

ABERDEEN INTERNATIONAL INC.

FINANCIAL STATEMENTS

FOR THE THREE AND NINE MONTHS ENDED

OCTOBER 31, 2008 AND 2007

UNAUDITED

ABERDEEN INTERNATIONAL INC.**BALANCE SHEET**

As at,

	October 31, 2008 Unaudited	January 31, 2008 Audited
ASSETS		
Current		
Cash and cash equivalents	\$ 1,409,569	\$ 28,936,408
Investments, at fair value (Note 3(a) and 12)	27,678,037	35,055,876
Equity accounted investments (Note 3(b))	1,903,023	2,000,000
Accounts receivable	787,614	548,499
Loans receivable (Note 4)	1,559,056	-
Receivable on sale of mineral property (Note 6)	1,728,111	1,837,477
Prepaid expenses	27,037	22,968
Convertible royalty loan, current portion (Note 5)	29,022,759	20,489,000
Future income taxes	8,493,000	-
	72,608,206	88,890,228
Long-term		
Convertible royalty loan (Note 5)	-	24,950,748
Equipment, net	821	1,489
	\$ 72,609,027	\$ 113,842,465
LIABILITIES		
Current		
Accounts payable and accrued liabilities (Note 12)	\$ 301,393	\$ 1,549,278
Deferred revenue (Note 5)	8,341	82,037
Income taxes payable	1,438,063	815,000
Future income taxes	5,772,000	5,199,000
	7,519,797	7,645,315
Long-term		
Future income taxes	-	7,395,000
	7,519,797	15,040,315
SHAREHOLDERS' EQUITY		
Common shares (Note 7)	47,894,974	51,962,016
Warrants (Note 8)	17,203,500	17,203,500
Contributed surplus (Note 10)	8,269,667	6,595,051
Retained earnings (deficit)	(8,278,911)	23,041,583
	65,089,230	98,802,150
	\$ 72,609,027	\$ 113,842,465

COMMITMENTS AND CONTINGENCY (Note 5 and 13)
SUBSEQUENT EVENT (Note 6)

The accompanying notes are an integral part of the financial statements

ABERDEEN INTERNATIONAL INC.**STATEMENTS OF OPERATIONS**

For the three months and nine months ended October 31, 2008 and 2007

(Unaudited)

	Three months		Nine months	
	2008	2007	2008	2007
Net investment gains (losses)				
Realized gain (loss) on investments, net	\$ (1,815,699)	\$ -	\$ 5,390,894	\$ -
Unrealized gain (loss) on investments, net	(47,597,465)	10,985,310	(40,910,839)	10,985,310
Loss from equity accounted investment	(59,770)	-	(96,977)	-
	(49,472,934)	10,985,310	(35,616,922)	10,985,310
Other revenue				
Royalties on convertible royalty loan	2,050,812	846,204	5,380,963	2,527,936
Unrealized (loss) on convertible royalty loan (Note 5)	(19,165,653)	(2,080,215)	(16,416,989)	(8,682,320)
Interest on convertible royalty loan	50,736	58,848	158,714	153,937
Other interest	91,809	631,978	1,235,528	1,076,480
Advisory service fees	180,500	-	1,272,500	-
Arrangement fees (Note 5)	30,413	23,748	81,293	78,058
	(16,761,383)	(519,437)	(8,287,991)	(4,845,909)
Expenses				
General and administration	(1,991,737)	1,363,152	319,763	1,736,655
Stock-based compensation (Note 9)	93,820	2,235,600	93,820	2,363,300
Transaction costs	12,500	11,018	48,958	11,018
Amortization	223	2,263	668	6,788
	(1,885,194)	3,612,033	463,209	4,117,761
Income (loss) before the undernoted	(64,349,123)	6,853,840	(44,368,122)	2,021,640
Foreign exchange gain (loss)	267,083	(5,909)	329,092	32,132
Interest expenses on long-term loan	-	(49,161)	-	(199,161)
Debt arrangement expense	-	(84,000)	-	(178,000)
Income (loss) before income taxes	(64,082,040)	6,714,770	(44,039,030)	1,676,611
Income taxes				
Current income tax expense	(961,125)	(341,059)	(2,492,982)	(905,029)
Future income tax recovery (provision)	20,404,000	(2,808,250)	15,315,000	(445,173)
Net income (loss) for the period	\$ (44,639,165)	\$ 3,565,461	\$ (31,217,012)	\$ 326,409
Basic income (loss) per share	\$ (0.46)	\$ 0.03	\$ (0.31)	\$ 0.01
Diluted income (loss) per share	\$ (0.46)	\$ 0.03	\$ (0.31)	\$ 0.01
Weighted average common shares outstanding				
- basic	97,628,571	102,930,673	100,709,214	54,579,025
- diluted	97,628,571	102,930,673	100,709,214	54,579,025

The accompanying notes are an integral part of the financial statements

ABERDEEN INTERNATIONAL INC.

STATEMENTS OF CASH FLOWS

For the three months and nine months ended October 31, 2008 and 2007

(Unaudited)

