
MANO RIVER RESOURCES INC.

Consolidated Interim Financial Statements
For The Nine Months Ended October 31, 2005
(Stated in U.S. Dollars)

(Unaudited)

MANO RIVER RESOURCES INC.

6th Floor, 890 West Pender Street, Vancouver, B.C. V6C 1J9

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NOTICE TO READER

In accordance with National Instrument 51-102 released by the Canadian Securities Administrators, the Company discloses that its auditors have not reviewed the unaudited interim consolidated financial statements for the period ended October 31, 2005.

The accompanying unaudited interim financial statements of the Company have been prepared by and are the responsibility of the Company's management.

MANO RIVER RESOURCES INC.

Consolidated Balance Sheets

(Prepared by Management without audit)

(Stated in U.S. Dollars)

	Nine months ended October 31, 2005 \$ (unaudited)	Year ended January 31, 2005 \$ (audited)
ASSETS		
Current		
Cash and cash equivalents	4,439,291	1,375,639
Accounts receivable	108,494	63,328
Due from joint venture partners (Note 3)	93,958	171,432
	4,641,743	1,610,399
Investments (Note 4)	184,090	218,586
Resource properties (Note 5)	3,955,000	3,955,000
Deferred exploration costs	13,681,090	10,656,216
	22,461,923	16,440,201
LIABILITIES		
Current Liabilities		
Accounts payable and accrued liabilities	24,725	15,283
Due to related parties (Note 7)	282,565	553,434
	307,290	568,717
SHAREHOLDERS' EQUITY		
Share capital (Note 6)	28,643,487	21,461,793
Subscriptions	-	894
Contributed surplus	1,138,717	803,272
Cumulative translation difference	(21,755)	(21,755)
Deficit	(7,605,816)	(6,372,720)
	22,154,633	15,871,484
	22,461,923	16,440,201

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 October 31, 2005 \$ (unaudited)	Three months ended October 31, 2004 \$ (unaudited)	Nine months ended October 31, 2005 \$ (unaudited)	Nine months ended October 31, 2004 \$ (unaudited)
Revenue				
Interest income	47,267	10,364	82,477	46,729
Expenses				
Administrative and office expenses	3,648	1,834	7,317	5,194
Bank and interest charges	29	73	200	17,119
Directors fees	12,950	2,000	39,150	12,000
Foreign exchange loss (gain) (Note 8)	198,077	8,149	296,232	(150,860)
Management fees	27,000	22,500	84,000	67,500
Mine maintenance expenses	-	22,540	3,000	63,125
Professional fees	304,589	61,932	493,112	213,448
Recovered expenses	(7,372)	-	(7,372)	-
Stock-based compensation	-	-	335,445	444,891
Transfer agent and regulatory fees	27,017	5,907	74,191	44,466
Gain on sale of investments	(9,702)	-	(9,702)	-
	556,236	124,935	1,315,573	716,883
Loss for the period	(508,969)	(114,571)	(1,233,096)	(670,154)
Loss per share	(0.002)	(0.001)	(0.005)	(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, 2005 \$ (unaudited)	Year ended January 31, 2005 \$ (audited)
Deficit, Beginning of year	(6,372,720)	(5,483,356)
Loss for the Period	(1,233,096)	(889,364)
Deficit, End of Period	(7,605,816)	(6,372,720)

MANO RIVER RESOURCES INC.

Consolidated Statements of Cash Flows

(Prepared by Management without audit)

(Stated in U.S. Dollars)

	Three months ended October 31, 2005 \$ (unaudited)	Three months ended October 31, 2004 \$ (unaudited)	Nine months ended October 31, 2005 \$ (unaudited)	Nine months ended October 31, 2004 \$ (unaudited)
Operating Activities				
Loss for the period	(508,969)	(114,571)	(1,233,096)	(670,154)
Items not involving cash:				
Stock-based compensation (Note 2d)	-	-	335,445	444,891
Accretion of liability portion of convertible debenture	-	-	-	12,255
Changes in non-cash working capital accounts				
Gain on sale of investments	(9,702)	-	(9,702)	-
Due from joint venture partners	178,327	608,848	79,834	(179,610)
Accounts receivable and prepaid expenses	(31,515)	71,384	(47,526)	67,944
Accounts payable	9,816	(20,549)	9,442	(33,148)
	(362,043)	545,112	(865,603)	(357,822)
Financing Activities				
Issuance of share capital (net of costs)	-	-	7,180,800	33,650
Due to related parties	82,295	(46,244)	(270,869)	59,411
Proceeds from sale of investments	44,198	-	44,198	-
	126,493	(46,244)	6,954,129	93,061
Investing Activities				
Resource properties -				
Deferred exploration expenditures	(806,397)	(649,695)	(3,024,874)	(1,319,611)
	(806,397)	(649,695)	(3,024,874)	(1,319,611)
Increase (Decrease) In Cash	(1,041,947)	(150,827)	3,063,652	(1,584,372)
Cash, Beginning of Period	5,481,238	2,460,007	1,375,639	3,893,552
Cash, End of Period	4,439,291	2,309,180	4,439,291	2,309,180

Supplemental disclosure of non-cash financing and investing activities

During the nine month period ended October 31, 2005, the Company issued 12,500 common shares for a share subscription of \$894 related to exercise of share purchase warrants in the previous financial year.

During the nine month period ended October 31, 2004, the Company issued 2,786,200 common shares on the conversion of a convertible debenture in the amount of \$200,000 due to a related party. In addition on conversion an equity component amount of \$96,000 was credited to share capital account.

MANO RIVER RESOURCES INC.

