



**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	D
MANO RIVER RESOURCES INC.		03	07	31	03	09	29
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
		03	09	29
DIRECTOR'S SIGNATURE	PRINT FULL NAME	DATE SIGNED		
"GUY E. PAS"	GUY E. PAS	Y	M	D
		03	09	29

*Consolidated Interim Financial Statements of*

**MANO RIVER RESOURCES INC.**

*July 31, 2003*

# MANO RIVER RESOURCES INC.

## Consolidated Balance Sheets

(Prepared by Management without audit)

(Stated in U.S. Dollars)

	Six months ended July 31, 2003 \$ (unaudited)	Year ended January 31, 2003 \$ (audited)
<b>ASSETS</b>		
<b>Current</b>		
Cash and cash equivalents	418,928	184,116
Accounts receivable	8,894	2,139
	427,822	186,255
<b>Investments (Note 3)</b>	34,496	34,496
<b>Resource properties (Note 4)</b>	3,955,000	4,045,090
<b>Deferred exploration costs</b>	7,983,618	7,647,211
<b>Reclamation bonds (Note 5)</b>	340,610	340,610
	12,741,546	12,253,662
<b>LIABILITIES</b>		
<b>Current Liabilities</b>		
Accounts payable and accrued liabilities	120,352	97,664
Due to related parties (Note 8)	253,278	305,195
	373,630	402,859
<b>Provision for reclamation (Note 5)</b>	340,610	340,610
<b>Convertible debenture (Note 7)</b>	216,973	138,723
<b>SHAREHOLDERS' EQUITY</b>		
Share capital (Note 6)	16,596,312	15,867,323
Equity component of convertible debenture	96,000	96,000
Cumulative translation difference	(21,755)	(21,755)
Deficit	(4,860,224)	(4,570,098)
	11,810,333	11,371,470
	12,741,546	12,253,662

APPROVED BY THE DIRECTORS:

"TOM G. ELDER" (Signed)

Director

"GUY E. PAS" (Signed)

Director

# MANO RIVER RESOURCES INC.

## Consolidated Statements of Loss

(Prepared by Management without audit)

Stated in U.S. Dollars)

	Three months ended July 31, 2003 \$ (unaudited)	Three months ended July 31, 2002 \$ (unaudited)	Six months ended July 31, 2003 \$ (unaudited)	Six months ended July 31, 2002 \$ (unaudited)
<b>Revenue</b>				
Interest income	353	455	2,206	4,507
<b>Expenses</b>				
Administrative and office expenses	1,394	1,292	2,669	3,662
Bank and interest charges	4,651	129	7,785	321
Directors fees	-	8,000	2,000	13,000
Foreign exchange loss (gain)	(3,068)	3,857	1,281	4,701
Investor communications	16,279	-	26,968	-
Loss on sale of investments	-	5,568	-	5,568
Management fees	14,500	15,000	35,500	55,500
Mine maintenance expenses	22,629	15,142	31,990	28,920
Nominated broker and adviser	20,058	17,371	20,058	22,971
Professional fees, legal, audit and accounting	35,142	52,589	55,671	64,943
Transfer agent and regulatory fees	13,164	19,521	16,473	24,051
Travel and promotion	647	-	1,847	6,100
	125,396	138,469	202,242	229,737
<b>Loss before undernoted item</b>	(125,043)	(138,014)	(200,036)	(225,230)
<b>Write-off of resource property</b>	(90,090)	-	(90,090)	-
<b>Loss for the Period</b>	(215,133)	(138,014)	(290,126)	(225,230)
<b>Loss per share</b>	(0.001)	(0.001)	(0.001)	(0.002)

# MANO RIVER RESOURCES INC.

## Consolidated Statements of Deficit

*(Prepared by Management without audit)*

*Stated in U.S. Dollars)*

	Six months ended July 31, 2003 \$ (unaudited)	Year ended January 31, 2003 \$ (audited)
<b>Deficit, Beginning of year</b>	(4,570,098)	(4,217,881)
<b>Loss for the Period</b>	(290,126)	(352,217)
<b>Deficit, End of Period</b>	(4,860,224)	(4,570,098)

# MANO RIVER RESOURCES INC.

## Consolidated Statements of Cash Flows

(Prepared by Management without audit)

Stated in U.S. Dollars)