	Three months		Nine months	
	2008	2007	2008	2007
CASH AND CASH EQUIVALENTS (USED IN) PROVIDED BY				
OPERATING ACTIVITIES:				
Net income (loss) for the period	\$ (44,639,165)	\$ 3,565,461	\$ (31,217,012)	\$ 326,409
Adjustments to reconcile net income (loss) to cash provided from operating activities:				
Unrealized (gain) loss on investments, net	47,597,465	(10,985,310)	40,910,839	(10,985,310)
Realized (gain) loss on investments, net	1,815,699	-	(5,390,894)	-
Loss from equity accounted investment	59,770	-	96,977	-
Unrealized loss on convertible royalty loan	19,165,653	2,080,215	16,416,989	8,682,320
Arrangement fee income	(30,413)	(23,748)	(81,293)	(78,058)
Stock-based compensation (Note 9)	93,820	2,235,600	93,820	2,363,300
Amortization	223	2,263	668	6,788
Unrealized foreign exchange	(184,721)	19,633	(199,403)	-
Debt arrangement expense	-	84,000	-	178,000
Other	-	-	(351,000)	-
Future income tax	(20,404,000)	2,808,250	(15,315,000)	445,173
Net change in non-cash working capital	(1,695,694)	1,388,258	(838,829)	1,693,755
	1,778,637	1,174,622	4,125,862	2,632,377
FINANCING ACTIVITIES:				
Repayment of loan	-	(3,000,000)	-	(3,000,000)
Shares repurchased and cancelled (Note 11)	(1,583,781)	-	(2,589,727)	-
Shares issued from private placement	-	-	-	60,000,000
Cost of issue	-	(994,000)	-	(4,858,713)
	(1,583,781)	(3,994,000)	(2,589,727)	52,141,287
INVESTING ACTIVITIES:				
Purchase of investments	(8,801,429)	(12,033,336)	(31,487,294)	(12,033,336)
Disposal of investments	2,855,704	-	3,883,565	-
Short-term loan repaid (extended)	(500,000)	-	(1,509,500)	-
Mineral property interests	-	(478,779)	-	(1,831,838)
Change in working capital in mineral property	-	(231,993)	50,255	200,000
Purchase of equipment	-	-	-	(42,063)
	(6,445,725)	(12,744,108)	(29,062,974)	(13,707,237)
CHANGE IN CASH AND CASH EQUIVALENTS	(6,250,869)	(15,563,486)	(27,526,839)	41,066,427
CASH AND CASH EQUIVALENTS, beginning of period	7,660,438	59,166,550	28,936,408	2,536,637
CASH AND CASH EQUIVALENTS, end of period	\$ 1,409,569	\$ 43,603,064	\$ 1,409,569	\$ 43,603,064
Cash and cash equivalents consist of :				
Cash	\$ 1,409,569	\$ 2,244,228	\$ 1,409,569	\$ 2,244,228
Cash equivalents	-	41,358,836	-	41,358,836
	\$ 1,409,569	\$ 43,603,064	\$ 1,409,569	\$ 43,603,064
SUPPLEMENTAL INFORMATION				
Interest paid on long-term debt	\$ -	\$ 49,161	\$ -	\$ 199,161
Income taxes paid	\$ 340,868	\$ 252,698	\$ 1,854,995	\$ 252,698
Shares and warrants received on debt financing	\$ 96,000	\$ -	\$ 483,100	\$ -
Warrants received on sale of property	\$ -	\$ -	\$ -	\$ 216,000

The accompanying notes are an integral part of the financial statements

ABERDEEN INTERNATIONAL INC.
STATEMENTS OF SHAREHOLDERS' EQUITY
(Unaudited)

	Common shares		Share purchase warrants	Contributed surplus	Retained earnings (deficit)	Shareholders' equity
	#	\$	\$	\$	\$	\$
Balance – January 31, 2007	27,930,673	12,275,229	3,137,486	1,094,265	20,457,174	36,964,154
Issuance of shares on private placement, net of issuance costs	75,000,000	56,890,287	-	-	-	56,890,287
Valuation of warrants issued on private placement	-	(15,750,000)	15,750,000	-	-	-
Valuation of agent compensation warrants issued on private placement	-	(1,453,500)	1,453,500	-	-	-
Stock option compensation expense	-	-	-	2,363,300	-	2,363,300
Warrants expired, valuation	-	-	(3,137,486)	3,137,486	-	-
Net income for the year	-	-	-	-	2,584,409	2,584,409
Balance - January 31, 2008	102,930,673	51,962,016	17,203,500	6,595,051	23,041,583	98,802,150
Cancellation of repurchased common shares	(8,056,334)	(4,067,042)	-	1,580,796	(103,482)	(2,589,728)
Stock option compensation expense	-	-	-	93,820	-	93,820
Net loss for the period	-	-	-	-	(31,217,012)	(31,217,012)
Balance - October 31, 2008	94,874,339	47,894,974	17,203,500	8,269,667	(8,278,911)	65,089,230

The accompanying notes are an integral part of the financial statements

ABERDEEN INTERNATIONAL INC.

NOTES TO THE FINANCIAL STATEMENTS

For the three months and nine months ended October 31, 2008 and 2007

(Unaudited)

1. NATURE OF OPERATIONS AND BASIS OF PRESENTATION

Previously, Aberdeen International Inc. ("Aberdeen", or the "Company") operated as a Canadian mineral exploration and royalty company. In July 2007, the Company successfully completed a change of business. The purpose of the change of business was to create a publicly traded global investment and merchant banking company focused on small capitalization companies in the resource sector. In connection with the change of business, Aberdeen seeks to acquire equity participation in pre-IPO and early stage public resource companies with undeveloped or undervalued high-quality resources. Aberdeen focuses on companies that: (i) are in need of managerial, technical and financial resources to realize their full potential; (ii) are undervalued in foreign capital markets; and, (iii) operate in jurisdictions with low to moderate local political risk.

These interim financial statements are unaudited and have not been reviewed by the Company's auditors.

The Company's management has prepared these unaudited interim financial statements in accordance with generally accepted accounting principles in Canada ("GAAP"). These unaudited interim financial statements have incorporated new accounting standards, the impact of which is summarized in Note 2. The disclosures in these unaudited interim financial statements do not include the full disclosure required under GAAP for annual financial reporting. These unaudited interim financial statements should be read in conjunction with the audited financial statements of the Company for the year ended January 31, 2008.

In the opinion of management, all adjustments considered necessary for fair presentation have been included in these unaudited interim financial statements. Operating results for the nine months ended October 31, 2008 are not indicative of the results that may be expected for the full year ending January 31, 2009.

Certain comparative amounts have been reclassified to conform to the current quarter's presentation.

2. SIGNIFICANT ACCOUNTING POLICIES

Except as disclosed below, these unaudited interim financial statements are prepared using the same accounting policies and methods of application as those disclosed in Note 2 to the Company's annual audited financial statements for the year ended January 31, 2008.

New accounting pronouncements

On December 1, 2006, the CICA issued three new accounting standards: Capital Disclosures (Handbook Section 1535), Financial Instruments – Disclosures (Handbook Section 3862), and Financial Instruments – Presentation (Handbook Section 3863). These standards are effective for interim and annual financial statements for the Company's reporting periods beginning on February 1, 2008.

(i) Capital Disclosures

Handbook Section 1535 specifies the disclosure of (i) an entity's objectives, policies and processes for managing capital; (ii) quantitative data about what the entity regards as capital; (iii) whether the entity has complied with any capital requirements; and (iv) if it has not complied, the consequences of such noncompliance. The Company has included disclosures recommended by the new Handbook section in Note 14 to these interim unaudited financial statements.

