 31, 2002
Royal Victoria Minerals Ltd.	\$ 34,496	\$ 34,496
Resources Investment Trust	-	100,000
	<u>34,496</u>	<u>134,496</u>

**4. RESOURCE PROPERTIES**

	October 31, 2002	January 31, 2002
Acquisition costs		
Liberia, West Africa	\$ 320,000	\$ 320,000
Guinea, West Africa	1,940,000	1,940,000
Sierra Leone, West Africa	1,695,000	1,695,000
ManoTaur Joint Venture, Canada	86,196	-
Closing balance	<u>\$ 4,041,196</u>	<u>\$ 3,955,000</u>

**5. RECLAMATION BONDS**

As at October 31, 2002, term deposits totaling \$340,610 (January 31, 2002 - \$340,610) have been pledged to the State of Washington as security for reclamation costs on the Van Stone property. A reclamation provision has been accrued in the amount of \$340,610. The Company has completed an assessment of the reclamation and closure costs and it is anticipated that costs incurred will not exceed this provision. The Company will continually monitor the costs related to the Van Stone mine and will make further provisions if it is determined necessary.

**6. SHARE CAPITAL**

(a) *Authorized* - Unlimited common shares without par value

(b) *Issued*

	Shares	Amounts
Balance at January 31, 2001	<u>90,339,441</u>	<u>\$ 13,468,865</u>
Shares issued for settlement of debt	2,323,230	232,555
Shares issued to acquire investments	2,500,000	100,000
Shares issued on private placement (net of costs)	6,000,000	555,793
Balance at January 31, 2002	<u>101,162,671</u>	<u>14,357,213</u>
Shares issued for settlement of debt	6,427,545	415,295
Shares issued on private placement (net of costs)	11,200,000	631,412
Balance at October 31, 2002	<u>118,790,216</u>	<u>15,403,920</u>

**MANO RIVER RESOURCES INC.**  
**Notes to the Financial Statements**  
**For The Nine Months Ended October 31, 2002**

*(Prepared by Management without audit)*

*(Stated in U.S. Dollars)*

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**6. SHARE CAPITAL (Continued)**

As at October 31, 2002, the following stock options were outstanding:

Number of Common Shares	Exercise price per share (Cdn\$)	Expiry date
2,890,000	\$ 0.34	February 12, 2004
100,000	\$ 0.34	April 14, 2005
1,050,000	\$ 0.22	May 1, 2006
5,000,000	\$ 0.11	March 21, 2007
<hr/> 9,040,000		

**7. CONVERTIBLE DEBENTURE**

The Company entered into a convertible debenture agreement with respect to advances from a company controlled by a director. Advances totaling \$200,000 will under this debenture be repayable on April 30, 2004, together with accumulated interest at 6% per annum. The principal amount is convertible by the holder into common shares of the Company at a price of £0.04 per share at any time prior to repayment and this transaction has been approved by the regulatory authorities.

**9. RELATED PARTY TRANSACTIONS**

During the year to date, the Company incurred billings of \$93,918 from related parties for management fees and professional services. All transactions with related parties have occurred in the normal course of operations. As at October 31, 2002, the amount due to related parties totals \$348,414. These balances are payable on demand and have arisen from the provision of services referred to above and provision of short-term bridge financing.

**10. SUBSEQUENT EVENTS**

Subsequent to October 31, 2002, the Company:

- (a) arranged a private placement for 15.5 million common shares at GBP 0.02p per share to raise GBP 310,000. Each share will have one half warrant attached, which can be exercised at GBP 0.03p for the first twelve months following the closing of the placement and at GBP 0.04p for the subsequent twelve months. The commission of 5% will be paid to brokered private placement with respect to their GBP 140,000 placing. This private placement has been approved by the regulatory authorities.