	Three months ended July 31, 2003 \$ (unaudited)	Three months ended July 31, 2002 \$ (unaudited)	Six months ended July 31, 2003 \$ (unaudited)	Six months ended July 31, 2002 \$ (unaudited)
<b>Operating Activities</b>				
Loss for the period	(215,133)	(138,014)	(290,126)	(225,230)
Changes in non-cash working capital accounts				
Loss on sale of investments	-	5,568	-	5,568
Write-off of resource property	90,090	-	90,090	-
Accounts receivable	9,017	(5,831)	(6,755)	(5,554)
Accounts payable	17,981	(70,648)	22,688	(56,298)
	117,088	(70,911)	106,023	(56,284)
<b>Financing Activities</b>				
Issuance of share capital (net of costs)	728,989	533,842	728,989	631,412
Share subscriptions	-	294,395	-	294,395
Proceeds from sale of investments	-	94,432	-	94,432
Convertible debenture	78,250	200,000	78,250	200,000
Due to related parties	(259,069)	(474,207)	(51,917)	(421,053)
	548,170	648,462	755,322	799,186
<b>Investing Activities</b>				
Resource properties -				
Acquisition of resource properties	-	(86,196)	-	(86,196)
Deferred exploration expenditures	(160,298)	(192,639)	(336,407)	(353,331)
	(160,298)	(278,835)	(336,407)	(439,527)
<b>Increase ( Decrease) In Cash</b>	289,827	160,702	234,812	78,145
<b>Cash, Beginning of Period</b>	129,101	42,541	184,116	125,098
<b>Cash, End of Period</b>	418,928	203,243	418,928	203,243

Supplemental disclosure of non-cash financing and investing activities

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

Agreed to issue 5,219,759 shares in settlement of \$294,395 due to related parties

# MANO RIVER RESOURCES INC.

## Consolidated Statements of Deferred Exploration Costs

(Prepared by Management without audit)

Stated in U.S. Dollars)

	Three months ended July 31, 2003 \$ (unaudited)	Three months ended July 31, 2002 \$ (unaudited)	Six months ended July 31, 2003 \$ (unaudited)	Six months ended July 31, 2002 \$ (unaudited)
<b>Deferred exploration expenditures</b>				
Assays and geochem	5,396	5,532	22,241	6,198
Communications	11,957	7,324	16,865	15,910
Consultants	23,678	10,410	42,803	48,944
Data, images, reports and maps	1,807	363	4,159	2,036
Geologists' support	1,345	1,185	1,345	3,476
License, permit fees	6,866	109,983	57,346	113,735
Project/field office costs, other	16,246	286	37,390	17,515
Salaries	46,994	43,109	99,882	96,688
Subsistence	27,402	6,592	29,391	19,145
Transportation	18,607	7,855	24,985	29,684
<b>Net expenditures during the period</b>	<b>160,298</b>	<b>192,639</b>	<b>336,407</b>	<b>353,331</b>
<b>Balance, Beginning of period</b>	<b>7,823,320</b>	<b>7,038,796</b>	<b>7,647,211</b>	<b>6,878,104</b>
<b>Balance, End of period</b>	<b>7,983,618</b>	<b>7,231,435</b>	<b>7,983,618</b>	<b>7,231,435</b>

**MANO RIVER RESOURCES INC.**  
**Notes to the Financial Statements**  
**For The Six Months Ended July 31, 2003**

*(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 equity offerings or loans from related parties.

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 Six Months Ended July 31, 2003**

*(Prepared by Management without audit)*

*(Stated in U.S. Dollars)*

**3. INVESTMENTS**

	July 31, 2003	January 31, 2003
St. Andrew Goldfields Ltd. (formerly Royal Victoria Minerals Ltd.)	\$ 34,496	\$ 34,496
	<u>34,496</u>	<u>34,496</u>

The St. Andrew Goldfields Ltd. Investment consists of 520,000 common shares with a quoted market value at July 31, 2003 of \$67,772 (January 31, 2003 -\$75,925)

The Royal Victoria Minerals Ltd., St. Andrew Goldfields Ltd. and United Tex-Sol Mines completed a business combination by way of a plan of arrangement with St. Andrew as the surviving entity. Under the terms of the arrangement, Royal Victoria shareholder received two common shares of St. Andrew for each Royal Victoria common share.