(ii) Financial Instruments - Disclosures and Presentation

Handbook Sections 3862 and 3863 replace Handbook Section 3861, Financial Instruments – Disclosure and Presentation, revising and enhancing its disclosure requirements, and carrying forward unchanged its presentation requirements. These new sections place increased emphasis on disclosures about the nature and extent of risks arising from financial instruments and how the entity manages those risks. The Company has included disclosures recommended by the new Handbook section in Note 15 to these interim unaudited financial statements.

ABERDEEN INTERNATIONAL INC.
NOTES TO THE FINANCIAL STATEMENTS
For the three months and nine months ended October 31, 2008 and 2007
(Unaudited)

3. INVESTMENTS

(a) At October 31, 2008, the Company's investments consisted of the following:

Issuer	Note	Security description	Cost	Estimated Fair value	% of (FV)
Allana Resources Inc.	(i,ii,iii)	4,750,000 common shares			
		2,375,000 warrants expire June 16, 2010	\$ 950,000	\$ 278,350	1.0%
Amazon Potash Corp.**	(iii)	2,500,000 common shares	2,500,000	2,500,000	9.0%
Apogee Minerals Ltd.	(iii)	5,000,000 common shares			
		5,000,000 warrants expire May 23, 2010	2,000,000	315,000	1.1%
Auger Resources Ltd.**	(iii)	2,000,000 common shares			
		1,000,000 warrants expire Sept 16, 2010	1,000,000	500,000	1.8%
Avion Resources Corp.	(i,ii,iii)	7,818,700 common shares			
		2,818,700 warrants expire October 12, 2009			
		1,500,000 warrants expire July 31, 2010			
		2,500,000 warrants expire May 5, 2010			
		2,000,000 warrants expire Sept 30, 2009	3,432,114	451,102	1.6%
Cash Minerals Ltd.	(iii)	3,600,000 common shares			
		3,600,000 warrants expire July 2, 2010	900,000	136,080	0.5%
Castillian Resources Corp.	(iii)	2,500,000 common shares	1,075,000	112,500	0.4%
Central Sun Mining Inc.*	(i,ii,iii)	6,619,000 common shares			
		3,309,500 warrants expire October 22, 2010	6,949,950	1,065,328	3.8%
Consolidated Thompson Iron Mines Ltd.	(iii)	692,200 common shares			
		500,000 warrants expire January 10, 2010	6,436,860	1,438,640	5.2%
Crowflight Minerals Inc.	(iii)	5,000,000 common shares	3,068,200	800,000	2.9%
Franc-Or Resources Corp.	(i,ii,iii)	8,750,000 common shares			
		2,000,000 warrants expire June 6, 2011			
		6,750,000 warrants expire July 9, 2011	875,000	662,600	2.4%
Kria Resources Inc.**	(iii)	2,750,000 common shares			
		375,000 warrants expire November 19, 2009			
		1,000,000 warrants expire June 9, 2010	2,750,000	1,375,000	5.0%
Largo Resources Inc.	(iii)	650,000 common shares	351,000	81,250	0.3%
Longford Energy Inc.	(i,ii,iii)	5,250,896 common shares			
		3,296,296 warrants expire February 28, 2010			
		1,000,000 warrants expire July 10, 2010	2,477,742	1,394,709	5.0%
Russo-Forest Corporation**	(ii,iii)	6,125,000 common shares			
		4,000,000 warrants expire January 25, 2013	2,214,030	2,214,030	8.0%
Scandinavian Metals Inc**	(ii,iii)	2,000,000 common shares			
		1,000,000 warrants expire Sept 12, 2010	1,000,000	500,000	1.8%
Stetson Oil & Gas Ltd.	(iii)	10,000,000 common shares			
		10,000,000 warrants expire Sept 17, 2010	2,000,000	2,177,000	7.9%
Sulliden Exploration Inc.	(iii)	9,526,072 common shares	3,845,554	5,715,643	20.7%
U-308 Corp.	(i,ii)	2,649,600 common shares	4,040,222	794,880	2.9%
Valencia Venture Inc.	(iii)	1,145,500 common shares	572,750	114,550	0.4%
Vast Exploration Inc.	(iii)	4,100,000 common shares			
		2,050,000 warrants expire June 12, 2010	2,460,000	890,315	3.2%
Total of 6 other investments	(iv)		8,702,652	4,161,060	15.1%
Total investments			\$ 59,601,074	\$ 27,678,037	100.0%

* Formerly named Glencairn Gold Corporation.

** Private company

- (i) The Company has issued a Section 101 report under the Ontario Securities Act for this investment and it has a fair value of greater than \$500,000 as at October 31, 2008.
- (ii) The Company owns, on a partially diluted basis, at least a 10% interest in the investee and this investment has a fair value greater than \$500,000 as at October 31, 2008.
- (iii) A director and/or officer of the Company is a director and/or officer of the investee corporation.
- (iv) Total other investments held by the Company, which are not individually listed as at October 31, 2008.

ABERDEEN INTERNATIONAL INC.
NOTES TO THE FINANCIAL STATEMENTS
For the three months and nine months ended October 31, 2008 and 2007
(Unaudited)

3. INVESTMENTS (continued)

At January 31, 2008, the Company's investments consisted of the following:

Issuer	Note	Security description	Cost	Fair value	(FV)
Avion Resources Corp.	(i,ii,iii)	2,818,700 common shares 2,818,700 warrants expire October 12, 2009 1,500,000 warrants expire July 31, 2009	\$ 836,114	\$ 1,878,469	5.4%
Buchanan Renewable Energies**	(ii)	3,000,000 common shares 1,500,000 warrants expire August 23, 2009	750,000	750,000	2.1%
Central Sun Mining Inc.*	(i,ii,iii)	6,619,000 common shares 3,309,500 warrants expire October 22, 2010	6,949,950	16,197,686	46.2%
Kansai Mining Corp	(i,ii,iii)	4,000,000 common shares 4,000,000 warrants expire September 14, 2009	400,000	812,800	2.3%
Kria Resources Inc.**	(ii,iii)	750,000 common shares 375,000 warrants expire November 19, 2009	750,000	750,000	2.1%
Quinto Mining Corporation	(i,ii)	5,000,000 common shares 2,500,000 warrants expire January 10, 2010	3,250,000	3,062,500	8.7%
Russo-Forest Corporation**	(ii,iii)	6,125,000 common shares 4,000,000 warrants expire January 25, 2013	2,214,030	2,214,030	6.3%
U-308 Corp.	(i,ii)	2,300,600 common shares	3,797,112	2,070,540	5.9%
Total of 5 other investments	(iv)		7,189,652	7,319,851	21.0%
Total investments			\$ 26,136,858	\$ 35,055,876	100.0%

* Formerly named Glencairn Gold Corporation.