Consolidated Statements of Deferred Exploration Costs

(Prepared by Management without audit)

(Stated in U.S. Dollars)

	Three months ended October 31, 2005 \$ (unaudited)	Three months ended October 31, 2004 \$ (unaudited)	Nine months ended October 31, 2005 \$ (unaudited)	Nine months ended October 31, 2004 \$ (unaudited)
Deferred exploration expenditures				
Assays incl. shipment	50,158	25,640	76,486	69,496
Communications incl. equipment	19,189	10,895	80,964	51,063
Community relations	3,813	-	20,252	-
Consultants	96,831	16,254	158,368	83,175
Infrastructure incl. roads and bridges	85,593	-	85,593	-
Data, images, reports and maps	-	2,207	13,608	9,082
Drilling	155,390	34,968	840,774	34,968
Exploration advances -Missamana joint venture	-	-	125,000	-
Geologists' support	37,714	21,411	95,892	34,998
Licenses and permit fees	33,214	130,331	138,487	236,385
Project/field office costs, incl. field equipment	61,015	95,240	385,779	184,687
Reconnaissance and geochemical	6,039	-	32,159	-
Salaries and wages	181,097	96,061	652,878	284,300
Subsistence	28,971	10,689	64,433	38,268
Transportation incl. vehicles	47,373	205,999	254,201	293,189
Net expenditures during the period	806,397	649,695	3,024,874	1,319,611
Balance, Beginning of period	12,874,693	9,310,500	10,656,216	8,640,584
Balance, End of period	13,681,090	9,960,195	13,681,090	9,960,195

MANO RIVER RESOURCES INC.

Notes to the Financial Statements

For The Nine Months Ended October 31, 2005

(Prepared by Management without audit)

(Stated in U.S. Dollars)

1. NATURE OF OPERATIONS AND CONTINUING OPERATIONS

The Company is engaged in the acquisition, exploration and development of diamonds, gold and iron ore properties. The Company is in the exploration and development stage and has no source of cash flows other than advances from joint venture partners and 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 subsidiaries, Mano Diamonds Ltd., Mano Gold Investments Ltd. and their 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) Stock-based compensation

The Company follows Canadian Institute of Chartered Accountants Handbook Section 3870: Stock-Based Compensation, which requires that all stock-based awards made to non-employees and employees be measured and recognized using a fair value based method. Accordingly, the fair value of options at the date of grant is accrued and charged as an expense to operations, with an offsetting credit to contributed surplus, on a straight-line basis over the vesting period. If the stock options are ultimately exercised, the applicable amounts of contributed surplus are transferred to share capital.

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2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(e) 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.

(f) Loss per share

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

3. DUE FROM JOINT VENTURE PARTNERS

During the nine month period ended October 31, 2005, the Company incurred exploration expenditures on behalf of joint venture partners who are required to fund the exploration expenditures to earn their interest in a group of gold and diamond properties in Sierra Leone and Liberia. As at October 31, 2005, the amount of \$93,958 remained receivable from joint venture partners.

4. INVESTMENTS

	October 31, 2005	October 31, 2004
St. Andrew Goldfields Ltd.	\$ -	\$ 34,496
Mifergui-Nimba	\$ 184,090	\$ -
	184,090	34,496

During the nine month period ended October 31, 2005, the Company disposed of its investment in St. Andrew Goldfields Ltd. for the net proceeds of \$44,198.

The Mifergui-Nimba investment consists of 8,654 shares in a Guinean company that holds an interest in a mining license over a Guinean iron ore property. The investment is held at its cost of \$184,090.

5. RESOURCE PROPERTIES

	October 31, 2005	October 31, 2004
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
Closing balance	\$ 3,955,000	\$ 3,955,000

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6. SHARE CAPITAL

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

(b) *Issued*

	Shares	Amounts
Balance at January 31, 2004	210,489,613	\$ 21,132,143
Shares issued on conversion of convertible debentures	2,786,200	296,000
Shares issued on exercise of stock options	130,000	33,650
Balance at January 31, 2005	213,405,813	21,461,793
Shares issued on private placement (net of costs)	40,000,000	7,180,800
Shares issued on exercise of warrants	12,500	894
Balance at October 31, 2005	253,418,313	28,643,487

(a) During the nine month period ended October 31, 2005, the Company concluded a brokered private placement of 40,000,000 common shares at GBP 0.10p each for gross proceeds of GBP 4,000,000 (\$7,480,000). A commission of 4% (\$299,200) of the gross proceeds was paid to the broker on closing of the placement.

(b) During the nine month period ended October 31, 2005, the Company issued 12,500 common shares on exercise of warrants. Cash proceeds of \$894 for exercise of warrants were received by the Company on January 31, 2005 and recorded as subscriptions under shareholders' equity.

(c) As at October 31, 2005, nil warrants and the following stock options were outstanding:

Number of Common Shares	Exercise price per share (Cdn\$)	Expiry date
990,000	\$ 0.22	May 1, 2006
845,000	\$ 0.10	February 21, 2007
5,000,000	\$ 0.11	March 21, 2007
905,000	\$ 0.10	August 14, 2008
2,770,000	\$ 0.24	March 23, 2009
2,620,000	\$ 0.215	July 25, 2010
13,130,000		

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7. RELATED PARTY TRANSACTIONS

During the nine month period to date, the Company incurred billings of \$224,539 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, 2005, the amount due to related parties totals \$282,565. These balances have no fixed terms of repayment and have arisen from the accrued provision of services referred to above and reimbursable expenses.

8. 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 amounts 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 4. Due to the nature of the Company's operations, there is no significant credit or interest rate risk. As at October 31, 2005, the Company held approximately \$3,800,168 cash in bank accounts denominated in UK currency. The Company has taken no action to reduce its exposure to foreign currency risk.