**4. RESOURCE PROPERTIES**

	July 31, 2003	January 31, 2003
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	-	90,090
Closing balance	<u>\$ 3,955,000</u>	<u>\$ 4,045,090</u>

During the period, the Company relinquished its interest in ManoTaur Joint Venture, Canada and wrote-off resource property costs of \$90,090.

**5. RECLAMATION BONDS**

As at July 31, 2003, term deposits totaling \$340,610 (January 31, 2003 - \$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.

**MANO RIVER RESOURCES INC.**  
**Notes to the Financial Statements**  
**For The Six Months Ended July 31, 2003**

*(Prepared by Management without audit)*

*(Stated in U.S. Dollars)*

**6. SHARE CAPITAL**

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

(b) *Issued*

	<u>Shares</u>	<u>Amounts</u>
Balance at January 31, 2002	101,162,671	\$ 14,357,213
Shares issued on private placement (net of costs)	26,300,000	1,094,815
Shares issued for settlement of debt	6,427,545	415,295
<u>Balance at January 31, 2003</u>	<u>133,890,216</u>	<u>15,867,323</u>
Shares issued on private placement (net of costs)	17,250,000	668,094
Shares issued on exercise of warrants	1,250,000	60,895
<u>Balance at July 31, 2003</u>	<u>152,390,216</u>	<u>16,596,312</u>

During the period, the Company concluded a private placement of 17,250,000 common shares at a price of GBP 0.025 per share for the total proceeds of GBP 431,250.

As at July 31, 2003, the following stock options were outstanding:

<u>Number of Common Shares</u>	<u>Exercise price per share (Cdn\$)</u>	<u>Expiry date</u>
2,540,000	\$ 0.34	February 12, 2004
100,000	\$ 0.34	April 14, 2005
990,000	\$ 0.22	May 1, 2006
845,000	\$ 0.10	February 21, 2007
5,000,000	\$ 0.11	March 21, 2007
<u>9,475,000</u>		

**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 are repayable under this debenture 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 maturity.

During the period, the Company entered into a convertible debenture agreement with respect to advances from a company controlled by a director. Advances totaling GBP 50,000 (\$78,250) are repayable under this debenture on March 25, 2005, together with accumulated interest at 5% per annum. The principal amount is convertible by the holder into common shares of the Company at a

**MANO RIVER RESOURCES INC.**  
**Notes to the Financial Statements**  
**For The Six Months Ended July 31, 2003**

*(Prepared by Management without audit)*

*(Stated in U.S. Dollars)*

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price of £0.02 per share at any time prior to maturity. This agreement is subject to regulatory approval.

**8. RELATED PARTY TRANSACTIONS**

During the year to date, the Company incurred billings of \$53,560 from related parties for management fees and professional fees. All transactions with related parties have occurred in the normal course of operations. As at July 31, 2003, the amount due to related parties totals \$253,278. These balances are payable on demand and have arisen from the provision of services referred to above and provision of short-term bridge financing. The Company was subsequently able to settle approx. \$114,300 of this debt by issue of Mano shares. (Subsequent event note 9 (a))

**9. FAIR VALUE OF FINANCIAL INSTRUMENTS**

The Company's financial assets and liabilities are cash and cash equivalents, accounts receivable, investments, accounts payable and accrued liabilities, and due to related parties. The fair values of these financial instruments are estimated to approximate their carrying values due to their immediate or short-term nature except for investments whose fair value is described in Note 3. Due to the nature of the Company's operations, there is no significant credit or interest rate risk. As at July 31, 2003, the Company held approximately \$376,663 cash in bank accounts denominated in U.K. pounds. The Company has taken no action to reduce its exposure to foreign currency risk.

**10. SUBSEQUENT EVENTS**

Subsequent to July 31, 2003, the Company:

- a) has arranged to settle outstanding debts with directors or companies with which they are associated and officers of the Company in the amount of GBP70,485 (\$114,300) with Mano shares at a price of GBP 0.025 per share. A total of 2,819,397 common shares are to be issued and the debt settlement has been approved by the regulatory authorities.
- (b) granted additional stock options to certain directors, officers, consultants and employees to purchase up to 905,000 common shares of the Company at an exercise price of Cdn.\$0.10 per share.