** Private company

- (i) The Company has issued a Section 101 report under the Ontario Securities Act for this investment and it has a fair value of greater than \$500,000 as at January 31, 2008.
- (ii) The Company owns, on a partially diluted basis, at least a 10% interest in the investee and this investment has a fair value greater than \$500,000 as at January 31, 2008.
- (iii) A director and/or officer of the Company is a director and/or officer of the investee corporation
- (iv) Total other investments held by the Company, which are not individually listed as at January 31, 2008.

- (b) The Company's equity accounted investment is its ownership in Tucano Exploration Inc., consisting of 4,000,000 shares which represents an equity interest of approximately 36.8% as of October 31, 2008. The following is a schedule of the equity accounted investment as at October 31, 2008 and January 31, 2008:

	October 31, 2008	January 31, 2008
Equity accounted investment – carrying value – beginning of period	\$ 2,000,000	\$ -
Purchase of investment	-	2,000,000
Loss on equity investment	(96,977)	-
Equity accounted investment – carrying value – end of period	\$ 1,903,023	\$ 2,000,000

ABERDEEN INTERNATIONAL INC.

NOTES TO THE FINANCIAL STATEMENTS

For the three months and nine months ended October 31, 2008 and 2007

(Unaudited)

4. LOANS RECEIVABLE

On August 19, 2008, the Company entered into a short-term loan agreement with Russo-Forest Corporation ("Russo-Forest"), a privately held company with timber operations in the Russian northwest. The Company loaned Russo-Forest \$500,000 which is repayable on or before August 18, 2009 with interest payable on maturity at an annual rate of 15%. The loan is secured against all of the assets of Russo-Forest and its subsidiaries.

On March 20, 2008, the Company entered into a short-term loan agreement with Avion Resources Corp. ("Avion"). The Company loaned Avion US\$1,000,000 which was repayable on or before September 30, 2008 with interest payable monthly commencing April 30, 2008 at an annual rate of 10%. In addition, Avion provided, as consideration, 250,000 warrants with an exercise price of \$0.38 per common share and an expiry date of September 30, 2008. The grant date fair value of the warrants was estimated to be \$36,100 which was applied against the carrying value of the loan receivable and was recognized as income over the term of the loan. The fair value was calculated using the Black-Scholes option pricing model with the following assumptions: expected dividend yield of 0%; expected volatility of 98.5%; risk-free interest rate of 2.73%; and an expected life of five months. The loan agreement provided for a general security agreement in Aberdeen's favour against the US\$1,000,000 loan.

Avion did not repay the loan by September 30, 2008. Following discussions between Aberdeen and Avion, Aberdeen agreed to extend the term of the loan to September 30, 2009. In conjunction with the extension of the loan, it was agreed that the principal owing upon maturity shall increase by 30% for each US\$100 incremental increase in the price of gold above US\$900, based on the twelve month average of the London PM fix, to be calculated on a monthly, pro-rated basis, beginning on October 1, 2008. Interest, at a rate of 10% per year will accrue. As additional consideration for the extension of the loan, Avion has agreed to issue 2,000,000 share purchase warrants to Aberdeen, with each share purchase warrant entitling Aberdeen to purchase one common share at a price of \$0.20 per share for a period of one year from September 30, 2008. The grant date fair value of the warrants was estimated to be \$96,000, which was applied against the carrying value of the loan receivable and will be recognized as income over the remaining term of the loan. The fair value was calculated using the Black-Scholes option pricing model with the following assumptions: expected dividend yield of 0%; expected volatility of 93.67%; risk-free interest rate of 2.93%; and an expected life of one year. The share purchase warrant previously issued to Aberdeen in connection with the loan expired unexercised. Avion also agreed to pay Aberdeen an extension fee in the amount of US\$50,000 of which US\$25,000 was payable on October 31, 2008 and US\$25,000 is payable on March 31, 2009. The loan continues to be secured against the assets of Avion and in a senior position. The carrying value of the loan receivable at October 31, 2008, was \$1,059,056. Directors of Aberdeen also hold director positions in Avion and may hold investments personally.

On April 30, 2008, the Company entered into a short-term loan agreement with Largo Resources Inc. ("Largo"). The Company loaned Largo US\$4,500,000, repayable on or before June 30, 2008 with interest payable monthly at a rate of 1% per month. This loan was extendible to November 1, 2008 with the payment of a US\$100,000 extension fee. In addition, Largo provided US\$250,000 cash and 650,000 shares as consideration to the Company. The fair value of these shares at the date of issue was estimated to be \$351,000 based on the closing price of Largo's common shares on April 30, 2008. The cash payment along with the issue date fair value of the shares was applied against the carrying value of the loan receivable and was recognized as income over the term of the loan. The principal of the loan plus interest, totalling US\$4,566,575, was fully repaid on June 20, 2008. Directors of Aberdeen also hold director positions in Largo and may hold investments personally.

ABERDEEN INTERNATIONAL INC.

NOTES TO THE FINANCIAL STATEMENTS

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(Unaudited)

5. CONVERTIBLE ROYALTY LOAN

The Secured Gold Royalty Based Convertible Loan (the "Convertible Royalty Loan") was advanced in two tranches of US\$5,000,000 in the fourth quarter of fiscal year 2006, has a three-year term maturing December 31, 2008, a 3% coupon at gold prices up to US\$400 per ounce (2.5% at gold prices above US\$400 per ounce) and a net smelter royalty ("NSR"), tied to the price of gold, ranging from a 0.5% NSR at US\$300 per ounce to a 4.75% NSR at gold prices of US\$750 per ounce or higher, on a graduated scale. Repayment of the Convertible Royalty Loan, including interest and royalty payments, is in US dollars.

The Company has an option to convert the Convertible Royalty Loan to equity of Simmer and Jack Mines, Limited ("Simmers") at ZAR 0.80 per share at any time from January 1, 2007 to December 31, 2008, subject to Simmers shareholders' approval. If shareholder approval is not granted then the US\$10,000,000 principal amount will be due on December 31, 2008 and the Company will be entitled to a 1% NSR on gold produced for the life of the underlying assets. On October 16, 2008, the Company called for conversion to equity and a shareholder vote is expected in January 2009. However, Aberdeen has been informed by Simmers that it is their position that the request for conversion into equity has caused the loan facility to terminate, ending the remaining graduated royalty payment and forfeiting repayment on the US\$10,000,000 principal and remaining interest payments. If Simmers' shareholders do not approve the conversion request, Simmers' management contends that Aberdeen would receive only the 1% NSR, but not the US\$10,000,000 principal.

Pursuant to section 2.6 of the Convertible Royalty Loan agreement, the graduated royalty is calculated on production until December 31, 2008, notwithstanding Aberdeen's request for conversion. In addition, pursuant to section 2.10 of the Convertible Royalty Loan agreement, if the Simmers shareholders do not approve the loan conversion the 1% NSR would be in addition to the repayment of the US\$10,000,000 principal and, pursuant to section 2.4 of the Convertible Royalty Loan agreement, the principal is repayable in cash until shareholders approve the equity conversion. Aberdeen intends to aggressively contest any alternative interpretation of the Convertible Royalty Loan agreement. The Company has provided Simmers' management and directors with a demand letter and a letter from Aberdeen's legal counsel outlining Aberdeen's interpretation of the Convertible Royalty Loan agreement in advance of the upcoming Simmers shareholder meeting. Aberdeen has also filed the Convertible Royalty Loan agreement between the Company and Simmers on SEDAR (www.sedar.com) under the Company's profile. The description of the Convertible Royalty Loan agreement herein is subject to, and qualified in all respect by, the provisions of the Convertible Royalty Loan agreement.

In connection with the Convertible Royalty Loan agreement, Aberdeen holds a notarial special covering bond in the amount of US\$10,000,000 plus ZAR5,000,000 (\$617,000) over the assets of the North Plant on the greater Buffels property.

As at October 31, 2008, US\$9,550,000 (\$11,617,575) had been advanced to Simmers. Interest income of US\$43,587 (\$53,024), owing to the Company at April 30, 2006 at a rate of 2.5% based on the price of gold, royalty income of US\$106,413 (\$129,451), owing to the Company at December 31, 2005 at a rate of 2.05% also based on the price of gold, and arrangement fees of US\$300,000 (\$364,950) were capitalized and applied against the remaining amounts to be advanced to Simmers. As a result, a total of US\$10,000,000 (\$12,165,000) was recorded with respect to the Convertible Royalty Loan.

The arrangement fees have been deferred and will be amortized over the term of the Convertible Royalty Loan. During the nine months ended October 31, 2008, \$81,293 (nine months ended October 31, 2007 - \$78,058) has been recorded as revenue in the statement of operations and the balance of \$8,341 is presented as deferred revenue on the balance sheet (January 31, 2008 - \$82,037).

ABERDEEN INTERNATIONAL INC.

NOTES TO THE FINANCIAL STATEMENTS

For the three months and nine months ended October 31, 2008 and 2007

(Unaudited)

5. CONVERTIBLE ROYALTY LOAN (continued)

At October 31, 2008, the Convertible Royalty Loan had an estimated fair value of US\$23,857,561 (\$29,022,759) based on a US/Cdn dollar foreign exchange rate of 1.2165, (January 31, 2008 – US\$45,340,000 (\$45,439,748)). Aberdeen carries the Convertible Royalty Loan on the balance sheet at its estimated fair value with the movement between periods being charged to the statements of operations. In prior periods, the Company has estimated the fair value of the Convertible Royalty Loan based on a discounted cash flow analysis of expected cash flow from the remaining graduated royalty and interest payments, the repayment of the US\$10,000,000 principal and the 1% NSR for the life of the mines. The Convertible Royalty Loan has historically been fair valued using the discounted cash flow approach as the Company estimated this scenario to be the likely outcome due to Simmers' share price at previous reporting dates. However, as at October 31, 2008, with a weaker Simmers' share price, the value of the shares that would be received on conversion has fallen below the value, based on the discounted cash flow analysis, of the 1% NSR. In the Company's view, this has significantly increased the probability of the shareholders approving the conversion. As a result, the Company has estimated the fair value of the Convertible Royalty Loan based on receiving Simmers shares upon conversion in addition to the graduated royalty and interest payments for the balance of the fourth calendar quarter of 2008.

Based on the conversion price of ZAR 0.80 per share and an October 31, 2008 exchange ratio of ZAR 9.866 per \$1 U.S. dollar, the Company would receive 123,327,249 Simmers shares. At October 31, 2008, these shares had a fair market value of \$27,675,375 based on a Simmers' share price of ZAR 1.82 per share and an exchange rate of ZAR 8.110 per \$1 Cdn dollar. The fair value estimate of the Convertible Royalty Loan also includes an estimate of the balance of the graduated royalty and interest payments for the fourth calendar quarter of 2008 of \$1,347,384 to provide a total of \$29,022,759. As a result, the Company has recorded a pre-tax unrealized loss of \$16,416,989 on its Convertible Royalty Loan for the nine months ended October 31, 2008.

The Convertible Royalty Loan agreement also provides the Company with a right of first refusal on any future financings that Simmers completes on any of their properties. Under the agreement, the Company has 60 days to match financing terms provided by a third party to Simmers. During calendar 2007, Simmers completed a third party financing without providing the Company the right to match the terms offered. Following discussions with Simmers which did not resolve the Company's concerns, Aberdeen initiated legal proceedings to claim damages caused by the breach of the agreement. On September 5, 2008, a lower court applied a narrow interpretation of the Convertible Royalty Loan agreement and found that the right of first refusal only applies to debt financing. Aberdeen believes a broader interpretation is appropriate and is appealing the decision.

ABERDEEN INTERNATIONAL INC.

NOTES TO THE FINANCIAL STATEMENTS

For the three months and nine months ended October 31, 2008 and 2007

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6. RECEIVABLE ON SALE OF MINERAL PROPERTY

During the year ended January 31, 2008, the Company completed the sale of the Ethiopian property rights it held to Avion. The Company obtained these Ethiopian property rights through an earn-in agreement with Ethio-Gibe Mining PLC (Ethio-Gibe). Aberdeen had earned 100% of the exclusive rights granted by the Ethiopian Government to Ethio-Gibe for consideration consisting of cash and shares payable over a five-year period. The terms of the agreement with Avion were as follows:

- (i) \$250,000 upon receipt of regulatory approval for the transaction (paid);
- (ii) \$750,000 on or before June 30, 2008 (not paid);
- (iii) \$1,000,000 on or before December 31, 2008;
- (iv) 1.5% net smelter royalty in respect of the exploration licences;
- (v) 1,500,000 share purchase warrants of Avion exercisable at \$0.48 for 18 months; and
- (vi) Avion will assume Aberdeen's obligations to Ethio-Gibe for cash and share payments.

At January 31, 2008, the cash payments to be received from Avion, including the initial \$250,000, were recorded as a receivable at a discounted value of \$1,837,477 and the 1,500,000 warrants were estimated to have a fair value of \$216,000, for total consideration of \$2,053,477. The initial payment of \$250,000 under the agreement was received by the Company on February 14, 2008.

The agreement outlines that payments to be made by Avion subsequent to the initial \$250,000 shall be made in cash or common shares of Avion, upon the mutual agreement of both parties, with any common shares to be issued at a price equal to the volume weighted average trading price for the 30 days prior to the payment due date for Avion common shares. The payment of \$750,000 due on June 30, 2008 was not received by the Company. Subsequent to October 31, 2008, and following discussions between Aberdeen and Avion, it was agreed that the \$750,000 would be added to the existing US\$1,000,000 loan from Aberdeen to Avion that is due September 30, 2009 (see the section "Loan Receivable" above).

ABERDEEN INTERNATIONAL INC.

NOTES TO THE FINANCIAL STATEMENTS

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7. COMMON SHARES

Authorized: Unlimited common shares with no par value

Issued and outstanding:

	Number of shares	Amount
Balance, January 31, 2007	27,930,673	\$ 12,275,229
Private placement	75,000,000	60,000,000
Private placement - warrant valuation	-	(15,750,000)
Cost of issue	-	(4,563,213)
Balance, January 31, 2008	102,930,673	\$ 51,962,016
Shares repurchased and cancelled (NCIB) ⁽¹⁾	(8,056,334)	(4,067,042)
Balance, October 31, 2008	94,874,339	\$ 47,894,974

⁽¹⁾ See Note 11.

8. WARRANTS

	October 31, 2008		January 31, 2008	
	Number of warrants	Weighted average exercise price	Number of warrants	Weighted average exercise price
Balance, beginning of period	42,000,000	\$0.98	8,349,000	\$0.93
Granted	-	-	42,000,000	\$0.98
Expired	-	-	(8,349,000)	\$0.93
Balance, end of period	42,000,000	\$0.98	42,000,000	\$0.98

The following is a summary of the outstanding warrants as of October 31, 2008:

Estimated grant date fair value	Number of warrants	Exercise price	Expiry date
\$ 1,453,500	4,500,000*	\$0.80	June 6, 2009
15,750,000	37,500,000	\$1.00	June 6, 2012
\$ 17,203,500	42,000,000		

* Compensation Options exercisable into Units at a price of \$0.80 per Unit consisting of one common share of the Company and one-half of one common share purchase warrant.

ABERDEEN INTERNATIONAL INC.

NOTES TO THE FINANCIAL STATEMENTS

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(Unaudited)

9. STOCK-BASED COMPENSATION

The following are the stock option transactions during the period ended October 31, 2008 and the year ended January 31, 2008:

	October 31, 2008		January 31, 2008	
	Number of stock option	Weighted average exercise price	Number of stock option	Weighted average exercise price
Balance, beginning of period	5,900,000	\$0.80	1,785,000	\$0.80
Granted	400,000	\$0.35	4,800,000	\$0.80
Cancelled or expired	-	-	(685,000)	\$0.85
Balance, end of period	6,300,000	\$0.78	5,900,000	\$0.80

As of October 31, 2008, the following stock options were outstanding:

Estimated grant date fair value	Number of options outstanding	Number of options exercisable	Exercise price	Expiry date
\$ 232,050	350,000	350,000	\$0.85	September 19, 2010
269,500	500,000	500,000	\$0.69	October 25, 2010
62,500	100,000	100,000	\$0.80	January 20, 2011
96,300	150,000	150,000	\$0.82	February 28, 2011
62,000	100,000	100,000	\$0.85	April 9, 2012
65,700	100,000	100,000	\$0.90	April 30, 2012
2,235,600	4,600,000	4,600,000	\$0.80	September 14, 2012
30,640	100,000	100,000	\$0.48	August 11, 2013
23,780	100,000	100,000	\$0.35	September 5, 2013
39,400	200,000	200,000	\$0.29	October 1, 2013
\$ 3,117,470	6,300,000	6,300,000		

During the nine months ended October 31, 2008, 400,000 stock options were granted to directors, officers and consultants of the Company (nine months ended October 31, 2007 – 4,800,000). The options vested immediately and expire five years from the date of issue. The fair value of the options granted were estimated on the date of grant using the Black-Scholes option pricing model with the following assumptions: expected dividend yield of 0% (2008 – 0%); expected volatility of 84% (2008 – 89%); risk-free interest rate of 3.1% (2008 - 4.5%); and an expected life of 5 years (2008 – 5 years). This resulted in an expense of \$93,820 (2008 – \$2,363,300).

10. CONTRIBUTED SURPLUS

	October 31, 2008	January 31, 2008
Balance, beginning of period	\$ 6,595,051	\$ 1,094,265
Stock options granted and/or vested during the year:		
Consultant	54,420	503,100
Officers and directors	39,400	1,860,200
Warrants expired, reallocation of valuation	-	3,137,486
Cancellation of repurchased common shares (Note 11)	1,580,796	-
Balance, end of period	\$ 8,269,667	\$ 6,595,051

ABERDEEN INTERNATIONAL INC.

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11. NORMAL COURSE ISSUER BID

On January 31, 2008, the Company announced its intention to make a Normal Course Issuer Bid ("NCIB") to buy back its common shares for cancellation through the facilities of the Toronto Stock Exchange ("Exchange").

The maximum number of common shares that may be purchased for cancellation pursuant to the NCIB is that number of common shares that represents 10% of the common shares in the public float on the date that the Exchange approved the NCIB. Based on the 81,888,340 common shares in the public float as at January 31, 2008, the maximum number of shares was 8,188,834. The number of shares in the public float is less than the number of issued and outstanding common shares because the public float number does not include common shares held by insiders of the Company. The actual number of common shares to be purchased and the timing of such purchases will be determined by the Company considering market conditions, stock prices, its cash position, and other factors.

Purchases under the NCIB commenced on February 4, 2008 and will terminate on February 3, 2009, or the date upon which the maximum number of common shares have been purchased by the Company pursuant to the NCIB. The Company intends that shares acquired pursuant to the NCIB will be cancelled. During the nine months ended October 31, 2008, the Company used \$2,589,728 to purchase and cancel 8,056,334 shares at an average price of approximately \$0.32 per share. The stated value of these shares in the Company's shareholders' equity was \$4,067,042, or approximately \$0.50 per share. The difference between the cost to repurchase and the stated value of \$1,477,314 was allocated as an increase to contributed surplus (\$1,580,796) and an increase to the deficit (\$103,482).

12. RELATED PARTY TRANSACTIONS

All of the related party 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.

As a result of the Company's business model adopted on the change of business in July 2007, the Company's officers and directors may have investments in and hold management and/or director and officer positions in some of the investments that the Company holds. The following is a list of the investments and the nature of the relationship of the Company's officers or directors with the investment:

ABERDEEN INTERNATIONAL INC.

NOTES TO THE FINANCIAL STATEMENTS

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(Unaudited)

12. RELATED PARTY TRANSACTIONS (continued)

Investment	Nature of relationship	Fair value
Allana Resources Inc.	Shareholders	\$ 278,350
Amazon Potash Corp.**	Directors and shareholders	2,500,000
Apogee Minerals Ltd.	Directors and shareholders	315,000
Auger Resources Ltd.**	Directors and shareholders	500,000
Avion Resources Corp.	Directors and shareholders	451,102
Cash Minerals Ltd.	Directors and shareholders	136,080
Castillian Resources Corp.	Directors and shareholders	112,500
Central Sun Mining Inc.*	Directors and shareholders	1,065,328
Consolidated Thompson	Directors, officers and shareholders	1,438,640
Crowflight Minerals Inc.	Directors, officers and shareholders	800,000
Franc-Or Resources Corp.	Directors, officers and shareholders	662,600
Kria Resources Inc.**	Directors, officers and shareholders	1,375,000
Largo Resources Inc.	Directors and shareholders	81,250
Longford Energy Inc.	Directors and shareholders	1,394,709
Russo-Forest Corporation**	Directors and shareholders	2,214,030
Scandinavian Metals Inc.**	Directors and shareholders	500,000
Stetson Oil & Gas Ltd.	Directors and shareholders	2,177,000
Sulliden Exploration Inc.	Directors and shareholders	5,715,643
Valencia Venture Inc.	Directors and shareholders	114,550
Vast Exploration Inc.	Directors and shareholders	890,315
Total of 7 other investments	Directors, officers and shareholders	4,955,940
Total Investments		\$ 27,678,037

* Formerly named Glencairn Gold Corporation.

** Private company

In addition to the investments listed above, Aberdeen has an equity investment in Tucano Exploration Inc. and loans receivable from Avion Resource Corp and Russo-Forest Corporation. Directors and officers of Aberdeen hold director and officer positions in these companies and may hold investments.

While it is at the discretion of the Board, it is expected that an annual bonus equal to 10% of the realized pre-tax profit on the Company's portfolio investments will be paid to management. For the nine months ended October 31, 2008, the Company had net realized gains on investments of \$5,390,894, of which \$4,836,451 was the result of the acquisition of the Quinto Mining Corporation ("Quinto") by Consolidated Thompson Iron Mines Limited ("Consolidated Thompson") and the subsequent sale of a portion of Aberdeen's position in Consolidated Thompson. The Company also had net unrealized losses of \$40,910,839. As a result, during the nine months ended October 31, 2008, an amount of \$891,902 was credited to the statement of operations as the accrual related to the bonus expense on last year's unrealized portfolio investments gains was reversed.

The Company was charged \$67,500 during the nine months ended October 31, 2008 (nine months ended October 31, 2007 - \$22,500) by a corporation controlled by a director of the Company for administration services. As well, the Company paid or accrued \$371,417 during the nine months ended October 31, 2008 (nine months ended October 31, 2007 - \$1,172,083) to directors and officers of the Company for consulting services and fees for acting as directors and officers. Of the amounts paid \$nil (nine months ended October 31, 2007 - \$965,000) was paid by way of bonus.

During the nine months ended October 31, 2008, the Company earned advisory service fees of \$1,272,500 (nine months ended October 31, 2007 - \$nil) from corporations with common directors and officers. In addition, the Company earned interest income during the nine months ended October 31, 2008 from Avion, Largo and Russo-Forest, all of which have common directors with Aberdeen.

ABERDEEN INTERNATIONAL INC.

NOTES TO THE FINANCIAL STATEMENTS

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(Unaudited)

12. RELATED PARTY TRANSACTIONS (continued)

The Company shares its premises with other corporations that have common directors and/or officers. The Company reimburses and recovers from the related corporation for their proportional share of expenses. Included in accounts payable at October 31, 2008 is \$12,778 (January 31, 2008 - \$65,479) owing to, and \$1,230 (January 31, 2008 - \$353) owing from such corporations.

13. COMMITMENTS AND CONTINGENCY

The Company is party to certain management contracts. These contracts contain minimum commitments of approximately \$550,000 and additional contingent payments of approximately \$2,790,000 upon the occurrence of a change of control. As the likelihood of a change of control is not determinable, the contingent payments have not been reflected in these financial statements.

14. CAPITAL DISCLOSURE

Effective February 1, 2008, the Company adopted CICA Handbook Section 1535, *Capital Disclosures*. This standard requires disclosure of information that enables users of its financial statements to evaluate the entity's objectives, policies and processes for managing capital. As a result of the adoption of this new standard, the Company has developed the following additional disclosure.

The Company's objectives when managing capital are:

- a) to allow the Company to respond to changes in economic and/or marketplace conditions by maintaining the Company's ability to purchase new investments;
- b) to give shareholders sustained growth in value by increasing shareholders' equity; while
- c) taking a conservative approach towards financial leverage and management of financial risks.

The Company's management reviews its capital structure on an on-going basis and makes adjustments to it in light of changes in economic conditions and the risk characteristics of its underlying investments. The Company's current capital is composed of its shareholders' equity and, to-date, has adjusted or maintained its level of capital by:

- a) raising capital through equity financings;
- b) realizing proceeds from the disposition of its investments; and
- c) repurchasing the Company's own shares for cancellation pursuant to its normal course issuer bid that commenced in February 2008.

While the Company currently has no debt, it may in the future decide to utilize leverage in the form of broker margin or bank indebtedness. Aberdeen is not subject to any capital requirements imposed by a regulator and there were no changes to capital management during the nine months ended October 31, 2008. The Company expects that its capital resources will be sufficient to discharge its liabilities as of the current balance sheet date. Aberdeen does not currently pay a dividend and does not expect to pay one in the foreseeable future.

ABERDEEN INTERNATIONAL INC.

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15. FINANCIAL INSTRUMENTS

Effective January 1, 2008, the Company adopted the requirements of the CICA Handbook Section 3862, *Financial Instruments - Disclosure* and Section 3863, *Financial Instruments – Presentation*. The objective of Section 3862 is to provide financial statement disclosure to enable users to evaluate the significance of financial instruments on the Company's financial position and performance and the nature and extent of risks arising from financial instruments that the Company is exposed to during the reporting period and the balance sheet date and how those risks are managed. The purpose of Section 3863 is to enhance the financial statement user's understanding of the significance of financial instruments to the Company's financial position, performance and cash flows. As a result of the adoption of these new standards, the Company has developed the following additional disclosure.

Aberdeen's operations involve the purchase and sale of securities and, in addition, the Company has a Convertible Royalty Loan with an estimated fair value of \$29,022,759. Accordingly, the majority of the Company's assets are currently comprised of financial instruments which can expose it to several risks, including market, liquidity, interest rate, credit and currency risks. A discussion of the Company's use of financial instruments and their associated risks is provided below:

Market risk

Market risk is the risk that the fair value of, or future cash flows from, the Company's financial instruments will significantly fluctuate because of changes in market prices. The Company is exposed to market risk in trading its investments and unfavourable market conditions could result in dispositions of investments at less than favourable prices. In addition, most of the Company's investments are in the resource sector, as is its Convertible Royalty Loan. The Company manages this risk by having a portfolio which is not singularly exposed to any one issuer.

For the nine months ended October 31, 2008, a 10% decrease in the closing prices on its portfolio investments would result in an estimated increase in net after-tax loss of \$2.1 million, or \$0.02 per share. This estimated impact on net after-tax income includes the estimated value of the non-traded warrants held, as determined using the Black-Scholes option pricing model.

Liquidity risk

Liquidity risk is the risk that the Company will not have sufficient cash resources to meet its financial obligations as they come due. The Company's liquidity and operating results may be adversely affected if the Company's access to the capital markets is hindered, whether as a result of a downturn in stock market conditions generally or related to matters specific to the Company, or if the value of the Company's investments declines, resulting in losses upon disposition. In addition, some of the investments the Company holds are lightly traded public corporations or not publicly traded and may not be easily liquidated. The Company generates cash flow from its Convertible Royalty Loan, financing activities and proceeds from the disposition of its investments, in addition to interest income and advisory service fees. As the Company currently has no debt, Aberdeen believes that it has sufficient marketable securities which are freely tradable and relatively liquid to fund its obligations as they become due under normal operating conditions.

ABERDEEN INTERNATIONAL INC.

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15. FINANCIAL INSTRUMENTS (continued)

Interest rate risk

The Company's interest rate risk is primarily related to the Company's cash equivalents and loans receivable.

a) Cash equivalents

The Company's cash equivalents were invested at interest rates in effect at the time of investment. Changes in market interest rates affect the fair market value of the cash equivalents. However, as these investments come to maturity within a short period of time, the impact would likely not be significant.

b) Loans receivable

The Company's loans receivable were extended based partially on interest rates in effect at the time. Changes in market interest rates affect the fair market value of the loans receivable. However, as these loans are short-term in nature, the impact of changes in market interest rates would likely not be significant.

Credit risk

Credit risk is the risk associated with the inability of a third party to fulfill its payment obligations. The Company is exposed to the risk that third parties that owe it money or securities will not perform their underlying obligations. The Company's largest credit risk is the counterparty to its Convertible Royalty Loan. Aberdeen has attempted to manage this risk by completing what management feels is adequate due diligence prior to entering into the loan agreement. In addition, security was obtained against specific assets of the counterparty, in case of non-performance.

The Company also has credit risk in the form of loans receivable and other carrying receivable. The total carrying value of these financial instruments at October 31, 2008 was \$4,074,781. As discussed in Note 6, "Receivable on Sale of Mineral Property", Avion did not make a \$750,000 payment due June 30, 2008 and the repayment terms have been restructured.

Currency risk

Currency risk is the risk that the fair value of, or future cash flows from, the Company's financial instruments will fluctuate because of changes in foreign exchange rates. The Company's operations are exposed to foreign exchange fluctuations, which could have a significant adverse effect on its results of operations from time to time. The Company currently has financial instruments denominated in U.S. dollars and Australian dollars.

A change in the foreign exchange rate of the Canadian dollar versus another currency may change the value of its financial instruments.

ABERDEEN INTERNATIONAL INC.
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15. FINANCIAL INSTRUMENTS (continued)

The following assets and liabilities were denominated in foreign currencies as of October 31, 2008 and January 31, 2008:

	October 31, 2008	January 31, 2008
Denominated in U.S dollars:		
Accounts receivables	\$ 760,456	\$ 532,367
Loan receivable	\$ 1,191,156	-
Convertible royalty loan	\$ 29,022,759	\$ 45,439,748
Income taxes payable	\$ (94,965)	\$ (51,110)
Denominated in Australian dollars:		
Investments	\$ 1,576,628	-

A 10% increase in the value of the Canadian dollar against all foreign currencies in which the Company had financial instrument exposure as of October 31, 2008 would result in an estimated increase in net after-tax loss of approximately \$3.2 million, or \$0.03 per share. The Company does not currently hedge its foreign currency exposure.

Fair values

The Company has determined the carrying value of its financial instruments as follows:

- i. The carrying value of cash equivalents, amounts receivable, loans receivable, receivable on sale of mineral property and accounts payable and accrued liabilities approximate their fair values due to the short-term nature of these instruments.
- ii. Investments are carried at amounts in accordance with the Company's accounting policy as set out below under "Significant Accounting Policies" and in Note 2 of the annual audited financial statements for the year ended January 31, 2008.
- iii. The Convertible Royalty Loan is carried at the estimated fair value of the Simmers shares to be received on the conversion of the loan to equity plus the remaining graduated royalty and interest payments. The Company has called for conversion to equity and a Simmers shareholder vote is expected in January 2009.